JINDAL STEEL & POWER

September 27, 2019

BSE Limited	National Stock Exchange of India Limited
Corporate Relationship Department,	Exchange Plaza, 5th Floor,
1st Floor, New Trading Ring,	Plot No. C/1, G Block
Rotunda Building, P J Towers,	Bandra-Kurla Complex, Bandra (E),
Dalal Street, Fort, Mumbai – 400 001	Mumbai-400051
Scrip Code : 532286	**Symbol : JINDALSTEL**

Dear Sir/ Madam,

SUBJECT: OUTCOME OF THE 40TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON SEPTEMBER 27, 2019 AND VOTING RESULTS

The 40th Annual General Meeting ("AGM") of the Company was held on Friday, September 27, 2019 at 12.00 Noon at the Registered Office of the Company situated at O.P. Jindal Marg, Hisar - 125005, Haryana and the same concluded at 01:17 p.m.

All the Resolutions proposed at the AGM as contained in the Notice calling the AGM dated August 14, 2019 including addendum thereto were passed with the requisite majority.

Please find enclosed herewith the following:

1. Summary of proceedings of the AGM as required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") as **Annexure- A**.
2. Voting Results of the AGM as required under Regulation 44 of SEBI LODR as **Annexure- B**.
3. Consolidated Scrutinizer's report pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 dated September 27, 2019 on remote e-voting and voting through polling paper at AGM as **Annexure- C**.

This is for your information and records.

Thanking you.

Yours faithfully,
For Jindal Steel & Power Limited

JINDAL STEEL & POWER LTD. NEW DELHI

Deepak Nathani
Authorised Signatory

Jindal Steel & Power Limited
Corporate Office Jindal Centre, 12 Bhikaiji Cama Place, New Delhi 110 066
CIN: L27105HR1979PLC009913
T +91 11 4146 2000 F +91 11 2616 1271 W www.jindalsteelpower.com, E: jsplinfo@jindalsteel.com
Registered Office O. P. Jindal Marg, Hisar, 125 005, Haryana

JINDAL STEEL & POWER

ANNEXURE - A

PROCEEDINGS OF THE 40TH ANNUAL GENERAL MEETING

The 40th Annual General Meeting of the Jindal Steel & Power Limited ("the Company") was held on Friday, September 27, 2019 at 12.00 Noon at the Registered Office of the Company situated at O.P. Jindal Marg, Hisar - 125005, Haryana.

PRESENT

DIRECTORS:

1. Mr. Naveen Jindal, Hon'ble Chairman
2. Mr. V.R. Sharma, Managing Director,
3. Mr. S.K. Garg, Independent Director
4. Dr. Aruna Sharma, Independent Director

INVITEES:

1. Mr. Sudhanshu Saraf, CEO
2. Mr. Deepak Sogani, CFO
3. Mr. Manoj Sharma - Partner RSMV, Company Secretaries - Secretarial Auditors
4. Mr. Reemesh - Representative of M/s Lodha & Co., Chartered Accountant - Statutory Auditors

MEMBERS PRESENT:

In Person (including representatives): 57
In Proxy: Nil

Mr. Naveen Jindal, Hon'ble Chairman of the Company, chaired the Meeting.

The Hon'ble Chairman extended a warm welcome to the Directors, Officers, Members and others present in the meeting. He then introduced the Directors and officers sitting on the dais.

Mr. Deepak Nathani, Authorised Signatory informed that:

i. Mrs. Shallu Jindal, Mr. Ram Vinay Shahi, Mr. Arun Kumar Purwar, Mr. Hardip Singh Wirk, Mr. Anjan Barua and Mr. Dinesh Kumar Saraogi, Directors could not attend the meeting due to their pre-occupation.
ii. Mr. V.R. Sharma, Member of Audit Committee was authorised by the Chairman to answer shareholders' queries, if any.
iii. Mr. Sudershan Kumar Garg, Chairman of Stakeholders' Relationship Committee was present at the Committee to answer shareholders' queries, if any.

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iv. The Statutory Registers, Proxy Register and other documents were made available for inspection by the members.

