



21 September, 2020

The National Stock Exchange of India Limited Listing Department Exchange Plaza, Bandra Kurla Complex, Bandra (East) Mumbai 400 051	BSE Limited Department of Corporate Services Floor 25, Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001
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Dear Sir,

Sub: Details of Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, and Scrutinizer's Report on voting on the Resolutions of the 40th Annual General Meeting:

The 40th Annual General Meeting (AGM) of the members of Deepak Fertilisers And Petrochemicals Corporation Limited was held on **Monday, 21st September, 2020 at 11.00 a.m.** through Video Conference (VC) / Other Audio Visual Means (OAVM).

The mode of the voting on the resolutions was through remote e- voting and e-voting at the the Annual General Meeting. The agenda wise voting results are attached to this letter.

Further, a copy of the Scrutinizer's report pursuant to Section 108 of the Companies Act, 2013 read with Rule no. 20 of the Companies (Management and Administration) Rules, 2014, on remote e-voting and voting through e-voting at 40th Annual General Meeting is enclosed.



Based on the Scrutinizer's report the following resolutions from Item no. 1 to Item no.9 of the Notice of the Annual General Meeting were passed with requisite majority.

S.No.	Resolution(s) Description
Ordinary Business	
1.	To receive, consider and adopt the audited financial statements and audited consolidated financial of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon - Ordinary Resolution
2.	To declare a dividend on equity shares for the financial year ended 31st March, 2020 - Ordinary Resolution
3.	To appoint a Director in place of Shri M.P. Shinde (DIN: 06533004), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment - Ordinary Resolution
Special Business	
4.	Ratification and confirmation for payment of remuneration to M/s Y. R. Doshi & Co, Cost Accountants - Ordinary Resolution
5.	Appointment of Shri Bhuwan Chandra Tripathi (DIN: 01657366) as an independent director of the Company - Ordinary Resolution
6.	Appointment of Smt. Renu Challu (DIN: 00157204) as Woman independent director of the Company - Ordinary Resolution
7.	Appointment of Shri Sujal Anil Shah (DIN: 0058019)) as an independent director of the Company - Ordinary Resolution
8.	Approval of the members for waiver of excess remuneration paid to Shri S .C. Mehta (DIN: 00128204), Chairman & Managing Director - Special Resolution
9.	Approval of the members to the rollover of the Special Resolution passed in the 38th and 39th Annual General Meeting and ratified on 11th January, 2020 for raising of funds aggregating to Rs.600 Crore through one or more of the various options of securities such as Equity Shares, GDRs, ADRs, FCCBs or Partly Convertible Debentures or by way of qualified institutions placement to QIB (Qualified Institutional Buyers) in terms of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 to enable the Company to take such corporate actions on or after 17th September, 2020 as may be necessary within the approved aggregate threshold of Rs. 600 Crores (Rupees Six Hundred Crores Only) – Special Resolution

Thanking you,
Yours faithfully,
For Deepak Fertilisers And Petrochemicals Corporation Limited

K. Subharaman
Executive Vice President (Legal) & Company Secretary
Encl.: as above

	DEEPAK FERTILISERS & PETROCHEMICALS CORPORATION LTD
Date of the AGM/EGM	21-09-2020
Total number of shareholders on record date	117606
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	53
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the audited financial statements and audited consolidated financial of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	46,602,521	46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,448,417	2,242,846	50.4190	2,242,846	0	100.0000	0.0000	0	54,917
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,242,846	50.419	2,242,846	0	100.0000	0.0000	0	54917
Public- Non Institutions	E-Voting	38,233,487	204,126	0.5339	203,250	876	99.5708	0.4291	0	7,026
	Poll		20,491	0.0536	20,491	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		224,617	0.5875	223,741	876	99.6100	0.3900	0	7026
Total		89,284,425	49,069,984	54.9592	49,069,108	876	99.9982	0.0018	0	61943

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare a dividend on equity shares for the financial year ended 31st March, 2020									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	46,602,521	46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0.0000	0

