

# VENTURA GUARANTY

October 02, 2020

To,  
**BSE Limited,**  
Corporate Relationship Department,  
P. J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

Scrip Code: 512060

Dear Sir,

**Subject: Disclosure of Voting Results at Thirty Sixth Annual General Meeting of the Company held on September 30, 2020 as per the requirements of Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is to inform you that all the items of business contained in the Notice of Thirty Sixth Annual General Meeting of Ventura Guaranty Limited held on Wednesday, September 30, 2020 through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), have been approved and passed by the Shareholders with requisite majority.

The details of the combined voting results (i.e. result of e-voting together with that of the poll) conducted at the AGM are enclosed in the prescribed format.

Further, the Scrutinizer's Report on the combined voting result is also attached herewith.

In line with the guidelines for submissions issued by your esteemed Stock Exchange in the wake of COVID 19, this intimation is filed without signature for administrative reasons.

Thanking You,

Yours Faithfully,

**For VENTURA GUARANTY LIMITED**

Sd/-

**SUDHA GANAPATHY**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**

VENTURA GUARANTY LIMITED

<b>DATE OF AGM</b>	<b>September 30, 2020</b>
<b>Total Number of Shareholders on Record Date:</b>  <b>Cut-off date for ascertaining voting rights of Members i.e. on September 22, 2020</b>	<b>112</b>
<b>Number of Shareholders attended the Meeting through Video Conferencing</b>  <b>Promoter and Promoter Group:</b>  <b>Public:</b>	<b>4</b>  <b>5</b>

### **AGENDA-WISE**

The Mode of voting for all the resolutions was:

1. E-voting conducted between September 27, 2020 to September 29, 2020;
2. Poll conducted at the Meeting.

Given below is the resolution wise combined result of e-voting and Poll.

## Resolution No. 1 (Ordinary Resolution)

To receive, consider, approve and adopt the Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date, both on Standalone and Consolidated basis, together with the Reports of the Board of Directors and Auditors thereon.

Promoter/ Public	No. of Shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of votes- against	% of votes in favour on total votes	% of votes against on total votes
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)* 100	(7)=[(5)/(2)]*100
<b>Mode of voting: (Remote E-voting)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	600	0.06	600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>600</b>	<b>0.01</b>	<b>600</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (Through Ballot Form)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	-	-	-	-	-	-
<b>Total</b>	<b>3,194,800</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Mode of voting: (Poll at venue of AGM)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	204,600	22.06	204,600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,258</b>	<b>58.60</b>	<b>1,872,258</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (CONSOLIDATED)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	205,200	22.13	205,200	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,858</b>	<b>58.62</b>	<b>1,872,858</b>	<b>0</b>	<b>100</b>	<b>0</b>

## Resolution No. 2 (Ordinary Resolution)

To appoint a Director in place of Mr. Jaidev Shroff, (DIN: [00191050](#)) who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/ Public	No. of Shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of votes- against	% of votes in favour on total votes	% of votes against on total votes
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)* 100	(7)=[(5)/(2 )]*100
<b>Mode of voting: (Remote E-voting)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	600	0.06	600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>600</b>	<b>0.01</b>	<b>600</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (Through Ballot Form)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	-	-	-	-	-	-
<b>Total</b>	<b>3,194,800</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Mode of voting: (Poll at venue of AGM)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	204,600	22.06	204,600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,258</b>	<b>58.60</b>	<b>1,872,258</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (CONSOLIDATED)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	205,200	22.13	205,200	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,858</b>	<b>58.62</b>	<b>1,872,858</b>	<b>0</b>	<b>100</b>	<b>0</b>

### Resolution No. 3 (Ordinary Resolution)

To appoint a Director in place of Mrs. Saroja Malik, (DIN: 00400421) who retires by rotation and being eligible, offers herself for re-appointment.

Promoter/ Public	No. of Shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of votes- against	% of votes in favour on total votes	% of votes against on total votes
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)* 100	(7)=[(5)/(2 )]*100
<b>Mode of voting: (Remote E-voting)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	600	0.06	600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>600</b>	<b>0.01</b>	<b>600</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (Through Ballot Form)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	-	-	-	-	-	-
<b>Total</b>	<b>3,194,800</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Mode of voting: (Poll at venue of AGM)</b>							
Promoter and Promoter Group	2,267,658	416,158	18.35	416,158	0	100	0
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	204,600	22.06	204,600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>620,758</b>	<b>19.43</b>	<b>620,758</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (CONSOLIDATED)</b>							
Promoter and Promoter Group	2,267,658	416,158	18.35	416,158	0	100	0
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	205,200	22.13	205,200	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>621,358</b>	<b>19.44</b>	<b>621,358</b>	<b>0</b>	<b>100</b>	<b>0</b>

## Resolution No. 4 (Ordinary Resolution)

To declare dividend for the Financial Year ended March 31, 2020.

