



SHREE PUSHKAR CHEMICALS & FERTILISERS LTD.

CIN: L24100MH1993PLC071376

(A Government of India Recognised Export House)

An ISO 9001:2008 & 14001:2004 Certified Company

Office No. 301/302, 3rd Floor, Atlanta Center, Near Udyog Bhavan,
Sonawala Road, Goregaon (East), Mumbai - 400063, India.

Tel.: + 91 22 4270 2525 • Fax: + 91 22 2850 4242

email: info@shreepushkar.com. Website: www.shreepushkar.com

Date: 2nd November, 2020.

To,

National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051.

BSE Limited,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

Respected Sir/ Madam,

Subject: Voting Result of Annual General Meeting of the Company- Regulations 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

**Ref : Shree Pushkar Chemicals & Fertilisers Limited
Scrip Code: 539334 Scrip Id: SHREEPUSHK**

With reference to above captioned subject matter and pursuant to Reg.44 of SEBI (Listing obligation and Disclosure Requirements), Regulations, 2015, we would like to inform and disclose you that Combined Voting Result for the Annual General Meeting of Shree Pushkar Chemicals & Fertilisers Ltd held on 31st October, 2020 at Mumbai in the Scrutinizers Report.

You are requested to take note of the above and arrange to bring this to notice of all concerned, if necessary.

Kindly acknowledge the receipt, and please take the same on record.

Thanking you.

On behalf of the Board of Directors of;
For Shree Pushkar Chemicals & Fertilisers Limited


Punit Makharia
Chairman & Managing Director
DinNo.01430764



Place: Mumbai



Unit I : B -102/103, MIDC Lote Parshuram, Taluka Khed, Dist. Ratnagiri, Maharashtra, India.

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Date: 31st October, 2020.

To,

BSE Limited

Phiroz Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 023

National Stock Exchange of India Ltd

Bandra – Kurla Complex
Bandra East, Mumbai - 400 051

Subject: Proceedings of the 27th Annual General Meeting (27th AGM) held on 31st October, 2020:

Respected Sir/ Madam,

With reference to above captioned subject matter we wish to inform you that the 27th Annual General Meeting ("27th AGM") of the Company was held on Saturday the 31st October, 2020 at 3.00 p.m. and concluded at 3.40 p.m. through Video Conferencing (VC)/ Other Audio Visual Means (OVAM) facility. Accordingly pursuant to regulation 30(2) of the Securities And Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with Para A of Part A of Schedule III of the SEBI Listing Obligation we enclose herewith proceedings of the 27th AGM of the Company as Annexure A.

We request you to kindly take this information on your record.

Thanking you,

Yours faithfully,

For Shree Pushkar Chemicals & Fertilizers Limited

Punit Makharia
Chairman & Managing Director
DinNo.01430764



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Proceedings of the Annual General Meeting of the Company held on 31st October, 2020

The 27th Annual General Meeting ("27th AGM") of members of the Company Shree Pushkar Chemicals and Fertilisers Limited (the "Company") was held on Saturday the 31st October, 2020 at 3.00 p.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in accordance with the various circulars issued by the Ministry of Corporate Affairs and Securities And Exchange Board of India, from time to time considering the ongoing COVID-19 pandemic worldwide. The 27th AGM was concluded at 3.40 p.m.

The Meeting was commenced at 3.00 P.M.

Mr. Punit Makharia, Chairman and Managing Director (the "CMD"), chaired the meeting.

The CMD welcomed the members of the Company, Board members and other invitees present at the 27th AGM of the Company. The CMD introduced the Board of Directors and other invitees/attendees present at the 27th AGM who had connected through VC. Accordingly, Mr. Ramakant Nayak – Independent Director and Chairman of Audit Committee, who was attending the meeting through his residence in Mumbai, greeted the shareholders. Then Mr. Dinesh Modi – Independent Director and Chairman of Stakeholders' Relationship Committee and Nomination and Remuneration Committee, who was attending the meeting through his residence in Mumbai, greeted the shareholders. Thereafter Mrs. Ranjana Makharia, introduced herself to the members.

