Trade-wings
LIMITED

18/20, Bhogilal Building 2nd Floor.,
K. Dubash Marg, Kala Ghoda,
Fort, Mumbai - 400 001. INDIA
Phone : +91 (022) 4230 9455
Fax : +91 (022) 2204 6053
Email : companysecy@twltravel.com
Website : www.tradewings.in

Date: 01/08/2019

To,

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001.

Dear Sir/ Madam,

**Ref:** Trade Wings Limited (Scrip Code: 509953)
**Subject:** Voting Results and Consolidated Scrutinizer Report of 69th Annual General Meeting (AGM) of Trade Wings Limited

We wish to inform you that 69th Annual General Meeting of **Trade Wings Limited** was held on Tuesday, July 30, 2019 at 04.00 p.m. at the Registered Office of the Company situated at 1st Floor, Naik Building, Opp. Don Bosco High School, M.G. Road, , Panaji , Goa, 403001 and the business mentioned in the notice calling the said AGM was transacted.

Enclosed herewith please find the Voting results and Combined Report of Scrutinizer dated July 31, 2019 pursuant to Section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014.

Kindly take the above on record and oblige.

Thanking you,
**For and on behalf of**
**TRADE WINGS LIMITED**

TRADE-WINGS LIMITED

Pinto

**Zurica Kevin Pinto**
**Company Secretary and Compliance Officer**
**Membership Number: A27623**

Encl.: As above

**VOTING RESULTS**

| | |
|---|---|
| **Date of the AGM/~~EGM:~~** | 30-07-2019 |
| **Total number of Shareholders on Record Date:** | 754 |
| **No. of shareholders present in the meeting either in person or through proxy:** | 11 |
| **a) Promoters and Promoter Group:** | 3 |
| **b) Public:** | 8 |
| **No. of Shareholders attended the meeting through Video Conferencing:** | 0 |
| **a) Promoters and Promoter Group:** | 0 |
| **b) Public:** | 0 |

TRADE-WINGS LIMITED

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **Resolution required: (Ordinary)** | 1 . To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Directors' Report and Auditors' Report 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)=115)/(2)] '100** |
| **Promoter and Promoter Group** | E-Voting | 2249060 | 2249060 | 100 | 2249060 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2249060 | 2249060 | 100 | 2249060 | 0 | 100 | 0 |
| **Public- Institutions** | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| **Public- Non Institutions** | E-Voting | 10 | 10 | 100 | 10 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 10 | 10 | 100 | 10 | 0 | 100 | 0 |
| | Total | 2249070 | 2249070 | 100 | 2249070 | 0 | 100 | 0 |

TRADE-WINGS LIMITED

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **Resolution required: (Ordinary)** | 2 . Appointment of Director in place of Ms Jyoti Ghanshyam Gupta (DIN: 07139260), who retires by rotation and being eligible, offers herself for reappointment. | | | | | | | |
| **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)=115)/(2)] '100** |
| **Promoter and Promoter Group** | E-Voting | 2249060 | 2249060 | 100 | 2249060 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2249060 | 2249060 | 100 | 2249060 | 0 | 100 | 0 |
| **Public- Institutions** | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| **Public- Non Institutions** | E-Voting | 10 | 10 | 100 | 10 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 10 | 10 | 100 | 10 | 0 | 100 | 0 |
| | Total | 2249070 | 2249070 | 100 | 2249070 | 0 | 100 | 0 |

TRADE-WINGS LIMITED

| Resolution required: (Ordinary) | 3 . Appointment of Ms. Jyoti Ghanshyam Gupta (DIN: 07139260) as Non Executive 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)=115)/(2)] '100** |
| **Promoter and Promoter Group** | E-Voting | 2249060 | 2249060 | 100 | 2249060 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2249060 | 2249060 | 100 | 2249060 | 0 | 100 | 0 |
| **Public-Institutions** | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| **Public- Non Institutions** | E-Voting | 10 | 10 | 100 | 10 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 10 | 10 | 100 | 10 | 0 | 100 | 0 |
| | Total | 2249070 | 2249070 | 100 | 2249070 | 0 | 100 | 0 |

TRADE-WINGS LIMITED

| **Resolution required: (Special)** | 4 . Re-appointment of Dr. Shailendra P. Mittal (DIN 00221661), as Chairman and Managing 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)=115)/(2)] '100** |
| **Promoter and Promoter Group** | E-Voting | 2239420 | 2239420 | 100 | 2239420 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2239420 | 2239420 | 100 | 2239420 | 0 | 100 | 0 |
| **Public- Institutions** | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| **Public- Non Institutions** | E-Voting | 10 | 10 | 100 | 10 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 10 | 10 | 100 | 10 | 0 | 100 | 0 |
| | Total | 2239430 | 2239430 | 100 | 2239430 | 0 | 100 | 0 |

**Note: Mr. Shailendra Mittal holds 9640 shares in the Company and he being interested in the aforesaid resolution, his votes shall not be taken into consideration.**

