## DCM SHRIRAM INDUSTRIES LTD.



'KANCHENJUNGA', 18, BARAKHAMBA ROAD, NEW DELHI-110001, INDIA.

12th August, 2023

To,

BSE Ltd.

The Corporate Relationship Department Pheroze Jeejeebhoy Towers,

Dalal Street,

Mumbai-400001

**Scrip Code: 523369** 

To,

National Stock Exchange of India Ltd Exchange Plaza, 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051

Symbol: DCMSRIND

**Sub: Copy of Consolidated Scrutinizer's Report** 

Dear Sirs,

We attach herewith a copy of the Declaration of Results of E-voting and Instapoll on the terms before the 32<sup>nd</sup> Annual General Meeting of the Company held on Saturday, the 12th August, 2023 at 11.00 AM through Video Conference, along with copy of Scrutinizer's Report dated 12.08.2023. This is being submitted pursuant to Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Further, we also confirm that all the resolutions as set out in the Notice of the said AGM have been passed by the Members with overwhelming majority.

Copies of the Results and the Scrutinizer's Report are being placed on the Company's website also i.e. www.dcmsr.com.

Thanking you,

Yours faithfully,

Digitally signed by YAGYA YAGYA DATT GUPTA DATT GUPTA Date: 2023.08.12 17:09:04 +05'30'

(Y.D. Gupta) Company Secretary & **Compliance Officer FCS 3405** 

Encl: As above

TEL: (011) 43745000 FAX: (011) 23315424 E-mail: dsil@dcmsr.com POST BOX No. 205 VIST US AT: http://www.dcmsr.com CIN: L74899DL1989PLC035140 GSTIN: 07AAACD0204C2ZM

## DCM SHRIRAM INDUSTRIES LTD.



'KANCHENJUNGA', 18, BARAKHAMBA ROAD, NEW DELHI-110001, INDIA.

Declaration of Results of the voting on the Resolutions placed before the Annual General Meeting of the Company held on 12.08.2023 through remote e-voting & e-voting facility at e-AGM

Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, approval of the shareholders of the Company was sought for four ordinary resolutions and three special resolutions through remote e-voting & e-voting facility at AGM held through Video Conferencing on 12.08.2023.

The Scrutinizer's Report dated 12.08.2023 on remote e-voting and e-voting facility at AGM is annexed herewith.

Based on the above, I declare all the seven resolutions proposed in the AGM Notice dated 25.05.2023 as passed with overwhelming majority.

Alok Bansidhar Shriram Digitally signed by Alok Bansidhar Shriram Date: 2023.08.12 14:56:46 +05'30'

(Alok B. Shriram)
Sr. Managing Director & CEO

Place: New Delhi Dated: 12.08.2023

Peer Review Certificate No.: 881/2020





# Swaran Jain & Associates

Company Secretaries

Office: 52/31, Ramjas Road, Karol Bagh, New Delhi-110 005 Tel.: 011-49875172 Mobile: 9811293795 E-mail: swaran234@hotmail.com, swaran@cssja.com

Consolidated Scrutinizer's Report on Remote E-Voting and E-Voting during the 32nd Annual General Meeting of DCM Shriram Industries Limited held through Video Conferencing/Other Audio Visual Means (VC/OAVM) on Saturday, August 12, 2023 at 11:00AM. IST.

To, The Chairman DCM Shriram Industries Ltd Kanchenjunga Building, 5<sup>th</sup> Floor, 18, Barakhamba Road, New Delhi-110001

Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended

Dear Sir.

I, Swaran Kumar Jain of M/s. Swaran Jain & Associates, Company Secretaries, Delhi, appointed by the Board of Directors of **DCM Shriram Industries limited** (the Company) as the Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting process conducted during the 32nd Annual General Meeting of the Company held through Video Conferencing/Other Audio Visual Means (VC/OAVM) pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

#### I, submit my report as under:

a) The AGM is held in compliance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with the MCA General Circulars- Circular No. 21/2021 dated 14.12.2021, Circular No. 19/2021 dated 08.12.2021, Circular No.02/2021 dated 13.01.2021, Circular No.14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020. The above provision has been further extended till 30.09.2023 (Collectively referred to as "MCA Circulars").

Further as confirmed by the Company, the Notice of the 32nd AGM along with the Annual Report 2022-23 was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company/Registrar and Transfer Agents (RTA) or Central Depositories Services (India) Limited (CDSL) /National Securities Depositories Limited (NSDL)/ KFin Technologies Limited (KFIN).

