

Date: September 9, 2020

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

Scrip Code: Equity-532900

Debt: 959759, 959963

The Asstt. Vice President

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East)

Mumbai-400051

Scrip Symbol: NSE-PAISALO

Dear Sir/Madam,

Re.: Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements)
Regulations 2015 - Voting Result

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, this is to inform you that the Members of the Company at 28<sup>th</sup> Annual General Meeting held on September 8, 2020 transacted the business as stated in the Notice of the 28<sup>th</sup> Annual General Meeting of the Company dated August 13, 2020.

In this connection, we are hereby enclosing the consolidated results of remote e-voting and e-voting during the 28<sup>th</sup> Annual General Meeting in the format prescribed under Regulation 44(3) in **Annexure A.** 

Further, we are also hereby enclosing the consolidated report of Scrutinizer on remote e-voting and e-voting during the 28<sup>th</sup> Annual General Meeting in **Annexure B.** 

Kindly take the information on your record.

Thanking you

Yours Faithfully,

, hil

For Paisalo Digital Limited

(Manendra Singh) Company Secretary

Encl: As above

# PAISALO DIGITAL LIMITED FORMERLY KNOWN AS S. E. INVESTMENTS LIMITED

Registered Office: CSC, Pocket 52, Near Police Station, CR Park, New Delhi - 110 019. Phone : + 91 11 4351 8888. Email: delhi@paisalo.in Head Office: Block 54, First Floor, Sanjay Place, Agra - 282 002. Phone : +91 562 402 8888. Email: agra@paisalo.in Mumbai Office: 262, Solitaire Corporate Park, Andheri East, Mumbai 400 093. Phone: +91 22 4228 8888. Email: mumbai@paisalo.in

CIN: L65921DL1992PLC120483

www.paisalo.in

अर्थ: समाजस्य न्यास:

# 28th Annual General Meeting: Voting Results

SI. No.	Description	Particulars					
A	Date of the AGM	September 8, 2020					
В	Total No. of Shareholders on record date for the purpose of determining the shareholders eligible to vote was September 1, 2020		2096				
С	No. of Shareholders present in the meeting eitl	l her in person or throu	igh proxy				
	Shareholders	In Person	Proxy	Total			
	Promoters and Promoter Group	No arrangement for proxy was made as					
	Public	, proxy was made as	the Morr Was Held	anough vojortvi i			
	Total						
D	No. of Shareholders present in the meeting thr	ough video conferenc	ing	·			
	Shareholders	In Person	Proxy	Total			
	Promoters and Promoter Group	7	NA	7			
	Public	46	NA	46			
	Total	53	NA	53			



#### **Summary of Voting Results- Agenda Wise**

				RESOLUTION	(1)				
Resolution re	quired: (Ordinary /	Special)				Ordinary			
Whether pror agenda/resol	noter/promoter gro ution?	oup are interest	ed in the	No					
Description o	f resolution conside	ered		ended March 31, the audited conso	2020 and the repo	rts of the Board Atement of the C	ments of the Company of Directors and Audi company for the financ	tors thereon; and (b)	
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes — against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*1 00	
	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000	
Promoter	Poli		0	0.0000	0	0	0	0	
and Promoter	Postal Ballot		0	0.0000	0	0	0	0	
Group	(if applicable)								
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000	
	E-Voting		38732	0.5544	38732	0	100.0000	0.0000	
	Poll	6986631	0	0.0000	0	0	0	0	
Public- Institutions	Postal Ballot (if applicable)	0300031	0	0.0000	0	0	0	0	
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000	
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000	
	Poll	6744005	0	0.0000	0	0	0	0	
Public- Non Institutions	Postal Ballot	6744996	0	0.0000	0	0	0	0	
	(if applicable)							., ., ., ., ., ., ., ., ., ., ., ., ., .	
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000	
	Total	25462199	12960033	50.8991	12960033	0	100.0000	0.0000	
Whether reso	ution is Pass or No	t			· · · · · · · · · · · · · · · · · · ·	AT SULLAND	Ye	es	

