

# XPRO INDIA LIMITED



Birla Building (2nd Floor),  
9/1, R. N. Mukherjee Road,  
Kolkata - 700 001, India

Tel. : +91-33-40823700/22200600  
e-mail : xprocal@xproindia.com

June 24, 2022

National Stock Exchange of India Ltd.  
"Exchange Plaza",  
Bandra-Kurla Complex, Bandra (E),  
Mumbai 400 051

**Stock Symbol XPROINDIA(EQ)**

The Dy. General Manager  
Bombay Stock Exchange Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P J Towers  
Dalal Street, Fort  
Mumbai 400 001

**Stock Code No. 590013**

Dear Sir,

**Sub : Disclosure of Voting Results of the 25<sup>th</sup> Annual General Meeting (AGM) of the Company held on June 24, 2022.**

As required under Regulation 44(3) of SEBI (LODR) Regulation, 2015, please find enclosed herewith the details of voting results of the e-voting at the AGM and the remote e-voting (held between June 21, 2022 to June 23, 2022) opted by the shareholders on all the resolutions from Item No. 1 to 8 of the Notice dated May 25, 2022 together with Scrutinizers' Reports.

Thanking you,

Yours faithfully,  
For Xpro India Limited

Amit Dhanuka  
Company Secretary

Enc: a/a

CC: M/s Central Depository Services (India) Ltd.  
25<sup>th</sup> Floor, Marathon Futurex,  
N M Joshi Marg, Lower Parel (East),  
Mumbai - 400013

**XPRO INDIA LIMITED**

**Results of Voting at the 25th AGM held on June 24, 2022**

Date of AGM	June 24, 2022
Total Number of shareholders on record date (i.e. June 17, 2022)	28090
No. of Shareholders present in the meeting either in person or through proxy:	None
Promoters and Promoter Group:	None
Public:	None
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	6
Public:	51

**Agenda - wise disclosure**

Resolution No. 1			Adoption of Directors' Report, Audited Financial Statements and Auditors Report for the year ended March 31, 2022.					
Resolution Required : (Ordinary/Special)			Ordinary					
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)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	5909286	5907050	99.96%	5907050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5909286</b>	<b>5907050</b>	<b>99.96%</b>	<b>5907050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	Remote e-voting	72162	61050	84.60%	61050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>72162</b>	<b>61050</b>	<b>84.60%</b>	<b>61050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Non Institutions	Remote e-voting	5832052	893589	15.32%	893563	26	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5832052</b>	<b>893589</b>	<b>15.32%</b>	<b>893563</b>	<b>26</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>11813500</b>	<b>6861689</b>	<b>58.08%</b>	<b>6861663</b>	<b>26</b>	<b>100.00%</b>	<b>0.00%</b>



Resolution No. 2			Payment of dividend of Rs.2.00 per ordinary share of the face value of Rs.10 each, of the Company for the financial year ended March 31, 2022.					
Resolution Required : (Ordinary/Special)			Ordinary					
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)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	5909286	5907050	99.96%	5907050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5909286</b>	<b>5907050</b>	<b>99.96%</b>	<b>5907050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	Remote e-voting	72162	61050	84.60%	61050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>72162</b>	<b>61050</b>	<b>84.60%</b>	<b>61050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Non Institutions	Remote e-voting	5832052	893811	15.33%	893800	11	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5832052</b>	<b>893811</b>	<b>15.33%</b>	<b>893800</b>	<b>11</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>11813500</b>	<b>6861911</b>	<b>58.09%</b>	<b>6861900</b>	<b>11</b>	<b>100.00%</b>	<b>0.00%</b>

