

Corp. Office: Shree Laxmi Woolen Mills Estate, 2nd Floor, R.R. Hosiery, Off Dr. E. Moses Rd. Mahalaxmi, Mumbai - 400 011

Tel: (022) 3001 6600 Fax: (022) 3001 6601 CIN No.: L17100MH1905PLC000200

September 27, 2020

BSE Limited

Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai- 400 001

Security code: 503100

National Stock Exchange of India Limited

Exchange Plaza, Plot C/1, G-Block Bandra-Kurla Complex, Bandra East, Mumbai- 400051

Symbol: PHOENIXLTD

Dear Sir(s),

Sub: Disclosure of voting results of the remote e-voting and voting at the 115th Annual General Meeting ('AGM') of The Phoenix Mills Limited

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith details regarding the voting results (remote e-voting and e-voting during the AGM) of the businesses transacted at the 115th Annual General Meeting of the Company held on Friday, September 25, 2020.

We also enclose herewith the Scrutinizer's Combined Report on remote e-voting and e- voting during the AGM.

We would also like to inform that all items of business contained in the Notice of the 115th Annual General Meeting dated July 29, 2020 were transacted and approved by the Shareholders with requisite majority.

The aforesaid voting results and Scrutinizer's Combined Report are also being uploaded on the website of the Company at www.thephoenixmills.com and the Link Intime India Private Limited at https://instavote.linkintime.co.in.

You are requested to take the same on record.

Thanking you,

Yours' faithfully,
For The Phoenix Mills Limited

Gajendra Mewara Company Secretary

Encl: a/a



Voting Results of the 115th Annual General Meeting of the Company (Remote e-voting and e-voting at the AGM)

Date of the Annual General Meeting /Extra ordinary General Meeting	September 25, 2020
Total number of shareholders on record date i.e. as of cutoff date: September 18, 2020	21,850
No. of shareholders present in the meeting either in person or throug	h proxy:
Promoter and Promoter Group	Not Applicable
Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencin	ng:
Promoter and Promoter Group	11
Public	41



Resolution Required: Ordinary

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

agenda/resolution:								
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
	E-Voting		7,82,14,487	100.00	7,82,14,487	-	100.00	-
Promoter and Promoter	Poll	7 02 14 407	-	-	-	-	-	-
Group	Postal Ballot	7,82,14,487	-	-	-	-	-	-
	Total		7,82,14,487	100.00	7,82,14,487	-	100.00	-
	E-Voting	0 62 00 024	5,91,29,203	68.52	5,91,29,203	-	100.00	-
Public Institutions	Poll		-	-	-	-	-	-
Public ilistitutions	Postal Ballot	8,63,00,831	-	-	-	-	-	-
	Total		5,91,29,203	68.52	5,91,29,203	-	100.00	•
	E-Voting		2,53,291	3.53	2,53,291	-	100.00	-
Public Non Institutions	Poll	71,68,108	1	-	-	-	-	-
	Postal Ballot	/1,00,100	-	-	-	-	-	-
	Total		2,53,291	3.53	2,53,291	-	100.00	-
Total		17,16,83,426	13,75,96,981	80.15	13,75,96,981	-	100.00	-



Resolution Required: Ordinary	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year
Resolution Required. Ordinary	ended March 31, 2020, together with the Report of the Auditors thereon.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

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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
	E-Voting		7,82,14,487	100.00	7,82,14,487	-	100.00	-
Promoter and Promoter	Poll	7,82,14,487	-	-	-	-	-	=
Group	Postal Ballot		-	-	-	-	-	-
	Total		7,82,14,487	100.00	7,82,14,487	-	100.00	-
	E-Voting	8,63,00,831	5,91,29,203	68.52	5,91,29,203	-	100.00	•
Public Institutions	Poll		-	=	-	-	-	•
Fublic ilistitutions	Postal Ballot	8,03,00,831	-	-	ı	ı	-	-
	Total		5,91,29,203	68.52	5,91,29,203	1	100.00	-
	E-Voting		2,53,291	3.53	2,53,291	ı	100.00	ı
Public Non Institutions	Poll	71,68,108	-	-	ı	ı	-	-
Public Non institutions	Postal Ballot	71,00,100	-	=	-	-	-	-
	Total		2,53,291	3.53	2,53,291	-	100.00	-
Total		17,16,83,426	13,75,96,981	80.15	13,75,96,981	-	100.00	-



