

# PAISALO

EASY LOAN आसान लोन

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**.

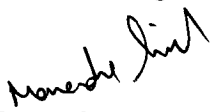
Further, we are also hereby enclosing the consolidated report of Scrutinizer on remote e-voting and e-voting during the 28<sup>th</sup> Annual General Meeting in **Annexure B**.

Kindly take the information on your record.

Thanking you

Yours Faithfully,

**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

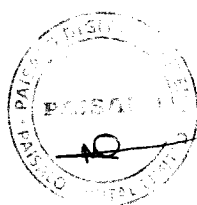
[www.paisalo.in](http://www.paisalo.in)

अर्थ: समाजस्य न्यासः

SMS Loan to 5757 5007 | Give a Missed Call to 85 85 85 5757 | Hotline 85 85 85 4848

**28<sup>th</sup> Annual General Meeting : Voting Results**

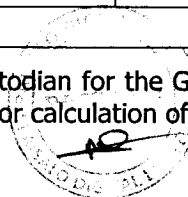
SI. No.	Description	Particulars		
A	Date of the AGM	September 8, 2020		
B	Total No. of Shareholders on record date for the purpose of determining the shareholders eligible to vote was September 1, 2020	2096		
C	No. of Shareholders present in the meeting either in person or through proxy			
	Shareholders	In Person	Proxy	Total
	Promoters and Promoter Group	No arrangement for a physical meeting or appointment of proxy was made as the AGM was held through VC/OAVM		
	Public			
	Total			
D	No. of Shareholders present in the meeting through video conferencing			
	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

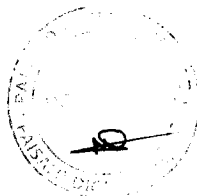
RESOLUTION (1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To consider and adopt (a) the audited financial statements of the Company for the financial year ended 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.					
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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	38732	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	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	

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



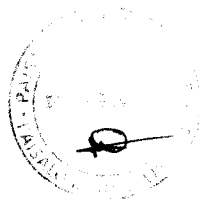
RESOLUTION (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Harish Singh (DIN: 00039501), who retires by rotation as a Director.				
Category	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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	21869	16863	56.4624	43.5376
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	21869	16863	56.4624	43.5376
Public- Non Institutions	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	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	12943170	16863	99.8699	0.1301
Whether resolution is Pass or Not.							Yes	

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



RESOLUTION (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare final dividend on equity shares for the financial year ended March 31, 2020.				
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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	38732	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	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	

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

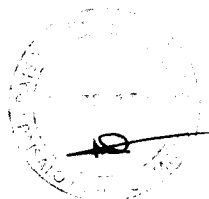


RESOLUTION (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Statutory Auditor of the Company and to fix their remuneration.				
Category	Mode of voting	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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	36363	2369	93.8836	6.1164
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	36363	2369	93.8836	6.1164
Public- Non Institutions	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	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	12957664	2369	99.9817	0.0183
Whether resolution is Pass or Not.							Yes	

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


RESOLUTION (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Raman Aggarwal (DIN: 00116103), 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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	38732	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	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	

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



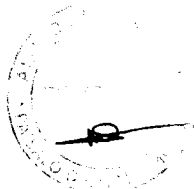
RESOLUTION (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mrs. Nisha Jolly (DIN: 08717762), as an Independent Director.				
Category	Mode of voting	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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	38732	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	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	

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



RESOLUTION (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To fix borrowing power of the Board of Directors u/s 180 (1) (c) 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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	19232	19500	49.6540	50.3460
	Poll		0	0.0000	0	0	0	0
	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
	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	12940533	19500	99.8495	0.1505
Whether resolution is Pass or Not.							Yes	

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



RESOLUTION (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	19232	19500	49.6540	50.3460
	Poll		0	0.0000	0	0	0	0
	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
	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	12940533	19500	99.8495	0.1505
Whether resolution is Pass or Not.							Yes	

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



RESOLUTION (9)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	19232	19500	49.6540	50.3460
	Poll		0	0.0000	0	0	0	0
	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
	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	12940533	19500	99.8495	0.1505
Whether resolution is Pass or Not.							Yes	

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

## **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 [www.paisalo.in](http://www.paisalo.in). 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 [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) 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 e-voting) 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**

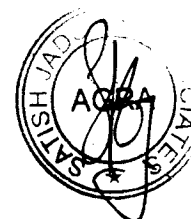
To appoint Mr. Raman Aggarwal (DIN: 00116103), as an Independent Director.