Resolution No. 3			Re-appointment of Smt. Madhushree Birla as Director.					
Resolution Required : (Ordinary/Special)			Ordinary					
Whether Promoter/Promoter group are interested in the agenda/resolution?			Yes					
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)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	5909286	5907050	99.96%	5907050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5909286</b>	<b>5907050</b>	<b>99.96%</b>	<b>5907050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	Remote e-voting	72162	61050	84.60%	0	61050	0.00%	100.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>72162</b>	<b>61050</b>	<b>84.60%</b>	<b>0</b>	<b>61050</b>	<b>0.00%</b>	<b>100.00%</b>
Public - Non Institutions	Remote e-voting	5832052	893802	15.33%	893776	26	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5832052</b>	<b>893802</b>	<b>15.33%</b>	<b>893776</b>	<b>26</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>11813500</b>	<b>6861902</b>	<b>58.09%</b>	<b>6800826</b>	<b>61076</b>	<b>99.11%</b>	<b>0.89%</b>



Resolution No. 4			Re -appointment of M/s Walker Chandio & Co. LLP, Chartered Accountants (Firm Registration No.001076N/N500013) as the Statutory Auditors of the Company for a second term of five years					
Resolution Required : (Ordinary/Special)			Ordinary					
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)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	5909286	5907050	99.96%	5907050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5909286</b>	<b>5907050</b>	<b>99.96%</b>	<b>5907050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	Remote e-voting	72162	61050	84.60%	61050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>72162</b>	<b>61050</b>	<b>84.60%</b>	<b>61050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Non Institutions	Remote e-voting	5832052	893796	15.33%	893770	26	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5832052</b>	<b>893796</b>	<b>15.33%</b>	<b>893770</b>	<b>26</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>11813500</b>	<b>6861896</b>	<b>58.09%</b>	<b>6861870</b>	<b>26</b>	<b>100.00%</b>	<b>0.00%</b>

Resolution No. 5			Appointment of Sri K Balakrishnan (DIN: 00034031), as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from May 25, 2022.					
Resolution Required : (Ordinary/Special)			Special					
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)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	5909286	5907050	99.96%	5907050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5909286</b>	<b>5907050</b>	<b>99.96%</b>	<b>5907050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	Remote e-voting	72162	61050	84.60%	61050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>72162</b>	<b>61050</b>	<b>84.60%</b>	<b>61050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Non Institutions	Remote e-voting	5832052	893796	15.33%	893738	58	99.99%	0.01%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5832052</b>	<b>893796</b>	<b>15.33%</b>	<b>893738</b>	<b>58</b>	<b>99.99%</b>	<b>0.01%</b>
<b>Total</b>		<b>11813500</b>	<b>6861896</b>	<b>58.09%</b>	<b>6861838</b>	<b>58</b>	<b>100.00%</b>	<b>0.00%</b>



Resolution No. 6			Appointment of Sri Bharat Jhaver (DIN: 00379111), as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.					
Resolution Required : (Ordinary/Special)			Ordinary					
Whether Promoter/Promoter group are interested in the agenda/resolution?			Yes					
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)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	5909286	5907050	99.96%	5907050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5909286</b>	<b>5907050</b>	<b>99.96%</b>	<b>5907050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	Remote e-voting	72162	61050	84.60%	0	61050	0.00%	100.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>72162</b>	<b>61050</b>	<b>84.60%</b>	<b>0</b>	<b>61050</b>	<b>0.00%</b>	<b>100.00%</b>
Public - Non Institutions	Remote e-voting	5832052	893583	15.32%	893525	58	99.99%	0.01%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5832052</b>	<b>893583</b>	<b>15.32%</b>	<b>893525</b>	<b>58</b>	<b>99.99%</b>	<b>0.01%</b>
<b>Total</b>		<b>11813500</b>	<b>6861683</b>	<b>58.08%</b>	<b>6800575</b>	<b>61108</b>	<b>99.11%</b>	<b>0.89%</b>

