**Thomas Cook (India) Limited**
11th Floor, Marathon Futurex
N. M. Joshi Marg, Lower Parel (East),
Mumbai - 400 013.
Board No.: +91-22-4242 7000
Fax No. : +91-22-2302 2864

Thomas Cook

August 30, 2024

The Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 500413
Fax No.: 2272 2037/39/41/61

The Manager,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051
Scrip Code: THOMASCOOK
Fax No.: 2659 8237/38

Dear Sir/ Madam,

**Sub: Regulation 30 and Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Proceedings and details of the voting results of the 47th Annual General Meeting**

With regard to the 47th Annual General Meeting ("AGM") of the Company held today through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), we are enclosing herewith following:

1. Summary of proceedings of AGM as required under Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Annexure - 1.

2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Annexure - 2.

3. Report of Scrutinizer dated August 30, 2024, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, as Annexure - 3.

You are also requested to note that at the AGM the members have approved the following:

1. Approved and adopted the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Reports of the Board of Directors and the Auditors thereon.

2. Approved and adopted the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Reports of the Auditors thereon.

3. Approved re-appointment of Mr. Sumit Maheshwari (DIN: 06920646), as a Director of the Company liable to retire by rotation.

4. Approved re-appointment of Mr. Gopalakrishnan Soundarajan (DIN: 05242795), as a Director of the Company liable to retire by rotation.

5. Approved declaration of dividend of Rs.0.60 (Rupees sixty paise only) per Equity Share of Re.1/- each for the financial year ended March 31, 2024.

6. Approved payment of commission to Non - Executive Directors (NEDs) of the Company for the Financial Year 2023-24.

7. Approved appointment of Mr. Rahul Narain Bhagat (DIN: 02473708) as Non - Executive Independent Director for a term of five consecutive years from July 9, 2024 to July 8, 2029 (both days inclusive).

This is for your information and records.

Thank you.

For **Thomas Cook (India) Limited**

AMIT JYOTINDRA PAREKH

Digitally signed by AMIT JYOTINDRA PAREKH
Date: 2024.08.30 22:29:02 +05'30'

**Amit J. Parekh**
*Company Secretary and Compliance Officer*

Thomas Cook (India) Limited
11th Floor, Marathon Futurex
N. M. Joshi Marg, Lower Parel (East),
Mumbai - 400 013.
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**Annexure - 1**

**Summary of proceedings of AGM as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**Date of AGM:** August 30, 2024

**AGENDA - WISE**

| Item Nos. | Details of Agenda | Resolution required: (Ordinary/Special) | Mode of Voting: Show of hands/Poll/Post at Ballot/E-Voting | Result |
|---|---|---|---|---|
| 1 | To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Reports of the Board of Directors and Auditors thereon. | Ordinary | E-Voting | The resolution was passed with requisite majority |
| 2 | To consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Report of the Auditors thereon. | Ordinary | E-Voting | The resolution was passed with requisite majority |
| 3 | To re-appoint Mr. Sumit Maheshwari (DIN: 06920646), as a Director of the Company, who retires by rotation and being eligible, offers himself for reappointment. | Ordinary | E-Voting | The resolution was passed with requisite majority |
| 4 | To re-appoint Mr. Gopalakrishnan Soundarajan (DIN: 05242795) as a Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment. | Ordinary | E-Voting | The resolution was passed with requisite majority |
| 5 | To declare dividend on Equity Shares for the Financial Year ended March 31, 2024. | Ordinary | E-Voting | The resolution was passed with requisite majority |
| 6 | To consider and approve payment of commission to Non Executive Independent Directors of the Company for the Financial Year 2023-24. | Ordinary | E-Voting | The resolution was passed with requisite majority |
| 7 | To appoint Mr. Rahul Narain Bhagat (DIN: 02473708) as Non Executive Independent Director. | Special | E-Voting | The resolution was passed with requisite majority |

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**Annexure - 2**

| | |
|---|---|
| Record Date | August 23, 2024 |
| Total number of shareholders on record date | 103085 |
| **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 | 1 |
| b) Public | 78 |
| No. of resolution passed in the meeting | 7 |