				RESOLUTION	(2)			
Resolution re	quired: (Ordinary /	Special)				Ordinary		
Whether pror agenda/resol	noter/promoter gro ution?	oup are interest	ed in the			No		
Description o	f resolution conside	ered		To appoint	Mr. Harish Singh (	DIN: 00039501),	who retires by rotation	n as a Director.
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0
_	E-Voting		7646360	65.1832	7646360	0	100.0000	0.0000
Promoter and	Poli	11730572	0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	11/303/2	0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	E-Voting		38732	0.5544	21869	16863	56.4624	43.5376
Public-	Poll	6986631	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)	0900031	0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	21869	16863	56.4624	43.5376
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000
Public- Non	Poll	6744996	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)	6/44996	0	0.0000	0	0	0	0
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
110	Total	25462199	12960033	50.8991	12943170	16863	99.8699	0.1301
Whether reso	lution is Pass or No	t.					Y	es



				RESOLUTION	(3)			
Resolution re	quired: (Ordinary /	Special)				Ordinary	. ,	
Whether pror agenda/resol	noter/promoter gro ution?	oup are interest	ed in the			No		
Description o	Description of resolution considered				nal dividend on equ	ity shares for th	e financial year ended	March 31, 2020.
Category	dory Mode of Voting			No. of votes — against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0
	E-Voting		7646360	65.1832	7646360	0	100.0000	0.0000
Promoter and	Poll	11730572	0	0.0000	0	0	0	0
Promoter	Postal Ballot (if applicable)	11/303/2	0	0.0000	0	0	0	0
Group	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	E-Voting		38732	0.5544	38732	0	100.0000	0.0000
	Poll	6006634	0	0.0000	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	6986631	0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000
Public- Non	Poll	6744996	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)	0,7750	0	0.0000	0	0	0	0
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	Total	25462199	12960033	50.8991	12960033	0	100.0000	0.0000
Whether reso	lution is Pass or No	t.					Y	es



				RESOLUTION	(4)				
Resolution re	quired: (Ordinary /	Special)				Ordinary			
Whether pror agenda/resol	noter/promoter gro ution?	oup are interest	ted in the	No					
Description o	f resolution conside	red		То арр	oint Statutory Audi	tor of the Compa	any and to fix their rem	uneration.	
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes — against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0	
_	E-Voting		7646360	65.1832	7646360	0	100.0000	0.0000	
Promoter and	Poll	11730572	0	0.0000	0	0	0	0	
Promoter Group	Postal Ballot (if applicable)	11750572	0	0.0000	0	0	0	0	
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000	
	E-Voting		38732	0.5544	36363	2369	93.8836	6.1164	
Public-	Poll	6986631	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)	0900031	0	0.0000	0	0	0	0	
	Total	6986631	38732	0.5544	36363	2369	93.8836	6.1164	
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000	
Public- Non	Poll	6744996	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)	0,11990	0	0.0000	0	0	0	0	
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000	
	Total	25462199	12960033	50.8991	12957664	2369	99.9817	0.0183	
Whether reso	lution is Pass or No	t.					Y	es	



				RESOLUTION	(5)			
Resolution rec	quired: (Ordinary /	Special)				Ordinary		
Whether promagenda/resolu	noter/promoter gro ution?	oup are interest	ed in the			No		
Description of	resolution conside	ered		To appoi	nt Mr. Raman Agga	rwal (DIN: 0011	.6103), as an Independ	lent Director
Category	No. of No. of votes			% of Votes polled on outstanding shares	No. of votes — in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0
	E-Voting		7646360	65.1832	7646360	0	100.0000	0.0000
Promoter	Poll	11730572	0	0.0000	0	0	0	C
and Promoter	Postal Ballot	11730372	0	0.0000	0	0	0	(
Group	(if applicable)							
-	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	E-Voting		38732	0.5544	38732	0	100.0000	0.0000
Dubli-	Poll	6986631	0	0.0000	0	0	0	(
Public- Institutions	Postal Ballot (if applicable)	0900031	0	0.0000	0	0	0	(
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000
Dublic No-	Poll	6744996	0	0.0000	0	0	0	(
Public- Non Institutions	Postal Ballot	1 0/1-190	0	0.0000	0	0	0	(
	(if applicable)							
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	Total	25462199	12960033	50.8991	12960033	0	100.0000	0.0000
Whether resol	ution is Pass or No	t.					Y	es



