



भारत हेवी इलेक्ट्रिकल्स लिमिटेड
Bharat Heavy Electricals Limited

FROM: RAJEEV KALRA, COMPANY SECRETARY,
BHEL, BHEL HOUSE, SIRI FORT, NEW DELHI – 110049

TO:

1. BSE LIMITED, MUMBAI
(Through BSE Listing Centre)
2. NATIONAL STOCK EXCHANGE OF INDIA LTD., MUMBAI
(Through NEAPS)

**Sub: Proceedings of the 56th Annual General Meeting and
Disclosure of Voting Results thereof**

The 56th Annual General Meeting (AGM) of Bharat Heavy Electricals Limited (BHEL) was held on Monday, September 28, 2020 at 10 A.M. IST through Video Conferencing/ Other Audio-Visual Means (VC). In terms of Regulation 30 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the proceeding of the 56th AGM of BHEL and the details regarding voting results in the specified format respectively, are submitted herewith.

No. AA/SCY/SEs
Date: 28.09.2020

(Rajeev Kalra)

Company Secretary

shareholderquery@bhel.in

Encl. : As above

Proceedings of the 56th Annual General Meeting of
Bharat Heavy Electricals Limited

The 56th Annual General Meeting (AGM) of Bharat Heavy Electricals Limited (BHEL) was held on Monday, September 28, 2020 at 10 A.M. IST through Video Conferencing/ Other Audio-Visual Means (VC). Pursuant to Article 47 of the Articles of Association, Dr. Nalin Shinghal, being the Chairman of the Board took the chair and conducted the proceedings of the meeting. The requisite quorum being present, Chairman called the meeting to order.

Chairman informed the shareholders that Shri Sachin Agarwal of M/s Agarwal S. & Associates, Practicing Company Secretaries had been appointed by the Board to act as a Scrutinizer to scrutinize the remote e-voting as well as the electronic voting at the AGM. He further stated that all efforts feasible under the circumstances have been made by the company to enable members to participate and vote on the items being considered in the meeting. The Chairman delivered his speech.

Chairman informed that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to its shareholders, through M/s KFin Technologies Private Limited, in respect of businesses to be transacted at the AGM. The remote e-voting commenced at 9 A.M. on Thursday, 24th September 2020 and ended at 5 P.M. on Sunday, 27th September, 2020. He further apprised that for those shareholders who could not exercise their vote through remote e-voting, the facility for voting through the e-voting system (Insta Poll) has been provided at the AGM.

Company Secretary then read out all the 10 resolutions proposed to be passed at the meeting. Chairman explained the objectives & implications of all the resolutions to the shareholders. Chairman answered the queries raised by the shareholders. Thereafter, voting through Insta Poll was conducted.

Chairman mentioned that the Consolidated Scrutinizer's Report shall be uploaded on the website of the Company as well as website of M/s KFin Technologies Private Limited.

The following items as per the notice of the meeting were transacted at the AGM:

Ordinary Business

1. Adoption of Financial Statements of the Company for the Financial year ended 31st March, 2020 together with the Directors' Report and Auditors' Report thereon
2. Re-appointment of Shri Manoj Kumar Varma (DIN: 08308714), who retires by rotation
3. Re-appointment of Shri Kamalesh Das (DIN: 08376769), who retires by rotation
4. Authorize the Board of Directors to fix the remuneration of the Auditors for the year 2020-21

Special Business

5. Ratification of Remuneration of Cost Auditors for financial year 2020-21
6. Appointment of Shri Shashank Priya (DIN: 08538400) as Director
7. Appointment of Shri Anil Kapoor (DIN: 08587329) as Director
8. Appointment of Shri Raj Kamal Bindal (DIN: 07423392) as Director
9. Appointment of Shri Manish Kapoor (DIN: 02405818) as Director
10. Appointment of Shri Amit Mehta (DIN: 08859397) as Director

The summary of voting results (remote e-voting and electronic voting during AGM) are given below:

Date of Annual General Meeting	: 28 th September, 2020
Cut-off Date for Voting eligibility for AGM	: 21 st September, 2020
Total Number of Shareholders on Record Date	: 8,41,357
No. of Shareholders present in the meeting either in person or through proxy	: Nil
No. of Shareholders attended the meeting through Video Conferencing	: Promoters and promoter Group: 1 {President of India through Shri Amit Mehta, Joint Secretary-DHI) Public: 172

The agenda wise details of the Voting Results and Consolidated Scrutinizer's Report regarding voting results (through remote e-voting as well as electronic voting at the AGM) are attached herewith at Annexures - A & B respectively. Based on the above, all the resolutions as set out in the notice were declared as passed with requisite majority.