Resolution Required: Ordinary

To appoint a Director in place of Mr. Shishir Shrivastava (DIN: 01266095), who retires by rotation and, being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

ugendu/resolution.	ī	_					_	
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
	E-Voting		7,82,14,487	100.00	7,82,14,487	-	100.00	-
Promoter and Promoter	Poll	7,82,14,487	-	-	-	-	-	-
Group	Postal Ballot	7,02,14,407	-	-	-	-	-	-
	Total		7,82,14,487	100.00	7,82,14,487	-	100.00	-
	E-Voting	8,63,00,831	6,41,80,213	74.37	6,15,19,048	26,61,165	95.85	4.15
Public Institutions	Poll		-	-	-	-	-	-
Public institutions	Postal Ballot		-	-	-	-	-	-
	Total		6,41,80,213	74.37	6,15,19,048	26,61,165	95.85	4.15
	E-Voting		2,53,291	3.53	2,53,291	-	100.00	-
Public Non Institutions	Poll	71,68,108	-	-	-	-	-	-
Public Non institutions	Postal Ballot	71,00,100	-	-	-	-	-	-
	Total		2,53,291	3.53	2,53,291	-	100.00	-
Total		17,16,83,426	14,26,47,991	83.09	13,99,86,826	26,61,165	98.13	1.87



			TIMI	IE PHOI	ENIX ITED			
				Resolution No. 4				
Resolution Requir	ed: Special		To re-appoint Ms. Sh October 14, 2019 to		996110) as an Indepe	ndent Director for	a second term of fiv	e years from
Whether promote the agenda/resolution	er/ promoter group ution?	are interested in			NO	1		
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
	E-Voting		7,82,14,487	100.00	7,82,14,487	-	100.00	-
Promoter and	Poll	7,82,14,487	-	-	-	-	-	-
Promoter Group	Postal Ballot	7,02,14,407	-	-	-	-	-	-
	Total		7,82,14,487	100.00	7,82,14,487	-	100.00	-
	E-Voting		6,41,80,213	74.37	6,07,25,004	34,55,209	94.62	5.38
Public Institutions	Poll	8,63,00,831	-	-	-	-	-	-
T abile matications	Postal Ballot	0,03,00,031	-	-	-	-	-	-
	Total		6,41,80,213	74.37	6,07,25,004	34,55,209	94.62	5.38
	E-Voting		2,53,291	3.53	2,53,291	-	100.00	-
Public Non	Poll	71,68,108	-	-	-	-	-	-
Institutions	Postal Ballot	/1,08,108	-	-	-	-	-	-
	Total		2,53,291	3.53	2,53,291	-	100.00	-

83.09

13,91,92,782

34,55,209

97.58

2.42

Total

17,16,83,426

14,26,47,991



Resolution Required: Ordinary	To approve payment of Commission to Non-Executive Independent Directors of the Company
Whether promoter/ promoter group are interested in the	NO

agenda/resolution?

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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
	E-Voting		7,82,14,487	100.00	7,82,14,487	-	100.00	-
Promoter and Promoter	Poll	7 02 14 407	-	-	-	-	-	-
Group	Postal Ballot	7,82,14,487	-	-	-	-	-	-
	Total		7,82,14,487	100.00	7,82,14,487	-	100.00	-
	E-Voting	0.62.00.024	6,42,85,213	74.49	3,38,30,100	3,04,55,113	52.63	47.37
Dublic Institutions	Poll		_	-	-	-	-	-
Public Institutions	Postal Ballot	8,63,00,831	-	-	-	-	-	-
	Total		6,42,85,213	74.49	3,38,30,100	3,04,55,113	52.63	47.37
	E-Voting		2,53,291	3.53	2,53,269	22	99.99	0.01
B. Idlanda da d	Poll	71,68,108	-	-	-	-	-	-
Public Non Institutions	Postal Ballot		-	-	-	-	-	-
	Total		2,53,291	3.53	2,53,269	22	99.99	0.01
Total		17,16,83,426	14,27,52,991	83.15	11,22,97,856	3,04,55,135	78.67	21.33