				RESOLUTION	(6)			
<b>Resolution req</b>	uired: (Ordinary /	Special)				Ordinary	·	
Whether prom agenda/resolu	oter/promoter gro ition?	oup are interest	ted in the			No		
Description of	resolution conside	red		То ар	point Mrs. Nisha Jol	ly (DIN: 087177	62), as an Independen	t Director.
Category	Category Mode of voting No. of shares held polled			% of Votes polled on outstanding shares	No. of votes — in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0
	E-Voting		7646360	65.1832	7646360	0	100.0000	0.0000
Promoter and	Poll	11730572	0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	11/303/2	0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	E-Voting		38732	0.5544	38732	0	100.0000	0.0000
Dublic	Poll	6986631	0	0.0000	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	0900031	0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000
Dublic Non	Poll	6744996	0	0.0000	0	0	0	0
Public- Non Institutions	Postal Ballot (if applicable)	0/1-100	0	0.0000	0	0	0	0
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	Total	25462199	12960033	50.8991	12960033	0	100.0000	0.0000
Whether resolu	ition is Pass or Not	t.					Y	es

				RESOLUTION	(7)			
Resolution req	uired: (Ordinary /	Special)				Special		
Whether promagenda/resolu	oter/promoter gro tion?	oup are interest	ted in the			No		
Description of	resolution conside	red		To fix borrowing p	power of the Board	of Directors u/s	180 (1) (c) of the Com	panies Act, 2013.
Category	ategory Mode of voting No. of No. of votes			% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes — against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0
	E-Voting		7646360	65.1832	7646360	0	100.0000	0.0000
Promoter and	Poll	11730572	0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	11/303/2	0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	E-Voting		38732	0.5544	19232	19500	49.6540	50.3460
Public-	Poll	6986631	0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)	0900031	0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	19232	19500	49.6540	50.3460
,	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000
Dublic Bire	Poll	6744000	0	0.0000	0	0	0	0
Public- Non Institutions	Postal Ballot	6744996						
	(if applicable)		0	0.0000	0	0	0	0
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	Total	25462199	12960033	50.8991	12940533	19500	99.8495	0.1505
Whether resolu	ition is Pass or Not	<b>.</b>					Y	es



				RESOLUTION	(8)				
Resolution req	juired: (Ordinary /	Special)				Special			
Whether prom agenda/resolu	oter/promoter gro ition?	oup are interest	ted in the	No					
Description of resolution considered				To authorize Boar movable and imm	d of Directors u/s i ovable properties o	180 (1) (a) of th f the Company.	e Companies Act, 2013	3 to create charges on	
Category	shares held polled outstanding in favour — against shares				% of votes in favour on votes polled	% of Votes against on votes polled			
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0	
	E-Voting		7646360	65.1832	7646360	0	100.0000	0.0000	
Promoter and	Poll	11730572	0	0.0000	0	0	0	0	
Promoter	Postal Ballot		0	0.0000	0	0	0	0	
Group	(if applicable)								
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000	
	E-Voting		38732	0.5544	19232	19500	49.6540	50.3460	
Public-	Poli	6986631	0	0.0000	0	0	0	0	
Institutions	Postal Ballot	0300031	0	0.0000	0	0			
	(if applicable)						0	0	
	Total	6986631	38732	0.5544	19232	19500	49.6540	50.3460	
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000	
Public- Non	Poll	6744996	0	0.0000	0	0	0	0	
Institutions	Postal Ballot	0, 11330	0	0.0000	0	0			
	(if applicable)						0	0	
· · · · · · · · · · · · · · · · · · ·	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000	
	Total	25462199	12960033	50.8991	12940533	19500	99.8495	0.1505	
Whether resolu	ıtion is Pass or Not	t.					Y	es	