ANNEXURE-A

				Resolution (1)				
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Financial Statements of the Company for the Financial year ended 31st March, 2020 together with the Directors' Report and Auditors' Report thereon				
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	2199650402	2199650402	100.0000	2199650402	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	2199650402	2199650402	100.0000	2199650402	0	100.0000	0.0000
Public-Institutions	E-Voting	748559549	663447254	88.6299	663447254	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	748559549	663447254	88.6299	663447254	0	100.0000	0.0000
Public-Non Institutions	E-Voting	533853404	328958	0.0616	319453	9505	97.1106	2.8894
	Poll		181651	0.0340	181501	150	99.9174	0.0826
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	533853404	510609	0.0956	500954	9655	98.1091	1.8909
Total	Total	3482063355	2863608265	82.2388	2863598610	9655	99.9997	0.0003

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Shri Manoj Kumar Varma (DIN: 08308714), who retires by rotation				
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	2199650402	2199650402	100.0000	2199650402	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		2199650402	2199650402	100.0000	2199650402	0	100.0000
Public-Institutions	E-Voting	748559549	664538377	88.7756	585792904	78745473	88.1503	11.8497
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		748559549	664538377	88.7756	585792904	78745473	88.1503
Public-Non Institutions	E-Voting	533853404	320183	0.0600	240375	79808	75.0743	24.9257
	Poll		181651	0.0340	181451	200	99.8899	0.1101
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		533853404	501834	0.0940	421826	80008	84.0569
Total	Total	3482063355	2864690613	82.2699	2785865132	78825481	97.2484	2.7516

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Shri Kamalesh Das (DIN: 08376769), who retires by rotation				
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	2199650402	2199650402	100.0000	2199650402	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	2199650402	2199650402	100.0000	2199650402	0	100.0000	0.0000
Public-Institutions	E-Voting	748559549	664538377	88.7756	585792904	78745473	88.1503	11.8497
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	748559549	664538377	88.7756	585792904	78745473	88.1503	11.8497
Public-Non Institutions	E-Voting	533853404	320606	0.0601	279440	41166	87.1599	12.8401
	Poll		181651	0.0340	181451	200	99.8899	0.1101
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	533853404	502257	0.0941	460891	41366	91.7640	8.2360
Total	Total	3482063355	2864691036	82.2699	2785904197	78786839	97.2497	2.7503

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Authorize the Board of Directors to fix the remuneration of the Auditors for the year 2020-21				
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	2199650402	2199650402	100.0000	2199650402	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		2199650402	2199650402	100.0000	2199650402	0	100.0000
Public-Institutions	E-Voting	748559549	664538377	88.7756	657547260	6991117	98.9480	1.0520
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		748559549	664538377	88.7756	657547260	6991117	98.9480
Public- Non Institutions	E-Voting	533853404	325976	0.0611	273548	52428	83.9166	16.0834
	Poll		181651	0.0340	181481	170	99.9064	0.0936
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		533853404	507627	0.0951	455029	52598	89.6385
Total	Total	3482063355	2864696406	82.2701	2857652691	7043715	99.7541	0.2459

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration of Cost Auditors for financial year 2020-21				
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	2199650402	2199650402	100.0000	2199650402	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		2199650402	2199650402	100.0000	2199650402	0	100.0000
Public-Institutions	E-Voting	748559549	664538377	88.7756	664538377	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		748559549	664538377	88.7756	664538377	0	100.0000
Public- Non Institutions	E-Voting	533853404	286261	0.0536	272715	13546	95.2680	4.7320
	Poll		181651	0.0340	181481	170	99.9064	0.0936
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		533853404	467912	0.0876	454196	13716	97.0687
Total	Total	3482063355	2864656691	82.2689	2864642975	13716	99.9995	0.0005

