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Ho-425-S

March 18, 2019

Manager – Department of Corporate Services,  
Bombay Stock Exchange Ltd.,  
Registered Office: Floor 25,  
P J Towers, Dalal Street,  
Mumbai- 400 001

Dear Sir/Madam,

**(Scrip Code: 533033, Scrip Id: ISGEC)**

**Sub: Outcome of Voting Results of Postal Ballot and e-voting as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

1. Pursuant to the provision of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company had conducted the process of Postal Ballot (including e-voting) for seeking the consent of the Members to transact the businesses as specified in the Postal Ballot Notice dated February 09, 2019.
2. Further, pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith combined voting result of Postal Ballot and e-voting along with combined Scrutinizer's Report dated March 18, 2019 submitted by Mr. R. K. Bhalla, Practicing Company Secretary, appointed as scrutinizer by the Board of Directors at their Meeting held on Saturday, February 09, 2019.
3. The same will be uploaded on the website of the Company [www.isgrec.com](http://www.isgrec.com) and also on website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The result of the Postal Ballot shall also be communicated through Newspaper Advertisement.
4. This is for your information and record.

Thanking You,

Yours faithfully,  
For Isgrec Heavy Engineering Limited

(S. K. Khorana)

Executive Director and Company Secretary


Encl: As above.

General information about company	
Scrip code	533033
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE858B01011
Name of the company	Isgec Heavy Engineering Limited
Type of meeting	Postal Ballot
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	18-03-2019
Start time of the meeting	
End time of the meeting	

भारतीय प्रमाणित वस्तु संस्थान

भारतीय प्रमाणित वस्तु संस्थान  
 भारतीय प्रमाणित वस्तु संस्थान

For ISGEC HEAVY ENGINEERING LTD.



(S.K. KHORANA)  
 Executive Director & Company Secretary

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Mr. Rajinder Kumar Bhalla
Firms Name	R.K Bhalla & Associates
Qualification	CS
Membership Number	A10525
Date of Board Meeting in which appointed	09-02-2019
Date of Issuance of Report to the company	18-03-2019

For ISGEC HEAVY ENGINEERING LTD.

  
(S.F. KHORANA)  
Executive Director & Company Secretary

<b>Voting results</b>	
Record date	09-02-2019
Total number of shareholders on record date	11085
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	

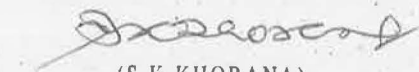
For ISGEC HEAVY ENGINEERING LTD.



(S.K. KHORANA)  
Executive Director & Company Secretary

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Continuation of the directorship of Mr. Vinod Kumar Sachdeva, Non-Executive Independent Director 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	4578535	4428488	96.7228	4428488	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		150047	3.2772	150047	0	100	0
	Total		4578535	4578535	100	4578535	0	100
Public-Institutions	E-Voting	689347	402113	58.3325	401456	657	99.8366	0.1634
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		689347	402113	58.3325	401456	657	99.8366
Public- Non Institutions	E-Voting	2085069	13146	0.6305	11284	1862	85.836	14.164
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1093039	52.4222	1093039	0	100	0
	Total		2085069	1106185	53.0527	1104323	1862	99.8317
Total		7352951	6086833	82.7808	6084314	2519	99.9586	0.0414
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For ISGEC HEAVY ENGINEERING LTD.



(S.F. KHORANA)

Executive Director & Company Secretary

**Details of Invalid Votes**

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

For ISGEC HEAVY ENGINEERING LTD.



(S.F. KHORANA)  
Executive Director & Company Secretary

For ISGEC HEAVY ENGINEERING LTD.

