

**85TH ANNUAL GENERAL MEETING HELD ON 29TH JUNE, 2018**  
**Declaration of Results of Remote e-voting and e-voting at the Meeting**

As per the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting and e-voting at the meeting of the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 85th Annual General Meeting (AGM). The remote e-voting was open from 25th June, 2018 to 28th June, 2018.

The Board of Directors had appointed Mr. S. N. Ananthasubramanian, Practising Company Secretary as the Scrutinizer for remote e-voting and e-voting at the meeting. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to the close of remote e-voting period on 28th June, 2018 and votes cast through e-voting facility at the Annual General Meeting and had submitted his Report on 29th June, 2018.

The Consolidated Results as per the Scrutinizers' Report dated 29th June, 2018 are as follows:

<b>Resolution No.</b>	<b>Particulars</b>	<b>% Votes in Favour</b>	<b>% Votes Against</b>
1	Adoption of Financial Statements together with the Report of Board of Directors and Auditors thereon for the financial year ended 31st March, 2018	99.99	0.01
2	Confirmation of interim dividend and declaration of final dividend	99.99	0.01
3	Re-appointment of Mr. Pradeep Banerjee as Director	99.74	0.26
4	Re-appointment of Mr. Dev Bajpai as Director	99.74	0.26
5	Re-appointment of Mr. Srinivas Phatak as Director	99.70	0.30
6	Re-appointment of Mr. Sanjiv Mehta as Managing Director & CEO for a further period of five years	98.96	1.04
7	Ratification of the remuneration of M/s. RA & Co, Cost Accountants for the financial year ending 31st March, 2019	99.89	0.11

Based on the Report of the Scrutinizer, all Resolutions as set out in the Notice of 85th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

**Sd/-**  
**Dev Bajpai**  
**Executive Director, Legal & Corporate Affairs**  
**and Company Secretary**  
**DIN: 00050516 / FCS : F3354**

Date: 29th June, 2018