**Hence, after deducting the voting towards the shares held by Mr. Shailendra Mittal, the Number of votes cast (shares) through E-Voting is 2239430 and the % of total number of valid votes cast is 100%.**

TRADE-WINGS LIMITED

| **Resolution required: (Ordinary)** | 5 . Appointment of Ms. Jacinta Bazil Nayagam (DIN: 07557797) as 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)=115)/(2)] '100** |
| **Promoter and Promoter Group** | E-Voting | 2249060 | 2249060 | 100 | 2249060 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2249060 | 2249060 | 100 | 2249060 | 0 | 100 | 0 |
| **Public- Institutions** | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| **Public- Non Institutions** | E-Voting | 10 | 10 | 100 | 10 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 10 | 10 | 100 | 10 | 0 | 100 | 0 |
| | Total | 2249070 | 2249070 | 100 | 2249070 | 0 | 100 | 0 |

| Resolution required: (Special) | 6 . Re-appointment of Mr. Ramamurthy Vaidhyanathan (DIN:02318827) as 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)=115)/(2)] '100** |
| **Promoter and Promoter Group** | E-Voting | 2249060 | 2249060 | 100 | 2249060 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 2249060 | 2249060 | 100 | 2249060 | 0 | 100 | 0 |
| **Public- Institutions** | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| **Public- Non Institutions** | E-Voting | 10 | 10 | 100 | 10 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 10 | 10 | 100 | 10 | 0 | 100 | 0 |
| Total | | 2249070 | 2249070 | 100 | 2249070 | 0 | 100 | 0 |

**All the Resolutions were passed with requisite majority.**

**FORM NO. MGT-13**

**Consolidated Scrutinizer's Report**

***[Pursuant to rule section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014, as amended]***

To,
Trade Wings Limited
Chairman

69th Annual General Meeting of the Equity Shareholders of TRADE WINGS LIMITED (CIN:L63040GA1949PLC000168) held on Tuesday, 30th July 2019 at 04.00 p.m. at 1st Floor, Naik Buldg, Opp.Don Bosco High School, M.G.Road, Panaji North Goa-403 001.

Dear Sir,

1. I, Harshika D. Bhadricha, Company Secretary in Practice and Partner, GHV & Co., Practising Company Secretaries appointed as Scrutinizer by the Board of Directors of TRADE WINGS LIMITED (the Company) for the purpose of scrutinizing the process of voting through electronic means (e-Voting) and Poll taken on the Resolutions contained in the notice dated 26th June, 2019 (Notice) calling 69th Annual General Meeting of the Equity Shareholders ("the Meeting" /"AGM"). The AGM was convened on Tuesday,30th July 2019 at 04.00 p.m. at 1st Floor, Naik Buldg, Opp.Don Bosco High School, M.G.Road, Panaji North Goa- 403 001.

   The said appointment as scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As a scrutinizer, I have to scrutinize:

   (i) Process of e-voting from a place other than the venue of the Meeting ("remote e-voting"); and
   (ii) Process of voting through "Poll "at the Meeting.

   **<u>Management's Responsibility</u>**

2. The management of the Company is responsible to ensure compliance with the requirements of:(i) The Companies Act,2013 and the rules made thereunder and (ii) The SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the Resolutions contained in the Notice calling the AGM.

   **<u>Scrutinizer's Responsibility</u>**

3. My responsibility as Scrutinizer for e-voting process and Poll taken at the Annual General Meeting is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions stated in the Notice, based on



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022-40115434 M : 9322241040/9987173114/9987495434
partner@ghvandco.com

the reports generated from the e-voting system provided by Central Depository Services Limited("CDSL"), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities and attendant papers/ documents produced to me for my verification.

**Cut- Off Date**

4. The Equity Shareholders of the Company as on the "cut-off" date, i.e., Tuesday, 23rd July, 2019 were entitled to vote on the Resolutions (item nos. 1 to 6 as set out in the Notice calling the AGM).

**Remote e-voting process:-**

5. i. The remote e-voting period remained open from *Saturday*, July 27, 2019 (9:00 a.m.) (IST) to Monday, July 29, 2019 (5:00 p.m.) (IST).

   ii. The votes cast were unblocked on Tuesday, 30th July, 2019, in the presence of 2 witnesses, Ms. Vedashri Bhilare and Ms Sweety Dhumal, who are not in the employment of the Company.

   iii. Thereafter, the details containing, inter alia, the list of Equity Shareholders, who voted "for" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL **i.e. www.evotingindia.com**

**Voting through Poll at the AGM:**

6. The Poll was conducted as per the provisions of Companies Act, 2013 and the Rules made there under. However, no member had voted on poll at 69th AGM.