Promoter/ Public	No. of Shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of votes- against	% of votes in favour on total votes	% of votes against on total votes
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)* 100	(7)=[(5)/(2 )]*100
<b>Mode of voting: (Remote E-voting)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	600	0.06	600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>600</b>	<b>0.01</b>	<b>600</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (Through Ballot Form)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	-	-	-	-	-	-
<b>Total</b>	<b>3,194,800</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Mode of voting: (Poll at venue of AGM)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	204,600	22.06	204,600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,258</b>	<b>58.60</b>	<b>1,872,258</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (CONSOLIDATED)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	205,200	22.13	205,200	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,858</b>	<b>58.62</b>	<b>1,872,858</b>	<b>0</b>	<b>100</b>	<b>0</b>

## Resolution No. 5 (Ordinary Resolution)

To re-appoint Statutory Auditors of the Company.

Promoter/ Public	No. of Shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of votes- against	% of votes in favour on total votes	% of votes against on total votes
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)* 100	(7)=[(5)/(2 )]*100
<b>Mode of voting: (Remote E-voting)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	600	0.06	600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>600</b>	<b>0.01</b>	<b>600</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (Through Ballot Form)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	-	-	-	-	-	-
<b>Total</b>	<b>3,194,800</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Mode of voting: (Poll at venue of AGM)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	204,600	22.06	204,600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,258</b>	<b>58.60</b>	<b>1,872,258</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (CONSOLIDATED)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	205,200	22.13	205,200	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,858</b>	<b>58.62</b>	<b>1,872,858</b>	<b>0</b>	<b>100</b>	<b>0</b>



264, Maru Sadan, N. C. Kelkar Road, Dadar, Mumbai - 400 028. ☎ Off. 2430 7707  
1, Tara (Gretas) House, 166-B, Bhagat Lane, Mahim, Mumbai - 400 016. ☎ Off. 2430 4882  
E-mail : caddbixit@gmail.com

To,  
The Chairman,  
Ventura Guaranty Limited,  
I-Think Techno Campus, B-Wing,  
8<sup>th</sup> Floor, Pokhran Road No. 2,  
Off Eastern Express Highway,  
Thane (W) - 400607

Dear Sir,

At the outset, I would like to thank you for entrusting me with the task of scrutinizing the remote e-voting and voting by assent-dissent forms (Poll) by the Shareholders at the Annual General Meeting of your Company held on Wednesday, September 30, 2020.

Please find enclosed, the Report on remote E-Voting, facility of voting through Ballot in case of Shareholders not having access to remote e-voting and Poll conducted at the venue of the AGM. The report on Remote E-Voting is based on the data downloaded from the Remote E-voting platform provided by Central Depository Services Limited (CDSL) and the Report on Voting on Poll / Physical Ballots is based on the data provided/ authenticated by your Registrar and Share Transfer Agent.

I trust you will find the Report to be comprehensive and self-explanatory in all respects. I will however be happy to answer your queries, if any, on the same and assure you of best services at all times.

**Dattatray B. Dixit**  
Chartered Accountant  
Membership No. 40032



Date: October 02, 2020  
Place: Mumbai  
UDIN: 20040032AAAAER1832

SECTION I

REPORT OF POLL RESULTS AT THE AGM  
IN THE PRESCRIBED FORMAT

**Form No. MGT-13**

**Report of Scrutinizer**

[Pursuant to Section 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

**The Chairman,  
Ventura Guaranty Limited,  
I-Think Techno Campus, B-Wing,  
Pokhran Road No. 2,  
Off Eastern Express Highway,  
Thane (W) - 400607**

Thirty Sixth Annual General Meeting of the Equity Shareholders of Ventura Guaranty Limited held on Wednesday, September 30, 2020 through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

Dear Sir,

I, Mr. Dattatray B. Dixit, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the Thirty Sixth Annual General Meeting of the Equity Shareholders of Ventura Guaranty Limited held on Wednesday, September 30, 2020 through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), submit my report as under.

For those Shareholders who had not voted by e-voting, an online poll was conducted on the items listed in the Notice.