- b) The Compliance with the applicable provisions of the Companies Act, 2013 and the Rules made thereunder relating to electronic voting (which includes remote e-voting and e-voting conducted during the AGM) on the resolutions proposed in the Notice calling the 32nd AGM of the Company was the responsibility of the management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render Scrutinizer's Report related to electronic voting.
- c) The facility for remote e-voting and e-voting during the AGM was provided by KFin Technologies Limited
- d) The remote e-voting period commenced on Tuesday, August 08, 2023 (9.00 A.M. IST) and closed on Friday, August 11, 2023 (5:00 P.M.IST).
- e) At the 32nd AGM of the Company held on Saturday, August 12, 2023, the Chairman at the end of the discussions on the resolution(s) announced that the e-voting facility has been provided to facilitate voting for those members who attended the meeting through Video Conferencing/Other Audio Visual Means (VC/OAVM) but could not participate in the remote e-voting to record their votes on the resolutions to be passed.
- f) After the closure of the e-voting facility provided during the AGM, the votes were unblocked on Saturday, August 12, 2023 at around 12.53 P.M. IST in the presence of two witnesses viz., Mr. Anil Kumar and Mr. Mehul Kumar who are not in the employment of the Company, on the e-voting website of KFin. Technologies Limited (https://www.evoting.KFintech.com)and a final electronic report were generated by me. The data generated was diligently scrutinized.
- g) I hereby submit a Consolidated Scrutinizer's Report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the 32nd AGM based on the scrutiny of remote e-voting and the e-voting during the AGM and votes cast therein based on the data downloaded from the e-voting system of KFin Technologies Limited.
- h) The Members holding equity shares as on the cut-off date i.e. Tuesday August 1, 2023 were entitled to vote on the resolutions proposed in the Notice calling the 32nd AGM of the Company.
- i) The results of the remote e-voting together with e-voting conducted during the AGM are as under:



#### 1. RESOLUTION NO. 1 AS AN ORDINARY RESOLUTION:

Adoption of Standalone and Consolidated Financial Statements for the financial year ended March 31, 2023 and the Reports of the Directors & Auditors thereon

#### (i) Voted in favour of the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-Voting          | 234                     | 51127138                     | 99.99                                 |
| E-voting during the AGM  | 17                      | 291                          | 0.00                                  |
| TOTAL                    | 251                     | 51127429                     | 99.99                                 |

#### (ii) Voted against the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes<br>cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|---------------------------------|---------------------------------------|
| Remote e-Voting          | 6                       | 1585                            | 0.00                                  |
| E-voting during the AGM  | 1                       | 40                              | 0.00                                  |
| TOTAL                    | 7                       | 1625                            | 0.00                                  |

#### (iii) Invalid votes:

| Particulars of Voting   | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-Voting         | 0   | 0                                  |
| E-voting during the AGM | -   | -                                  |
| TOTAL                   | -   | -                                  |

| Particulars of<br>Voting | Total number of members whose votes were declared abstained | Total number of votes cast by them |
|--------------------------|---|------------------------------------|
| Remote e-Voting          | 1   | 140                                |
| E-voting during the AGM  | €   | -                                  |
| & Association TOTAL      | 1   | 140                                |

#### 2. RESOLUTION NO. 2 AS AN ORDINARY RESOLUTION:

To confirm the Interim Dividend of Re. 1 per equity share of Rs. 2 each (50%) already paid during the Financial Year 2022-2023.

#### (i) Voted in favour of the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-Voting          | 236                     | 51127328                     | 99.99                                 |
| E-voting during the AGM  | 17                      | 291                          | 0.00                                  |
| TOTAL                    | 253                     | 51127619                     | 99.99                                 |

#### (ii) Voted **against** the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-Voting          | 5                       | 1535                         | 0                                     |
| E-voting during the AGM  | 1                       | 40                           | 0                                     |
| TOTAL                    | 6                       | 1575                         | 0                                     |

#### (iii) Invalid votes:

| Particulars of Voting   | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-Voting         | 0   | 0                                  |
| E-voting during the AGM | =   | -                                  |
| TOTAL                   | 0   | 0                                  |

| Particulars of Voting   | Total number of members whose votes were declared abstained | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-Voting         | 0   | 0                                  |
| E-voting during the AGM | *   | ж.                                 |
| TOTAL                   | 0   | 0                                  |



#### 3. RESOLUTION NO. 3 AS AN ORDINARY RESOLUTION:

# Appointment of Shri Madhav B. Shriram (DIN: 00203521), who retires by rotation and being eligible, offers himself for reappointment.

#### (i) Voted **in favour** of the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes<br>cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|---------------------------------|---------------------------------------|
| Remote e-Voting          | 219                     | 50713718                        | 99.19                                 |
| E-voting during the AGM  | 17                      | 291                             | ğ                                     |
| TOTAL                    | 236                     | 50714009                        | 99.19                                 |

#### (ii) Voted against the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-Voting          | 21                      | 415144                       | 0.81                                  |
| E-voting during the AGM  | 1                       | 40                           | 0.00                                  |
| TOTAL                    | 22                      | 415184                       | 0.81                                  |

