अर्थ : समाजस्य न्यासः

S. E. Investments Limited

Date: 26/09/2017

The Manager
Department of Corporate Relationship
BSE Limited
25 P. J. Towers, Dalal Street
Mumbai-400001

The Asstt. Vice President
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
Mumbai-400051

Scrip Code/ Symbol : at BSE-532900, at NSE- SEINV

Dear Sir/Madam,

Subject: Proceedings of 25th Annual General Meeting

Pursuant to the provisions of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the 25th Annual General Meeting (AGM) of the Company held on Tuesday, 26th September, 2017 at 10:30 A.M. at Auditorium ISKCON Complex, Hare Krishna Hill, Sant Nagar, Main Road, East of Kailash, New Delhi -110065.

You are requested to kindly take the same on record.

Thanking You.

Yours faithfully,

For S. E. Investments Limited

Manendra Singh

(Manendra Singh)
Company Secretary

S. E. INVESTMENTS LTD.

Registered Office :
101, CSC, Pocket 52,
CR Park, Near Police Station,
New Delhi-110019 (INDIA)
Ph.: +91 11 - 43518888
Fax: +91 11 - 43518816
E-mail : delhi@seil.in

Head Office :
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Agra-282 002 (INDIA)
Ph.: +91 562 4028888
Fax: +91 562 4028822
E-mail : agra@seil.in

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Bharatpur
Bhilwara
Chittorgarh
Dausa
Hindaun
Jaipur
Jodhpur
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Mumbai
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Udaipur

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अर्थ : समाजस्य न्यास :

S. E. Investments Limited

Proceedings of 25th Annual General Meeting held on Tuesday, 26th September, 2017 at 10:30 A.M. at Auditorium ISKCON Complex, Hare Krishna Hill, Sant Nagar, Main Road, East of Kailash, New Delhi -110065

The 25th Annual General Meeting of the Company was convened and duly held on Tuesday 26th September, 2017 at 10:30 A.M. at Auditorium ISKCON Complex, Hare Krishna Hill, Sant Nagar, Main Road, East of Kailash, New Delhi -110065.

Mr. Sunil Agarwal, Managing Director of the Company, chaired the meeting. The requisite quorum being present, the Chairman called the meeting in order and introduced the Board Members who were present in the meeting.

The Chairman informed that:

- As per the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2017 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, the Company has provided to the members the facility to cast their votes electronically in respect of all the businesses mentioned in the Notice.

- The remote E-voting facility was kept open for a period of 3 (three) days i.e Saturday, 23rd September, 2017 (9:00 am) and ends on Monday, 25th September, 2017 (5:00 pm).

- The Company has also provided facility for voting through ballot papers to facilitate voting by those Members who were present at the AGM, either personally or by proxy and who has not cast their vote earlier through remote e-voting on all the resolutions as set out in the Notice of AGM.

- The Board of Directors has appointed CS Satish Kumar Jadon, Practicising Company Secretary, having Certificate of Practice No. 9810, as the Scrutinizer to scrutinize the remote e-voting process and for conducting the poll by way of Ballot paper in a fair and transparent manner.

The following business as stated in the Notice of 25th Annual General Meeting of the Company dated 22nd July, 2017 were transacted at the meeting:

Ordinary Business:

1. Adoption of the Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.

2. Appointment of Mr. Arun Gopal Agarwal, Director of the Company, who retires by rotation and being eligible, offer himself for reappointment.

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Mumbai
Rajsamand
Tonk
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3. Declaration of final dividend @ 10% (i.e. Re. 1 on every Equity Shares of Rs. 10/- each) on the fully paid-up equity shares Capital of the Company.

4- To appoint M/s Mukesh Kumar & Co., Chartered Accountants as Statutory Auditor and fixation of their remuneration.

Special Business:

5. To appoint Mr. Gauri Shankar as an Independent Director of the Company for a term of five consecutive years starting from 22nd July, 2017 to 21st July, 2022.

6. Consent of the Shareholders to Board of Directors for borrowing limits of the Company upto Rs. 3000 Crores.

7. Consent of the Shareholders to Board of Directors to create charges, mortgages, hypothecation on the immovable and movable properties of the Company upto Rs.3000 Crores.

8. Consent of the Shareholders to Board of Directors to issue Non-Convertible Debentures on Private Placement Basis.

The Scrutinizer locked and sealed the empty Ballot box in the presence of the members. The members/proxy shareholders after casting their votes deposited duly filled up Ballot papers in the Ballot Box. After the voting on the resolutions as set out in the notice, the box was handed over to the Scrutinizer.

