

September 25, 2020

To,  
The Secretary,  
**The Bombay Stock Exchange,**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001  
**Scrip Code: 530979**

Dear Sir/Madam,

**Sub.: Compliance with Regulations 30 of the Securities and Exchange Board of India (Listing Regulations & Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) – Proceedings of the Annual General Meeting and disclosure of Voting Results.**

**Ref: Regulation 30 and 34 of SEBI Listing Obligations and Disclosure Requirements (LODR) Regulations, 2015 read with its Amendments**

We wish to inform you that the Thirtieth (30th) Annual General Meeting (AGM) of the Company was held on September 25, 2020 at 10:00 A.M. IST, through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) facility and the businesses mentioned in the Notice dated August 28, 2020 convening the AGM were transacted, tabled as below:

SR. NO.	PARTICULAR(S)
<b>A. ORDINARY BUSINESS:</b>	
Item No. 1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon.
Item No. 2	To declare a dividend on Equity Shares for the financial year ended March 31, 2020.
Item No. 3	To appoint a Director in place of Mr. Mitesh M. Pujara (DIN: 02143047), the Executive Director, who though not liable to retire by rotation is retiring by rotation to enable compliance by the Company with the provisions of Section 152 of the Companies Act, 2013 (hereinafter called “the Act”) and being eligible, offers himself for re-appointment.
<b>B. SPECIAL BUSINESS:</b>	
Item No. 4	Appointment of Mr. Ramesh M. Bhujang as Independent Director of the Company
Item No. 5	Creation of Encumbrance on assets of the Company

The proceedings of the Annual General Meeting (“AGM”) were deemed to be conducted at the Registered Office of the Company at India Home Loan Limited, 504-504A, 5th Floor, Nirmal



Ecstasy, Jatashankar Dossa Road, Mulund(w), Mumbai-400080, Maharashtra, India and  
CIN: L65910MH1990PLC059499  
considered as the deemed venue of the AGM.

In this regard, please find enclosed the following;

- i) Proceedings of AGM in compliance with the provisions of Regulation 30 of SEBI LODR Regulations, 2015 as Annexure – I
- ii) Submission of voting results in compliance with the provisions of Regulation 44 of SEBI LODR Regulations, 2015 as Annexure – II
- iii) Report of the Scrutinizer dated September 25, 2020 in compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014 as Annexure– III.

Request you to kindly take the above intimation on record.

Thanking you,

Yours Faithfully  
For India Home Loan Limited

*Mitesh*  
**Mitesh M. Pujara**  
Whole-time Director  
DIN: 02143047  
Enclosed: Proceedings of AGM



**Annexure I**
**Proceeding of the 30th Annual General Meeting of the Company pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In view of continuing COVID-19 pandemic, the 30th AGM of India Home Loan Limited ('the Company') was held on Friday, September 25, 2020 at 10:00 AM IST through video conferencing ('VC') or other audio-visual means (OAVM), in compliance with the applicable provisions of the Companies Act, 2013, General Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020, issued by Ministry of Corporate Affairs ('MCA') and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by SEBI dated 12<sup>th</sup> May,2020.

**SHAREHOLDERS PRESENT THROUGH VC:**

37 Shareholders holding 42,36,634 shares were present at the AGM, including 3 Directors who are also the shareholders of the Company.

**DIRECTORS PRESENT THROUGH VC:**

DIRECTORS		DESIGNATION
Mr. Mahesh N. Pujara	Executive Director	Managing Director
Mr. Mitesh M. Pujara	Executive Director	Whole-time Director
Mr. Govinder Singh	Independent Director	Audit Committee – Chairperson Stakeholder Relationship Committee – Chairperson Nomination and Remuneration Committee – Member
Mrs. Shakuntala Bharat Merchant	Independent Director	Nomination and Remuneration Committee – Chairperson Audit Committee – Member
Mr. Ramesh M. Bhujang	Independent Director	Audit Committee – Member Stakeholder Relationship Committee – Member Nomination and Remuneration Committee – Member