	Total		46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,448,417	2,297,763	51.6535	2,297,763	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,297,763	51.6535	2,297,763	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	38,233,487	204,126	0.5339	204,100	26	99.9872	0.0127	0	7,026
	Poll		20,491	0.0536	20,491	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		224,617	0.5875	224,591	26	99.9884	0.0116	0	7026
	Total	89,284,425	49,124,901	55.0207	49,124,875	26	99.9999	0.0001	0	7026

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri M.P. Shinde DIN 06533004, who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	46,602,521	46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,448,417	2,297,763	51.6535	2,294,138	3,625	99.8422	0.1577	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,297,763	51.6535	2,294,138	3,625	99.8422	0.1578	0	0
Public- Non Institutions	E-Voting	38,233,487	211,052	0.5520	209,386	1,666	99.2106	0.7893	0	100
	Poll		20,491	0.0536	20,491	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		231,543	0.6056	229,877	1,666	99.2805	0.7195	0	100
	Total	89,284,425	49,131,827	55.0284	49,126,536	5,291	99.9892	0.0108	0	100

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification and confirmation for payment of remuneration to Ms Y. R. Doshi Co, Cost Accountants									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting		46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0

Promoter and Promoter Group	Poll	46,602,521	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,448,417	2,297,763	51.6535	2,297,763	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,297,763	51.6535	2,297,763	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	38,233,487	211,052	0.5520	208,786	2,266	98.9263	1.0736	0	100
	Poll		20,491	0.0536	20,491	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		231,543	0.6056	229,277	2,266	99.0213	0.9787	0	100
	Total	89,284,425	49,131,827	55.0284	49,129,561	2,266	99.9954	0.0046	0	100

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Shri Bhuwan Chandra Tripathi DIN 01657366 as an independent director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	46,602,521	46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,448,417	2,297,763	51.6535	2,297,763	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,297,763	51.6535	2,297,763	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	38,233,487	211,052	0.5520	209,836	1,216	99.4238	0.5761	0	100
	Poll		20,491	0.0536	20,491	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		231,543	0.6056	230,327	1,216	99.4748	0.5252	0	100
	Total	89,284,425	49,131,827	55.0284	49,130,611	1,216	99.9975	0.0025	0	100

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Smt. Renu Challu DIN 00157204 as Woman independent director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained

Promoter and Promoter Group	E-Voting	46,602,521	46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,448,417	2,297,763	51.6535	2,297,763	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,297,763	51.6535	2,297,763	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	38,233,487	211,052	0.5520	209,786	1,266	99.4001	0.5998	0	100
	Poll		20,491	0.0536	20,491	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		231,543	0.6056	230,277	1,266	99.4532	0.5468	0	100
Total	89,284,425	49,131,827	55.0284	49,130,561	1,266	99.9974	0.0026	0	100	

Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Shri Sujal Anil Shah DIN 0058019 as an independent director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	46,602,521	46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	4,448,417	2,297,763	51.6535	2,271,129	26,634	98.8408	1.1591	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,297,763	51.6535	2,271,129	26,634	98.8409	1.1591	0	0
Public- Non Institutions	E-Voting	38,233,487	211,052	0.5520	209,786	1,266	99.4001	0.5998	0	100
	Poll		20,491	0.0536	20,491	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		231,543	0.6056	230,277	1,266	99.4532	0.5468	0	100
Total	89,284,425	49,131,827	55.0284	49,103,927	27,900	99.9432	0.0568	0	100	

Resolution No.	8									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of the members for waiver of excess remuneration paid to Shri S. C. Mehta DIN 00128204, Chairman Managing Director									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	46,602,521	46,599,789	99.9941	46,599,789	0	100.0000	0.0000	0	2,732
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		46,599,789	99.9941	46,599,789	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	4,448,417	2,297,763	51.6535	2,297,763	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,297,763	51.6535	2,297,763	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	38,233,487	211,052	0.5520	202,255	8,797	95.8318	4.1681	0	100
	Poll		20,491	0.0536	13,241	7,250	64.6186	35.3813	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		231,543	0.6056	215,496	16,047	93.0695	6.9305	0.0000	0
Total		89,284,425	49,129,095	55.0254	49,113,048	16,047	99.9673	0.0327	0	2832