Resolution No. 7			Issue of bonus equity shares in the proportion of 1 (one) new fully paid-up equity share of Rs.10/- each (Rupee Ten) each for every 2 (two) existing fully paid-up equity shares of Rs.10/- (Rupee Ten) each.					
Resolution Required : (Ordinary/Special)			Ordinary					
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)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	5909286	5907050	99.96%	5907050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5909286</b>	<b>5907050</b>	<b>99.96%</b>	<b>5907050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	Remote e-voting	72162	61050	84.60%	61050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>72162</b>	<b>61050</b>	<b>84.60%</b>	<b>61050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Non Institutions	Remote e-voting	5832052	893811	15.33%	893786	25	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5832052</b>	<b>893811</b>	<b>15.33%</b>	<b>893786</b>	<b>25</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>11813500</b>	<b>6861911</b>	<b>58.09%</b>	<b>6861886</b>	<b>25</b>	<b>100.00%</b>	<b>0.00%</b>



Resolution No. 8			Ratification of Remuneration of Rs.1,20,000/- payable to M/s Sanghavi Randeria & Associates, Cost Accountants, appointed by the Board for the Financial Year 2022-23.					
Resolution Required : (Ordinary/Special)			Ordinary					
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)=[(5)/(2)]*100
Promoter and Promoter Group	Remote e-voting	5909286	5907050	99.96%	5907050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5909286</b>	<b>5907050</b>	<b>99.96%</b>	<b>5907050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Institutions	Remote e-voting	72162	61050	84.60%	61050	0	100.00%	0.00%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>72162</b>	<b>61050</b>	<b>84.60%</b>	<b>61050</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public - Non Institutions	Remote e-voting	5832052	893583	15.32%	893493	90	99.99%	0.01%
	E-voting at the AGM		0	0.00%	0	0	0.00%	0.00%
	<b>Total</b>	<b>5832052</b>	<b>893583</b>	<b>15.32%</b>	<b>893493</b>	<b>90</b>	<b>99.99%</b>	<b>0.01%</b>
<b>Total</b>		<b>11813500</b>	<b>6861683</b>	<b>58.08%</b>	<b>6861593</b>	<b>90</b>	<b>100.00%</b>	<b>0.00%</b>





**GIRISH BHATIA, PRACTISING COMPANY SECRETARY**

Flat No.5B, Shubham Apartment  
19-B, Alipore Road, Kolkata – 700027

Mobile No : 9903868281  
Email : girishbhatia1956@gmail.com  
PAN : ACWPB0146N

**Consolidated Scrutinizer's Report**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii)  
of the Companies (Management and Administration) Rules, 2014 as amended]**

To  
The Board of Directors  
**XPRO INDIA LIMITED**  
**CIN – L25209WB1997PLC085972**  
Barjora-Mejia Road,  
P.O. Ghutgoria, Tehsil: Barjora,  
Distt : Bankura 722 202, West Bengal.

Dear Sir,

**Sub. : Annual General Meeting of the Members of Xpro India Limited held on Friday, June 24, 2022 at 10:30 a. m. IST.**

I, CS Girish Bhatia, a Company Secretary in Practice (FCS No.3295, CP No.13792), Kolkata, was duly appointed as the Scrutinizer by the Board of Directors of **Xpro India Limited** ('the Company') for the purpose of scrutinizing the e-Voting process i.e. remote e-voting and voting through electronic means at the Annual General Meeting (AGM) in a fair and transparent manner and ascertaining the results thereof in respect of Resolutions transacted at the AGM of the Members of Xpro India Limited held on Friday, the June 24, 2022 at 10:30 a. m. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") under the provisions of Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and as amended by the Companies (Management and Administration) Amendment Rules, 2016 and General Circular No.14/2020, No.17/2020, No.20/2020, No.02/2021 and No. 02/2022, respectively, issued by the Ministry of Corporate Affairs (hereinafter, collectively referred to as "MCA Circulars") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") read with Circular Nos.SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020, SEBI/HO/CFD/CMD2/CIR/P/P2021/11 dated 15<sup>th</sup> January, 2021 and SEBI/HO/DDHS/P/CIR/2022/0063 dated 13<sup>th</sup> May, 2022 (hereinafter collectively referred to as the "SEBI Circulars") issued by the Securities and Exchange Board of India (SEBI).