**KEY MANAGERIAL PERSONNEL(S) (KMPS) PRESENT THROUGH VC:**

KMP(S)	DESIGNATION
Mr. Abhishek Agarwal	Chief Financial Officer
Ms. Ayushi Thakuriya	Company Secretary and Compliance Officer

**AUDITORS/SCRUTINIZER PRESENT THROUGH VC:**


<b>AUDITORS</b>	<b>DESIGNATION</b>
Mr. Jaydip Joshi	Partner, M/s. Joshi & Shah, Statutory Auditors
Ms. Rachana Shanbhag	Partner, M/s. D.A. Kamat & Co., Secretarial Auditor
Mr. Chintal D. Sakaria	Scrutinizer for E-voting

The AGM commenced at 10:00 AM (IST) and concluded at 10:50 AM (IST).

Ms. Ayushi Thakuriya, Company Secretary and Compliance Officer, welcomed all Shareholders and participants to the Thirtieth (30th) AGM of the Company and announced that the AGM was being conducted on Friday, September 25, 2020 at 10:00 AM IST through Video Conferencing mode, in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI.

Before handing over the proceedings to the Chairman to declare the meeting open, she highlighted certain points as mentioned below:

- a. That the Company had taken all feasible efforts under the current circumstances to enable members to participate through video conference and to vote at the AGM. This facility was extended by National Securities Depository Limited.
- b. That the proceedings of this meeting were being recorded. During the meeting, the participants would be on mute.
- c. Facility for joining this meeting through video conference was made available for the members on a first-come-first-served basis, except for large shareholders, promoters, institutional investors, directors, key-managerial personnel, the chairperson of the respective committees as well as the auditors who are allowed to attend the AGM without any restrictions on account of first come first serve basis.
- d. As the AGM was being held through video conference, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection was not available. However, the body corporate was entitled to appoint authorized representatives to attend the AGM through VC, and participate and cast their votes through e-voting. The registered office of the company situated at Mumbai was deemed as the venue for this AGM and proceedings of the AGM shall be deemed to be conducted at the Registered Office.

Ms. Thakuriya then introduced the Board Members and Key Managerial Personnel of the Company attending the AGM. She informed that Mr. Siddharth Kothari and Mr. Vinit Rai, Nominee Directors of the Company could not attend the AGM due to their pre-commitments and had requested for leave of absence and had conveyed their regards to all the shareholders of the Company.

The Board Members then introduced themselves and informed that they were attending the AGM through VC mode from their respective locations.

Ms. Thakuriya then announced that key executives and senior management of the Company have joined the AGM from their respective locations.



Ms. Thakuriya then informed the participants that pursuant to the provisions of Sec 146 of the Companies Act 2013, the Statutory Auditors of the Company M/s. Joshi & Shah had joined this meeting. The Secretarial Auditor Ms. Rachana Shanbhag was also present at the AGM. Mr. Chintal D. Sakaria, Practicing Company Secretary was also present at the AGM and he was the Scrutinizer to conduct the poll process in a fair and transparent manner.

It was further informed that Mr. Sakaria would submit his consolidated report on Voting Results and Scrutinizer's report to the Chairman after conclusion of the poll.

Ms. Thakuriya further informed that all the participants of the Company's AGM are adhering to social distancing measures and have taken appropriate precautions in that regard. Each of them was attending the meeting from different locations/respective offices.

Ms. Thakuriya then informed that the Secretarial Auditor have given unqualified opinion on the Secretarial Audit report for the FY 2019-20 and the same was taken as read.

She further added that since there were no qualifications, observations or comments, in the Statutory Auditors' Report and Secretarial Auditors' Report, it was taken as read with the permission of Chairman and with the consent of the Members present. Secretarial Auditor report was enclosed as Annexure I to the Board's report on Page number 24 of the Annual Report. Statutory Auditors' report on Financial Statements was available on Page Numbers 73 to 83 of the Annual Report.