(S.F. KHORANA)

Executive Director & Company Secretary

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Continuation of the directorship of Mr. Ranjit Puri, Non- Executive Director 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	4578535	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4578535	0	0	0	0	0
Public-Institutions	E-Voting	689347	402113	58.3325	401456	657	99.8366	0.1634
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		689347	402113	58.3325	401456	657	99.8366
Public- Non Institutions	E-Voting	2085069	13146	0.6305	12068	1078	91.7998	8.2002
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1093039	52.4222	1093039	0	100	0
	Total		2085069	1106185	53.0527	1105107	1078	99.9025
Total		7352951	1508298	20.5128	1506563	1735	99.885	0.115
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For ISGEC HEAVY ENGINEERING LTD.

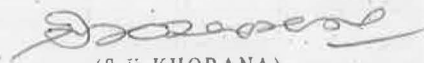


(S.F. KHORANA)

Executive Director & Company Secretary

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

For ISGEC HEAVY ENGINEERING LTD.



(S.F. KHORANA)  
Executive Director & Company Secretary

For ISGEC HEAVY ENGINEERING LTD.



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mrs. Shivani Hazari (DIN: 00694121) 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	4578535	4428488	96.7228	4428488	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		150047	3.2772	150047	0	100	0
	Total		4578535	4578535	100	4578535	0	100
Public- Institutions	E-Voting	689347	402113	58.3325	402113	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		689347	402113	58.3325	402113	0	100
Public- Non Institutions	E-Voting	2085069	13146	0.6305	10293	2853	78.2976	21.7024
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1093039	52.4222	1093039	0	100	0
	Total		2085069	1106185	53.0527	1103332	2853	99.7421
Total		7352951	6086833	82.7808	6083980	2853	99.9531	0.0469
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								


For ISGEC HEAVY ENGINEERING LTD.

  
(S.F. KHORANA)  
Executive Director & Company Secretary

**Details of Invalid Votes**

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

For ISGEC HEAVY ENGINEERING LTD.



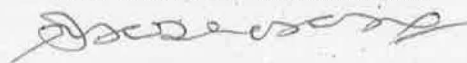
(S.F. KHORANA)

Executive Director & Company Secretary

ISGEC HEAVY ENGINEERING LTD.  
12, PUNJAB  
Executive Director & Company Secretary

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of remuneration of Mr. Aditya Puri, Managing Director in terms of Regulation 17(6)(e) of SEBI Amended Listing Regulations for the remaining tenure of his 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 – 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	4578535	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4578535	0	0	0	0	0
Public-Institutions	E-Voting	689347	402113	58.3325	261200	140913	64.9569	35.0431
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		689347	402113	58.3325	261200	140913	64.9569
Public- Non Institutions	E-Voting	2085069	13146	0.6305	12070	1076	91.815	8.185
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1093039	52.4222	1093039	0	100	0
	Total		2085069	1106185	53.0527	1105109	1076	99.9027
Total		7352951	1508298	20.5128	1366309	141989	90.5861	9.4139
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For ISGEC HEAVY ENGINEERING LTD.



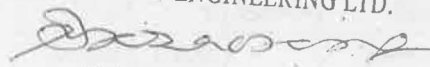
(S.F. KHORANA)

Executive Director & Company Secretary

**Details of Invalid Votes**

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

For ISGEC HEAVY ENGINEERING LTD.



(S.F. KHORANA)

Executive Director & Company-Secretary

ISGEC HEAVY ENGINEERING LTD.  
12, KANUNJI BHAUNRAJI MARG,  
NEW DELHI - 110002

Resolution(5)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Approval of remuneration of Mrs. Nina Puri, Whole Time Director in terms of Regulation 17(6)(e) of SEBI Amended Listing Regulations for the remaining tenure of her 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 – 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	4578535	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4578535	0	0	0	0	0
Public-Institutions	E-Voting	689347	402113	58.3325	261200	140913	64.9569	35.0431
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		689347	402113	58.3325	261200	140913	64.9569
Public- Non Institutions	E-Voting	2085069	13146	0.6305	10291	2855	78.2824	21.7176
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1093039	52.4222	1093039	0	100	0
	Total		2085069	1106185	53.0527	1103330	2855	99.7419
Total		7352951	1508298	20.5128	1364530	143768	90.4682	9.5318
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For ISGEC HEAVY ENGINEERING LTD.