(iii) Invalid votes:

| (III) IIIVanu VOLES.    |   |                                    |
|-------------------------|---|------------------------------------|
| Particulars of Voting   | Total number of members whose votes were declared invalid | Total number of votes cast by them |
| Remote e-Voting         | -   | -                                  |
| E-voting during the AGM | -   | -                                  |
| TOTAL                   | -   | s <b>#</b> 3                       |

| Particulars of Voting   | Total number of members whose votes were declared abstained | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-Voting         | 1   | 1                                  |
| E-voting during the AGM | -   | (B)                                |
| TOTAL                   | 1   | 1                                  |



## 4. RESOLUTION NO. 4 AS AN ORDINARY RESOLUTION:

## Ratification of Remuneration of Cost Auditors

## (i) Voted **in favour** of the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-Voting          | 232                     | 51126297                     | 99.99                                 |
| E-voting during the AGM  | 17                      | 291                          | 0.00                                  |
| TOTAL                    | 249                     | 51126588                     | 99.99                                 |

## (ii) Voted **against** the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes<br>cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|---------------------------------|---------------------------------------|
| Remote e-Voting          | 8                       | 2565                            | 0                                     |
| E-voting during the AGM  | 1                       | 40                              | 0                                     |
| TOTAL                    | 9                       | 2605                            | 0                                     |

#### (iii) Invalid votes:

| Particulars of Voting   | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-Voting         | -   | : <b>#</b> 5                       |
| E-voting during the AGM | -   | -                                  |
| TOTAL                   | -   |                                    |

| Particulars of<br>Voting | Total number of members whose votes were declared abstained | Total number of votes cast by them |
|--------------------------|---|------------------------------------|
| Remote e-Voting          | 1   | 1                                  |
| E-voting during the AGM  | -   | -                                  |
| TOTAL                    | 1   | 1                                  |

#### 5. RESOLUTION NO. 5 AS A SPECIAL RESOLUTION:

### Reappointment of Shri Sanjay C. Kirloskar (DIN: 00007885), Independent Director

#### (i) Voted **in favour** of the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes<br>cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|---------------------------------|---------------------------------------|
| Remote e-Voting          | 231                     | 51092897                        | 99.93                                 |
| E-voting during the AGM  | 17                      | 291                             | 0.00                                  |
| TOTAL                    | 248                     | 51093188                        | 99.93                                 |

## (ii) Voted **against** the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-Voting          | 10                      | 35965                        | 0.07                                  |
| E-voting during the AGM  | 1                       | 40                           | 0.00                                  |
| TOTAL                    | 11                      | 36005                        | 0.07                                  |

#### (iii) Invalid votes:

| Particulars of<br>Voting   | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------------------|---|------------------------------------|
| Remote e-Voting            | ¥   | -                                  |
| E-voting during<br>the AGM | -   | *                                  |
| TOTAL                      | •   | -                                  |

| Particulars of Voting   | Total number of members whose votes were declared abstained | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-Voting         | 1   | 1                                  |
| E-voting during the AGM | <u>@</u>  | -                                  |
| TOTAL                   | 1   | 1                                  |



## 6. RESOLUTION NO. 6 AS A SPECIAL RESOLUTION:

## Reappointment of Shri Alok B. Shriram (DIN: 00203808), Sr. Managing Director & CEO

#### (i) Voted **in favour** of the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes<br>cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|---------------------------------|---------------------------------------|
| Remote e-Voting          | 233                     | 51126017                        | 99.99                                 |
| E-voting during the AGM  | 17                      | 291                             | 0.00                                  |
| TOTAL                    | 250                     | 51126308                        | 99.99                                 |

## (ii) Voted **against** the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-Voting          | 8                       | 2845                         | 0                                     |
| E-voting during the AGM  | 1                       | 40                           | 0                                     |
| TOTAL                    | 9                       | 2885                         | 0                                     |

#### (iii) Invalid votes:

| Particulars of Voting   | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-Voting         | т.  | ~                                  |
| E-voting during the AGM | m.  | :#::                               |
| TOTAL                   | -   | •                                  |

| Particulars of Voting   | Total number of members whose votes were declared abstained | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-Voting         | 1   | 1                                  |
| E-voting during the AGM | -   | ; <b>#</b> 1                       |
| TOTAL                   | 1   | 1                                  |



## 7. RESOLUTION NO.7 AS A SPECIAL RESOLUTION:

## Reappointment of Sri Madhav B. Shriram (DIN: 00203521), Managing Director

#### (i) Voted **in favour** of the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes<br>cast by them | % of total number of valid votes cast |  |
|--------------------------|-------------------------|---------------------------------|---------------------------------------|--|
| Remote e-Voting          | 224                     | 50781469                        | 99.32                                 |  |
| E-voting during the AGM  | 17                      | 291                             | -                                     |  |
| TOTAL                    | 241                     | 50781760                        | 99.32                                 |  |

## (ii) Voted **against** the resolution:

| Particulars of<br>Voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|--------------------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-Voting          | 16                      | 347393                       | 0.68                                  |
| E-voting during the AGM  | 1                       | 40                           | 0                                     |
| TOTAL                    | 17                      | 347433                       | 0.68                                  |

#### (iii) Invalid votes:

| Particulars of Voting   | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-Voting         | ·=  | -                                  |
| E-voting during the AGM | -   | -                                  |
| TOTAL                   |   | -                                  |

| Particulars of Voting   | Total number of members whose votes were declared abstained | Total number of votes cast by them |
|-------------------------|---|------------------------------------|
| Remote e-Voting         | 1   | 1                                  |
| E-voting during the AGM | -   | -                                  |
| TOTAL                   | 1   | 1                                  |

Based on the foregoing, all the above Resolution Nos.1 to 7 as also mentioned in the Notice of the 32nd AGM of the Company dated May 25, 2023 were passed under remote e-voting and evoting conducted during the AGM with the requisite majority.