Ms. Thakuriya then stated that the requisite quorum was present through video conferencing mode to conduct the proceedings of this meeting. Participation of members through video conferencing was being reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013.

The quorum being present, she requested the Chairman to call this meeting to order and address the Shareholders.

The Chairman of the AGM, Mr. Govinder Singh having ascertained that the requisite quorum fixed for the AGM was present, declared the AGM to order and addressed the Shareholders.

He then informed the Shareholders that the proceedings of the AGM would be conducted by Ms. Ayushi Thakuriya and requested her to take the Shareholders through the poll process.

Ms. Thakuriya then requested the members to note that the Register of Directors and Key Managerial Personnel of the company had been made available electronically for inspection by the members. Members seeking to inspect such documents were requested vide the AGM Notice dated August 28, 2020 to mail their requests to [cs@indiahomeloan.co.in](mailto:cs@indiahomeloan.co.in).

She further informed that the Company had received requests from various members to register them as speakers at the meeting. It was also requested to note that the Company reserved the right to limit the number of members asking questions depending on the availability of time at the AGM.



As the Notice was already circulated to all the members, Ms. Thakuriya then took the Notice convening the AGM as read. Ms. Thakuriya then brought to the notice of the shareholders that, as required under the Companies Act, 2013, the Company had provided the facility to cast votes electronically, on all resolutions set forth in the Notice. Members who had not cast their vote electronically and who were participating in this meeting were extended an opportunity to cast their votes through the e-voting system provided by National Securities Depository Limited. Members were also requested to note that there will be no voting by show of hands.

She added that there were 5 resolutions proposed to be passed, as set out in the Notice (3 Ordinary Business and 2 Special Business).

Ms. Thakuriya further informed that in line with the provisions of Companies Act 2013, the Company had facilitated two modes of voting.

The first one being remote E-voting method, wherein the shareholders were extended an opportunity to cast their votes online, the window for the remote E-voting was open from Tuesday, September 22, 2020 at 9:00 AM IST and concluded on Thursday, on September 24, 2020 at 5:00 PM IST. Remote E-voting facility was made available to all Members holding shares as on the cut-off date September 18, 2020.

The second one is direct e-voting at the AGM by the shareholders who had not yet exercised their right to vote during the remote E-voting period facilitated by the Company. For this option, Shareholders were requested to note the voting shall be in electronic form. Ms. Thakuriya then informed that the consolidated results of the remote E-voting and e-voting during the AGM shall be made public and intimated to the Stock Exchange within 48 hours of conclusion of the AGM and the same shall be posted on the company's website and the website of Purva Share registry (India) Private Limited, the RTA of the Company and National Securities Depository Limited.

Ms. Thakuriya then thanked all the participants for joining the 30th AGM and then opened the floor for the Q&A session. To avoid repetition, Mr. Govinder Singh, Chairman for the Annual General Meeting was requested to respond to all the questions at the end.

The queries and concerns raised by shareholders were satisfactorily addressed by the Chairman and Mr. Mahesh N. Pujara, Managing Director of the Company.

Thereafter, voting on the following items of business, as per the Notice of AGM dated August 28, 2020, was started for those shareholders who had not voted through remote e-voting and the aid voting was open for a period of 15 minutes:

SR. NO.	PARTICULAR(S)
C. ORDINARY BUSINESS:	
Item No. 1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon.
Item No. 2	To declare a dividend on Equity Shares for the financial year ended March 31, 2020.



Item No. 3	To appoint a Director in place of Mr. Mitesh M. Pujara (DIN: 02143047), the Executive Director, who though not liable to retire by rotation is retiring by rotation to enable compliance by the Company with the provisions of Section 152 of the Companies Act, 2013 (hereinafter called "the Act") and being eligible, offers himself for re-appointment.
D. SPECIAL BUSINESS:	
Item No. 4	Appointment of Mr. Ramesh M. Bhujang as Independent Director of the Company
Item No. 5	Creation of Encumbrance on assets of the Company

Ms. Thakuriya informed that the consolidated results of the remote E-voting and e-voting during the AGM shall be made public and intimated to the Stock Exchange within 48 hours of conclusion of the AGM upon the receipt of Scrutinizers' Report and the same shall be posted on the company's website and the website of Purva Sharegistry (India) Private Limited, the RTA of the Company and National Securities Depository Limited.