7. I submit herewith my Consolidated Scrutinizer's Report on the results of e-voting :

**Item No. 1**

**To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Directors' Report and Auditors' Report thereon.**

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

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll | % of total number of valid votes cast |
|---|---|---|---|---|---|
| 12 | 2249070 | 0 | 0 | 2249070 | 100 |

(ii) Voted against the resolution:

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll | % of total number of valid votes cast |
|---|---|---|---|---|---|
| 0 | 0 | 0 | 0 | 0 | 0 |

(iii) Invalid votes :

| Number of members voted through e- voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll |
|---|---|---|---|---|
| 0 | 0 | 0 | 0 | 0 |

**Item No. 2**

**Appointment of Director in place of Ms Jyoti Ghanshyam Gupta (DIN: 07139260), who retires by rotation and being eligible, offers herself for re-appointment.**

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

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll | % of total number of valid votes cast |
|---|---|---|---|---|---|
| 12 | 2249070 | 0 | 0 | 2249070 | 100 |

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

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll | % of total number of valid votes cast |
|---|---|---|---|---|---|
| 0 | 0 | 0 | 0 | 0 | 0 |

(iii) Invalid votes:

| Number of | Number of | Number of | Number of | Total number of |
|---|---|---|---|---|

| | | | | |
|---|---|---|---|---|
| members voted through e- voting | votes cast(shares) – E-Voting | members voted through Poll | votes cast(shares) - Poll | votes cast through e-Voting & Poll |
| 0 | 0 | 0 | 0 | 0 |

**Item No. 3.**

**Appointment of Ms. Jyoti Ghanshyam Gupta (DIN: 07139260) as Non Executive Director of the Company.**

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

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll | % of total number of valid votes cast |
|---|---|---|---|---|---|
| 12 | 2249070 | 0 | 0 | 2249070 | 100 |

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

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll | % of total number of valid votes cast |
|---|---|---|---|---|---|
| 0 | 0 | 0 | 0 | 0 | 0 |

(iii) Invalid votes:

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll |
|---|---|---|---|---|
| 0 | 0 | 0 | 0 | 0 |

**Item No. 4**

**Re-appointment of Dr. Shailendra P. Mittal (DIN 00221661), as Chairman and Managing Director of the Company.**

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

GHV & Co. Practicing Company Secretary

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll | % of total number of valid votes cast |
|---|---|---|---|---|---|
| 11 | 2239430 | 0 | 0 | 2239430 | 100 |

**Note: Mr. Shailendra Mittal holds 9640 shares in the Company and he being interested in the aforesaid resolution, his votes shall not be taken into consideration.**

**Hence, after deducting the voting towards the shares held by Mr. Shailendra Mittal, the Number of votes cast (shares) through E-Voting is 2239430 and the % of total number of valid votes cast is 100%.**

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

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll | % of total number of valid votes cast |
|---|---|---|---|---|---|
| 0 | 0 | 0 | 0 | 0 | 0 |

(iii) Invalid votes:

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll |
|---|---|---|---|---|
| 0 | 0 | 0 | 0 | 0 |

**<u>Item No. 5</u>**

**Appointment of Ms. Jacinta Bazil Nayagam (DIN: 07557797) as Independent Director of the Company.**

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

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll | % of total number of valid votes cast |
|---|---|---|---|---|---|

GHV & ... Practicing Company Secretaries

| | | | | | |
|---|---|---|---|---|---|
| 12 | 2249070 | 0 | 0 | 2249070 | 100 |

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

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll | % of total number of valid votes cast |
|---|---|---|---|---|---|
| 0 | 0 | 0 | 0 | 0 | 0 |

(iii) Invalid votes:

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll |
|---|---|---|---|---|
| 0 | 0 | 0 | 0 | 0 |

**Item No. 6**

**Re-appointment of Mr. Ramamurthy Vaidhyanathan (DIN:02318827) as Independent Director of the Company.**

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

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll | % of total number of valid votes cast |
|---|---|---|---|---|---|
| 12 | 2249070 | 0 | 0 | 2249070 | 100 |

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

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll | % of total number of valid votes cast |
|---|---|---|---|---|---|
| 0 | 0 | 0 | 0 | 0 | 0 |

(iii) Invalid votes:

| Number of members voted through e-voting | Number of votes cast(shares) – E-Voting | Number of members voted through Poll | Number of votes cast(shares) - Poll | Total number of votes cast through e-Voting & Poll |
|---|---|---|---|---|
| 0 | 0 | 0 | 0 | 0 |

8. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

**Restriction on Use**

9. This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) to be placed on website of the Company and (iii) website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you.

Yours faithfully,

Place: Mumbai

Dated: 31/07/2019

GHV & Co. Practising Company Secretary

Harshika D. Bhadricha-Partner
GHV & Co.
Practising Company Secretary
C.P. No. 12622
Membership No. 33412

**Countersigned by:**
**For Trade Wings Limited**

Pinto

TRADE-WINGS LIMITED

Ms Zurica Kevin Pinto
Company Secretary & Compliance officer