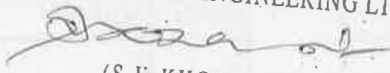
(S.F. KHORANA)

Executive Director & Company Secretary

**Details of Invalid Votes**

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

For ISGEC HEAVY ENGINEERING LTD.

  
(S.F. KHORANA)  
Executive Director & Company Secretary

ISGEC HEAVY ENGINEERING LTD.  
(S.F. KHORANA)  
Executive Director & Company Secretary

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for Sub-Division of Equity Shares 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	4578535	4428488	96.7228	4428488	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		150047	3.2772	150047	0	100	0
	Total		4578535	4578535	100	4578535	0	100
Public-Institutions	E-Voting	689347	402113	58.3325	402113	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		689347	402113	58.3325	402113	0	100
Public- Non Institutions	E-Voting	2085069	13246	0.6353	13171	75	99.4338	0.5662
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		1093039	52.4222	1093039	0	100	0
	Total		2085069	1106285	53.0575	1106210	75	99.9932
Total		7352951	6086933	82.7822	6086858	75	99.9988	0.0012
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

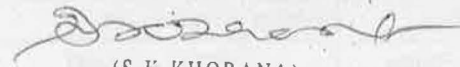
For ISGEC HEAVY ENGINEERING LTD.

  
(S.F. KHORANA)  
Executive Director & Company Secretary

**Details of Invalid Votes**

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

For ISGEC HEAVY ENGINEERING LTD.



(S.F. KHORANA)

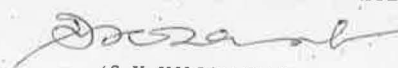
Executive Director & Company Secretary

ISGEC HEAVY ENGINEERING LTD.  
100, Sector 10, Gurgaon, Haryana  
INDIA



Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for Alteration of Capital Clause in Memorandum of Association 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	4578535	4428488	96.7228	4428488	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	150047	3.2772	150047	0	100	0	
	Total	4578535	4578535	100	4578535	0	100	0
Public-Institutions	E-Voting	689347	402113	58.3325	402113	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	
	Total	689347	402113	58.3325	402113	0	100	0
Public- Non Institutions	E-Voting	2085069	13146	0.6305	13146	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)	1093039	52.4222	1093039	0	100	0	
	Total	2085069	1106185	53.0527	1106185	0	100	0
Total		7352951	6086833	82.7808	6086833	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For ISGEC HEAVY ENGINEERING LTD.

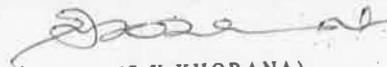


(S.F. KHORANA)

Executive Director & Company Secretary

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For ISGEC HEAVY ENGINEERING LTD.



(S.F. KHORANA)  
Executive Director & Company Secretary

**R.K BHALLA & ASSOCIATES**  
COMPANY SECRETARIES

90, Model Colony, Yamuna Nagar-135001(Haryana)  
Mobile: 9813276611  
Email: rkbhallacs@yahoo.com

**SCRUTINIZER'S REPORT**

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

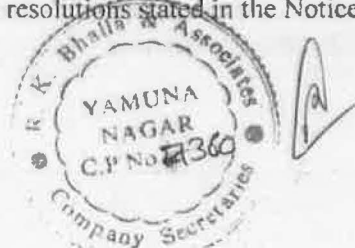
To,  
The Chairman  
Isgec Heavy Engineering Limited  
Radaur Road, Yamuna Nagar, Haryana-135001.

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot and E-voting conducted in pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") and Rule 20 and 22 of Companies (Management and Administration) Rules 2014 including any statutory modification (s) or re-enactment(s) thereof, for the time being in force.