After all the agendas were duly taken up, the AGM concluded with a vote of thanks to the Chair and the Shareholders.

Yours Faithfully  
For India Home Loan Limited

*Mitesh*  
Mitesh M. Pujara  
Whole-time Director  
DIN: 02143047



Annexure - II

**Details of results of remote e-voting and e-voting at the AGM pursuant to Regulation 44(3) of the SEBI Listing Regulations**

Day & Date of the Meeting	Friday, 25 <sup>th</sup> September, 2020
Total Number of Shareholders as on the cut-off date	18 <sup>th</sup> September, 2020
No. of Shareholders present in the Meeting either in person or through proxy:	Not Applicable
➤ Promoter and Promoter Group	
➤ Public	
E-voting period	Remote e-voting: September 22, 2020 (9:00 a.m.) to September 24, 2020 (5:00 p.m.) e-voting at the AGM: September 25, 2020 (10:35 a.m. to 10:50 a.m.)
No. of Shareholders who attended the meeting through video conferencing -	37
➤ Promoter and Promoter Group	8
➤ Public	29



<b>Resolution No. 1</b>		<b>To receive, consider and adopt Audited Financial Statements of the Company for the Financial Year ended March 31, 2020</b>						
<b>Resolution Required:</b>		<b>Ordinary Resolution</b>						
<b>Whether promoter/promoter group are interested in the resolution?</b>		<b>No</b>						
Category/ Mode of Voting	No. of Shares held	No. of valid votes polled	% of valid Votes Polled on outstandin g Shares	No. of valid Votes-in favour	No. of valid Votes- Against	% of valid votes polled in favour	% of valid votes polled against	
								(1)
<b>Promoter and Promoter group</b>	Remote E-Voting	<b>5510535</b>	3677725	66.74	3677725	0	100.00	0.00
	E-Voting at AGM		1232810	22.37	1232810	0	100.00	0.00
	<b>Total</b>		<b>4910535</b>	<b>89.11</b>	<b>4910535</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institution</b>	Remote E-Voting	<b>3509130</b>	3499030	99.71	3499030	0	100.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>3499030</b>	<b>99.71</b>	<b>3499030</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Non-Institution</b>	Remote E-Voting	<b>5262090</b>	151384	2.88	151383	1	99.9999	0.0001
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>151384</b>	<b>2.88</b>	<b>151383</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>
<b>Total</b>		<b>14281755</b>	<b>8560949</b>	<b>59.94</b>	<b>8560948</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

**Details of Invalid Votes:**

<b>Total number of members (in person or by proxy) whose votes were declared invalid</b>	<b>Total number of votes cast by them</b>
Nil	Nil



Resolution No. 2		To declare a dividend of Re. 0.15 per Equity Share of the face value of Rs. 10/- each.						
Resolution Required:		Ordinary Resolution						
Whether promoter/promoter group are interested in the resolution?		No						
Category/ Mode of Voting		No. of Shares held	No. of valid votes polled	% of valid Votes Polled on outstandin g Shares	No. of valid Votes-in favour	No. of valid Votes- Against	% of valid votes polled in favour	% of valid votes polled against
		(1)	(2)	(3)={{(2)/(1)}}*100	(4)	(5)	(6)={{(4)/(2)}}*100	(7)={{(5)/(2)}}*100
Promote r and Promote r group	Remot e E- Voting	5510535	3677725	66.74	3677725	0	100.00	0.00
	E- Voting at AGM		1232810	22.37	1232810	0	100.00	0.00
	<b>Total</b>		<b>4910535</b>	<b>89.11</b>	<b>4910535</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Instituti on	Remot e E- Voting	3509130	3499030	99.71	3499030	0	100.00	0.00
	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>3499030</b>	<b>99.71</b>	<b>3499030</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non- Instituti on	Remot e E- Voting	5262090	151384	2.88	151383	1	99.9999	0.0001
	E- Voting at AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>151384</b>	<b>2.88</b>	<b>151383</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>
<b>Total</b>		<b>14281755</b>	<b>8560949</b>	<b>59.94</b>	<b>8560948</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