The Chairman confirmed the presence of requisite quorum in terms of Section 103 of the Companies Act, 2013 and called the meeting to order.

The Chairman informed that the Notice convening the Annual General Meeting ("AGM") including addendum thereof and Annual Report for the Financial Year 2018-19 were sent to all the members and to those entitled through E-mail and through Registered Parcel on September 3, 2019.

With the permission of the members, the Notice of the AGM including addendum thereof was taken as read. The CFO read out the qualified opinion on the Financial Statements given by the Statutory Auditors and Management Representations thereon.

1. Mr. Deepak Nathani, Authorised Signatory then informed the Members that pursuant to the provisions of the Companies Act, 2013, and the Rules framed thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the Members of the Company to cast their vote electronically on all the Resolutions mentioned in the Notice of the AGM including addendum thereof. The e-voting commenced at 09.00 a.m. on September 23, 2019 and ended at 05.00 p.m. on September 26, 2019.

   He further informed that the Company had engaged the services of Central Depository Services (India) Limited ("CDSL") as the authorised agency to provide remote e-voting facility and had appointed Mr. Navneet Arora, Managing Partner of M/s Navneet K Arora & Co. LLP, Company Secretaries, New Delhi as the Scrutinizer for the purpose of scrutinizing the remote e-voting and polling papers in a fair and transparent manner.

   He further informed that the facility for voting through polling paper is also available at the Meeting for Members who had not casted their vote through remote e-voting.

2. The Chairman delivered his speech.

   Thereafter, members were invited for queries. The Queries were answered by the Chairman, Managing Director, CEO and CFO of the Company.

3. After that the following agenda items and their implications were briefed:

A. Ordinary Business(es):

1. Adoption of (a) Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors'

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thereon; and (b) Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2019 and the report of Auditors' thereon.

2. Re-appointment of Mrs. Shallu Jindal (DIN: 01104507), who retires by rotation and being eligible, offers herself for re-appointment as a Director.

B. Special Business(es):

3. Ratification of the remuneration of Cost Auditors for the financial year ending March 31, 2020.

4. Approval for issuance of further securities

5. Appointment of Mr. V.R. Sharma (DIN: 01724568) as Director

6. Appointment of Mr. V.R. Sharma (DIN: 01724568) as Managing Director

7. Appointment of Dr. Aruna Sharma (DIN:06515361) as an Independent Director

Thereafter the members, who had not casted their vote by remote e-voting, were given opportunity to exercise their voting right through polling paper.

Mr. Deepak Nathani informed that Mr. Navneet Arora, Scrutinizer, will consider the votes casted through remote e-voting and polling papers and will then prepare consolidated report of voting on the resolutions and submit his report to the Chairman.

The Chairman authorized Mr. Deepak Nathani, Authorised Signatory to receive the consolidated Scrutinizers' Report and announce the result of the voting.

The Chairman then concluded the meeting with a vote of thanks to the Members, Directors, Officers and others present at the meeting.

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Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To consider and adopt (a) Audited Financial Statement of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors' thereon; and (b) Audited Consolidated Financial Statement of the Company for the financial year ended March 31

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	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
Public- Institutions	E-Voting	268273926	194816885	72.6186	80850640	113966245	41.5008	58.4992
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	268273926	194816885	72.6186	80850640	113966245	41.5008	58.4992
Public- Non Institutions	E-Voting	135677008	612969	0.4518	599859	13110	97.8612	2.1388
	Poll		19306	0.0142	19306	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	135677008	632275	0.4660	619165	13110	97.9265	2.0735
Total		1020015971	811514197	79.5590	697534842	113979355	85.9547	14.0453
					Whether resolution is Pass or Not.		Yes	

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Resolution (2)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To appoint Mrs. Shallu Jindal (DIN: 01104507), who retires by rotation and being eligible, offers herself for re-appointment as a Director