**Registered & Corporate Office:**
Thomas Cook (India) Limited, 11th Floor, Marathon Futurex, N. M. Joshi Marg, Lower Parel (East), Mumbai - 400 013.
Email id: enquiry@thomascook.in CIN No.: L63040MH1978PLC020717
www.thomascook.in

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Mumbai - 400 013.
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Fax No. : +91-22-2302 2864

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| Resolution Required :Ordinary | | | 1 - To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 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 | 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 | 300258798 | 300258798 | 100.0000 | 300258798 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **300258798** | **100.0000** | **300258798** | **0** | **100.0000** | **0.0000** |
| Public Institutions | E-Voting | 60136094 | 51054099 | 84.8976 | 51054099 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **51054099** | **84.8976** | **51054099** | **0** | **100.0000** | **0.0000** |
| Public Non Institutions | E-Voting | 109985670 | 2542981 | 2.3121 | 2526402 | 16579 | 99.3480 | 0.6520 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **2542981** | **2.3121** | **2526402** | **16579** | **99.3480** | **0.6520** |
| **Total** | | **470380562** | **353855878** | **75.2276** | **353839299** | **16579** | **99.9953** | **0.0047** |



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Mumbai - 400 013.
Board No.: +91-22-4242 7000
Fax No. : +91-22-2302 2864

Thomas Cook

| Resolution Required :Ordinary | | | 2 - To consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Report of the Auditors thereon. | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| 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 | 300258798 | 300258798 | 100.0000 | 300258798 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **300258798** | **100.0000** | **300258798** | **0** | **100.0000** | **0.0000** |
| Public Institutions | E-Voting | 60136094 | 51054099 | 84.8976 | 51054099 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **51054099** | **84.8976** | **51054099** | **0** | **100.0000** | **0.0000** |
| Public Non Institutions | E-Voting | 109985670 | 2542889 | 2.3120 | 2526310 | 16579 | 99.3480 | 0.6520 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **2542889** | **2.3120** | **2526310** | **16579** | **99.3480** | **0.6520** |
| **Total** | | **470380562** | **353855786** | **75.2276** | **353839207** | **16579** | **99.9953** | **0.0047** |



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Mumbai - 400 013.
Board No.: +91-22-4242 7000
Fax No. : +91-22-2302 2864

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| Resolution Required :Ordinary | | | 3 - To re-appoint Mr. Sumit Maheshwari (DIN: 06920646), as a Director of the Company, who retires by rotation 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 | 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 | 300258798 | 300258798 | 100.0000 | 300258798 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **300258798** | **100.0000** | **300258798** | **0** | **100.0000** | **0.0000** |
| Public Institutions | E-Voting | 60136094 | 51508495 | 85.6532 | 49032320 | 2476175 | 95.1927 | 4.8073 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **51508495** | **85.6532** | **49032320** | **2476175** | **95.1927** | **4.8073** |
| Public Non Institutions | E-Voting | 109985670 | 2542489 | 2.3117 | 2524643 | 17846 | 99.2981 | 0.7019 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **2542489** | **2.3117** | **2524643** | **17846** | **99.2981** | **0.7019** |
| **Total** | | **470380562** | **354309782** | **75.3241** | **351815761** | **2494021** | **99.2961** | **0.7039** |



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Fax No. : +91-22-2302 2864

| Resolution Required : Ordinary | | | 4 - To re-appoint Mr. Gopalakrishnan Soundarajan (DIN: 05242795) as a Director of the Company, who retires by rotation 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 | 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 | 300258798 | 300258798 | 100.0000 | 300258798 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **300258798** | **100.0000** | **300258798** | **0** | **100.0000** | **0.0000** |
| Public Institutions | E-Voting | 60136094 | 51508495 | 85.6532 | 49085518 | 2422977 | 95.2960 | 4.7040 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **51508495** | **85.6532** | **49085518** | **2422977** | **95.2960** | **4.7040** |
| Public Non Institutions | E-Voting | 109985670 | 2542489 | 2.3117 | 2524643 | 17846 | 99.2981 | 0.7019 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **2542489** | **2.3117** | **2524643** | **17846** | **99.2981** | **0.7019** |
| **Total** | | **470380562** | **354309782** | **75.3241** | **351868959** | **2440823** | **99.3111** | **0.6889** |