All the relevant records of remote e-voting and e-voting during the AGM will remain in my safe Custody until the Chairman considers, approves and signs the Minutes of the 32nd AGM & the same shall be handed over thereafter to the Chairman or / Company Secretary for safekeeping.

Thanking you, sincerely,

Swaren Kumar Jain **Practising Company Secretary** 

FCS No.3236, CP No.4906 UDIN: F003236E000782181

M/s. Swaran Jain & Associates

Company Secretaries

Firm Registration No: S2002DE057300

Peer review No: 881/2020

New Delhi Date: 12/08/2023 Countersigned by: for DCM Shriram Industries Ltd.

Alok Bansidhar Digitally signed by Alok Bansidhar Shriram Date: 2023.08.12 15:52:32 Shriram

(Sr. MD & CEO)

We, the undersigned witnesseth that the votes were unblocked from the e-voting website of the KFin Technologies Limited (https://www.evoting.Kfintech.com) in our presence at 12.53 P.M IST on August 12, 2023.

For DCM Shriram Industries Limited

Y.D. Gupta Company Secretary & Vice President (Law & Taxation) FCS 3405

DELH

WITNESSES:

(ANIL KUMAR)

Add: 1992-B/155, TRINAGAR, NEW DELHI - 110035

2. Mehul KUMAR)
(MEHUL KUMAR)
(Add. 307/27, Gandlin Ngr.
Rohtnik. Henyung.

| Mark Harris    |                               |   | Res                 | olution (1)                                   |                          |  |                                      |  |
|----------------|-------------------------------|---|---------------------|---|--------------------------|--|--------------------------------------|--|
|                | Resol                         | ution required: (Ord                          | linary / Special)   |   |                          | Ordinary                                     |                                      |  |
| Whether pro    | omoter/promoter group are in  | terested in the ager<br>Description of resolu |                     | a) The Audited Fi                             | nancial Statements       | No<br>consider and adop<br>of the Company fo | r the Financial Year                 | ended March 31,                          |
| Category       | Mode of voting                | No. of shares<br>held                         | No. of votes polled | % of Votes polled<br>on outstanding<br>shares | No. of votes – in favour | No. of votes – against                       | % of votes in favour on votes polled | % of Votes<br>against on votes<br>polled |
|                |                               | (1)   | (2)                 | (3)=[(2)/(1)]*100                             | (4)                      | (5)  | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                        |
| Promoter and   | E-Voting                      | 43590115                                      | 43590115            | 100.0000                                      | 43590115                 | 0  | 100.0000                             | 0.0000                                   |
|                | Poli                          |   | 0                   | 0.0000  | 0                        | 0  | 0                                    |  |
| Promoter Group | Postal Ballot (if applicable) |   | 0                   | 0.0000  | 0                        | 0  | 0                                    |  |
|                | Total                         | 43590115                                      | 43590115            | 100.0000                                      | 43590115                 | 0  | 100.0000                             | 0.0000                                   |
|                | E-Voting                      |   | 412135              | 90.2554                                       | 412135                   | 0  | 100.0000                             | 0.0000                                   |
| Public-        | Poll                          | 456632  | 0                   | 0.0000  | 0                        | 0  | 0                                    |  |
| nstitutions    | Postal Ballot (if applicable) |   | 0                   | 0.0000  | 0                        | 0  | 0                                    |  |
|                | Total                         | 456632  | 412135              | 90.2554                                       | 412135                   | 0  | 100.0000                             | 0.0000                                   |
|                | E-Voting                      |   | 7126473             | 16.5942                                       | 7124888                  | 1585   | 99.9778                              | 0.0222                                   |
| Public- Non    | Poll                          | 42945438                                      | 331                 | 0.0008  | 291                      | 40   | 87.9154                              | 12.0846                                  |
| Institutions   | Postal Ballot (if applicable) |   | 0                   | 0.0000  | 0                        | 0  | 0                                    | c  |
|                | Total                         | 42945438                                      | 7126804             | 16.5950                                       | 7125179                  | 1625   | 99.9772                              | 0.0228                                   |
|                | Total                         | 86992185                                      | 51129054            | 58.7743                                       | 51127429                 | 1625   | 99.9968                              | 0.0032                                   |
|                |                               |   |                     | W   | hether resolution is     | Pass or Not.                                 | Y                                    | es                                       |
|                |                               |   |                     |   | Disclosure of n          | otes on resolution                           | Add                                  | Notes                                    |