			MIL	E PHOEN	VIX ΓΕD			
			R	esolution No. 6				
Resolution Required: Spec	cial			ng limits from ₹ 1,250 o pany, whichever is hig		ores or the agg	regate of the paid up	capital and free
Whether promoter/ promagenda/resolution?	oter group are inte	rested in the			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
	E-Voting		7,82,14,487	100.00	7,82,14,487	-	100.00	-
Promoter and Promoter	Poll	7,82,14,487	-	-	-	-	-	-
Group	Postal Ballot	7,02,11,107	-	-	-	-	-	-
	Total		7,82,14,487	100.00	7,82,14,487	-	100.00	-
	E-Voting		6,42,85,213	74.49	6,42,85,213	-	100.00	-
Public Institutions	Poll	8,63,00,831	-	-	-	-	-	-
Tublic matrutions	Postal Ballot	0,03,00,031	-	-	-	-	-	-
	Total		6,42,85,213	74.49	6,42,85,213	-	100.00	-
	E-Voting		2,53,291	3.53	2,53,269	22	99.99	0.01
Public Non Institutions	Poll	71,68,108	-	-	-	-	-	-
r ublic Noil Histitutions	Postal Ballot	71,00,100	-	-	-	-	-	-
	Total		2,53,291	3.53	2,53,269	22	99.99	0.01

83.15

14,27,52,969

22

100.00

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17,16,83,426

14,27,52,991

Total



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r % of Votes against on votes polled
[7]={[5]/[2]}*100
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-
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-

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2,53,269

14,27,52,969

2,53,291

14,27,52,991

17,16,83,426

Total

Total

22

22

99.99

100.00

0.01

0.00

	THE PHOENIX MILLS LIMITED									
	Resolution No. 8									
Resolution Required: Spe	ecial			neration payable to h effect from April 1			Director of the Com	pany, for a period		
Whether promoter/ promoter group are interested in the agenda/resolution?					I	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		
	E-Voting		7,82,14,487	100.00	7,82,14,487	-	100.00	-		
Promoter and Promoter	Poll	7,82,14,487	-	-	-	=	-	-		
Group	Postal Ballot	7,02,14,407	-	-	-	=	-	-		
	Total		7,82,14,487	100.00	7,82,14,487	-	100.00	-		

2,86,24,761

2,86,24,761

2,53,291

2,53,291

10,70,92,539

3,56,60,452

3,56,60,452

3,56,60,452

-

-

44.53

44.53

100.00

100.00

75.02

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55.47

55.47

24.98

-

74.53

74.49

3.53

3.53

83.15

-

-

6,42,85,213

6,42,85,213

2,53,291

2,53,291

14,27,52,991

8,63,00,831

71,68,108

17,16,83,426

E-Voting

Postal Ballot

Postal Ballot

Poll

Total

Poll

Total

E-Voting

Public Institutions

Total

Public Non Institutions

Rathi & Associates COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.