It was also informed that the result of the votes casted will be declared on 27th September 2017 and the same will be displayed at the company's web site and website of NSDL and Stock Exchanges.

After conclusion of the voting process the meeting ended with a vote of thanks.

Kindly take the information on your record.

Thanking You,

Yours faithfully
For S. E. Investments Limited

(Manendra Singh)
Company Secretary

S.E. INVESTMENTS LTD.

Annexure A

<u>25th Annual General Meeting : Voting Results</u>

Sl. No.	Description	Particulars		
A	Date of the AGM	26th September, 2017		
B	Total No. of Shareholders on record date for the purpose of determining the shareholders eligible to vote was 19th September, 2017	2293		
D	No. of Shareholders present in the meeting either in person or through proxy			
	Shareholders	**In Person**	**Proxy**	**Total**
	Promoters and Promoter Group	5	1	**6**
	Public	25	0	**25**
	Total	**30**	**1**	**31**
E	No. of Shareholders present in the meeting through video conferencing			
	Shareholders	**In Person**	**Proxy**	**Total**
	Promoters and Promoter Group	Nil	Nil	**Nil**
	Public	Nil	Nil	**Nil**
	Total	**Nil**	**Nil**	**Nil**

S.E. INVESTMENTS LTD.

Summary of Voting Results- Agenda Wise

ITEM NO. 1:-

Adoption of Balance Sheet, Statement of Profit and Loss Account, Report of Board of Director and Auditors for the financial year ended 31st March, 2017

Resolution required: (Ordinary/ Special)	**Ordinary Resolution**
Whether promoter/ promoter group are interested in the agenda/resolution?	**NO**

Category	Mode of Voting	No. of shares Held	No. of votes Polled	% of Votes polled on Outstanding Shares	No. of Shares – Favour	No. of Shares – Against	% of Votes favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	**E-Voting**	1,05,60,583	91,74,663	86.8765	91,74,663	0	100.0000	0.0000
	Poll		2,56,920	2.4328	2,56,920	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1,05,60,583**	**94,31,583**	**89.3093**	**94,31,583**	**0**	**100.0000**	**0.0000**
Public- Institutions	**E-Voting**	2,45,29,935	11,554	0.0471	11,554	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**2,45,29,935**	**11,554**	**0.0471**	**11,554**	**0**	**100.0000**	**0.0000**
Public- Non Institutions	**E-Voting**	54,69,482	36,38,754	66.5283	36,38,754	0	100.0000	0.0000
	Poll		9,97,500	18.2376	9,97,500	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**54,69,482**	**46,36,254**	**84.7659**	**46,36,254**	**0**	**100.0000**	**0.0000**
Total		**4,05,60,000**	**1,40,79,391**	**34.7125**	**1,40,79,391**	**0**	**100.0000**	**0.0000**

S.E. INVESTMENTS LTD.

ITEM NO. 2:-

To appoint a Director in place of Mr. Arun Gopal Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)		**Ordinary Resolution**						
Whether promoter/ promoter group are interested in the agenda/resolution?		**NO**						
Category	**Mode of Voting**	**No. of shares Held**	**No. of votes Polled**	**% of Votes polled on Outstanding Shares**	**No. of Shares – Favour**	**No. of Shares – Against**	**% of Votes favour on votes polled**	**% of Votes against on votes polled**
		1	**2**	**(3)=[(2)/(1)]*100**	**4**	**5**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	**E-Voting**	1,05,60,583	91,74,663	86.8765	91,74,663	0	100.0000	0.0000
	Poll		2,56,920	2.4328	2,56,920	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1,05,60,583**	**94,31,583**	**89.3093**	**94,31,583**	**0**	**100.0000**	**0.0000**
Public- Institutions	**E-Voting**	2,45,29,935	11,554	0.0471	11,554	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**2,45,29,935**	**11,554**	**0.0471**	**11,554**	**0**	**100.0000**	**0.0000**
Public- Non Institutions	**E-Voting**	54,69,482	36,38,754	66.5283	36,38,754	0	100.0000	0.0000
	Poll		9,97,500	18.2376	9,97,500	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**54,69,482**	**46,36,254**	**84.7659**	**46,36,254**	**0**	**100.0000**	**0.0000**
Total		**4,05,60,000**	**1,40,79,391**	**34.7125**	**1,40,79,391**	**0**	**100.0000**	**0.0000**

B.E. INVESTMENTS LTD.

ITEM NO. 3:-

To declare final dividend @ 10% (i.e. Re. 1 on every Equity Shares of Rs. 10/- each) on the fully paid-up equity shares Capital of the Company.