#### \* this fields are optional

| Details of Invalid Votes    |  |  |  |  |
|-----------------------------|--|--|--|--|
| Category No. of             |  |  |  |  |
| Promoter and Promoter Group |  |  |  |  |
| Public Insitutions          |  |  |  |  |
| Public - Non Insitutions    |  |  |  |  |





|                                |                               |                       | Res                 | olution (2)                                   |                                      |  |                                      |                                    |
|--------------------------------|-------------------------------|-----------------------|---------------------|---|--------------------------------------|--|--------------------------------------|------------------------------------|
|                                | Resol                         | ution required: (Ord  | linary / Special)   |   |                                      | Ordinary                               |                                      |                                    |
| Whether pro                    | omoter/promoter group are in  | terested in the agen  | da/resolution?      |   |                                      | No                                     |                                      |                                    |
|                                | C                             | Description of resolu | tion considered     | To confirm the                                | payment of interim<br>already paid o | dividend of Re.1 pluring the financial |                                      | Rs.2 each (50%)                    |
| Category                       | Mode of voting                | No. of shares<br>held | No. of votes polled | % of Votes polled<br>on outstanding<br>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<br>Promoter Group | E-Voting                      | 43590115              | 43590115            | 100.0000                                      | 43590115                             | 0                                      | 100.0000                             | 0.0000                             |
|                                | Poll                          |                       | 0                   | 0.0000  | О                                    | 0                                      | 0                                    | 0                                  |
|                                | Postal Ballot (if applicable) |                       | 0                   | 0.0000  | o                                    | 0                                      | 0                                    | 0                                  |
|                                | Total                         | 43590115              | 43590115            | 100.0000                                      | 43590115                             | 0                                      | 100.0000                             | 0.0000                             |
|                                | E-Voting                      |                       | 412275              | 90.2861                                       | 412275                               | 0                                      | 100.0000                             | 0.0000                             |
| Public-                        | Poll                          | 456632                | 0                   | 0.0000  | 0                                    | 0                                      | 0                                    | 0                                  |
| Institutions                   | Postal Ballot (if applicable) |                       | 0                   | 0.0000  | 0                                    | 0                                      | 0                                    | 0                                  |
|                                | Total                         | 456632                | 412275              | 90.2861                                       | 412275                               | 0                                      | 100.0000                             | 0.0000                             |
|                                | E-Voting                      |                       | 7126473             | 16.5942                                       | 7124938                              | 1535                                   | 99.9785                              | 0.0215                             |
| Public- Non                    | Poll                          | 42945438              | 331                 | 0.0008  | 291                                  | 40                                     | 87.9154                              | 12.0846                            |
| Institutions                   | Postal Ballot (if applicable) |                       | 0                   | 0.0000  | 0                                    | 0                                      | 0                                    | 0                                  |
|                                | Total                         | 42945438              | 7126804             | 16.5950                                       | 7125229                              | 1575                                   | 99.9779                              | 0.0221                             |
|                                | Total                         | 86992185              | 51129194            | 58.7745                                       | 51127619                             | 1575                                   | 99.9969                              | 0.0031                             |
|                                |                               |                       |                     | V   | hether resolution i                  | s Pass or Not.                         | Υ                                    | es                                 |
|                                |                               |                       |                     |   | Disclosure of n                      | otes on resolution                     | Add I                                | Notes                              |

<sup>\*</sup> this fields are optional

| Details of Invalid Votes    |              |  |  |  |  |
|-----------------------------|--------------|--|--|--|--|
| Category                    | No. of Votes |  |  |  |  |
| Promoter and Promoter Group |              |  |  |  |  |
| Public Insitutions          |              |  |  |  |  |
| Public - Non Insitutions    |              |  |  |  |  |