Apart from Board of Directors, Mr. S N Sengupta – Associate Director, Mr. Deepak Beriwal – CFO, Dr. N. N. Mahapatra – Business Head Dyes and Ms. Priyanka Thaware – Assistant in Secretarial Department, who were attending the meeting have introduced themselves to the members present.



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The CMD also acknowledge the attendance of Mr. Dheeraj Lalpuria, partner of M/s. S. K. Patodia & Associates, Chartered Accountants, Statutory Auditors and Mr. Sanam Umbargikar, partner of M/s. DSM & Associates, Company Secretaries, Secretarial Auditors of the Company.

In the absence of Company Secretary of the Company, Ms. Priyanka Thaware, Assistant in Secretarial Department, provided statutory and general instructions to the members regarding the participation of the 27th AGM.

It was further informed to the members that all Statutory Registers maintained under the Companies Act, 2013 has been kept open for the inspection of the members electronically.

Ms. Priyanka Thaware, further informed the members present that Statutory Audit Report and Secretarial Audit Report do not contain any adverse observation or disqualification.

Chairman then invited the speaker shareholders to ask questions, offering their views/ comments. The questions raised by Mr. Ganesh Shenoy and Mrs. Prakashini Shenoy, Shareholders of the Company, were satisfactorily replied by CMD and Mr. S. N. Sengupta.

Upon conclusion of Question Answer Session, the members were informed that pursuant to provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management And Administration) Rules, 2014, as amended by the Companies (Management And Administration) Amendment Rules, 2015 and Regulations 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company has extended the to its members facility to exercise their rights to vote by electronic means through remote e-voting facility provided by Central Depository Services (India) Limited ("CDSL") with respect to the items to be transacted at 27th AGM. She informed the members that E-voting facility at the AGM will remain open for 15 minutes from the conclusion of the Company.



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Ms. Priyanka Thaware also informed the members that CS Sanam Umbargikar, partner of M/s. DSM & Associates, Company Secretaries, have been appointed as Scrutinizer for the e-voting process.

The CMD thereafter thanked all the shareholders, Board of Directors and other invitees for their participation at the 27th AGM remotely.

The following items were transacted at the Meeting:

ORDINARY BUSINESS:

| Item No. | Description of Resolution | Type of Resolution |
|--------------------------|---|--------------------|
| 1. | To receive, consider and adopt of Audited Financial Statement of the Company for the financial year ended 31 st March, 2020 and Reports of the Auditors' and Directors' thereon. | Ordinary |
| 2. | To appoint Mrs. Ranjana Makharia as Rotational Director (DIN 07708602) | Ordinary |
| 3. | To appoint Mr. Gautam Gopikishan Makharia as a Rotational Director (DIN 01354843) | Ordinary |
| SPECIAL BUSINESS: | | |
| 4. | Ratification of Remuneration to Mr. Dilip Bathija, the Cost Auditor's; | Ordinary |





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Shree Pushkar Chemicals & Fertilisers Limited - 27th Annual General Meeting (AGM) Voting Results
Details of venue voting and remote e-voting results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:

| | |
|--|------------|
| Date of AGM | 31-10-2020 |
| Total number of shareholders on record date | 14352 |
| No. of shareholders present in the meeting either in person or through proxy | 0 |
| a) Promoters and Promoter group | 0 |
| b) Public | 0 |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | 7 |
| b) Public | 72 |
| No. of resolution passed in the meeting | 4 |
| Disclosure of notes on voting results | |