I, Rajinder Kumar Bhalla, a Company Secretary in Practice have been appointed as scrutinizer by the Board of Directors of Isgec Heavy Engineering Limited (the Company) at their Meeting held on Saturday, February 09, 2019 for Scrutinizing Postal Ballot voting including voting by electronic means in a fair and transparent manner in respect of the Ordinary and Special Resolutions as stated in the Notice of Postal Ballot dated February 09, 2019 proposed to be passed by shareholders of the Company, submit my report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Postal Ballot by the Shareholders on the Resolutions proposed in the said Notice of the Postal Ballot is the responsibility of the management. My responsibility as a Scrutinizer is to render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, of the Resolutions.
2. In accordance with the Notice of the Postal Ballot dated Saturday, February 09, 2019, dispatched to Shareholders by prescribed modes on Thursday, February 14, 2019 and the newspaper advertisement dated February 14, 2019 pursuant to Rule 22 (3) of the Companies (Management and Administration ) Rules, 2014 was published on Friday, February 15, 2019.
3. The E-voting/Postal Ballot process commenced on Friday, February 15, 2019 at 9:00 a.m.(IST) and ended on Saturday, March 16, 2019 at 05:00 p.m. (IST).
4. The Equity Shareholders holding shares as on Saturday, February 09, 2019 ("cut-off-date") were entitled to vote on the resolutions stated in the Notice of the Postal Ballot.



5. The Company completed the dispatch of Postal Ballot Forms on Thursday, February 14, 2019 along with postage pre-paid business reply envelopes to its Members whose names appeared in the Register of Members as on Saturday, February 09, 2019.
6. Particulars of all the Postal Ballot forms received/E-voting confirmations from the Members have been entered in the register separately maintained for the purpose as per Companies (Management & Administration) Rules, 2014.
7. The Postal Ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes at the registered office of the Company at Radaur Road, Yamunanagar-135001, Haryana, before commencing the scrutiny of Postal Ballot forms.
8. The ballot boxes containing Postal Ballot forms were opened in our presence after close of voting period i.e. 5:00 p.m. (IST) on Saturday, March 16, 2019.
9. The Postal Ballot forms were duly opened in our presence and scrutinized and the Shareholding was matched/confirmed with the Register of Members of the Company/List of Beneficial Owners received from the Depositories as on cut-off date of Saturday, February 09, 2019.
10. All Postal Ballot forms/E-voting confirmations received up to 05:00 p.m. (IST), on Saturday, March 16, 2019, (the last date and time fixed by the Company for receipt of the Postal Ballot forms & doing of E-voting) were considered for our scrutiny.
11. Envelopes containing Postal-Ballot forms received after 5:00 p.m. (IST) on Saturday, March 16, 2019 were not considered for our scrutiny.
12. The votes, if any cast by a member(s) both in, Postal Ballot Form and e-voting having been identified, votes cast through e-voting only were considered valid.
13. After the end of e-voting period i.e. 5:00 p.m. (IST) on Saturday, March 16, 2019, I have unblocked the electronic votes and downloaded the e-voting Report from website of the National Securities Depository Limited (<https://www.evoting.nsdl.com/>) in the presence of two witnesses, who are not in the employment of the Company.

A summary of the Postal Ballot forms received and e-voting on resolutions are given below:

**Item No. 1 of the Notice**

**Special Resolution: Continuation of the directorship of Mr. Vinod Kumar Sachdeva, Non-Executive Independent Director of the Company, who has attained the age of 75 years:**

**DETAILS OF POSTAL BALLOT RECEIVED:**

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of vote cast
1.	Total Ballot received	125	12,43,086	100
2.	Less: Invalid Postal Ballot	0	0	-
3.	Net Postal Ballots with valid votes cast	125	12,43,086	100