|                |                               |                       | Res                    | olution (3)                                   |                          | LA SUR                    |                                      |  |
|----------------|-------------------------------|-----------------------|------------------------|---|--------------------------|---------------------------|--------------------------------------|--|
|                | Resol                         | ution required: (Ord  | inary / Special)       |   |                          | Ordinary                  |                                      |  |
| Whether pro    | omoter/promoter group are in  | terested in the agen  | da/resolution?         |   |                          | Yes                       |                                      |  |
|                | D                             | escription of resolu  | tion considered        | Appointment of S                              | Shri Madhav B. Shrir     | am (DIN: 0020352          | 1) director liable to                | retire by rotation                       |
| Category       | Mode of voting                | No. of shares<br>held | No. of votes<br>polled | % of Votes polled<br>on outstanding<br>shares | No. of votes – in favour | No. of votes –<br>against | % of votes in favour on votes polled | % of Votes<br>against on votes<br>polled |
|                |                               | (1)                   | (2)                    | (3)=[(2)/(1)]*100                             | (4)                      | (5)                       | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                        |
|                | E-Voting                      | 43590115              | 43590115               | 100.0000                                      | 43590115                 | 0                         | 100.0000                             | 0.0000                                   |
| Promoter and   | Poll                          |                       | 0                      | 0.0000  | 0                        | 0                         | 0                                    |  |
| Promoter Group | Postal Ballot (if applicable) |                       | 0                      | 0.0000  | 0                        | 0                         | 0                                    |  |
|                | Total                         | 43590115              | 43590115               | 100.0000                                      | 43590115                 | 0                         | 100.0000                             | 0.0000                                   |
|                | E-Voting                      |                       | 412275                 | 90.2861                                       | 0                        | 412275                    | 0.0000                               | 100.0000                                 |
| Public-        | Poll                          | 456632                | 0                      | 0.0000  | 0                        | 0                         | 0                                    |  |
| Institutions   | Postal Ballot (if applicable) |                       | 0                      | 0.0000  | 0                        | 0                         | 0                                    |  |
|                | Total                         | 456632                | 412275                 | 90.2861                                       | - 0                      | 412275                    | 0.0000                               | 100.0000                                 |
|                | E-Voting                      |                       | 7126472                | 16.5942                                       | 7123603                  | 2869                      | 99.9597                              | 0.0403                                   |
| Public- Non    | Poll                          | 42945438              | 331                    | 0.0008  | 291                      | 40                        | 87.9154                              | 12.0846                                  |
| Institutions   | Postal Ballot (if applicable) |                       | 0                      | 0.0000  | 0                        | 0                         | 0                                    | (  |
|                | Total                         | 42945438              | 7126803                | 16.5950                                       | 7123894                  | 2909                      | 99.9592                              | 0.0408                                   |
|                | Total                         | 86992185              | 51129193               | 58.7745                                       | 50714009                 | 415184                    | 99.1880                              | 0.8120                                   |
|                |                               |                       |                        | V   | Whether resolution i     | s Pass or Not.            | Y                                    | es                                       |
|                |                               |                       |                        |   | Disclosure of n          | otes on resolution        | Add I                                | Notes                                    |

#### \* this fields are optional

| Details of Invalid Votes    |              |  |  |  |
|-----------------------------|--------------|--|--|--|
| Category                    | No. of Votes |  |  |  |
| Promoter and Promoter Group |              |  |  |  |
| Public Insitutions          |              |  |  |  |
| Public - Non Insitutions    |              |  |  |  |





|                |                               |                       | Res                 | olution (4)                             |                          |                           |                                      |  |
|----------------|-------------------------------|-----------------------|---------------------|---|--------------------------|---------------------------|--------------------------------------|--|
|                | Resol                         | ution required: (Ord  | linary / Special)   |   |                          | Ordinary                  |                                      |  |
| Whether pro    | omoter/promoter group are in  | terested in the agen  | ida/resolution?     |   |                          | No                        |                                      |  |
|                | С                             | escription of resolu  | tion considered     |   | Cost Auditors            | – Ratification of R       | emuneration                          |  |
| Category       | Mode of voting                | No. of shares<br>held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes –<br>against | % of votes in favour on votes polled | % of Votes<br>against on votes<br>polled |
|                |                               | (1)                   | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                       | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                        |
| Promoter and   | E-Voting                      | 43590115              | 43590115            | 100.0000                                | 43590115                 | 0                         | 100.0000                             | 0.0000                                   |
|                | Poll                          |                       | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
| Promoter Group | Postal Ballot (if applicable) |                       | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
|                | Total                         | 43590115              | 43590115            | 100.0000                                | 43590115                 | 0                         | 100.0000                             | 0.0000                                   |
|                | E-Voting                      |                       | 412275              | 90.2861                                 | 412275                   | 0                         | 100.0000                             | 0.0000                                   |
| Public-        | Poll                          | 456632                | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
| Institutions   | Postal Ballot (if applicable) |                       | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
|                | Total                         | 456632                | 412275              | 90.2861                                 | 412275                   | 0                         | 100.0000                             | 0.0000                                   |
|                | E-Voting                      |                       | 7126472             | 16.5942                                 | 7123907                  | 2565                      | 99.9640                              | 0.0360                                   |
| Public- Non    | Poll                          | 42945438              | 331                 | 0.0008                                  | 291                      | 40                        | 87.9154                              | 12.0846                                  |
| Institutions   | Postal Ballot (if applicable) |                       | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | C  |
|                | Total                         | 42945438              | 7126803             | 16.5950                                 | 7124198                  | 2605                      | 99.9634                              | 0.0366                                   |
|                | Total                         | 86992185              | 51129193            | 58.7745                                 | 51126588                 | 2605                      | 99.9949                              | 0.0051                                   |
|                |                               |                       |                     | V                                       | /hether resolution i     | s Pass or Not.            | Y                                    | es                                       |
|                |                               |                       |                     |   | Disclosure of n          | otes on resolution        | Add                                  | Notes                                    |