Compliances of the provisions of the Companies Act, 2013, the Rules framed thereunder, the MCA Circulars, the SEBI Listing Regulations and SEBI Circulars relating to holding the AGM through VC/OAVM and voting through electronic means at the AGM, by the Members of the Company on item Nos.1 to 8 contained in the Notice dated May 25, 2022 convening the AGM of the Company are responsibility of the Management of the Company. My responsibility as Scrutinizer is to ensure that voting processes, both through remote e-voting and voting through electronic means at the AGM, are conducted in a fair and transparent manner and to make a Consolidated Scrutinizer's Report, being this Report, of the total votes cast "in favour" and "against", on the Resolutions transacted at the AGM based on the Reports generated from e-voting system by the Central Depository Services (India) Limited (CDSL) for remote e-voting as well as e-voting at the AGM.

I submit my report as under :



**GIRISH BHATIA, PRACTISING COMPANY SECRETARY**

Flat No.5B, Shubham Apartment  
19-B, Alipore Road, Kolkata – 700027

Mobile No : 9903868281  
Email : girishbhatia1956@gmail.com  
PAN : ACWPB0146N

1. The Company has appointed CDSL as the agency to provide and facilitate e-voting services to the Members of the Company to cast their votes through a secured electronic voting system on the Resolutions to be transacted at the said AGM.
2. In terms of requirements of the MCA & SEBI Circulars, as stated above, the Notice of the AGM dated May 25, 2022 was sent through electronic means on May 28, 2022 to those Members whose emails were registered with the Company's RTA M/s. MCS Share Transfer Agents Limited / Depositories as on May 27, 2022.
3. As required under Rule 20(4)(iii) of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has clearly stated in the Notice convening the AGM dated May 25, 2022 that the Company has engaged the services of CDSL to provide remote e-voting facility and e-voting facility during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of businesses to be transacted at the AGM and the Members who have casts their votes by remote e-voting may attend the AGM, but shall neither be allowed to change their votes subsequently nor cast votes again during the AGM.
4. The remote e-voting period commenced on **Tuesday, June 21, 2022 at 9:00 A. M. IST and remained open till 5:00 P. M. IST on Thursday, June 23, 2022.**
5. **The Members of the Company holding shares as on "Cut-off Date" i.e. Friday, June 17, 2022** were entitled to vote, through remote e-voting system as well as voting at the AGM through electronic voting system on the proposed Resolutions for item Nos.1 to 8 as set out in Notice dated May 25, 2022.
6. The requisite advertisement pursuant to Section 108 of the Companies Act, 2013, read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (as amended) was published in the daily Newspaper viz. "The Financial Express" (in English language) and "Aajkal" (in Bengali language) on Tuesday, May 31, 2022.
7. The Votes cast through e-voting at the AGM and through remote e-voting were unlocked after conclusion of the AGM at 11:25 A. M. on June 24, 2022 in the presence of 2 witnessess – Mr. Mohit Sharma and Mr. G. K. Daga who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:



Name: Mohit Sharma



Name: G. K. Daga

8. The votes cast were diligently scrutinized and authenticated based on the records maintained by the Company and MCS Share Transfer Agent Limited (Registrar and Share Transfer Agent) with respect to number of shares held on Friday, June 17 2022, and authentication, wherever required, lodged for the purpose.
9. Based on details containg list of Members who have cast their votes on remote e-voting platform and votes cast at the AGM, through e-voting system, as downloaded from the e-voting website of CDSL ([www.evotingindia.com](http://www.evotingindia.com)), the consolidated results on the Resolutions transacted at the AGM held on June 24, 2022 are given below :





**Summary of total votes casted (aggregate of remote e-voting) is as follows:**

<b>Name of the Company</b>	XPRO INDIA LIMITED
<b>Meeting</b>	Annual General Meeting
<b>Day, Date &amp; Time</b>	Friday, June 24, 2022 at 10:30 A. M.
<b>Deemed Venue</b>	Registered Office situated at Barjora-Mejia Road, P.O. Ghutgoria, Tehsil: Barjora, Distt: Bankura 722 202, West Bengal.
<b>Mode</b>	Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)
<b>Total number of Shareholders on Record Date*</b>	28090
<b>Number of Shareholders attended the meeting through Video Conferencing</b>	57

\*Record Date implies cut-off date i.e., Friday, June 17 2022.