| Resolution Required : Ordinary | | | 5 - To declare dividend on Equity Shares for the Financial Year ended March 31, 2024. | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| 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 | 300258798 | 300258798 | 100.0000 | 300258798 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **300258798** | **100.0000** | **300258798** | **0** | **100.0000** | **0.0000** |
| Public Institutions | E-Voting | 60136094 | 51508495 | 85.6532 | 51508495 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **51508495** | **85.6532** | **51508495** | **0** | **100.0000** | **0.0000** |
| Public Non Institutions | E-Voting | 109985670 | 2542889 | 2.3120 | 2526310 | 16579 | 99.3480 | 0.6520 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **2542889** | **2.3120** | **2526310** | **16579** | **99.3480** | **0.6520** |
| **Total** | | **470380562** | **354310182** | **75.3242** | **354293603** | **16579** | **99.9953** | **0.0047** |

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Board No.: +91-22-4242 7000
Fax No. : +91-22-2302 2864

| Resolution Required : Special | | | 6 - To consider and approve payment of commission to Non Executive Independent Directors of the Company for the Financial Year 2023-24. | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| 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 | 300258798 | 300258798 | 100.0000 | 300258798 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **300258798** | **100.0000** | **300258798** | **0** | **100.0000** | **0.0000** |
| Public Institutions | E-Voting | 60136094 | 51508495 | 85.6532 | 51499163 | 9332 | 99.9819 | 0.0181 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **51508495** | **85.6532** | **51499163** | **9332** | **99.9819** | **0.0181** |
| Public Non Institutions | E-Voting | 109985670 | 2542489 | 2.3117 | 2478551 | 63938 | 97.4852 | 2.5148 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **2542489** | **2.3117** | **2478551** | **63938** | **97.4852** | **2.5148** |
| **Total** | | **470380562** | **354309782** | **75.3241** | **354236512** | **73270** | **99.9793** | **0.0207** |



**Registered & Corporate Office:**
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Mumbai - 400 013.
Board No.: +91-22-4242 7000
Fax No. : +91-22-2302 2864

Thomas Cook

| Resolution Required : Ordinary | | | 7 - To appoint Mr. Rahul Narain Bhagat (DIN: 02473708) as Non Executive Independent Director. | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| 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 | 300258798 | 300258798 | 100.0000 | 300258798 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **300258798** | **100.0000** | **300258798** | **0** | **100.0000** | **0.0000** |
| Public Institutions | E-Voting | 60136094 | 51508495 | 85.6532 | 24410619 | 27097876 | 47.3914 | 52.6086 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **51508495** | **85.6532** | **24410619** | **27097876** | **47.3914** | **52.6086** |
| Public Non Institutions | E-Voting | 109985670 | 2542489 | 2.3117 | 2516249 | 26240 | 98.9679 | 1.0321 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | | **2542489** | **2.3117** | **2516249** | **26240** | **98.9679** | **1.0321** |
| **Total** | | **470380562** | **354309782** | **75.3241** | **327185666** | **27124116** | **92.3445** | **7.6555** |

AMIT JYOTINDRA PAREKH

Digitally signed by AMIT JYOTINDRA PAREKH
Date: 2024.08.30 22:29:39 +05'30'

PARIKH & ASSOCIATES
COMPANY SECRETARIES

To,
The Chairman
Thomas Cook (India) Limited
11th Floor, Marathon Futurex,
NM Joshi Marg, Lower Parel East,
Mumbai 400013

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 47$^{th}$ Annual General Meeting of Thomas Cook (India) Limited held on Friday, August 30, 2024 at 03:30 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I, Sarvari Shah, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Thomas Cook (India) Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 47$^{th}$ Annual General Meeting ("AGM") of Thomas Cook (India) Limited on Friday, August 30, 2024 at 03:30 p.m. (IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The notice dated July 31, 2024, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022, 10/2022 and 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023, respectively, ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023.