Resolution No.	9									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of the members to the rollover of the Special Resolution passed in the 38th and 39th Annual General Meeting and ratified on 11th January, 2020 for raising of funds aggregating to Rs.600 Crore through one or more of the various options of securities such as Equity Shares, GDRs, ADRs, FCCBs or Partly Convertible Debentures or by way of qualified institutions placement to QIB Qualified Institutional Buyers in terms of the SEBI Issue of Capital and Disclosure Requirements Regulations, 2018 to enable the Company to take such corporate actions on or after 17th September, 2020 as may be necessary within the approved aggregate threshold of Rs. 600 Crores Rupees Six Hundred Crores Only									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	46,602,521	46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		46,602,521	100.0000	46,602,521	0	100.0000	0.0000	0.0000	0
	E-Voting		2,297,763	51.6535	1,607,375	690,388	69.9539	30.0460	0	0

	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	4,448,417								
Public- Institutions			0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,297,763	51.6535	1,607,375	690,388	69.9539	30.0461	0	0
	E-Voting		211,052	0.5520	209,736	1,316	99.3764	0.6235	0	100
	Poll	38,233,487	20,491	0.0536	13,241	7,250	64.6186	35.3813	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Non Institutions	Total		231,543	0.6056	222,977	8,566	96.3005	3.6995	0	100
	Total	89,284,425	49,131,827	55.0284	48,432,873	698,954	98.5774	1.4226	0	100

Scrutinizer's Report

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies
(Management and Administration) Rules, 2014]**

To,
The Chairman,

Name of the Company	Deepak Fertilisers and Petrochemicals Corporation Limited
Meeting	40 th Annual General Meeting (40 th AGM/AGM)
Day, Date & Time	Monday, September 21, 2020 at 11.00 A.M.
Mode	Video Conferencing ("VC")/Other Audio –Visual Means ("OAVM")
Deemed Venue	Sai Hira, Survey No. 93, Mundhwa, Pune - 411 036

Dear Sir,

I, Sridhar Mudaliar, Partner of SVD & Associates, Company Secretaries, have been appointed as scrutinizer by the Board of Directors of Deepak Fertilisers and Petrochemicals Corporation Limited ("the Company") at its meeting held on, June 30, 2020 for the purpose of scrutinizing the remote e-voting and e-voting conducted at the AGM pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended, read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020 issued by Ministry of Corporate Affairs and the circular dated May 12, 2020 issued by the Securities and Exchange Board of India (SEBI) (hereinafter referred to as the "Circulars") that provide relaxation for the manner in which the AGM shall be held and conducted.

The Circulars inter-alia provide for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 pandemic. Further pursuant to these Circulars physical attendance of members had been dispensed with and accordingly the facility for appointment of proxies by the members was also dispensed with. Members who attended the meeting through VC or OAVM were counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.

I submit herewith my report with respect to the resolutions proposed at the 40th AGM of the Equity shareholders of the Company:

1. Responsibility and E-voting Agency:

The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder read along with the Circulars as mentioned above and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the meeting by the shareholders on the resolutions proposed in the Notice of the 40th AGM of the Company is

the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the process of remote e-voting and the e-voting conducted at the meeting held through VC/OAVM through electronic voting system is conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman, on the resolutions, based on the reports generated from the electronic voting system provided by M/s KFin Technologies Private Limited ('KFIN').

2. Notice of AGM and advertisement:

In accordance with the notice of the 40th AGM sent to the shareholders by way of email on August 28, 2020, and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) read with the Circulars mentioned above on August 27, 2020, the remote e-voting period remained open from Friday, September 18, 2020 (9.00 a.m.) upto Sunday, September 20, 2020 (5.00 p.m.)