Details of Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



Resolution No. 3		Re-appointment of Mr. Mitesh M. Pujara as Director liable to retire by rotation						
Resolution Required:		Ordinary Resolution						
Whether promoter/promoter group are interested in the resolution?		No						
Category/ Mode of Voting		No. of Shares held	No. of valid votes polled	% of valid Votes Polled on outstandin g Shares	No. of valid Votes-in favour	No. of valid Votes- Against	% of valid votes polled in favour	% of valid votes polled against
		(1)	(2)	(3)={ (2)/(1) } * 100	(4)	(5)	(6)={ (4) / (2) } * 100	(7)={ (5) / (2) } * 100
Promoter and Promoter group	Remote E-Voting	5510535	3677725	66.74	3677725	0	100.00	0.00
	E-Voting at AGM		1232810	22.37	1232810	0	100.00	0.00
	<b>Total</b>		<b>4910535</b>	<b>89.11</b>	<b>4910535</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institution	Remote E-Voting	3509130	3499030	99.71	3499030	0	100.00	0.00
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>3499030</b>	<b>99.71</b>	<b>3499030</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institution	Remote E-Voting	5262090	151384	2.88	151383	1	99.9999	0.0001
	E-Voting at AGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>151384</b>	<b>2.88</b>	<b>151383</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>
<b>Total</b>		<b>14281755</b>	<b>8560949</b>	<b>59.94</b>	<b>8560948</b>	<b>1</b>	<b>99.9999</b>	<b>0.0001</b>

**Details of Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



Resolution No. 4		Appointment of Mr. Ramesh M. Bhujang as Independent Director of the Company						
Resolution Required:		Ordinary Resolution						
Whether promoter/promoter group are interested in the resolution?		No						
Category/ Mode of Voting	No. of Shares held	No. of valid votes polled	% of valid Votes Polled on outstanding Shares	No. of valid Votes-in favour	No. of valid Votes-Against	% of valid votes polled in favour	% of valid votes polled against	
		(1)	(2)	(3)={(2)/(1)}*100	(4)	(5)	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and Promoter group	Remote E-Voting	5510535	3677725	66.74	3677725	0	100.00	0.00
	E-Voting at AGM	5510535	1232810	22.37	1232810	0	100.00	0.00
	<b>Total</b>	5510535	4910535	89.11	4910535	0	100.00	0.00
Public Institution	Remote E-Voting	3509130	3499030	99.71	3499030	0	100.00	0.00
	E-Voting at AGM	3509130	0	0.00	0	0	0.00	0.00
	<b>Total</b>	3509130	3499030	99.71	3499030	0	100.00	0.00
Public Non-Institution	Remote E-Voting	5262090	151384	2.88	113151	38233	74.74	25.26
	E-Voting at AGM	5262090	0	0.00	0	0	0.00	0.00
	<b>Total</b>	5262090	151384	2.88	113151	38233	74.74	25.26
<b>Total</b>		<b>14281755</b>	<b>8560949</b>	<b>59.94</b>	<b>8522716</b>	<b>38233</b>	<b>99.55</b>	<b>0.45</b>