Office: 111, 11th floor, Sai-Dwar CHS Ltd., SAB TV Lane, Opp. Laxmi Industrial Estate, Off Link Road, Above Shabari Restaurant, Andheri (West), Mumbai-400 053
Tel.: 26301232/26301233 Email: cs@parikhassociates.com Website: www.parikhassociates.com Firm Unique Code: P1988MH009800

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting and e-voting at the AGM by the Shareholders of the Company.

The voting period for remote e-voting commenced on Tuesday, August 27, 2024 (09:00 a.m. IST) and ended on Thursday, August 29, 2024 (05:00 p.m. IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, August 23, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked.

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated report as under on the results of the remote e-voting and e-voting during the AGM in respect of the said resolutions.

**Resolution 1: Ordinary Resolution**

**To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Reports of the Board of Directors and the Auditors thereon.**

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 331 | 35,38,39,299 | 100.00 (Rounded Off) |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 10 | 16,579 | 0.00 |

(iii) **Invalid** votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Resolution 2: Ordinary Resolution**

**To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 and the Reports of the Auditors thereon.**

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 330 | 35,38,39,207 | 100.00 (Rounded Off) |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 10 | 16,579 | 0.00 |

(iii) **Invalid** votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Resolution 3: Ordinary Resolution**

**To re-appoint Mr. Sumit Maheshwari (DIN: 06920646) as a Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.**

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| *299 | 35,18,15,761 | 99.30 |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| *40 | 24,94,021 | 0.70 |

(iii) **Invalid** votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Resolution 4: Ordinary Resolution**

**To re-appoint Mr. Gopalakrishnan Soundarajan (DIN: 05242795) as a Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.**

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| *298 | 35,18,68,959 | 99.31 |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| *41 | 24,40,823 | 0.69 |

(iii) **Invalid** votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Resolution 5: Ordinary Resolution**

**To declare dividend on Equity Shares for the Financial Year ended March 31, 2024.**

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 331 | 35,42,93,603 | 100.00 (Rounded Off) |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 10 | 16,579 | 0.00 |

(iii) **Invalid** votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Resolution 6: Ordinary Resolution**

**To consider and approve payment of commission to Non Executive Independent Directors of the Company for the Financial Year 2023-24.**

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 316 | 35,42,36,512 | 99.98 |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 23 | 73,270 | 0.02 |

(iii) **Invalid** votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|---|
| NIL | NIl |

**Resolution 7: Special Resolution**

**To appoint Mr. Rahul Narain Bhagat (DIN: 02473708) as Non Executive Independent Director.**

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| *273 | 32,71,85,666 | 92.34 |

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

| Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| *66 | 2,71,24,116 | 7.66 |

(iii) **Invalid** votes:

| Number of members whose votes were declared invalid | Number of invalid votes cast by them |
|---|---|
| NIL | NIL |

*Shareholders who have split their votes in "assent" as well as "dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members under the head "assent".

Thanking you,
Yours faithfully,

Sarvari Rajesh Shah

Digitally signed by Sarvari Rajesh Shah
DN: c=IN, o=Personal, title=7498, pseudonym=EE3DFBA64745C9A0EC48A7F8FA444C75, 2.5.4.20=a9714d8912e9a3d876c8687ea0f8e17923e53f5945be2e1db31718cffcdfcc74, postalCode=400104, st=Maharashtra, serialNumber=B7D1DD48A469DF2628F8E9726D5B391E0FAF754A2F17A0325264A5DE20BF4651, cn=Sarvari Rajesh Shah
Date: 2024.08.30 19:34:36 +05'30'

Sarvari Shah
**Parikh & Associates**
**Practising Company Secretaries**
FCS: 9697 CP No: 11717
111,11th Floor, Sai Dwar CHS Ltd
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai – 400053
UDIN: F009697F001087501
P/R No.: 1129/2021

AMIT JYOTINDRA PAREKH

Digitally signed by AMIT JYOTINDRA PAREKH
Date: 2024.08.30 22:30:14 +05'30'

Place: Mumbai
Dated: August 30, 2024