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**

**VDIN - F009512B000684956**

**Date: 9.09.2020**

**Place: Agra**

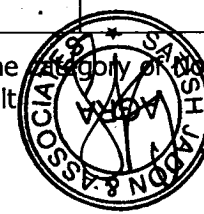


**Summary of Voting Results- Agenda Wise**

**ANNEXURE - I**

<b>RESOLUTION (1)</b>								
<b>Resolution required: (Ordinary / Special)</b>			Ordinary					
<b>Whether promoter/promoter group are interested in the agenda/resolution?</b>			No					
<b>Description of resolution considered</b>			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.					
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)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0.0000	0	0	0	0
	<b>Total</b>	<b>11730572</b>	<b>7646360</b>	<b>65.1832</b>	<b>7646360</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public-Institutions</b>	<b>E-Voting</b>	6986631	38732	0.5544	38732	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0.0000	0	0	0	0
	<b>Total</b>	<b>6986631</b>	<b>38732</b>	<b>0.5544</b>	<b>38732</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Non Institutions</b>	<b>E-Voting</b>	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	<b>Poll</b>		0	0.0000	0	0	0	0
	<b>Postal Ballot (if applicable)</b>		0	0.0000	0	0	0	0
	<b>Total</b>	<b>6744996</b>	<b>5274941</b>	<b>78.2053</b>	<b>5274941</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>25462199</b>	<b>12960033</b>	<b>50.8991</b>	<b>12960033</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Whether resolution is Pass or Not.</b>						Yes		

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



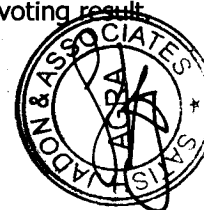
RESOLUTION (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Harish Singh (DIN: 00039501), who retires by rotation as a Director.				
Category	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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	21869	16863	56.4624	43.5376
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	21869	16863	56.4624	43.5376
Public- Non Institutions	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	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	12943170	16863	99.8699	0.1301
Whether resolution is Pass or Not.							Yes	

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



RESOLUTION (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare final dividend on equity shares for the financial year ended March 31, 2020.				
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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public- Institutions	E-Voting	6986631	38732	0.5544	38732	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	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	

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



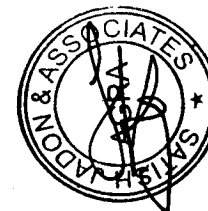
RESOLUTION (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Statutory Auditor of the Company and to fix their remuneration.				
Category	Mode of voting	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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	36363	2369	93.8836	6.1164
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	36363	2369	93.8836	6.1164
Public- Non Institutions	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	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	12957664	2369	99.9817	0.0183
Whether resolution is Pass or Not.							Yes	

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



RESOLUTION (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Raman Aggarwal (DIN: 00116103), 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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	38732	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	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	

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



RESOLUTION (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	38732	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6986631	38732	0.5544	38732	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6744996	5274941	78.2053	5274941	0	100.0000	0.0000
	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	

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



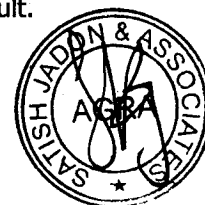
RESOLUTION (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To fix borrowing power of the Board of Directors u/s 180 (1) (c) of the Companies Act, 2013.				
Category	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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	19232	19500	49.6540	50.3460
	Poll		0	0.0000	0	0	0	0
	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
	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	12940533	19500	99.8495	0.1505
Whether resolution is Pass or Not.							Yes	

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



RESOLUTION (8)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	19232	19500	49.6540	50.3460
	Poll		0	0.0000	0	0	0	0
	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
	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	12940533	19500	99.8495	0.1505
Whether resolution is Pass or Not.							Yes	

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



RESOLUTION (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	11730572	7646360	65.1832	7646360	0	100.0000	0.0000
Public-Institutions	E-Voting	6986631	38732	0.5544	19232	19500	49.6540	50.3460
	Poll		0	0.0000	0	0	0	0
	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
	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	12940533	19500	99.8495	0.1505
Whether resolution is Pass or Not.							Yes	

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