Resolution (6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Shashank Priya (DIN: 08538400) 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	2199650402	2199650402	100.0000	2199650402	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		2199650402	2199650402	100.0000	2199650402	0	100.0000
Public- Institutions	E-Voting	748559549	664538377	88.7756	573567657	90970720	86.3107	13.6893
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		748559549	664538377	88.7756	573567657	90970720	86.3107
Public- Non Institutions	E-Voting	533853404	321000	0.0601	300791	20209	93.7044	6.2956
	Poll		181651	0.0340	181451	200	99.8899	0.1101
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		533853404	502651	0.0942	482242	20409	95.9397
Total	Total	3482063355	2864691430	82.2699	2773700301	90991129	96.8237	3.1763

Resolution (7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Anil Kapoor (DIN: 08587329) 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	2199650402	2199650402	100.0000	2199650402	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	2199650402	2199650402	100.0000	2199650402	0	100.0000	0.0000
Public- Institutions	E-Voting	748559549	664538377	88.7756	577147451	87390926	86.8494	13.1506
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	748559549	664538377	88.7756	577147451	87390926	86.8494	13.1506
Public- Non Institutions	E-Voting	533853404	321525	0.0602	302009	19516	93.9302	6.0698
	Poll		181651	0.0340	181451	200	99.8899	0.1101
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	533853404	503176	0.0943	483460	19716	96.0817	3.9183
Total	Total	3482063355	2864691955	82.2700	2777281313	87410642	96.9487	3.0513

Resolution (8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Raj Kamal Bindal (DIN: 07423392) 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	2199650402	2199650402	100.0000	2199650402	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	2199650402	2199650402	100.0000	2199650402	0	100.0000	0.0000
Public-Institutions	E-Voting	748559549	664538377	88.7756	664421054	117323	99.9823	0.0177
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	748559549	664538377	88.7756	664421054	117323	99.9823	0.0177
Public- Non Institutions	E-Voting	533853404	320530	0.0600	300580	19950	93.7759	6.2241
	Poll		181651	0.0340	157540	24111	86.7267	13.2733
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	533853404	502181	0.0941	458120	44061	91.2261	8.7739
Total	Total	3482063355	2864690960	82.2699	2864529576	161384	99.9944	0.0056

Resolution (9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Manish Kapoor (DIN: 02405818) 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	2199650402	2199650402	100.0000	2199650402	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		2199650402	2199650402	100.0000	2199650402	0	100.0000
Public- Institutions	E-Voting	748559549	664118377	88.7195	537032087	127086290	80.8639	19.1361
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		748559549	664118377	88.7195	537032087	127086290	80.8639
Public- Non Institutions	E-Voting	533853404	320527	0.0600	260512	60015	81.2761	18.7239
	Poll		181651	0.0340	157540	24111	86.7267	13.2733
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		533853404	502178	0.0941	418052	84126	83.2478
Total	Total	3482063355	2864270957	82.2579	2737100541	127170416	95.5601	4.4399

Resolution (10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Amit Mehta (DIN: 08859397) 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	2199650402	2199650402	100.0000	2199650402	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		2199650402	2199650402	100.0000	2199650402	0	100.0000
Public-Institutions	E-Voting	748559549	664421054	88.7599	572838048	91583006	86.2161	13.7839
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		748559549	664421054	88.7599	572838048	91583006	86.2161
Public- Non Institutions	E-Voting	533853404	320444	0.0600	300506	19938	93.7780	6.2220
	Poll		181651	0.0340	181431	220	99.8789	0.1211
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		533853404	502095	0.0941	481937	20158	95.9852
Total	Total	3482063355	2864573551	82.2666	2772970387	91603164	96.8022	3.1978



AGARWAL S. & ASSOCIATES

COMPANY SECRETARIES

D-427, 2nd Floor, Ramphal Chowk,
(Backside of Goyalsons) Palam Extn
Sector 7, Dwarka, New Delhi-110075
Email Id: sachinag1981@gmail.com

Phone:011-45052182; Mobile:9811549887

CONSOLIDATED SCRUTINIZER'S REPORT

{Pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and MCA Circular dated 05.05.2020}

To,
The Chairman
56th Annual General Meeting of the Equity Shareholders of
BHARAT HEAVY ELECTRICALS LIMITED
BHEL House, Siri Fort,
New Delhi-110049

Reg.: 56th Annual General Meeting ("AGM") of the members of **BHARAT HEAVY ELECTRICALS LIMITED** held on Monday, 28th day of September, 2020 at 10 a.m. IST through Video Conferencing/ Other Audio Visual Means ("VC")

Sub: Consolidated Scrutinizer's Report on remote e-voting and electronic voting at the AGM held through VC conducted pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Section 108 of the Companies Act 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and MCA Circular dated 05.05.2020.