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares Held	No. of votes Polled	% of Votes polled on Outstanding Shares	No. of Shares – Favour	No. of Shares – Against	% of Votes favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,05,60,583	91,74,663	86.8765	91,74,663	0	100.0000	0.0000
	Poll		2,56,920	2.4328	2,56,920	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1,05,60,583**	**94,31,583**	**89.3093**	**94,31,583**	**0**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	2,45,29,935	11,554	0.0471	11,554	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**2,45,29,935**	**11,554**	**0.0471**	**11,554**	**0**	**100.0000**	**0.0000**
Public- Non Institutions	E-Voting	54,69,482	36,38,754	66.5283	36,38,754	0	100.0000	0.0000
	Poll		9,97,500	18.2376	9,97,500	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**54,69,482**	**46,36,254**	**84.7659**	**46,36,254**	**0**	**100.0000**	**0.0000**
Total		**4,05,60,000**	**1,40,79,391**	**34.7125**	**1,40,79,391**	**0**	**100.0000**	**0.0000**

S. E. INVESTMENTS LTD.

ITEM NO. 4:-

To appoint M/s Mukesh Kumar & Co., Chartered Accountants as Statutory Auditor and fixation of their remuneration.

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares Held	No. of votes Polled	% of Votes polled on Outstanding Shares	No. of Shares – Favour	No. of Shares – Against	% of Votes favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,05,60,583	91,74,663	86.8765	91,74,663	0	100.0000	0.0000
	Poll		2,56,920	2.4328	2,56,920	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1,05,60,583**	**94,31,583**	**89.3093**	**94,31,583**	**0**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	2,45,29,935	11,554	0.0471	11,554	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**2,45,29,935**	**11,554**	**0.0471**	**11,554**	**0**	**100.0000**	**0.0000**
Public- Non Institutions	E-Voting	54,69,482	36,38,754	66.5283	36,38,754	0	100.0000	0.0000
	Poll		9,97,500	18.2376	9,97,500	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**54,69,482**	**46,36,254**	**84.7659**	**46,36,254**	**0**	**100.0000**	**0.0000**
Total		**4,05,60,000**	**1,40,79,391**	**34.7125**	**1,40,79,391**	**0**	**100.0000**	**0.0000**

S.E. INVESTMENTS LTD.

ITEM NO. 5:-

To appoint Mr. Gauri Shankar as an Independent Director of the Company for a term of five consecutive years starting from 22nd July, 2017 to 21st July, 2022.

Resolution required: (Ordinary/ Special)		**Ordinary Resolution**						
Whether promoter/ promoter group are interested in the agenda/resolution?		**NO**						
Category	**Mode of Voting**	**No. of shares Held**	**No. of votes Polled**	**% of Votes polled on Outstanding Shares**	**No. of Shares – Favour**	**No. of Shares – Against**	**% of Votes favour on votes polled**	**% of Votes against on votes polled**
		1	**2**	**(3)=[(2)/(1)]*100**	**4**	**5**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	**E-Voting**	1,05,60,583	91,13,863	86.3008	91,13,863	0	100.0000	0.0000
	Poll		2,56,920	2.4328	2,56,920	0	100.0000	0.0000
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1,05,60,583**	**93,70,783**	**88.7336**	**93,70,783**	**0**	**100.0000**	**0.0000**
Public- Institutions	**E-Voting**	2,45,29,935	11,554	0.0471	11,554	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**2,45,29,935**	**11,554**	**0.0471**	**11,554**	**0**	**100.0000**	**0.0000**
Public- Non Institutions	**E-Voting**	54,69,482	36,38,754	66.5283	36,38,754	0	100.0000	0.0000
	Poll		9,97,500	18.2376	9,97,500	0	100.0000	0.0000
	Postal Ballot(if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**54,69,482**	**46,36,254**	**84.7659**	**46,36,254**	**0**	**100.0000**	**0.0000**
Total		**4,05,60,000**	**1,40,18,591**	**34.5626**	**1,40,18,591**	**0**	**100.0000**	**0.0000**

S.E. INVESTMENTS LTD.

ITEM NO. 6:-

To approve borrowing limits of the Company upto Rs. 3000 Crores.