**Details of Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



Resolution No. 5		Creation of Encumbrance on assets of the Company					
Resolution Required:		Special Resolution					
Whether promoter/promoter group are interested in the resolution?		No					
Category/ Mode of Voting	No. of Shares held	No. of valid votes polled	% of valid Votes Polled on outstandin g Shares	No. of valid Votes-in favour	No. of valid Votes- Against	% of valid votes polled in favour	% of valid votes polled against
		(1)	(2)	(3)={(2)/(1)}*100	(4)	(5)	(6)={(4)/(2)}*100
Promoter and Promoter group	Remote E-Voting	3677725	66.74	3677725	0	100.00	0.00
	E-Voting at AGM	1232810	22.37	1232810	0	100.00	0.00
	<b>Total</b>	<b>4910535</b>	<b>89.11</b>	<b>4910535</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institution	Remote E-Voting	3499030	99.71	3499030	0	100.00	0.00
	E-Voting at AGM	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>3499030</b>	<b>99.71</b>	<b>3499030</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institution	Remote E-Voting	151384	2.88	113151	38233	74.74	25.26
	E-Voting at AGM	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>151384</b>	<b>2.88</b>	<b>113151</b>	<b>38233</b>	<b>74.74</b>	<b>25.26</b>
<b>Total</b>	<b>14281755</b>	<b>8560949</b>	<b>59.94</b>	<b>8522716</b>	<b>38233</b>	<b>99.55</b>	<b>0.45</b>

**Details of Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**FORM No. MGT-13**  
**Consolidated Report of Scrutinizer**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

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To,  
Mr. Govinder Singh  
Chairman  
**India Home Loan Limited**  
**(CIN: L65910MH1990PLC059499)**  
504-Nirmal Ecstasy ,6th Floor,  
J.S. Dosa Road, Mulund West,  
Mumbai -400080

Dear Sir,

1. I, **Chintal D Sakaria** (Membership No. FCS 9477 / C.P No. 20063) of M/s. C D Sakaria & Associates, Practicing Company Secretaries, have been appointed as scrutinizer, by the Board of Directors of India Home Loan Limited (hereinafter referred to as 'the Company') for the purpose of scrutinizing the remote e-voting and e-voting during 30<sup>th</sup> Annual General Meeting (AGM) and ascertaining the requisite majority on the remote e-voting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the Resolutions contained in the Notice of the 30<sup>th</sup> AGM of the Shareholders of the Company, held on Friday, September 25, 2020 at 10.00 a.m. (IST) through Video Conferencing /Other Audio Visual Means.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and General Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as 'MCA Circulars') relating to remote e-voting and e-voting during the AGM on the resolutions contained in the AGM Notice. My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a consolidated Scrutinizer's Report on the voting on the Resolutions based on the reports generated from the electronic voting system provided by the National Securities Depository Limited ('NSDL'), the agency appointed to provide remote e-voting facilities and voting at the AGM

conducted by the same e-voting system of NSDL which was used during remote e-voting.

3. Further to above, I submit my report as under:

- 3.1. Pursuant to the General Circulars number 20/2020, 17/2020, 14/2020 issued by Ministry of Corporate Affairs (hereinafter referred to as ('MCA Circulars') and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by SEBI dated 12<sup>th</sup> May,2020, the Notice of the 30<sup>th</sup> AGM was sent through electronic mode to all those Members whose email addresses were registered with the Company/Depositories along with the link of the Annual Report of the Company and detailed procedure to be followed by the Members for casting their votes electronically as provided under the Rules and MCA Circulars.
- 3.2. In compliance with the MCA Circulars, the Company has published Public Notice advertisements in newspapers on September 3, 2020 in 'Financial Express' newspaper in English language and 'Mumbai Lakshadeep', Mumbai in Marathi language. The Public Notice provided all the required information as specified in the said MCA Circulars and the Companies (Management and Administration) Rules, 2014.
- 3.3. The Members of the Company as on the 'Cut-off' date i.e. Friday, September 18, 2020 were entitled to vote on the Resolutions (item nos. 1 to 5) as set out in the Notice of the 30<sup>th</sup> AGM.
- 3.4. At the 30<sup>th</sup> AGM held on Friday, September 25, 2020, an announcement was made that the Members who have not exercised their votes through remote e-voting facility provided by NSDL may, if they wish to, exercise their votes through e-voting system which was provided by NSDL during the AGM.
- 3.5. The remote e-voting commenced on Tuesday, September 22, 2020 (9.00 a.m.) (IST) and ended on Thursday, September 24, 2020 (5.00 p.m.) (IST). The remote e-voting platform was disabled by NSDL thereafter and the facility for casting the votes through e-voting was also available during the AGM.
- 3.6. After the closure of e-voting at the AGM, the report on e-voting was diligently scrutinized and the votes cast under remote e-voting facility were thereafter unblocked. I have scrutinized and reviewed the remote e-voting and voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