				RESOLUTION	(9)				
Resolution req	uired: (Ordinary /	Special)				Special			
Whether prom agenda/resolu	oter/promoter gro ition?	oup are interest	ted in the	No					
Description of	Description of resolution considered				approve the issursuant to Section 4	uance of Non- 2 of the Compa	Convertible Debenturnies Act, 2013.	es, in one or more	
Category	shares held polled outstanding in favour – against shares				No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0	
	E-Voting		7646360	65.1832	7646360	0	100.0000	0.0000	
Promoter and	Poll	11730572	0	0.0000	0	0	0	0	
Promoter	Postal Ballot		0	0.0000	0	0	0	0	
Group	(if applicable)						į		
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000	
	E-Voting		38732	0.5544	19232	19500	49.6540	50.3460	
Public-	Poll	6986631	0	0.0000	0	0	0	0	
Institutions	Postal Ballot		0	0.0000	0	0			
	(if applicable)						0	0	
	Total	6986631	38732	0.5544	19232	19500	49.6540	50.3460	
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000	
Public- Non	Poli	6744996	0	0.0000	0	0	0	0	
Institutions	Postal Ballot		0	0.0000	0	0			
	(if applicable)						0	0	
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000	
	Total	25462199	12960033	50.8991	12940533	19500	99.8495	0.1505	
Whether resolu	ition is Pass or Not	<b>.</b>					Y	es	

Company Secretaries

Phone No.: +91 8010484231 Email: satishjadon@gmail.com

Office: Shop No. 12, 1st Floor, Block No. 54/4, Prateek Tower, Sanjay Place, Agra - 282002

### **CONSOLIDATED SCRUTINIZER'S REPORT**

FOR REMOTE E-VOTING & E-VOTING DURING THE MEETING ON RESOLUTIONS CONTAINED IN THE NOTICE OF 28<sup>TH</sup>ANNUAL GENERAL MEETING OF PAISALO DIGITAL LIMITED

To,
The Chairman,
28<sup>th</sup>Annual General Meeting of Equity Shareholders of Paisalo Digital Limited
Held on Tuesday, September 8, 2020 at 9:30 A.M.
Through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM')

Dear Sir,

I, Satish Jadon proprietor of Satish Jadon & Associates, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of Paisalo Digital Limited (the Company) for the purpose of scrutinizing the remote e-voting process as well as electronic voting at the 28<sup>th</sup> Annual General Meeting of the Company, pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended time to time (Rules) in respect of below mentioned resolutions proposed at 28<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held on September 8, 2020 at 9:30 A.M. through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM').

In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, the Ministry of Corporate Affairs ("MCA") has vide its circular dated Circular No. 20/2020 dated May 05, 2020 read together with Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, and Circular No. 22/2020 dated June 06, 2020 (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. In accordance with the MCA Circulars, provisions of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with Circular dated May 12, 2020 issued by SEBI, the 28<sup>th</sup> AGM of the Company was held through VC / OAVM on Tuesday, September 8, 2020 and the voting for the items had been transacted, as per the Notice to 28<sup>th</sup> AGM of the Company, was only through remote e-voting process and e-voting during the AGM

Further, pursuant to the MCA and SEBI Circulars, the Notice of the 28<sup>th</sup> AGM of the Company alongwith the Annual Report for FY 2019-20 was sent in electronic form only to those Members whose email Id are registered with the Company/Depositories. The Notice of the 28<sup>th</sup> AGM of the Company had been uploaded on the website of Company at <a href="www.paisalo.in">www.paisalo.in</a>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") at <a href="www.bseindia.com">www.bseindia.com</a> and <a href="www.nseindia.com">www.nseindia.com</a> respectively and the same is also available on the website of National Securities Depositories Limited ("NSDL").