Tel.: 4076 4444 / 2491 1222 • Fax: 4076 4466 • E-mail: associates.rathi8@gmail.com

September 25, 2020

The Chairman/Company Secretary
The Phoenix Mills Limited
462, Senapati Bapat Marg,
Lower Parel,
Mumbai – 400013

Dear Sir,

Sub: <u>Scrutinizer's Report on remote e-voting and e-voting during the 115th Annual General Meeting of the Members of The Phoenix Mills Limited held on September 25, 2020</u>

The Phoenix Mills Limited ('the Company') vide resolution of its Board of Directors dated July 29, 2020 appointed Mr Himanshu S. Kamdar (Membership No. FCS 5171), Partner of M/s Rathi & Associates, Company Secretaries, as the Scrutinizer to ensure that the process of remote e-voting and e-voting conducted at the 115th Annual General Meeting ('AGM') held on Friday, September 25, 2020 on the resolutions contained in the Notice dated July 29, 2020 for the AGM, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ('the Act') as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The AGM was held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue and in compliance with Circular No. 20/2020 dated May 5, 2020 read with Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 (collectively "circulars") issued by the Ministry of Corporate Affairs (MCA). The Company had provided e-

voting facility at the AGM for those shareholders who did not cast their votes through remote e-voting facility prior to the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote evoting and e-voting at AGM on the resolutions contained in the aforesaid Notice of the 115th Annual General Meeting ('AGM') of the Members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting prior to AGM and e-voting conducted at AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "In Favour" or "Against" the resolutions, based on the reports generated from the system related to remote e-voting prior to AGM and e-voting conducted at the AGM, of Link Intime India Private Limited, the agency engaged by the Company to provide remote e-voting facility prior to the AGM and e-voting conducted at the AGM.

As required under Section 101 of the Act read with aforementioned circulars issued by MCA and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India, Notice of AGM along with Explanatory Statement under Section 102 of the Act was sent to the Members by electronic means. In compliance with the provisions of MCA circulars, the AGM of the Company was held through VC/OAVM. Following resolutions were proposed for approval by remote evoting prior to AGM and e-voting conducted at the AGM by the Members of the Company:

- **1. Resolution No. 1** as an **Ordinary Resolution** for adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon;
- **2. Resolution No. 2** as an **Ordinary Resolution** for adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Report of the Auditors thereon;

- **3. Resolution No. 3** as an **Ordinary Resolution** for re-appointment of Mr. Shishir Shrivastava (DIN: 01266095), who retired by rotation and, being eligible, had offered himself for re- appointment, as Director of the Company;
- **4. Resolution No. 4** as a **Special Resolution** for re-appointment of Ms. Shweta Vyas (DIN: 06996110) as a Non-Executive Independent Director for a second term of five consecutive years commencing from October 14, 2019 to October 13, 2024;
- **5. Resolution No. 5** as an **Ordinary Resolution** for approval of payment of Commission to Non-Executive Independent Directors of the Company;
- **6. Resolution No. 6** as a **Special Resolution** for increase in limit of the borrowing power of the Board of Directors of the Company from Rs. 1,250 crores to Rs. 1,750 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher;
- 7. **Resolution No.** 7 as a **Special Resolution** for approval to the Board of Directors of the Company to create charges, mortgages and hypothecations on the movable and immovable properties of the Company, both present and future, and/or the whole or substantially the whole of the undertaking(s) of the Company, to secure the loans/borrowings the total/aggregate of which shall not, at any time, exceed Rs. 1,750 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher;
- **8. Resolution No. 8** as a **Special Resolution** for approval of remuneration payable to Mr. Rajendra Kalkar (DIN: 03269314), Whole-Time Director of the Company with effect from April 1, 2020 for a period of 3 years i.e. upto March 31, 2023.

Remote e-voting facility was made available to shareholders of the Company to cast their votes from 9.00 a.m. (IST) of Tuesday, September 22, 2020 upto 5.00 p.m. (IST) of Thursday, September 24, 2020. The shareholders who cast votes through remote e-voting prior to AGM, were not entitled to cast votes through e-voting conducted at the AGM. Accordingly, votes cast through remote e-voting upto 5.00 p.m. (IST) of Thursday, September 24, 2020 and votes cast through e-voting conducted at the 115th AGM have been considered for my scrutiny.