Dear Sir,

I, Sachin Agarwal, Partner, Agarwal S. & Associates, Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of **BHARAT HEAVY ELECTRICALS LIMITED** ("the Company") vide resolution dated 28.08.2020, for the purpose of scrutinizing the remote e-voting process and electronic voting at the AGM by the shareholders on item nos. 1-9 mentioned in the notice dated 28.08.2020 and item no. 10 mentioned in the addendum dated 16.09.2020 (published on 19.09.2020) to the notice for the 56th Annual General Meeting of the Company held on Monday, 28th day of September, 2020.

The notice dated 28.08.2020 convening the AGM of the Company was sent to the Shareholders on 05.09.2020. The shareholders of the Company holding shares as on the "Cut-Off" date i.e. Monday 21.09.2020 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 10 in the notice convening 56th Annual General Meeting of the Company and the addendum dated 16.09.2020.

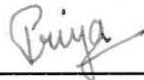
The Company had appointed M/s **KFin Technologies Private Limited (KFinTech)** for providing the facility of remote e-voting to the shareholders of the Company. The voting period for remote e-voting commenced on Thursday, 24th September, 2020 at 9.00 A.M. and ended on Sunday, 27th September, 2020 at 5.00 P.M. and the remote e-Voting platform was blocked thereafter.

For shareholders who did not cast their vote by remote e-voting, the facility for voting through an e-voting system (Insta Poll) was made available during the AGM and Members attending the AGM who



had not cast their vote by remote e-voting voted at the Meeting through Insta Poll. After the closure of the electronic voting at the AGM held on 28.09.2020, the report of voting done at the meeting was generated in my presence.

The voting pattern was unblocked by me on Monday, 28th Day of September, 2020 in the presence of Ms. Priya Sharma and Mr. Shailender Kumar, who are not in employment of the Company.



(Ms. Priya Sharma)



(Mr. Shailender Kumar)

I have scrutinized the consolidated voting in a fair & transparent manner based on the data downloaded from KFinTech's remote e-voting and AGM platform(s).

Based on the result made available to us, 880 members have cast their vote on the remote e-voting platform and 44 members have cast their vote through the e-voting system/ Insta Poll at the AGM. I hereby annex the Consolidated Voting results pursuant to Rule 20 of Companies (Management & Administration) Rules, 2014 on all the resolutions contained in the notice of aforesaid Annual General Meeting.

All relevant records related to remote e-voting and electronic voting at the AGM shall remain with the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes and thereafter, the scrutinizer shall handed over records to the Company.

Thanking You,

Yours Faithfully,

For Agarwal S. & Associates,
Company Secretaries,



CS Sachin Agarwal
Partner
FCS: 5774
COP: 5910



Date: 28.09.2020
Place: New Delhi

UDIN: F005774B000793319

Consolidated Results

Item No.	1
Subject Matter of resolution	Adoption of Financial Statements of the Company for the Financial Year ended 31st March, 2020 together with the Directors' Report and Auditors' Report thereon
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	824	2863417109	43	181501	867	2863598610	100.00
Dissent	42	9505	1	150	43	9655	0.00
Abstain	17	3634861	1	8	18	3634869	
Total	883	2867061475	45	181659	928	2867243134	100

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 1** of the Notice dated August 28, 2020 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries




CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774

Date: 28.09.2020
Place: New Delhi

Consolidated Results

Item No.	2
Subject Matter of resolution	Re-appointment of Shri Manoj Kumar Varma (DIN: 08308714), who retires by rotation
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	688	2785683681	42	181451	730	2785865132	97.25
Dissent	175	78825281	2	200	177	78825481	2.75
Abstain	23	2552468	1	8	24	2552476	
Total	886	2867061430	45	181659	931	2867243089	100

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 2** of the Notice dated August 28, 2020 has been passed with requisite majority.