My consolidated report on the results of voting through remote e-voting and e-voting during the AGM is as under: -

**ORDINARY BUSINESS:**

**Item No. 1 - As an Ordinary Resolution:-**

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and Auditors thereon.

**Voting Details:**

Total No. of members who have Voted through		Total No. of Votes cast		Total No. of valid Votes		% of valid Votes cast		Total No. of invalid Votes		% of invalid Votes cast	
Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM
48	1	7328139	1232810	7328139	1232810	100.00	100.00	Nil	Nil	Nil	Nil
49		8560949		8560949		100.00		Nil		Nil	

In Favour				Against			
Remote e-voting	E-voting at AGM	Total No. of Votes in favour	% of votes in favour	Remote e-voting	E-voting at AGM	Total No. of Votes Against	% of votes against
7328138	1232810	8560948	99.9999	1	Nil	1	0.0001

**Item No. 2: - As an Ordinary Resolution:-**

To declare a dividend on Equity Shares for the financial year ended March 31, 2020.

**Voting Details:**

Total No. of members who have Voted through		Total No. of Votes cast		Total No. of valid Votes		% of valid Votes cast		Total No. of invalid Votes		% of invalid Votes cast	
Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM
48	1	7328139	1232810	7328139	1232810	100.00	100.00	Nil	Nil	Nil	Nil
49		8560949		8560949		100.00		Nil		Nil	

In Favour				Against			
Remote e-voting	E-voting at AGM	Total No. of Votes in favour	% of votes in favour	Remote e-voting	E-voting at AGM	Total No. of Votes Against	% of votes against
7328138	1232810	8560948	99.9999	1	Nil	1	0.0001

**Item No. 3: - As an Ordinary Resolution:-**

To appoint a Director in place of Mr. Mitesh M. Pujara, the Executive Director, who though not liable to retire by rotation is retiring to enable compliance by the Company with the provisions of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

**Voting Details:**

Total No. of members who have Voted through		Total No. of Votes cast		Total No. of valid Votes		% of valid Votes cast		Total No. of invalid Votes		% of invalid Votes cast	
Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM
48	1	7328139	1232810	7328139	1232810	100.00	100.00	Nil	Nil	Nil	Nil
49		8560949		8560949		100.00		Nil		Nil	

In Favour				Against			
Remote e-voting	E-voting at AGM	Total No. of Votes in favour	% of votes in favour	Remote e-voting	E-voting at AGM	Total No. of Votes Against	% of votes against
7328138	1232810	8560948	99.9999	1	Nil	1	0.0001

**SPECIAL BUSINESS:**

**Item No. 4: - As an Ordinary Resolution:-**

To appoint Mr. Ramesh Madhavrao Bhujang as an Independent Director of the Company.

**Voting Details:**

Total No. of members who have Voted through		Total No. of Votes cast		Total No. of valid Votes		% of valid Votes cast		Total No. of invalid Votes		% of invalid Votes cast	
Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM	Remote e-voting	E-voting at AGM
48	1	7328139	1232810	7328139	1232810	100.00	100.00	Nil	Nil	Nil	Nil
49		8560949		8560949		100.00		Nil		Nil	

In Favour				Against			
Remote e-voting	E-voting at AGM	Total No. of Votes in favour	% of votes in favour	Remote e-voting	E-voting at AGM	Total No. of Votes Against	% of votes against
7289906	1232810	8522716	99.5535	38233	Nil	38233	0.4465