Since the 28<sup>th</sup> AGM of the Company was held through VC or OAVM as relaxation provided under the MCA and SEBI Circulars, physical attendance of Members had been dispensed with and the facility for appointment of the proxies by the Members were also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The Notice of 28<sup>th</sup> Annual General Meeting of the Company dated August 13, 2020 along-with the statement setting out material facts under Section 102 of the Companies Act, 2013 as confirmed by the Company were sent to the Shareholders in respect of the resolutions proposed at the 28<sup>th</sup> AGM of the Company.

The Company had availed e-voting facility offered by the National Securities Depository Limited ("NSDL") for conducting e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the cut-off date i.e. Tuesday, September 1, 2020 were entitled to vote on the resolutions as contained in the Notice of the 28<sup>th</sup> AGM. The voting period for remote e-voting commenced on Saturday, September 5, 2020 at 9:00 AM (IST) and ended on Monday, September 7 at 5:00 PM (IST) and the NSDL e-voting platform was blocked in due time. After the closure of the voting at the AGM the report on the voting done through electronic voting system at the meeting was generated in my presence.

The vote cast under remote e-voting facility was thereafter unblocked in the presence of two witnesses who were not in the employment of the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means by the shareholders on the resolutions contained in the Notice of 28<sup>th</sup> Annual General Meeting of the Company. My responsibility as a Scrutinizer to ensure that the voting process through electronic means (remote evoting) and e-voting during 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 Company on the resolutions stated in the Notice of 28<sup>th</sup> Annual General Meeting of the Company.

I have scrutinized and reviewed the remote e-voting and vote casted therein based on the data downloaded from the NSDL e-voting system. Based on the voting results downloaded from the NSDL e-voting system, 58 members have cast their votes through Remote e-voting platform and 4 Members have cast their votes by means of electronic voting during the 28<sup>th</sup> AGM. The AGM voting at AGM was closed at 10:17 AM. I herewith submitting my report as under and also submitting an additional report as Annexure I.



#### The result of the voting is as under:

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

To consider and adopt (a) the audited financial statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2020 and the report of 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	62	1,29,60,033	100.00
ii.	cast against the resolution	0	0	0.00
iii.	invalid		0	

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

To appoint Mr. Harish Singh (DIN: 00039501), who retires by rotation as a 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	60	1,29,43,170	99.87
ii.	cast against the resolution	2	16,863	0.13
iii.	invalid		0	

# C. Resolution No. 3 as an Ordinary Resolution

To declare final dividend on equity shares for the financial year ended March 31, 2020.

	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	62	1,29,60,033	100.00	
ii.	cast against the resolution	0	0	0.00	
iii.	invalid		0		



# D. Resolution No. 4 as a Ordinary Resolution

To appoint Statutory Auditor of the Company and to fix their remuneration.

	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	61	1,29,57,664	99.98	
ii.	cast against the resolution	1	2,369	0.02	
iii.	invalid		0		

# E. Resolution No. 5 as a Ordinary Resolution

To appoint Mr. Raman Aggarwal (DIN: 00116103), 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	62	1,29,60,033	100.00
ii.	cast against the resolution	0	0	0.00
iii.	invalid		0	

### F. Resolution No. 6 as a Ordinary Resolution

To appoint Mrs. Nisha Jolly (DIN: 08717762), 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	62	1,29,60,033	100.00	
ii.	cast against the resolution	0	0	0.00	
iii.	invalid		0		



### G. Resolution No. 7 as a Special Resolution

To fix borrowing power of the Board of Directors u/s 180 (1) (c) of the Companies Act, 2013.