<sup>\*</sup> this fields are optional

| Details of Invalid Votes    |              |  |  |  |
|-----------------------------|--------------|--|--|--|
| Category                    | No. of Votes |  |  |  |
| Promoter and Promoter Group |              |  |  |  |
| Public Insitutions          |              |  |  |  |
| Public - Non Insitutions    |              |  |  |  |





|                |                               |                       | Res                    | olution (5)                                   |                          | - The second              |                                      |  |
|----------------|-------------------------------|-----------------------|------------------------|---|--------------------------|---------------------------|--------------------------------------|--|
|                | Resol                         | ution required: (Ord  | linary / Special)      |   |                          | Special                   |                                      |  |
| Whether pro    | omoter/promoter group are in  | terested in the agen  | nda/resolution?        |   |                          | No                        |                                      |  |
|                | С                             | escription of resolu  | tion considered        | Reappointm                                    | nent of Shri Sanjay C    | . Kirloskar (DIN: 00      | 007885), Independ                    | ent Director                             |
| Category       | Mode of voting                | No. of shares<br>held | No. of votes<br>polled | % of Votes polled<br>on outstanding<br>shares | No. of votes – in favour | No. of votes –<br>against | % of votes in favour on votes polled | % of Votes<br>against on votes<br>polled |
|                |                               | (1)                   | (2)                    | (3)=[(2)/(1)]*100                             | (4)                      | (5)                       | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                        |
|                | E-Voting                      |                       | 43590115               | 100.0000                                      | 43590115                 | 0                         | 100.0000                             | 0.0000                                   |
| Promoter and   | Poll                          | 43590115              | 0                      | 0.0000  | 0                        | 0                         | 0                                    | 0  |
| Promoter Group | Postal Ballot (if applicable) |                       | 0                      | 0.0000  | 0                        | 0                         | 0                                    | 0  |
|                | Total                         | 43590115              | 43590115               | 100.0000                                      | 43590115                 | 0                         | 100.0000                             | 0.0000                                   |
|                | E-Voting                      |                       | 412275                 | 90.2861                                       | 379855                   | 32420                     | 92.1363                              | 7.8637                                   |
| Public-        | Poll                          | 456632                | 0                      | 0.0000  | 0                        | 0                         | 0                                    | 0  |
| Institutions   | Postal Ballot (if applicable) |                       | 0                      | 0.0000  | 0                        | 0                         | 0                                    | 0  |
|                | Total                         | 456632                | 412275                 | 90.2861                                       | 379855                   | 32420                     | 92.1363                              | 7.8637                                   |
|                | E-Voting                      | 42945438              | 7126472                | 16.5942                                       | 7122927                  | 3545                      | 99.9503                              | 0.0497                                   |
| Public- Non    | Poll                          |                       | 331                    | 0.0008  | 291                      | 40                        | 87.9154                              | 12.0846                                  |
| Institutions   | Postal Ballot (if applicable) |                       | 0                      | 0.0000  | 0                        | 0                         | 0                                    | 0  |
|                | Total                         | 42945438              | 7126803                | 16.5950                                       | 7123218                  | 3585                      | 99.9497                              | 0.0503                                   |
|                | Total                         | 86992185              | 51129193               | 58.7745                                       | 51093188                 | 36005                     | 99.9296                              | 0.0704                                   |
|                |                               |                       |                        | V   | hether resolution i      | s Pass or Not.            | Y                                    | es                                       |
|                |                               |                       |                        |   | Disclosure of n          | otes on resolution        | Add                                  | Notes                                    |

<sup>\*</sup> this fields are optional

| Details of Invalid Votes    |              |  |  |  |  |
|-----------------------------|--------------|--|--|--|--|
| Category                    | No. of Votes |  |  |  |  |
| Promoter and Promoter Group |              |  |  |  |  |
| Public Insitutions          |              |  |  |  |  |
| Public - Non Insitutions    |              |  |  |  |  |