Resolution NO.1

To consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2020 and the Reports of the Auditors' and Directors' 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 of | % of Votes against |
|---------------------------|----------------|--------------------|---------------------|---|------------------------|----------------------|-------------------------|--------------------|
| | | | | | | | | |
| Promoter & Promoter Group | Remote Evoting | | 20507428 | 100.00 | 20507428 | 0 | 100 | 0 |
| | Venue Evoting | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 20507428 | 100.00 | 20507428 | 0 | | 0 |
| Public Institutions | Remote Evoting | | 1674546 | 65.21 | 1674546 | 0 | 100 | 0 |
| | Venue Evoting | | 377878 | 14.71 | 377878 | 0 | 100 | 0 |
| | Total | | 2052424 | 79.92 | 2052424 | 0 | NA | 0 |
| Public Non-Institutions | Remote Evoting | | 432915 | 5.58 | 432906 | 9 | 99.9979 | 0.0021 |
| | Venue Evoting | | 24 | 0.00 | 24 | 0 | 100 | 0 |
| | Total | | 7760899 | 43.2939 | 432930 | 9 | NA | 0 |
| | | | 30836407 | 22992791 | N.A. | 22992782 | 9 | N.A. |



Resolution NO.2

To appoint a Director in place of Mrs. Ranjana Makharia, who retires by rotation and being eligible, offers herself for re appointment

| 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 in Against | % of Votes in favour of | % of Votes against |
|---------------------------|----------------|--------------------|---------------------|---|------------------------|-------------------------|-------------------------|--------------------|
| | | | | | | | | |
| Promoter & Promoter Group | Remote Evoting | | 0 | 0.00 | 0 | 0 | | 0 |
| | Venue Evoting | 20507428 | 0 | 0 | 0 | 0 | | 0 |
| | Total | | 0 | 0.00 | 0 | 0 | | 0 |
| Public Institutions | Remote Evoting | | 1674546 | 65.21 | 1674546 | 0 | 100 | 0 |
| | Venue Evoting | 2568080 | 377878 | 14.71 | 377878 | 0 | 100 | 0 |
| | Total | | 2052424 | 79.92 | 2052424 | 0 | NA | 0 |
| Public Non-Institutions | Remote Evoting | | 432915 | 5.58 | 432906 | 9 | 99.9979 | 0.0021 |
| | Venue Evoting | 7760899 | 24 | 0.00 | 24 | 0 | 100 | 0 |
| | Total | | 432939 | 5.58 | 432930 | 9 | NA | 0 |
| | | 30836407 | 2485363 | N.A. | 2485354 | 9 | N.A. | N.A. |

Resolution NO.3

To appoint a Director in place of Mr. Gautam Gopkishan Makharia, who retires by rotation and being eligible, offers himself for re appointment.

| 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 in Against | % of Votes in favour of | % of Votes against |
|---------------------------|----------------|--------------------|---------------------|---|------------------------|-------------------------|-------------------------|--------------------|
| | | | | | | | | |
| Promoter & Promoter Group | Remote Evoting | | 0 | 0.00 | 0 | 0 | | 0 |
| | Venue Evoting | 20507428 | 0 | 0 | 0 | 0 | | 0 |
| | Total | | 0 | 0.00 | 0 | 0 | | 0 |
| Public Institutions | Remote Evoting | | 1674546 | 65.21 | 1674546 | 0 | 100 | 0 |
| | Venue Evoting | 2568080 | 377878 | 14.71 | 377878 | 0 | 100 | 0 |
| | Total | | 2052424 | 79.92 | 2052424 | 0 | NA | 0 |
| Public Non-Institutions | Remote Evoting | | 432915 | 5.58 | 432906 | 9 | 99.9979 | 0.0021 |
| | Venue Evoting | 7760899 | 24 | 0.00 | 24 | 0 | 100 | 0 |
| | Total | | 432939 | 5.58 | 432930 | 9 | NA | 0 |
| | | 30836407 | 2485363 | N.A. | 2485354 | 9 | N.A. | N.A. |