1. The result of the Poll is as under:

- a) **Resolution No. 1 - To receive, consider, approve and adopt the Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date, both on Standalone and Consolidated basis, together with the Reports of the Board of Directors and Auditors thereon.**

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	1,872,258	100



ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

b) Resolution No. 2 - To appoint a Director in place of Mr. Jaidev Shroff, (DIN: 00191050) who retires by rotation and being eligible, offers herself for re-appointment.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	1,872,258	100

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

c) Resolution No. 3 - To appoint a Director in place of Mrs. Saroja Malik, (DIN: 00400421) who retires by rotation and being eligible, offers himself for re-appointment.



i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	620,758	100

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

d) Resolution No. 4 - To approve dividend for the Financial Year ended March 31, 2020.

i. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	1,872,258	100

ii. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



e) **Resolution No. 5 - To re-appointment of Statutory Auditors.**

i. **Voted in favour of the resolution:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
8	1,872,258	100

ii. **Voted against the resolution:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

iii. **Invalid votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

2. A Compact Disc (CD) containing a list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

Thanking you,

Yours faithfully,



**Dattatray B. Dixit**  
Chartered Accountant  
Membership No. 40032



**SECTION II**

**CONSOLIDATED RESULTS OF REMOTE E-  
VOTING, BALLOT AND POLL AT AGM**



264, Maru Sadan, N. C. Kelkar Road, Dadar, Mumbai - 400 028. ☎ Off. 2430 7707  
1, Tara (Gretas) House, 166-B, Bhagat Lane, Mahim, Mumbai - 400 016. ☎ Off. 2430 4882  
E-mail : cadbdixit@gmail.com

To,  
The Chairman,  
Ventura Guaranty Limited,  
I-Think Techno Campus, B-Wing,  
8<sup>th</sup> Floor, Pokhran Road No. 2,  
Off Eastern Express Highway,  
Thane (W) - 400607

**Sub: Passing of Resolution(s) through electronic voting and online voting at the Thirty Sixth Annual General Meeting of the Equity Shareholders of Ventura Guaranty Limited held on Wednesday, 30<sup>th</sup> September 2020, through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").**

The Company had appointed me as the scrutinizer for the Remote E-voting process as mentioned under Sub Rule 4 (ix) of the Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 in respect of the Thirty Sixth Annual General Meeting held on Wednesday, 30<sup>th</sup> September, 2020. I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

The Company appointed Central Depository Services Limited ("CDSL") as the Service Provider, for extending the facility of remote electronic voting to the Shareholders of the Company. Bigshare Services Private Limited ("Bigshare") is the Registrar and Share Transfer Agent for the Company. The Service Provider accordingly had provided the system for recording the votes of the shareholders electronically through remote E-Voting on all the items of the business of the AGM Notice dated September 07, 2020. The Service Provider had set up E-Voting facility on their website [www.evotingindia.com](http://www.evotingindia.com).

The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was September 22, 2020. As prescribed in the Rules, the remote E-voting facility was kept open for 3 days from 9.00 A.M. on Sunday, September 27, 2020 to 5.00 P.M. on Tuesday, September 29, 2020.

As prescribed in Sub rule 4 (v) of the Rule 20, the Company also released an advertisement, which was published more than 21 days in advance of the date of AGM in English in Active Times (Mumbai edition) dated September 09, 2020 and in Marathi in Mumbai Lakshadheer (Mumbai edition) dated September 09, 2020.



The notice published in the newspaper carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20.

At the end of the voting period on September 29, 2020, the voting portal of the Service Provider was blocked forthwith.

At the venue of the AGM of the Company held on September 30, 2020, the facility to vote online was provided to facilitate those members present at the meeting but could not participate in Remote E-voting to record their votes.

The votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of \_\_\_\_\_, who acted as the witnesses, as prescribed in Sub Rule 4 (xii) of the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

Thereafter, I as a Scrutinizer, compiled the details of voting done at the venue of the AGM online together with the Remote E-Voting carried out by the Members, the details of which are as follows:

#### Resolution No. 1 (Ordinary Resolution)

To receive, consider, approve and adopt the Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date, both on Standalone and Consolidated basis, together with the Reports of the Board of Directors and Auditors thereon.

Promoter/ Public	No. of Shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of votes- against	% of votes in favour on total votes	% of votes against on total votes
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)* 100	(7)=[(5)/(2)]*100
<b>Mode of voting: (Remote E-voting)</b>							
Promoter and Promoter Group	2,267,658	-					
Public- Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	600	0.06	600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>600</b>	<b>0.01</b>	<b>600</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (Through Ballot Form)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-



Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	9,27,142	-	-	-	-	-	-
<b>Total</b>	<b>3,194,800</b>	-	-	-	-	-	-
<b>Mode of voting: (Poll at venue of AGM)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	204,600	22.06	204,600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,258</b>	<b>58.60</b>	<b>1,872,258</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (CONSOLIDATED)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	205,200	22.13	205,200	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,858</b>	<b>58.62</b>	<b>1,872,858</b>	<b>0</b>	<b>100</b>	<b>0</b>