	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	61	1,29,40,533	99.85	
ii.	cast against the resolution	1	19,500	0.15	
iii.	invalid		0		

#### H. Resolution No. 8 as an Special Resolution

To authorize Board of Directors u/s 180 (1) (a) of the Companies Act, 2013 to create charges on movable and immovable 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	61	1,29,40,533	99.85	
ii.	cast against the resolution	1	19,500	0.15	
iii.	invalid		0		

## I. Resolution No. 9 as an Special Resolution

To consider and approve the issuance of Non-Convertible Debentures, in one or more series/tranches pursuant to Section 42 of the Companies Act, 2013.

	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	61	1,29,40,533	99.85
ii.	cast against the resolution	1	19,500	0.15
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 our safe custody until the Chairman considers, approves signs the Minutes of the 28<sup>th</sup>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** 

(SATISH KUMAR JADON)

Proprietor

Membership No. F9512

**COP No. 9810** 

UDIN-F009512B000684956

Date: 9.09.2020 Place: Agra

#### **Summary of Voting Results- Agenda Wise**

				<b>RESOLUTION</b>	(1)				
Resolution re	quired: (Ordinary /	Special)		Ordinary					
Whether pror agenda/resol	noter/promoter gro ution?	oup are interest	ed in the	No					
Description o	f resolution conside	ered		ended March 31, the audited consc	2020 and the repo	rts of the Board atement of the C	ments of the Company of Directors and Audi Company for the financ	tors thereon; and (b)	
Category	Category Mode of voting Share		No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*1 00	
	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000	
Promoter	Poll		0	0.0000	0	0	0	0	
and Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000	
	E-Voting	6986631	38732	0.5544	38732	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0	0	
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000	
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000	
	Poli	1	0	0.0000	0	0	0	0	
Public- Non Institutions	Postal Ballot (if applicable)	6744996	0	0.0000	0	0	0	0	
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000	
	Total	25462199	12960033	50.8991	12960033	0	100.0000	0.0000	
Whether reso	lution is Pass or No	t.				• •	Y	es	

Total Shares does not includes 1,68,30,000 Equity Shares as these are held by Custodian for the GDRs and falls under the these shares don't have any voting right, therefore such shares are not considered for calculation of the above voting result

on- Promoter non-public Shares. As

				RESOLUTION	(2)				
Resolution re	quired: (Ordinary /	Special)		Ordinary					
Whether pron agenda/resol	noter/promoter gro ution?	oup are interest	ed in the	No					
Description of	fresolution conside	ered		To appoint Mr. Harish Singh (DIN: 00039501), who retires by rotation as a Director.					
Category Mode of voting No. o			No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes — against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0	
	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000	
Promoter and Promoter	Poll		0	0.0000	0	0	0	0	
	Postal Ballot		0	0.0000	0	0	0	0	
Group	(if applicable)								
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000	
	E-Voting	6986631	38732	0.5544	21869	16863	56.4624	43.5376	
Public-	Poll		0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	6986631	38732	0.5544	21869	16863	56.4624	43.5376	
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000	
Public- Non	Poll	6744996	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)	0,11330	0	0.0000	0	0	0	0	
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000	
	Total	25462199	12960033	50.8991	12943170	16863	99.8699	0.1301	
Whether reso	lution is Pass or No	t.					Y	es	

				RESOLUTION	(3)				
Resolution re	Resolution required: (Ordinary / Special)				Ordinary				
Whether pronagenda/resol	noter/promoter gro ution?	oup are interest	ed in the	No					
Description of	f resolution conside	ered		To declare fi	nal dividend on equ	ity shares for th	e financial year ended	March 31, 2020.	
Category Mode of voting		No. of shares held		% of Votes polled on outstanding shares	No. of votes — in favour	No. of votes — against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0	
	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000	
Promoter and	Poll		0	0.0000	0	0	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
<u>-</u>	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000	
	E-Voting	6986631	38732	0.5544	38732	0	100.0000	0.0000	
Public-	Poli		0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000	
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000	
Public- Non	Poli	6744996	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)	6/44996	0	0.0000	0	0	0	0	
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000	
	Total	25462199	12960033	50.8991	12960033	0	100.0000	0.0000	
Whether resol	lution is Pass or No	t.					Y	es	