Resolution NO.4

To ratify remuneration of Mr. Dilip Bathija & Co., the Cost Auditor

| 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 in Against | % of Votes in favour of | % of Votes against |
|---------------------------|----------------|--------------------|---------------------|---|------------------------|-------------------------|-------------------------|--------------------|
| Promoter & Promoter Group | Remote Evoting | | 20507428 | 100.00 | 20507428 | 0 | 100 | 0 |
| | Venue Evoting | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 20507428 | 100.00 | 20507428 | 0 | 100 | 0 |
| Public Institutions | Remote Evoting | | 1674546 | 65.21 | 1674546 | 0 | 100 | 0 |
| | Venue Evoting | | 377878 | 14.71 | 377878 | 0 | 100 | 0 |
| | Total | | 2052424 | 79.92 | 2052424 | 0 | NA | 0 |
| Public Non-Institutions | Remote Evoting | | 432915 | 5.58 | 432898 | 17 | 99.9961 | 0.0039 |
| | Venue Evoting | | 24 | 0.00 | 24 | 0 | 100 | 0 |
| | Total | | 432939 | 5.58 | 432922 | 17 | NA | 0 |
| | | 30836407 | 22992791 | N.A. | 22992774 | 17 | N.A. | N.A. |



SCRUTINIZER'S REPORT – COMBINED

[Pursuant to provisions of section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,

Mr. Punit Makharia

Chairman & Managing Director

27th Annual General Meeting of the Equity Shareholders of **Shree Pushkar Chemicals & Fertilisers Limited** held on **Saturday the 31st October, 2020, at 3.00 p.m.** through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") on account of Outbreak of COVID-19 pandemic and in accordance with the relevant circulars issued by Ministry of Corporate Affairs.

Dear Sir,

I, CS Sanam Umbargikar, Partner of M/s. DSM & Associates, Company Secretaries, having been appointed by the Board of Directors of the **Shree Pushkar Chemicals & Fertilisers Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and e-voting process carried out at 27th Annual General Meeting pursuant to provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015 and on scrutiny of the same, I submit my Combined Report on the results of the remote e-voting together with the e-voting at the 27th Annual General Meeting ("AGM").

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to voting through remote e-voting as well as e-voting at the AGM on the resolutions contained in the Notice of the 27th Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and e-voting at the AGM, is conducted in fair and transparent manner and submit consolidated/combined Scrutinizer's Report of the total votes cast "In Favour" or "Against", if any, on the resolutions, to the Chairman, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited ("CDSL/Service Provider"), the authorised agency to provide remote e-voting and e-voting at the AGM, as engaged by the Company.



Report on Scrutiny

- The Company had appointed Central Depository Services (India) Limited ("CDSL") as the Service provider, for the purpose of extending the facility of Remote e-Voting and e-voting at the AGM to the members of the Company. Bigshare Services Private Limited is Registrar and Share Transfer Agents ("RTA") of the Company
- Company has informed that, on the basis of the Register of Members and List of Beneficiary Owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of AGM along with Annual Report of 2019-20 as under :-
 - On 8th October, 2020 by email to all the Members, who had registered their email-ids with the Company/RTA/Depositories;
- The Voting rights were reckoned as on Friday, 23rd October, 2020 being the cut-off date for the purpose of deciding the entitlements of members at the Remote E-Voting and voting at the AGM.
- Remote e-Voting process was open from 9.00 a.m. on Wednesday the 28th October, 2020 till 5.00 p.m. on Friday, 30th October, 2020 and members were required to cast their votes electronically conveying their assent or dissent in respect of Resolutions, on the Remote e-Voting platform provided by CDSL.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of AGM in English in "Business Standard" newspaper dated 10th October, 2020 and in Marathi in "The Global Times" newspaper dated 10th October, 2020.
- At the end of the voting period on 30th October, 2020 at 5.00 p.m., the voting portal of Service Provider was blocked forthwith.
- On completion of AGM, I unblocked the results of remote e-voting and e-voting at the AGM on the CDSL e-voting platform, as prescribed in sub rule 4(xii) of the said rule 20 and downloaded the results.