|                |                               |                        | Res                 | olution (6)                             |                          |                           |                                      |  |
|----------------|-------------------------------|------------------------|---------------------|---|--------------------------|---------------------------|--------------------------------------|--|
|                | Resol                         | ution required: (Ord   | inary / Special)    |   |                          | Special                   |                                      |  |
| Whether pro    | omoter/promoter group are in  | terested in the agen   | da/resolution?      |   |                          | Yes                       |                                      |  |
|                | D                             | Description of resolut | tion considered     | Reappointmen                            | nt of Shri Alok B. Shi   | riram (DIN: 002038        | 08), Sr. Managing [                  | Director & CEO                           |
| Category       | Mode of voting                | No. of shares<br>held  | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes –<br>against | % of votes in favour on votes polled | % of Votes<br>against on votes<br>polled |
|                |                               | (1)                    | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                       | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                        |
|                | E-Voting                      |                        | 43590115            | 100.0000                                | 43590115                 | 0                         | 100.0000                             | 0.0000                                   |
| Promoter and   | Poll                          | 43590115               | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
| Promoter Group | Postal Ballot (if applicable) |                        | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
|                | Total                         | 43590115               | 43590115            | 100.0000                                | 43590115                 | 0                         | 100.0000                             | 0.0000                                   |
|                | E-Voting                      |                        | 412275              | 90.2861                                 | 412275                   | 0                         | 100.0000                             | 0.0000                                   |
| Public-        | Poll                          | 456632                 | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
| Institutions   | Postal Ballot (if applicable) |                        | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
|                | Total                         | 456632                 | 412275              | 90.2861                                 | 412275                   | 0                         | 100.0000                             | 0.0000                                   |
|                | E-Voting                      | 42945438               | 7126472             | 16.5942                                 | 7123627                  | 2845                      | 99.9601                              | 0.0399                                   |
| Public- Non    | Poll                          |                        | 331                 | 0.0008                                  | 291                      | 40                        | 87.9154                              | 12.0846                                  |
| Institutions   | Postal Ballot (if applicable) |                        | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
|                | Total                         | 42945438               | 7126803             | 16.5950                                 | 7123918                  | 2885                      | 99.9595                              | 0.0405                                   |
|                | Total                         | 86992185               | 51129193            |   | 51126308                 | 2885                      | 99.9944                              |  |
|                |                               |                        |                     | V                                       | Vhether resolution i     | s Pass or Not.            | Y                                    | es                                       |
|                |                               |                        |                     |   | Disclosure of n          | otes on resolution        | Add                                  | Notes                                    |

#### \* this fields are optional

| Details of Invalid Votes    |              |  |  |  |
|-----------------------------|--------------|--|--|--|
| Category                    | No. of Votes |  |  |  |
| Promoter and Promoter Group |              |  |  |  |
| Public Insitutions          |              |  |  |  |
| Public - Non Insitutions    |              |  |  |  |





|                |                               |                       | Res                 | olution (7)                             |                          |                           |                                      |  |
|----------------|-------------------------------|-----------------------|---------------------|---|--------------------------|---------------------------|--------------------------------------|--|
|                | Resol                         | ution required: (Ord  | linary / Special)   |   |                          | Special                   |                                      |  |
| Whether pr     | omoter/promoter group are in  | terested in the ager  | nda/resolution?     |   |                          | Yes                       |                                      |  |
|                | С                             | escription of resolu  | tion considered     | Reappoint                               | ment of Shri Madha       | v B. Shriram (DIN:        | 00203521), Managi                    | ng Director                              |
| Category       | Mode of voting                | No. of shares<br>held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes –<br>against | % of votes in favour on votes polled | % of Votes<br>against on votes<br>polled |
|                |                               | (1)                   | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                       | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                        |
|                | E-Voting                      |                       | 43590115            | 100.0000                                | 43590115                 | 0                         | 100.0000                             | 0.0000                                   |
| Promoter and   | Poll                          | 43590115              | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
| Promoter Group | Postal Ballot (if applicable) |                       | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
|                | Total                         | 43590115              | 43590115            | 100.0000                                | 43590115                 | 0                         | 100.0000                             | 0.0000                                   |
|                | E-Voting                      |                       | 412275              | 90.2861                                 | 66797                    | 345478                    | 16.2020                              | 83.7980                                  |
| Public-        | Poll                          | 456632                | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
| Institutions   | Postal Ballot (if applicable) |                       | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
|                | Total                         | 456632                | 412275              | 90.2861                                 | 66797                    | 345478                    | 16.2020                              | 83.7980                                  |
|                | E-Voting                      |                       | 7126472             | 16.5942                                 | 7124557                  | 1915                      | 99.9731                              | 0.0269                                   |
| Public- Non    | Poll                          | 42945438              | 331                 | 0.0008                                  | 291                      | 40                        | 87.9154                              | 12.0846                                  |
| Institutions   | Postal Ballot (if applicable) |                       | 0                   | 0.0000                                  | 0                        | 0                         | 0                                    | 0  |
|                | Total                         | 42945438              | 7126803             | 16.5950                                 | 7124848                  | 1955                      | 99.9726                              | 0.0274                                   |
|                | Total                         | 86992185              | 51129193            | 58.7745                                 | 50781760                 | 347433                    | 99.3205                              | 0.6795                                   |
|                |                               |                       |                     | V                                       | hether resolution i      | s Pass or Not.            | Y                                    | es                                       |
|                |                               |                       |                     |   | Disclosure of n          | otes on resolution        | Add                                  | Notes                                    |

<sup>\*</sup> this fields are optional

| Details of Invalid Votes    |              |  |  |  |
|-----------------------------|--------------|--|--|--|
| Category                    | No. of Votes |  |  |  |
| Promoter and Promoter Group |              |  |  |  |
| Public Insitutions          |              |  |  |  |
| Public - Non Insitutions    |              |  |  |  |