4.	Postal Ballot with Assent Resolution	125	12,43,086	100
5.	Postal Ballot with Dissent Resolution	0	0	-

**DETAILS OF E-VOTING:**

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total Votes Received by electronic mode	78	48,43,747	100
Less: Total no. of Invalid Votes	0	0	-
Total no. of Valid Votes	78	48,43,747	100
Total no Votes with Assent	75	48,41,228	99.94
Total no. Votes with Dissent	3	2,519	0.06

**SUMMARY OF POSTAL BALLOT AND E-VOTING:**

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	60,86,833	100
Assented to Resolution	60,84,314	99.96
Dissented to Resolution	2,519	0.04

**Item No. 2 of the Notice**

**Special Resolution:** Continuation of the directorship of Mr. Ranjit Puri, Non-Executive Director of the Company, who has attained the age of 75 years:

**DETAILS OF POSTAL BALLOT RECEIVED:**

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot Received	124	10,93,039	100
2.	Less: Invalid Postal Ballot	0	0	
3.	Net Postal Ballots with valid votes cast	124	10,93,039	100
4.	Postal Ballot with Assent Resolution	124	10,93,039	100
5.	Postal Ballot with Dissent Resolution	0	0	-



**DETAILS OF E-VOTING:**

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total Votes Received by electronic mode	69	4,15,259	100
Less: Total no. of Invalid Votes	0	0	-
Total no. of Valid Votes	69	4,15,259	100
Total no Votes with Assent	62	4,13,524	99.58
Total no. Votes with Dissent	7	1,735	0.42

**SUMMARY OF POSTAL BALLOT AND E-VOTING**

Particular	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	15,08,298	100
Assented to Resolution	15,06,563	99.88
Dissented to Resolution	1,735	0.12

**Item No. 3 of the Notice****Ordinary Resolution: Appointment of Mrs. Shivani Hazari as an Independent Director:****DETAILS OF POSTAL BALLOT RECEIVED:**

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot Received	125	12,43,086	100
2.	Less: Invalid Postal Ballot	0	0	-
3.	Net Postal Ballots with valid votes cast	125	12,43,086	100
4.	Postal Ballot with Assent Resolution	125	12,43,086	100
5.	Postal Ballot with Dissent Resolution	0	0	-



**DETAILS OF E-VOTING:**

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total votes Received by electronic mode	78	48,43,747	100
Less: Total no. of Invalid Votes	0	0	-
Total no. of Valid Votes	78	48,43,747	100
Total no Votes with Assent	74	48,40,894	99.94
Total no. Votes with Dissent	4	2,853	0.06

**SUMMARY OF POSTAL BALLOT AND E-VOTING:**

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	60,86,833	100
Assented to Resolution	60,83,980	99.95
Dissented to Resolution	2,853	0.05

**Item No. 4 of the Notice**

**Special Resolution:** Approval of remuneration of Mr. Aditya Puri, Managing Director in terms of Regulation 17(6)(e) of SEBI Amended Listing Regulations for the remaining tenure of his appointment:

**DETAILS OF POSTAL BALLOT RECEIVED:**

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot received	124	10,93,039	100
2.	Less: Invalid Postal Ballot	0	0	-
3.	Net Postal Ballots with valid votes cast	124	10,93,039	100
4.	Postal Ballot with Assent Resolution	124	10,93,039	100
5.	Postal Ballot with Dissent Resolution	0	0	-



*[Handwritten Signature]*

**DETAIL OF E-VOTING:**

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total votes Received by electronic mode	69	4,15,259	100
Less: Total no. of Invalid Votes	0	0	-
Total no. of Valid Votes	69	4,15,259	100
Total no Votes with Assent	48	2,73,270	65.80
Total no. Votes with Dissent	21	1,41,989	34.20

**SUMMARY OF POSTAL BALLOT AND E-VOTING:**

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	15,08,298	100
Assented to Resolution	13,66,309	90.58
Dissented to Resolution	1,41,989	9.42