Combined Results of E-Voting and Ballot at the AGM are as under:

(a) Resolution No.1:- Ordinary Resolution -

Adoption of the Audited Standalone financial statements as well as Consolidated financial statements, Report of the Auditors' for the financial year ended 31st March, 2020 and the Directors' Report thereon;

| Particulars | Remote e-voting | | e-Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|--------------------|---------------------|-----------------|-----------|--------------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 71 | 2,26,14,880 | 5 | 3,77,902 | 76 | 2,29,92,782 | 99.9999% |
| Dissent | 1 | 9 | Nil | Nil | 1 | 9 | 0.0000% |
| Abstain | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Total | 72 | 2,26,14,889 | 5 | 3,77,902 | 77 | 2,29,92,791 | 100.00% |

Accordingly, out of 2,29,92,791 votes cast (remote e-voting and e-voting at the AGM), 2,29,92,782 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9999% of the total votes cast; 9 vote were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.1 is passed with requisite majority.

(b) Resolution No.2:- Ordinary Resolution -

Appointment of Director in place of Mrs. Ranjana Makharia (DIN: 07708602), who retires by rotation and being eligible, offers herself for re -appointment:

| Particulars | Remote e-voting | | e-Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|------------------|---------------------|-----------------|-----------|------------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 56 | 21,07,452 | 5 | 3,77,902 | 61 | 24,85,354 | 99.9996% |
| Dissent | 1 | 9 | Nil | Nil | 1 | 9 | 0.0004% |
| Abstain | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Total | 57 | 21,07,461 | 5 | 3,77,902 | 62 | 24,85,363 | 100.00% |

Accordingly, out of 24,85,363 votes cast (remote e-voting and e-voting at the AGM), 24,85,354 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9996% of the total votes cast; 9 vote were cast DISSENTING to the Ordinary Resolution constituting 0.0004% of the total votes cast.



Thus, the Ordinary Resolution as contained in Item No.2 is passed with requisite majority.

* Voting of Promoter and Promoter groups is not considered while calculating the same.

(c) Resolution No.3:- Ordinary Resolution-

Appointment of Mr. Gautam Gopikishan Makharia (DIN: 01354843), who retires by rotation and being eligible, offers himself for re-appointment:

| Particulars | Remote e-voting | | e-Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|------------------|---------------------|-----------------|-----------|------------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 56 | 21,07,452 | 5 | 3,77,902 | 61 | 24,85,354 | 99.9996% |
| Dissent | 1 | 9 | Nil | Nil | 1 | 9 | 0.0004% |
| Abstain | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Total | 57 | 21,07,461 | 5 | 3,77,902 | 62 | 24,85,363 | 100.00% |

Accordingly, out of 24,85,363 votes cast (remote e-voting and e-voting at the AGM), 24,85,354 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9996% of the total votes cast; 9 vote were cast DISSENTING to the Ordinary Resolution constituting 0.0004% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.3 is passed with requisite majority.

* Voting of Promoter and Promoter groups is not considered while calculating the same.

(d) Resolution No.4:- Ordinary Resolution:

Ratification of Remuneration to Cost Auditors for the Financial Year ending 31st March, 2021:

| Particulars | Remote e-voting | | e-Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|--------------------|---------------------|-----------------|-----------|--------------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 70 | 2,26,14,872 | 5 | 3,77,902 | 75 | 2,29,92,774 | 99.9999% |
| Dissent | 2 | 17 | Nil | Nil | 2 | 17 | 0.0001% |
| Abstain | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| Total | 72 | 2,26,14,889 | 5 | 3,77,902 | 77 | 2,29,92,791 | 100.00% |



Accordingly, out of 2,29,92,791 votes cast (remote e-voting and e-voting at the AGM), 2,29,92,774 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9999% of the total votes cast; 17 vote were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.4 is passed with requisite majority.

Yours Faithfully,

For DSM & Associates
Company Secretaries

CS Sanam Umbargikar

Partner

M. No.26141.

CP No.9394.

UDIN: A026141B001128847.



Date: 31st October, 2020.

Place: Mumbai.