				RESOLUTION	(4)			
Resolution re	quired: (Ordinary /	Special)	·	*		Ordinary	MANA .	
Whether pron agenda/resol	noter/promoter gro ution?	oup are interest	ted in the	No				
Description of	resolution conside	red		То арр	oint Statutory Audi	tor of the Compa	any and to fix their ren	nuneration.
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes — in favour	No. of votes — against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0
	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Promoter	Poli		0	0.0000	0	0	0	0
and Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
•	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	E-Voting	6986631	38732	0.5544	36363	2369	93.8836	6.1164
Public-	Poll		0	0.0000	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	36363	2369	93.8836	6.1164
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000
Dublic Non	Poll	6744996	0	0.0000	0	0	0	0
Public- Non Institutions	Postal Ballot (if applicable)	6/44996	0	0.0000	0	0	0	0
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	Total	25462199	12960033	50.8991	12957664	2369	99.9817	0.0183
Whether reso	lution is Pass or No	t.					Y	es

Promoter and Promoter Group Total	promoter groution conside	oup are interest	No. of votes	% of Votes polled on	nt Mr. Raman Agga		6103), as an Independ	
agenda/resolution?  Description of resolut  Category Mode  Promoter and Promoter Group  Group  Total	ution conside	ered No. of	No. of votes	% of Votes polled on		rwal (DIN: 0011		
Category Mode  Promoter and Promoter Group Total	de of voting	No. of		% of Votes polled on				
Promoter and Promoter Group Total				polled on	No. of votes –		O/ of water in	·
Promoter and Postal Postal Group Total				outstanding shares	in favour	No. of votes — against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Postal Postal Group Total		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0
and Postal (if app	oting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Promoter Group (if app			0	0.0000	0	0	0	0
Group (if app Total	al Ballot		0	0.0000	0	0	0	0
	pplicable)							
	ı	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
E-Voti	oting	6986631	38732	0.5544	38732	0	100.0000	0.0000
Public-			0	0.0000	0	0	0	0
Institutions Postal	al Ballot	0300031	0	0.0000	0	0	0	0
(if app	pplicable)							
Total	ıl	6986631	38732	0.5544	38732	0	100.0000	0.0000
E-Voti	oting		5274941	78.2053	5274941	0	100.0000	0.0000
Public- Non		6744996	0	0.0000	0	0	0	0
Institutions Postal	tal Ballot	] 0,11550	0	0.0000	0	0	0	0
	pplicable)							
Total	d .	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
Total	NI .	25462199	12960033	50.8991	12960033	0	100.0000	0.0000



				RESOLUTION	(6)			•		
Resolution req	uired: (Ordinary /	Special)		Ordinary						
Whether promagenda/resolu	oter/promoter gro tion?	oup are interest	ed in the	No						
Description of	resolution conside	red		To appoint Mrs. Nisha Jolly (DIN: 08717762), as an Independent Director.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes — in favour	No. of votes — against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0		
	E-Voting		7646360	65.1832	7646360	0	100.0000	0.0000		
Promoter and	Poll	11730572	0	0.0000	0	0	0	0		
Promoter	Postal Ballot	11/303/2	0	0.0000	0	0	0	0		
Group	(if applicable)									
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000		
	E-Voting	6986631	38732	0.5544	38732	0	100.0000	0.0000		
Public-	Poll		0	0.0000	0	0	0	0		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000		
	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000		
Public- Non Institutions	Poll		0	0.0000	0	0	0	0		
	Postal Ballot									
	(if applicable)		0	0.0000	0	0	0	0		
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000		
	Total	25462199	12960033	50.8991	12960033	0	100.0000	0.0000		
Whether resolution is Pass or Not.							Yes			