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
Public- Institutions	E-Voting	268273926	164603385	61.3565	61570300	103033085	37.4052	62.5948
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	268273926	164603385	61.3565	61570300	103033085	37.4052	62.5948
Public- Non Institutions	E-Voting	135677008	612969	0.4518	599181	13788	97.7506	2.2494
	Poll		19306	0.0142	19306	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	135677008	632275	0.4660	618487	13788	97.8193	2.1807
Total		1020015971	781300697	76.5969	678253824	103046873	86.8109	13.1891
					Whether resolution is Pass or Not.		Yes	

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Resolution (3)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2020

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
Public-Institutions	E-Voting	268273926	233717561	87.1190	233717561	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	268273926	233717561	87.1190	233717561	0	100.0000	0.0000
Public- Non Institutions	E-Voting	135677008	612969	0.4518	599083	13886	97.7346	2.2654
	Poll		19306	0.0142	19306	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	135677008	632275	0.4660	618389	13886	97.8038	2.1962
Total		1020015971	850414873	83.3727	850400987	13886	99.9984	0.0016
					Whether resolution is Pass or Not.		Yes	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the issuance of further securities				
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	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
Public-Institutions	E-Voting	268273926	225192369	83.9412	110904603	114287766	49.2488	50.7512
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	268273926	225192369	83.9412	110904603	114287766	49.2488	50.7512
Public- Non Institutions	E-Voting	135677008	612969	0.4518	599008	13961	97.7224	2.2776
	Poll		19306	0.0142	19306	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	135677008	632275	0.4660	618314	13961	97.7919	2.2081
Total		1020015971	841889681	82.5369	727587954	114301727	86.4232	13.5768
					Whether resolution is Pass or Not.		Yes	

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Resolution (5)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To approve the appointment of Mr. V.R. Sharma (DIN: 01724568) as 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	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
Public- Institutions	E-Voting	268273926	220154577	82.0634	219664258	490319	99.7773	0.2227
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	268273926	220154577	82.0634	219664258	490319	99.7773	0.2227
Public- Non Institutions	E-Voting	135677008	612969	0.4518	599003	13966	97.7216	2.2784
	Poll		19306	0.0142	19306	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	135677008	632275	0.4660	618309	13966	97.7912	2.2088
Total		1020015971	836851889	82.0430	836347604	504285	99.9397	0.0603
					Whether resolution is Pass or Not.		Yes	

Resolution (6)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To approve the appointment of Mr. V.R. Sharma (DIN: 01724568) as Managing 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	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
Public- Institutions	E-Voting	268273926	193440362	72.1055	193331880	108482	99.9439	0.0561
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	268273926	193440362	72.1055	193331880	108482	99.9439	0.0561
Public- Non Institutions	E-Voting	135677008	612969	0.4518	598993	13976	97.7199	2.2801
	Poll		19306	0.0142	19306	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	135677008	632275	0.4660	618299	13976	97.7896	2.2104
Total		1020015971	810137674	79.4240	810015216	122458	99.9849	0.0151
					Whether resolution is Pass or Not.		Yes	

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Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the appointment of Dr. Aruna Sharma (DIN:06515361) 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	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	616065037	616065037	100.0000	616065037	0	100.0000	0.0000
Public- Institutions	E-Voting	268273926	193440362	72.1055	193440362	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	268273926	193440362	72.1055	193440362	0	100.0000	0.0000
Public- Non Institutions	E-Voting	135677008	612969	0.4518	599253	13716	97.7624	2.2376
	Poll		19306	0.0142	19306	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	135677008	632275	0.4660	618559	13716	97.8307	2.1693
Total		1020015971	810137674	79.4240	810123958	13716	99.9983	0.0017
				Whether resolution is Pass or Not.			Yes	

JINDAL STEEL & POWER LTD. NEW DELHI

navneet k arora & co LLP
COMPANY SECRETARIES
... Success Lies in Sharing

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LLPIN-AAJ-0972

Consolidated Report of Scrutinizer on remote e-voting and voting through polling paper

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

To,
The Chairman
of the 40th Annual General Meeting of the Equity Shareholders of
Jindal Steel & Power Limited
Held on Friday the September 27, 2019 at 12:00 Noon,
at O.P. Jindal Marg, Hisar
Haryana-125005,