**Item No. 5 of the notice**

**Special Resolution:** Approval of remuneration of Mrs. Nina Puri, Whole Time Director in terms of Regulation 17(6)(e) of SEBI Amended Listing Regulations for the remaining tenure of her appointment:

**DETAILS OF POSTAL BALLOT RECEIVED:**

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot received	124	10,93,039	100
2.	Less: Invalid Postal Ballot	0	0	-
3.	Net Postal Ballots with valid votes cast	124	10,93,039	100
4.	Postal Ballot with Assent Resolution	124	10,93,039	100
5.	Postal Ballot with Dissent Resolution	0	0	-





**DETAILS OF E-VOTING:**

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total votes Received by electronic mode	69	4,15,259	100
Less: Total no. of Invalid Votes	0	0	-
Total no. of Valid Votes	69	4,15,259	100
Total no Votes with Assent	48	2,71,491	65.37
Total no. Votes with Dissent	21	1,43,768	34.63

**SUMMARY OF POSTAL BALLOT AND E-VOTING:**

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	15,08,298	100
Assented to Resolution	13,64,530	90.46
Dissented to Resolution	1,43,768	9.54

**Item No. 6 of the notice****Ordinary Resolution: Approval for Sub-Division of Equity Shares of the Company:****DETAILS OF POSTAL BALLOT RECEIVED:**

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot received	125	12,43,086	100
2.	Less: Invalid Postal Ballot	0	0	-
3.	Net Postal Ballots with valid votes cast	125	12,43,086	100
4.	Postal Ballot with Assent Resolution	125	12,43,086	100
5.	Postal Ballot with Dissent Resolution	0	0	-



**DETAILS OF E-VOTING:**

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total votes Received by electronic mode	79	48,43,847	100
Less: Total no. of Invalid Votes	0	0	-
Total no. of Valid Votes	79	48,43,847	100
Total no Votes with Assent	78	48,43,772	100
Total no. Votes with Dissent	1	75	0

**SUMMARY OF POSTAL BALLOT AND E-VOTING:**

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	60,86,933	100
Assented to Resolution	60,86,858	100
Dissented to Resolution	75	0

**Item No. 7 of the notice**

**Special Resolution: Approval for Alteration of Capital Clause in Memorandum of Association of the Company:**

**DETAILS OF POSTAL BALLOT RECEIVED:**

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total number of votes cast
1.	Total Ballot received	125	12,43,086	100
2.	Less: Invalid Postal Ballot	0	0	
3.	Net Postal Ballots with valid votes cast	125	12,43,086	100
4.	Postal Ballot with Assent Resolution	125	12,43,086	100
5.	Postal Ballot with Dissent Resolution	0	0	



**DETAILS OF E-VOTING:**

Particulars	Number of Members voted through electronic voting system	Number of shares	% of total number of votes cast
Total votes Received by electronic mode	78	4843747	100
Less: Total no. of Invalid Votes	0	0	
Total no. of Valid Votes	78	4843747	100
Total no Votes with Assent	78	4843747	100
Total no. Votes with Dissent	0	0	

**SUMMARY OF POSTAL BALLOT AND E-VOTING**

Particulars	No. of Equity Shares	% of total number of votes cast
Total Valid Votes Cast	60,86,833	100
Assented to Resolution	60,86,833	100
Dissented to Resolution	0	

**RESULTS:**

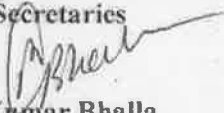
The above mentioned Ordinary and Special Resolutions are passed by requisite majority as on the last date of receipt of postal ballot/ e-voting i.e. March 16, 2019.

The Ballot papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

**For R.K. Bhalla & Associates  
Company Secretaries**

  
**Rajinder Kumar Bhalla  
(Proprietor)  
ACS No. : 10525  
CP No. : 7360**



**Dated : 18.03.2019**

**Place : Yamunanagar-135001**