Resolution required: (Ordinary/ Special)	**Special Resolution**
Whether promoter/ promoter group are interested in the agenda/resolution?	**NO**

Category	Mode of Voting	No. of shares Held	No. of votes Polled	% of Votes polled on Outstanding Shares	No. of Shares – Favour	No. of Shares – Against	% of Votes favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,05,60,583	91,74,663	86.8765	91,74,663	0	100.0000	0.0000
	Poll		2,56,920	2.4328	2,56,920	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1,05,60,583**	**94,31,583**	**89.3093**	**94,31,583**	**0**	**100.0000**	**0.0000**
Public- Institutions	E-Voting	2,45,29,935	11,554	0.0471	0	11,554	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**2,45,29,935**	**11,554**	**0.0471**	**0**	**11,554**	**0.0000**	**100.0000**
Public- Non Institutions	E-Voting	54,69,482	36,38,754	66.5283	36,38,754	0	100.0000	0.0000
	Poll		9,97,500	18.2376	9,97,500	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**54,69,482**	**46,36,254**	**84.7659**	**46,36,254**	**0**	**100.0000**	**0.0000**
Total		**4,05,60,000**	**1,40,79,391**	**34.7125**	**1,40,67,837**	**11,554**	**99.9179**	**0.0821**

S. E. INVESTMENTS LTD.

ITEM NO. 7:-

To provide consent to the Board of Directors of the company to create charges, mortgage, hypothecations on the immovable or movable properties of the Company.

Resolution required: (Ordinary/ Special)		**Special Resolution**						
Whether promoter/ promoter group are interested in the agenda/resolution?		**NO**						
Category	**Mode of Voting**	**No. of shares Held**	**No. of votes Polled**	**% of Votes polled on Outstanding Shares**	**No. of Shares – Favour**	**No. of Shares – Against**	**% of Votes favour on votes polled**	**% of Votes against on votes polled**
		1	**2**	**(3)=[(2)/(1)]*100**	**4**	**5**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	**E-Voting**	1,05,60,583	91,74,663	86.8765	91,74,663	0	100.0000	0.0000
	Poll		2,56,920	2.4328	2,56,920	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1,05,60,583**	**94,31,583**	**89.3093**	**94,31,583**	**0**	**100.0000**	**0.0000**
Public- Institutions	**E-Voting**	2,45,29,935	11,554	0.0471	0	11,554	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**2,45,29,935**	**11,554**	**0.0471**	**0**	**11,554**	**0.0000**	**100.0000**
Public- Non Institutions	**E-Voting**	54,69,482	36,38,754	66.5283	36,38,754	0	100.0000	0.0000
	Poll		9,97,500	18.2376	9,97,500	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**54,69,482**	**46,36,254**	**84.7659**	**46,36,254**	**0**	**100.0000**	**0.0000**
Total		**4,05,60,000**	**1,40,79,391**	**34.7125**	**1,40,67,837**	**11,554**	**99.9179**	**0.0821**

E. INVESTMENTS LTD.

ITEM NO. 8:-

To provide consent to the Board of Directors of the Company for Private Placement of Non-Convertible Debentures.

Resolution required: (Ordinary/ Special)		**Special Resolution**						
Whether promoter/ promoter group are interested in the agenda/resolution?		**NO**						
Category	**Mode of Voting**	**No. of shares Held**	**No. of votes Polled**	**% of Votes polled on Outstanding Shares**	**No. of Shares – Favour**	**No. of Shares – Against**	**% of Votes favour on votes polled**	**% of Votes against on votes polled**
		1	**2**	**(3)=[(2)/(1)]*100**	**4**	**5**	**(6)=[(4)/(2)]*100**	**(7)=[(5)/(2)]*100**
Promoter and Promoter Group	**E-Voting**	1,05,60,583	91,74,663	86.8765	91,74,663	0	100.0000	0.0000
	Poll		2,56,920	2.4328	2,56,920	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**1,05,60,583**	**94,31,583**	**89.3093**	**94,31,583**	**0**	**100.0000**	**0.0000**
Public- Institutions	**E-Voting**	2,45,29,935	11,554	0.0471	0	11,554	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**2,45,29,935**	**11,554**	**0.0471**	**0**	**11,554**	**0.0000**	**100.0000**
Public- Non Institutions	**E-Voting**	54,69,482	36,38,754	66.5283	36,38,754	0	100.0000	0.0000
	Poll		9,97,500	18.2376	9,97,500	0	100.0000	0.0000
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	**54,69,482**	**46,36,254**	**84.7659**	**46,36,254**	**0**	**100.0000**	**0.0000**
Total		**4,05,60,000**	**1,40,79,391**	**34.7125**	**1,40,67,837**	**11,554**	**99.9179**	**0.0821**

S. E. INVESTMENTS LTD.

Annexure B

Satish Jadon & Associates
Company Secretaries
Email : satishjadon@gmail.com
12/21, Dalhai, Tajganj, Agra

CONSOLIDATED SCRUTINIZER'S REPORT

FOR REMOTE E-VOTING & POLL ON RESOLUTIONS CONTAINED IN THE NOTICE OF 25TH ANNUAL GENERAL MEETING OF S. E. INVESTMENTS LIMITED

To,
The Chairman,
25th Annual General Meeting of Equity Shareholders of S. E. Investments Limited
Held on Tuesday September 26, 2017 at 10:30 A.M.
at Auditorium ISKCON Complex, Hare Krishna Hill
Sant Nagar, Main Road, East of Kailash, New Delhi -110065.