Sub: Scrutinizer's Report on voting through remote e-voting and polling papers conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and applicable provisions of Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir,

The Board of Directors of the Company in its Meeting held on **August 14, 2019** appointed me as a Scrutinizer for conducting the remote e-voting process and voting through polling paper in pursuance of the provisions of the Companies Act 2013, read with Rule-20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and applicable provisions of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 and as per uniform listing agreement entered with the Stock Exchanges, to seek the approval of the Equity Shareholders in respect of the following **Resolutions** proposed in the Notice of the **40th Annual General Meeting ("AGM")** of the members of the Company held on **Friday, September 27th, 2019 at 12:00 Noon at O.P. Jindal Marg, Hisar Haryana-125005 including its addendum of the Notice of the AGM:**

Resolution No(s).	**Particulars**	
Ordinary Business(es)		
1	**Ordinary Resolution**	To consider and adopt: (a) Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019 and reports of Board of Directors and Auditors thereon; (b) Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 and the report of Auditors' thereon.

Navneet K Arora & Co LLP
LLPIN AAJ-0972
New Delhi
Company Secretaries

2	**Ordinary Resolution**	To appoint Mrs. Shallu Jindal (DIN: 01104507), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment as a Director
Special Business(es)		
3	**Ordinary Resolution**	To ratify the remuneration of Cost Auditors for the Financial Year ending March 31, 2020
4.	**Special Resolution**	To approve the issuance of further securities.
5.	**Ordinary Resolution**	To approve the appointment of Mr. V.R. Sharma (DIN: 01724568) as Director
6.	**Special Resolution**	To approve appointment of Mr. V.R. Sharma (DIN: 01724568) as Managing Director
7.	**Ordinary Resolution**	To approve the appointment of Dr. Aruna Sharma (DIN:06515361) as an Independent Director

The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means and polling papers received on the resolutions contained in the Notice of AGM including addendum thereof. My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting and polling paper are conducted in a fair and transparent manner and to issue report of the votes cast **"in favour" or "against"** the resolutions based on the report generated from the e-voting system provided by the **Central Depository Services Limited ("CDSL"),** the authorized agency appointed by the Company for providing remote e-voting facilities and the ballot voting conducted at the venue of the meeting by the Company.

I have completed the scrutiny of remote e-voting and ballot voting papers received and submit my report as under: -

1. The Company had engaged the services of **CDSL** as the Authorized Agency to provide secured system for remote e-voting to the shareholders to vote on resolutions through the remote e-voting facility by casting their votes on the designated website i.e. **www.evotingindia.com** of CDSL.

2. The Company had on **September 3, 2019** completed the dispatch of Notice along with the details of Login ID and password to its members through registered parcel and through email by **CDSL** to members whose email ID were registered with the Company and/or its Registrar and Transfer Agent. The cut-off date for determining the eligibility of shareholders to exercise e-voting rights was **Friday, September 20, 2019**. Total shareholders of the Company as on the cut-off date was **1,78,395.**

3. The remote e-voting period remained open from 9.00 am Monday on **September 23, 2019 and ends at 5.00 pm on September 26, 2019.** Votes casted electronically through **CDSL** portal up to **5.00 pm on September 26, 2019**, being the last date and time fixed by the Company, was considered for my scrutiny. E-voting facility was blocked forthwith thereafter.

4. After close of period for remote e-voting, the details of members, such as their names, folio number, number of shares held, who had casted votes through remote e-voting were downloaded from the e-voting website of CDSL for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the AGM.

5. At the AGM, after the declaration of voting by polling paper by the Chairman, one ballot box kept for voting was locked in my presence with due identification marks placed by me.