After the conclusion of the 115th Annual General Meeting, the details of voting through remote e-voting prior to AGM and e-voting conducted at the AGM were unlocked. A summary of the votes cast by the Members through remote e-voting prior to AGM and e-voting conducted at the AGM with their pattern of voting is as per **Annexure** attached to this Report.

The results of the voting by members through remote e-voting prior to AGM and evoting conducted at the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the meeting or the Company Secretary as authorized in this regard by the Board of Directors of the Company.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES **COMPANY SECRETARIES**

HIMANSHU

Digitally signed by HIMANSHU SENETILL

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pseudorym=199965230/cb200dH888484

pseudorym=199965230/cb200dH888484 SHANTILAL 221c23dib2099cdft 761c postalCode-stemAHARASHTRA serialNumber-1650 SHANTILAL seledat-RASSITTRA. STANDARD S

HIMANSHU S. KAMADAR

PARTNER

M. NO.: FCS 5171

COP NO.: 3030

UDIN: F005171B000773171

COUNTERSIGNED BY

For THE PHOENIX MILLS LIMITED

Mewara /

Gajendra Gajendra Mewara Digitally signed by Date: 2020.09.26 16:27:01 +05'30'

GAJENDRA MEWARA **COMPANY SECRETARY** M. NO.: A22941

ANNEXURE

Summary of votes cast by way of remote e-voting prior to AGM and e-voting conducted at the AGM for each of the resolutions is given below:

Resolution No. 1 as an **Ordinary Resolution** for adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Reports of the Board of Directors and Auditors thereon

			Resolution 1				
Sr. No.	Partic	ulars	No. of members who voted	No. of Votes			
a.	Votes AGM	cast through e-voting conducted at	-	_			
b.	Votes AGM	cast through remote e-voting prior to	280	13,76,30,000			
	Total		280	13,76,30,000			
C.	Less: I	nvalid e-voting/remote e-voting	1	33,019			
d.	Net va	llid Voting	279	13,75,96,981			
	(i)	Voting with assent for the Resolution % of Assent	279	13,75,96,981 100			
	(ii)	Voting with dissent for the Resolution % of Dissent	-	-			

Resolution No.2 as an **Ordinary Resolution** for adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020, together with the Report of the Auditors thereon

	Particulars		Resolution 2	
Sr. No.			No. o members wh voted	o No. of votes
a.	Votes of AGM	cast through e-voting conducted at		
b.	Votes co	ast through remote e-voting prior to	28	0 13,76,30,000
	Total		28	0 13,76,30,000
c.	Less: Invalid e-voting/remote e-voting			1 33,019
d.	Net valid Voting		27	9 13,75,96,981
	(i)	Voting with assent for the Resolution % of Assent	27	9 13,75,96,981
	(ii)	Voting with dissent for the Resolution % of Dissent		 -

Resolution No. 3 as an **Ordinary Resolution** for re-appointment of Mr. Shishir Shrivastava (DIN: 01266095), who retired by rotation and, being eligible, had offered himself for re-appointment, as Director of the Company

	Particulars		Resolution 3	
Sr. No.			No. of members who voted	No. of votes
a.		cast through e-voting conducted at		
	AGM		-	-
b.	Votes o	cast through remote e-voting prior to		
	AGM		291	14,26,81,010
	Total		291	14,26,81,010
c.	Less: Invalid e-voting/remote e-voting		1	33,019
d.	Net valid Voting		290	14,26,47,991
	(i)	Voting with assent for the		
		Resolution	278	13,99,86,826
		% of Assent		98.13
	(ii)	Voting with dissent for the		
		Resolution	12	26,61,165
	% of Dissent			1.87

Resolution No. 4 as a **Special Resolution** for re-appointment of Ms. Shweta Vyas (DIN: 06996110) as a Non-Executive Independent Director for a second term of five consecutive years commencing from October 14, 2019 to October 13, 2024