Dear Sir,

I, **Satish Kumar Jadon,** Practising Company Secretary, was appointed as Scrutinizer by the Board of Directors of S. E. Investments Limited (the Company) for the purpose of scrutinizing there remote e-voting process and voting by use of ballot at the meeting pursuant to Section 108 & 109 of the Companies Act. 2013 (the Act) read with Rule 20 & 21of the Companies (Management and Administration) Rules 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 (Rules) in respect of below mentioned resolutions proposed at 25th Annual General Meeting of the Equity Shareholders of the Company held on September 26, 2017 at 10:30 A.M. Auditorium ISKCON Complex, Hare Krishna Hill, Sant Nagar, Main Road, East of Kailash, New Delhi -110065.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act. 2013 and Rules relating to voting through electronic means (remote e-voting) and voting by using ballot by the shareholders on the resolutions contained in the Notice of 25th Annual General Meeting of the Company. My responsibility as a Scrutinizer to ensure that the voting process through electronic means (remote e-voting) and voting by using ballot at the meeting are conducted in a fair and transparent manner and to give a Scrutinizer's Report of the total votes cast "in favour (For)" or "Against" if any. to the Chairman on the resolutions stated in the Notice of 25th Annual General Meeting of the Company.

On the basis of report generated from electronic voting system provided by National Securities Depository Limited (NSDL) for remote e-voting and ballot papers used for voting by ballot at 25th Annual General Meeting, I submit herewith my Consolidated Report.

SATISH JADON & ASSOCIATES

The result of the voting is as under:

A. **Resolution No. 1 as an Ordinary Resolution**

To receive, consider and adopt the standalone and consolidated Audited Financial Statements of the Company for the Financial Year ended March 31st, 2017 and the Reports of the Board of Directors and Auditors thereon.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	46	1,40,79,391	100.00
ii. cast against the resolution	0	0	0.00
iii. invalid	0		

B. **Resolution No. 2 as an Ordinary Resolution**

To appoint a Director in place of Mr. Arun Gopal Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	46	1,40,79,391	100.00
ii. cast against the resolution	0	0	0.00
iii. invalid	0		

C. **Resolution No. 3 as an Ordinary Resolution**

To declare final dividend on equity shares of the company.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	46	1,40,79,391	100.00
ii. cast against the resolution	0	0	0.00
iii. invalid	0		

SATISH KUMAR TANDON & ASSOCIATES AGRA

D. **Resolution No. 4 as an Ordinary Resolution**

To appoint Statutory Auditor of the company.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	46	1,40,79,391	100.00
ii. cast against the resolution	0	0	0.00
iii. invalid	0		

E. **Resolution No. 5 as an Ordinary Resolution**

To appoint Mr. Gauri Shankar as an Independent Director.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	45	1,40,18,591	100.00
ii. cast against the resolution	0	0	0.00
iii. invalid	0		

F. **Resolution No. 6 as a Special Resolution**

To approve borrowing limits of the Company upto Rs. 3000 Crores.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	44	1,40,67,837	99.92
ii. cast against the resolution	2	11,554	0.08
iii. invalid	0		

SATISH JADON & ASSOCIATES AGRA

G. Resolution No. 7 as a Special Resolution

To provide consent to the Board of Directors of the company to create charges, mortgage, hypothecations on the immovable or movable properties of the Company.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	44	1,40,67,837	99.92
ii. cast against the resolution	2	11,554	0.08
iii. invalid	0		

H. Resolution No. 8 as a Special Resolution

To provide consent to the Board of Directors of the Company for Private Placement of Non-Convertible Debentures.

Votes	Number of Members voted	Number of Votes Cast by them	% of total no. of valid votes cast
i. cast in favour of the resolution	44	1,40,67,837	99.92
ii. cast against the resolution	2	11,554	0.08
iii. invalid	0		

All Resolutions stand passed under e-voting and voting by using ballot at meeting with the requisite majority.

The relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves signs the Minutes of the 25th Annual General Meeting of the Company and the same will be handed over to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For Satish Jadon & Associates
Company Secretaries

Date: 27.09.2017
Place: Agra

SATISH JADON & ASSOCIATES AGRA

(SATISH KUMAR JADON)
Proprietor
Membership No. A23580
COP No. 9810