### Resolution No. 2 (Ordinary Resolution)

To appoint a Director in place of Mr. Jaidev Shroff, (DIN: 00191050) who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/ Public	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 total votes	% of votes against on total votes
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)* 100	(7)=[(5)/(2)]*100
<b>Mode of voting: (Remote E-voting)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	600	0.06	600	600	100	0
<b>Total</b>	<b>3,194,800</b>	<b>600</b>	<b>0.01</b>	<b>600</b>	<b>600</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (Through Ballot Form)</b>							



Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	-	-	-	-	-	-
<b>Total</b>	<b>3,194,800</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Mode of voting: (Poll at venue of AGM)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	204,600	22.06	204,600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,258</b>	<b>58.60</b>	<b>1,872,258</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (CONSOLIDATED)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	205,200	22.13	205,200	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,858</b>	<b>58.62</b>	<b>1,872,858</b>	<b>0</b>	<b>100</b>	<b>0</b>

### Resolution No. 3 (Ordinary Resolution)

To appoint a Director in place of Mrs. Saroja Malik, (DIN: 00400421) who retires by rotation and being eligible, offers herself for re-appointment.

Promoter/ Public	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 total votes	% of votes against on total votes
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)*100	(7)=[(5)/(2)]*100
<b>Mode of voting: (Remote E-voting)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	600	0.06	600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>600</b>	<b>0.01</b>	<b>600</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (through Ballot Form)</b>							



Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	-	-	-	-	-	-
<b>Total</b>	<b>3,194,800</b>	-	-	-	-	-	-
<b>Mode of voting: (Poll at venue of AGM)</b>							
Promoter and Promoter Group	2,267,658	416,158	18.35	416,158	0	100	0
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	204,600	22.06	204,600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>620,758</b>	<b>19.43</b>	<b>620,758</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (CONSOLIDATED)</b>							
Promoter and Promoter Group	2,267,658	416,158	18.35	416,158	0	100	0
Public Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	205,200	22.13	205,200	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>621,358</b>	<b>19.44</b>	<b>621,358</b>	<b>0</b>	<b>100</b>	<b>0</b>

#### Resolution No. 4 (Ordinary Resolution)

To approve dividend for the Financial Year ended March 31, 2020.

Promoter/ Public	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 total votes	% of votes against on total votes
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)* 100	(7)=[(5)/(2)] *100
<b>Mode of voting: (Remote E-voting)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	600	0.06	600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>600</b>	<b>0.01</b>	<b>600</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (Through Ballot Form)</b>							



Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	-	-	-	-	-	-
<b>Total</b>	<b>3,194,800</b>	-	-	-	-	-	-
<b>Mode of voting: (Poll at venue of AGM)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	204,600	22.06	204,600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,258</b>	<b>58.60</b>	<b>1,872,258</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (CONSOLIDATED)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	205,200	22.13	205,200	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,858</b>	<b>58.62</b>	<b>1,872,858</b>	<b>0</b>	<b>100</b>	<b>0</b>

### Resolution No. 5 (Ordinary Resolution)

To re-appoint Statutory Auditors of the Company.

Promoter/ Public	No. of Shares held	No. of votes polled	% of votes polled on outstandin g shares	No. of votes - in favour	No. of votes- against	% of votes in favour on total votes	% of votes against on total votes
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)* 100	(7)=[(5)/(2)] *100
<b>Mode of voting: (Remote E-voting)</b>							
Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	600	0.06	600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>600</b>	<b>0.01</b>	<b>600</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (Through Ballot Form)</b>							




Promoter and Promoter Group	2,267,658	-	-	-	-	-	-
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	-	-	-	-	-	-
<b>Total</b>	<b>3,194,800</b>	-	-	-	-	-	-
<b>Mode of voting: (Poll at venue of AGM)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	204,600	22.06	204,600	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,258</b>	<b>58.60</b>	<b>1,872,258</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: (CONSOLIDATED)</b>							
Promoter and Promoter Group	2,267,658	1,667,658	73.54	1,667,658	0	100	0
Public-Institutional holders	-	-	-	-	-	-	-
Public- Others	927,142	205,200	22.13	205,200	0	100	0
<b>Total</b>	<b>3,194,800</b>	<b>1,872,858</b>	<b>58.62</b>	<b>1,872,858</b>	<b>0</b>	<b>100</b>	<b>0</b>

All the Resolutions stands passed with the requisite majority.


I hereby confirm that I am maintaining the Registers in respect of votes cast by the Shareholders as required. I shall be arranging to hand over these records to the Chairman of the Company or to such person as may be authorized by the Chairman on consideration, approval and signing of the minutes of the relevant AGM.

Thanking you,

Yours faithfully,

  
**Dattatray B. Dixit**  
Chartered Accountant  
Membership No. 40032



Witness 1  
Ashwini Karande :   
Witness 2  
Rachita Baxi : R.D. Baxi.