3. Cut off Date:

The shareholders holding shares as on the "cut off" date i.e. Monday, September 14, 2020, were entitled to vote on the proposed resolutions (item nos. 1 to 9 as set out in the Notice of the 40th AGM of the Company.)

4. Remote e-voting process:

The remote e-voting system was blocked forthwith at the end of the remote e-voting period. The votes cast through remote e-voting system were unblocked on September 21, 2020 at around 12.53 P.M. after conclusion of the AGM in the presence of two witnesses (Mr. Ashish Bhat residing at Undri, Pune and Ms. Shalaka Khandelwal residing at Sinhagad Road, Pune) who are not in the employment of the Company. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "against", were downloaded from the e-voting website of KFIN (<https://evoting.karvy.com>) and the same will be handed over to the authorized representative of the Chairman.

5. Voting at the AGM:

After declaration of commencement of e-voting during the conduct of the AGM, the shareholders who had not voted through the remote e-voting process were instructed to cast their vote on the e-voting platform provided by e-voting website of KFIN (<https://evoting.karvy.com>). Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "against", were downloaded from the e-voting website of KFIN (<https://evoting.karvy.com>) and the same are being handed over to the Chairman. The votes cast through remote e-voting and e-voting conducted during the meeting were reconciled with the records maintained by the Company/ Registrar and Share Transfer Agents of the Company and the authorizations lodged with the Company. The e-voting that was found defective for want of authorization has been treated as invalid and kept separately.



6. Counting Process and results:

The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

- a) **Ordinary Resolution No. 1** – To consider and adopt standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2020 together with the reports of the Auditors and the Board of Directors thereon.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	134	8	142	
Number of votes cast by them	49048617	20491	49069108	100
(ii) Voted against				
Number of members voted	5	0	5	
Number of votes cast by them	876	0	876	0
(iii) Total				
Total number of members voted	139	8	147	
Total number of votes cast by them	49049493	20491	49069984	100

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	3	0	3*
Total Number of shares involved	61943	0	61943*

*3 shareholders have not voted for 61943 shares.

- b) **Ordinary Resolution No. 2** –To declare a dividend on equity shares for the financial year ended March 31, 2020.



(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	138	8	146	
Number of votes cast by them	49104384	20491	49124875	100
(ii) Voted against				
Number of members voted	2	0	2	
Number of votes cast by them	26	0	26	0
(iii) Total				
Total number of members voted	140	8	148	
Total number of votes cast by them	49104410	20491	49124901	100

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	2	0	2*
Total Number of shares involved	7026	0	7026*

*2 shareholders have not voted for 7026 shares.

- c) **Ordinary Resolution No. 3** – To appoint Shri Madhumilan Parshuram Shinde (DIN: 06533004), who retires by rotation as a Director, and being eligible, offers himself for re-appointment.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	131	8	139	
Number of votes cast by them	49106045	20491	49126536	99.99
(ii) Voted against				
Number of members voted	10	0	10	
Number of votes cast by them	5291	0	5291	0.01
(iii) Total				
Total number of members voted	141	8	149	



Total number of votes cast by them	49111336	20491	49131827	100
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(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM through VC/OAVM	held	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	1		0	1*
Total Number of shares involved	100		0	100*

*1 shareholder has not voted for 100 shares.

- d) **Ordinary Resolution No. 4** –Ratification and confirmation for payment of remuneration to M/s Y. R. Doshi & Company, Cost Accountants.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-voting at AGM through VC/OAVM	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	131	8	139	
Number of votes cast by them	49109070	20491	49129561	100
(ii) Voted against				
Number of members voted	10	0	10	
Number of votes cast by them	2266	0	2266	0
(iii) Total				
Total number of members voted	141	8	149	
Total number of votes cast by them	49111336	20491	49131827	100

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM through VC/OAVM	held	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	1		0	1*
Total Number of shares involved	100		0	100*

*1 shareholder has not voted for 100 shares.