6. The locked ballot box was subsequently opened after completion of poll, in my presence along with two witnesses **(1) CS Alok Kumar R/o B-40/2, 3rd Floor, Gali No -15, Madhu Vihar, IP Extn., Delhi-110092 and (2) Mr. Ram Avtar Pandey R/o. WZ335, Naraina Village, New Delhi-110028,** who are not in the employment of the Company and polling papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Box being unlocked in my presence. The Polling papers have been reconciled with the records maintained by the Company, Registrar & Share Transfer Agents of the Company and the authorization / proxies lodged with the Company to eliminate the duplicate voting i.e. remote e-voting as well as by use of polling paper. A detailed register was maintained containing the particulars of shareholders participated in the voting.

Alok Kr

Name: CS Alok Kumar

Name: Ram Avtar Pandey

7. There were no polling papers, which were incomplete and / or which otherwise found defective to be treated as invalid.

8. After counting, the votes casted by members and proxy holders present at the AGM through polling papers, the votes casted through remote e-voting by the members were finalized on **Friday the September 27, 2019 at 01.17 pm** in the presence of **2 (Two)** witnesses namely **(1) CS Alok Kumar R/o B-40/2, 3rd Floor, Gali No -15, Madhu Vihar, IP Extn., Delhi-110092 and (2) Mr. Ram Avtar Pandey R/o. WZ335, Naraina Village, New Delhi-110028** who are not in the employment of the Company. They have signed below in the confirmation of the votes being finalized in their presence.

Alok Kr

Name: CS Alok Kumar

Name: Ram Avtar Pandey

9. Thereafter, the details containing *inter-alia*, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of CDSL.

10. Based on report generated from the e-voting website of CDSL and voting through polling paper at AGM, the consolidated report on the result of voting on each resolution are given hereunder:

Item No -1- Ordinary Resolution

To consider and adopt (a) Audited Financial Statements of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors' thereon; and (b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 and the report of Auditors' thereon.

(i) Voted **'FOR'** the resolution **:**

Mode of voting	**Number of members voted**	**Number of votes cast in 'Favour' of resolution**	**% of total number of valid votes cast**
Remote e-voting	**334**	**69,75,15,536**	**85.95**
Voting through polling paper (in person or by proxy)	**6**	**19,306**	**0.00**
Total	**340**	**69,75,34,842**	**85.95**

(ii) Voted **'AGAINST'** the resolution **:**

Mode of voting	**Number of members voted**	**Number of votes cast in 'Against' of resolution**	**% of total number of valid votes cast**
Remote e-voting	**146**	**11,39,79,355**	**14.05**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**	**Nil**
Total	**146**	**11,39,79,355**	**14.05**

(iii) Votes **'INVALID':**

Mode of voting	**Number of members whose votes were declared 'Invalid'**	**Number of votes cast by them were declared 'Invalid'**
Remote e-voting	**Nil**	**Nil**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**
Total	**Nil**	**Nil**

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Item No -2- Ordinary Resolution

To appoint Mrs. Shallu Jindal (DIN: 01104507), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment as a Director.

(i) Voted **'FOR'** the resolution :

Mode of voting	**Number of members voted**	**Number of votes cast in 'Favour' of resolution**	**% of total number of valid votes cast**
Remote e-voting	**307**	**67,82,34,518**	**86.81**
Voting through polling paper (in person or by proxy)	**6**	**19,306**	**0.00**
Total	**313**	**67,82,53,824**	**86.81**

(ii) Voted **'AGAINST'** the resolution :

Mode of voting	Number of members voted	Number of votes cast in **'Against'** of resolution	% of total number of valid votes cast
Remote e-voting	**167**	**10,30,46,873**	**13.19**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**	**Nil**
Total	**167**	**10,30,46,873**	**13.19**

(iii) Votes **'INVALID'**:

Mode of voting	**Number of members whose votes were declared 'Invalid'**	**Number of votes cast by them were declared 'Invalid'**
Remote e-voting	**Nil**	**Nil**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**
Total	**Nil**	**Nil**

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Item No -3- Ordinary Resolution

To ratify the remuneration of Cost Auditors for the Financial Year ending March 31, 2020.