For Agarwal S. & Associates

Company Secretaries




CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774

Date: 28.09.2020

Place: New Delhi

Consolidated Results

Item No.	3
Subject Matter of resolution	Re-appointment of Shri Kamalesh Das (DIN: 08376769), who retires by rotation
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	685	2785722746	42	181451	727	2785904197	97.25
Dissent	177	78786639	2	200	179	78786839	2.75
Abstain	23	2552043	1	8	24	2552051	
Total	885	2867061428	45	181659	930	2867243087	100

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 3** of the Notice dated August 28, 2020 has been passed with **requisite majority**.

For Agarwal S. & Associates
Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774

Date: 28.09.2020
Place: New Delhi
Place: New Delhi

Consolidated Results

Item No.	4
Subject Matter of resolution	Authorize the Board of Directors to fix the remuneration of the Auditors for the year 2020-21
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	801	2857471210	42	181481	843	2857652691	99.75
Dissent	61	7043545	2	170	63	7043715	0.25
Abstain	19	2546695	1	8	20	2546703	
Total	881	2867061450	45	181659	926	2867243109	100

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 4** of the Notice dated August 28, 2020 has been passed with **requisite majority**.

For Agarwal S. & Associates
Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774



Date: 28.09.2020
Place: New Delhi

Consolidated Results

Item No.	5
Subject Matter of resolution	Ratification of remuneration of Cost Auditors for financial year 2020-21
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	801	2864461494	42	181481	843	2864642975	100.00
Dissent	62	13546	2	170	64	13716	0.00
Abstain	20	2586423	1	8	21	2586431	
Total	883	2867061463	45	181659	928	2867243122	100

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 5** of the Notice dated August 28, 2020 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774

Date: 28.09.2020
Place: New Delhi

Consolidated Results

Item No.	6
Subject Matter of resolution	Appointment of Shri Shashank Priya (DIN: 08538400) as Director
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	705	2773518850	42	181451	747	2773700301	96.82
Dissent	153	90990929	2	200	155	90991129	3.18
Abstain	26	2551701	1	8	27	2551709	
Total	884	2867061480	45	181659	929	2867243139	100

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 6** of the Notice dated August 28, 2020 has been passed with requisite majority.

For Agarwal S. & Associates

Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774

Date: 28.09.2020
Place: New Delhi

Consolidated Results

Item No.	7
Subject Matter of resolution	Appointment of Shri Anil Kapoor (DIN: 08587329) as Director
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	711	2777099862	42	181451	753	2777281313	96.95
Dissent	150	87410442	2	200	152	87410642	3.05
Abstain	24	2551174	1	8	25	2551182	
Total	885	2867061478	45	181659	930	2867243137	100

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 7** of the Notice dated August 28, 2020 has been passed with **requisite majority**.

For Agarwal S. & Associates
Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774



Date: 28.09.2020
Place: New Delhi

Consolidated Results

Item No.	8
Subject Matter of resolution	Appointment of Shri Raj Kamal Bindal (DIN: 07423392) as Director
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	786	2864372036	41	157540	827	2864529576	99.99
Dissent	74	137273	3	24111	77	161384	0.01
Abstain	25	2552174	1	8	26	2552182	
Total	885	2867061483	45	181659	930	2867243142	100

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 8** of the Notice dated August 28, 2020 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774

Date: 28.09.2020
Place: New Delhi

Consolidated Results

Item No.	9
Subject Matter of resolution	Appointment of Shri Manish Kapoor (DIN: 02405818) as Director
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	775	2736943001	41	157540	816	2737100541	95.56
Dissent	84	127146305	3	24111	87	127170416	4.44
Abstain	27	2971276	1	8	28	2971284	
Total	886	2867060582	45	181659	931	2867242241	100

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 9** of the Notice dated August 28, 2020 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774

Date: 28.09.2020
Place: New Delhi

Consolidated Results

Item No.	10
Subject Matter of resolution	Appointment of Shri Amit Mehta (DIN: 08859397) as Director
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	698	2772788956	41	181431	739	2772970387	96.80
Dissent	162	91602944	3	220	165	91603164	3.20
Abstain	27	2669585	1	8	28	2669593	
Total	887	2867061485	45	181659	932	2867243144	100

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 10** of the Addendum dated September 16, 2020 to the Notice dated August 28, 2020 has been passed with **requisite majority**.

For Agarwal S. & Associates
Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774

Date: 28.09.2020
Place: New Delhi