			Resolution 4	
Sr. No.	Particul	lars	No. of members who voted	No. of votes
a.		cast through e-voting conducted at		
	AGM		-	-
b.		ast through remote e-voting prior to		
	AGM		291	14,26,81,010
	Total		291	14,26,81,010
c.	Less: Invalid e-voting/remote e-voting		1	33,019
d.	Net valid Voting		290	14,26,47,991
	(i)	Voting with assent for the		
		Resolution	276	13,91,92,782
		% of Assent		97.58
	(ii)	Voting with dissent for the		
		Resolution	14	34,55,209
		% of Dissent		2.42

Resolution No. 5 as an **Ordinary Resolution** for approval of payment of Commission to Non-Executive Independent Directors of the Company

	Particulars		Resolution 5	
Sr. No.			No. of members who voted	No. of votes
a.	Votes of AGM	cast through e-voting conducted at	-	-
b.	Votes cast through remote e-voting prior to AGM		292	14,27,86,010
	Total		292	14,27,86,010
C.	Less: Invalid e-voting/remote e-voting		1	33,019
d.	Net valid Voting		291	14,27,52,991
	(i)	Voting with assent for the Resolution % of Assent	187*	11,22,97,856 78.67
	(ii)	Voting with dissent for the Resolution % of Dissent	105*	3,04,55,135 21.33

^{*}The difference in number of shareholders is on account of the fact that one shareholder has partially voted for assent and partially for dissent.

Resolution No. 6 as a **Special Resolution** for increase in limit of the borrowing power of the Board of Directors of the Company from Rs. 1,250 crores to Rs. 1,750 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher

	Particulars		Resolution 6	
Sr. No.			No. of members who voted	No. of votes
a.	Votes AGM	cast through e-voting conducted at		
b.	Votes cast through remote e-voting prior to AGM		-	-
	Total		292 292	14,27,86,010 14,27,86,010
c.	Less: Invalid e-voting/remote e-voting		1	33,019
d.	Net valid Voting		291	14,27,52,991
	(i)	Voting with assent for the Resolution % of Assent	290	14,27,52,969 100 *
	(ii)	Voting with dissent for the Resolution % of Dissent	1	22

^{*}Rounded off to the nearest number

Resolution No. 7 as a **Special Resolution** for approval to the Board of Directors of the Company to create charges, mortgages and hypothecations on the movable and immovable properties of the Company, both present and future, and/or the whole or substantially the whole of the undertaking(s) of the Company, to secure the loans/borrowings the total/aggregate of which shall not, at any time, exceed Rs. 1,750 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher

	Particulars		Resolution 7	
Sr. No.			No. of members who voted	No. of votes
a.	Votes of AGM	cast through e-voting conducted at	-	-
b.	Votes of AGM	ast through remote e-voting prior to	292	14,27,86,010
	Total		292	14,27,86,010
c.	Less: Invalid e-voting/remote e-voting		1	33,019
d.	Net valid Voting		291	14,27,52,991
	(i)	Voting with assent for the Resolution % of Assent	290	14,27,52,969 100*
	(ii)	Voting with dissent for the Resolution % of Dissent	1	22

^{*}Rounded off to the nearest number

Resolution No. 8 as a **Special Resolution** for approval of remuneration payable to Mr. Rajendra Kalkar (DIN: 03269314), Whole-Time Director of the Company with effect from April 1, 2020 for a period of 3 years i.e. upto March 31, 2023.

			Resolution 8	
Sr. No.	Particul	ars	No. of members who voted	No. of votes
a.		cast through e-voting conducted at		
	AGM		-	-
b.	Votes ca	ast through remote e-voting prior to		
	AGM		292	14,27,86,010
	Total		292	14,27,86,010
C.	Less: Invalid e-voting/remote e-voting		1	33,019
d.	Net valid Voting		291	14,27,52,991
	(i)	Voting with assent for the		
		Resolution	171*	10,70,92,539
		% of Assent		75.02
	(ii)	Voting with dissent for the		
		Resolution	121*	3,56,60,452
	% of Dissent		24.98	

^{*}The difference in number of shareholders is on account of the fact that one shareholder has partially voted for assent and partially for dissent.