- e) **Ordinary Resolution No. 5** – Appointment of Shri Bhuwan Chandra Tripathi (DIN: 01657366), as an Independent Director of the Company.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	133	8	141	
Number of votes cast by them	49110120	20491	49130611	100
(ii) Voted against				
Number of members voted	8	0	8	
Number of votes cast by them	1216	0	1216	0
(iii) Total				
Total number of members voted	141	8	149	
Total number of votes cast by them	49111336	20491	49131827	100

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	1	0	1*
Total Number of shares involved	100	0	100*

*1 shareholder has not voted for 100 shares.

- f) **Ordinary Resolution No. 6** – Appointment of Smt. Renu Challu (DIN: 00157204), as a Woman Independent Director of the Company.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	132	8	140	
Number of votes cast by them	49110070	20491	49130561	100
(ii) Voted against				
Number of members voted	9	0	9	
Number of votes cast by them	1266	0	1266	0
(iii) Total				



Total number of members voted	141	8	149	
Total number of votes cast by them	49111336	20491	49131827	100

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	1	0	1*
Total Number of shares involved	100	0	100*

*1 shareholder has not voted for 100 shares.

- g) **Ordinary Resolution No. 7** – Appointment of Shri Sujal Anil Shah (DIN: 00058019) as an Independent Director of the Company.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	130	8	138	
Number of votes cast by them	49083436	20491	49103927	99.94
(ii) Voted against				
Number of members voted	11	0	11	
Number of votes cast by them	27900	0	27900	0.06
(iii) Total				
Total number of members voted	141	8	149	
Total number of votes cast by them	49111336	20491	49131827	100

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	1	0	1*
Total Number of shares involved	100	0	100*



*1 shareholder has not voted for 100 shares.

- h) **Special Resolution No. 8** – Approval of the members for waiver of excess remuneration paid to Shri. S. C. Mehta (DIN: 00128204)

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	126	7	133	
Number of votes cast by them	49099807	13241	49113048	99.97
(ii) Voted against				
Number of members voted	13	1	14	
Number of votes cast by them	8797	7250	16047	0.03
(iii) Total				
Total number of members voted	139	8	147	
Total number of votes cast by them	49108604	20491	49129095	100

(ii) Not voted/Invalid votes:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	3	0	3*
Total Number of shares involved	2832	0	2832*

*3 shareholders have not voted for 2832 shares.

- i) **Special Resolution No. 9** – Approval of the members to the rollover of the Special Resolution passed in the 38th Annual General Meeting for raising of funds aggregating to Rs. 600 Crore through one or more of the various options.

(i) Voted in favour of or against the resolution:

Particulars	Remote e-voting	e-voting at AGM held through VC/OAVM	Total	% of total number of valid votes cast
(i) Voted in Favour				
Number of members voted	122	7	129	
Number of votes cast by them	48419632	13241	48432873	98.58
(ii) Voted against				



Number of members voted	19	1	20	
Number of votes cast by them	691704	7250	698954	1.42
(iii) Total				
Total number of members voted	141	8	149	
Total number of votes cast by them	49111336	20491	49131827	100

(ii) **Not voted/Invalid votes:**

Particulars	Remote e-voting	e-voting at AGM through VC/OAVM	at held	Total
Total number of members who have not voted/ partially voted/ whose votes were declared invalid	1		0	1*
Total Number of shares involved	100		0	100*

*1 shareholder has not voted for 100 shares.

7. Accordingly, resolution nos. 1 to 9 have been passed with requisite majority as per the aforesaid Notice of the Annual General Meeting of the Company.


8. Electronic data and relevant Records:

All electronic data and relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves, signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the authorized representative of the Chairman for safe keeping thereafter.

Thanking you,

Yours faithfully,

For SVD & Associates


Sridhar Mudaliar

Partner

FCS No. 6156

C. P. No. 2664

Place: Pune

Date: September 21, 2020

UDIN: F006156B000741814