				RESOLUTION	(7)					
Resolution req	uired: (Ordinary /	Special)		Special						
Whether promo agenda/resolu	oter/promoter gro tion?	oup are interest	ed in the	No						
Description of	resolution conside	red		To fix borrowing p	ower of the Board	of Directors u/s	180 (1) (c) of the Com	panies Act, 2013.		
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes — in favour	No. of votes — against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0		
	E-Voting		7646360	65.1832	7646360	0	100.0000	0.0000		
Promoter and	Poil	11730572	0	0.0000	0	0	0	0		
Promoter	Postal Ballot	11/305/2	0	0.0000	0	0	0	0		
Group	(if applicable)				i					
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000		
	E-Voting		38732	0.5544	19232	19500	49.6540	50.3460		
Public-	Poli	6986631	0	0.0000	0	0	0	0		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	6986631	38732	0.5544	19232	19500	49.6540	50.3460		
Public- Non Institutions	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000		
	Poli		0	0.0000	0	0	0	0		
	Postal Ballot									
	(if applicable)		0	0.0000	0	0	0	0		
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000		
Total 25462199 12960033				50.8991	12940533	19500	99.8495	0.1505		
Whether resolution is Pass or Not.							Yes			



				RESOLUTION	(8)					
Resolution requ	uired: (Ordinary /	Special)		Special						
Whether prome agenda/resolut	oter/promoter gro tion?	oup are interest	ted in the	No .						
Description of	resolution conside	red		To authorize Board of Directors u/s 180 (1) (a) of the Companies Act, 2013 to create charges on movable and immovable properties of the Company.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes — against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0		
	E-Voting		7646360	65.1832	7646360	0	100.0000	0.0000		
Promoter and	Poli	11730572	0	0.0000	0	0	0	0		
Promoter Group	Postal Ballot (if applicable)	11/305/2	0	0.0000	0	0	0	0		
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000		
	E-Voting		38732	0.5544	19232	19500	49.6540	50.3460		
	Poll	6006631	0	0.0000	0	0	0	0		
Public- Institutions	Postal Ballot (if applicable)	- 6986631	0	0.0000	0	0	0	0		
	Total	6986631	38732	0.5544	19232	19500	49.6540	50.3460		
	E-Voting		5274941	78.2053	5274941	0	100.0000	0.0000		
Public- Non Institutions	Poll	6744996	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000		
	Total	25462199	12960033	50.8991	12940533	19500	99.8495	0.1505		
Whether resolution is Pass or Not.							Yes			

				RESOLUTION	(9)					
Resolution requ	uired: (Ordinary /	Special)		Special						
Whether promo agenda/resolut	oter/promoter gro tion?	oup are interest	ted in the	No						
Description of r	resolution conside	red		To consider and approve the issuance of Non-Convertible Debentures, in one or more series/tranches pursuant to Section 42 of the Companies Act, 2013.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes — in favour	No. of votes — against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0		
	E-Voting		7646360	65.1832	7646360	0	100.0000	0.0000		
Promoter and	Poli	11730572	0	0.0000	0	0	0	0		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000		
-	E-Voting		38732	0.5544	19232	19500	49.6540	50.3460		
	Poll	6006631	0	0.0000	0	0	0	0		
Public- Institutions	Postal Ballot (if applicable)	6986631	0	0.0000	0	0	0	0		
	Total	6986631	38732	0.5544	19232	19500	49.6540	50.3460		
	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000		
Public- Non Institutions	Poll		0	0.0000	0	0	0	0		
	Postal Ballot		0	0.0000	0	0				
	(if applicable)						0	0		
	Total	6744996	5274941	78.2053	5274941	0	100.0000	0.0000		
	Total	25462199	12960033	50.8991	12940533	19500	99.8495	0.1505		