(i) Voted **'FOR'** the resolution **:**

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	**481**	**85,03,81,681**	**100.00**
Voting through polling paper (in person or by proxy)	**6**	**19,306**	**0.00**
Total	**487**	**85,04,00,987**	**100.00**

(ii) Voted **'AGAINST'** the resolution **:**

Mode of voting	Number of members voted	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	**8**	**13,886**	**0.00**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**	**Nil**
Total	**8**	**13,886**	**0.00**

(iii) Votes **'INVALID':**

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	**Nil**	**Nil**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**
Total	**Nil**	**Nil**

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Item No -4- Special Resolution

To approve the issuance of further securities.

(i) Voted **'FOR'** the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	**319**	**72,75,68,648**	**86.42**
Voting through polling paper (in person or by proxy)	**6**	**19,306**	**0.00**
Total	**325**	**72,75,87,954**	**86.42**

(ii) Voted **'AGAINST'** the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	**166**	**11,43,01,727**	**13.58**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**	**Nil**
Total	**166**	**11,43,01,727**	**13.58**

(iii) Votes **'INVALID'**:

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	**Nil**	**Nil**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**
Total	**Nil**	**Nil**

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Item No -5- Ordinary Resolution

To approve the appointment of Mr. V.R. Sharma (DIN: 01724568) as Director

(i) Voted **'FOR'** the resolution **:**

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	**473**	**83,63,28,298**	**99.94**
Voting through polling paper (in person or by proxy)	**6**	**19,306**	**0.00**
Total	**479**	**83,63,47,604**	**99.94**

(ii) Voted **'AGAINST'** the resolution **:**

Mode of voting	Number of members voted	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	**10**	**5,04,285**	**0.06**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**	**Nil**
Total	**10**	**5,04,285**	**0.06**

(iii) Votes **'INVALID':**

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	**Nil**	**Nil**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**
Total	**Nil**	**Nil**

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Item No -6- Special Resolution

To approve appointment of Mr. V.R. Sharma (DIN: 01724568) as Managing Director

(i) Voted **'FOR'** the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	**464**	**80,99,95,910**	**99.98**
Voting through polling paper (in person or by proxy)	**6**	**19,306**	**0.00**
Total	**470**	**81,00,15,216**	**99.98**

(ii) Voted **'AGAINST'** the resolution **:**

Mode of voting	Number of members voted	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	**11**	**1,22,458**	**0.02**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**	**Nil**
Total	**11**	**1,22,458**	**0.02**

(iii) Votes **'INVALID'**:

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	**Nil**	**Nil**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**
Total	**Nil**	**Nil**

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Item No -7- Ordinary Resolution

To approve the appointment of Dr. Aruna Sharma (DIN:06515361) as an Independent Director

(i) Voted **'FOR'** the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	**467**	**81,01,04,652**	**100.00**
Voting through polling paper (in person or by proxy)	**6**	**19,306**	**0.00**
Total	**473**	**81,01,23,958**	**100.00**

(ii) Voted **'AGAINST'** the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	**8**	**13,716**	**0.00**
Voting through polling paper(in person or by proxy)	**Nil**	**Nil**	**Nil**
Total	**8**	**13,716**	**0.00**

(iii) Votes **'INVALID'**:

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote E-Voting	**Nil**	**Nil**
Voting through polling paper (in person or by proxy)	**Nil**	**Nil**
Total	**Nil**	**Nil**

11. I would like to inform you that all the above Resolution(s) as contained in the Notice dated **August 14, 2019** including addendum thereof have been passed with requisite majority i.e **Resolution No 1 (One), 2 (Two), 3 (Three), 5 (Five) and 7 (Seven) as Ordinary Resolutions, Resolution No 4 (Four) & 6 (Six) as Special Resolutions**. You may accordingly declare the result of the voting through Remote E-voting and Polling papers at AGM.

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12. The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the AGM shall remain in my safe custody until the Chairman consider, approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking you
Yours faithfully,

Navneet K Arora & Co LLP
LLPIN: AAJ-0972
New Delhi
Company Secretaries

CS Navneet Arora
Managing Partner
FCS: 3214, COP-3005
Scrutinizer
Navneet K Arora & Co LLP,
Company Secretaries
Place: Hisar
Date: September 27, 2019