**Resolution No. 1– Ordinary Resolution**

To consider and adopt the Directors' Report and the audited financial statements of the Company for the financial year ended March 31, 2022 and the Auditors report thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
<b>Assent</b>	104	6861663	-	-	104	6861663	100.00
<b>Dissent</b>	2	26	-	-	2	26	0.00
<b>Total</b>	<b>106</b>	<b>6861689</b>	<b>-</b>	<b>-</b>	<b>106</b>	<b>6861689</b>	<b>100.00</b>

**Resolution No. 2 – Ordinary Resolution**

To declare a dividend of Rs.2.00 per ordinary share of the face value of Rs.10 each, of the Company for the financial year ended March 31, 2022.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
<b>Assent</b>	106	6861900	-	-	106	6861900	100.00
<b>Dissent</b>	2	11	-	-	2	11	0.00
<b>Total</b>	<b>108</b>	<b>6861911</b>	<b>-</b>	<b>-</b>	<b>108</b>	<b>6861911</b>	<b>100.00</b>

**Resolution No. 3 – Ordinary Resolution**

To appoint a Director in place of Smt. Madhushree Birla (DIN: 00004224) who retires by rotation and being eligible, offers herself for reappointment.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
<b>Assent</b>	99	6800826	-	-	99	6800826	99.11
<b>Dissent</b>	8	61076	-	-	8	61076	0.89
<b>Total</b>	<b>107</b>	<b>6861902</b>	<b>-</b>	<b>-</b>	<b>107</b>	<b>6861902</b>	<b>100.00</b>



**Resolution No. 4 – Ordinary Resolution**

To re-appoint M/s Walker Chandiook & Co. LLP, Chartered Accountants (Firm Registration No.001076N/N500013) as the Statutory Auditors of the Company for a second term of five years commencing from the conclusion of the 25th Annual General Meeting till the conclusion of the 30th Annual General Meeting and remuneration payable to them.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	104	6861870	-	-	104	6861870	100.00
Dissent	2	26	-	-	2	26	0.00
<b>Total</b>	<b>106</b>	<b>6861896</b>	<b>-</b>	<b>-</b>	<b>106</b>	<b>6861896</b>	<b>100.00</b>

**Resolution No. 5 – Special Resolution**

To appoint Sri K Balakrishnan (DIN: 00034031), as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from May 25, 2022.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	103	6861838	-	-	103	6861838	100.00
Dissent	3	58	-	-	3	58	0.00
<b>Total</b>	<b>106</b>	<b>6861896</b>	<b>-</b>	<b>-</b>	<b>106</b>	<b>6861896</b>	<b>100.00</b>

**Resolution No. 6 – Ordinary Resolution**

To appoint Sri Bharat Jhaver (DIN: 00379111), as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	96	6800575	-	-	96	6800575	99.11
Dissent	9	61108	-	-	9	61108	0.89
<b>Total</b>	<b>105</b>	<b>6861683</b>	<b>-</b>	<b>-</b>	<b>105</b>	<b>6861683</b>	<b>100.00</b>

**Resolution No. 7 – Ordinary Resolution**

To consider and approve issue of bonus equity shares in the proportion of 1 (one) new fully paid-up equity share of Rs.10/- each (Rupee Ten) each for every 2 (two) existing fully paid-up equity shares of Rs.10/- (Rupee Ten) each and 9,84,000 bonus equity shares to be kept in reserve to be issued, in the ratio of 1 (one) bonus equity share of Rs.10/- each for every 2 (two) fully paid-up equity shares after exercise of option by the holder(s) and conversion of upto 19,68,000 convertible warrants outstanding as on March 31, 2022.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	107	6861886	-	-	107	6861886	100.00
Dissent	1	25	-	-	1	25	0.00
<b>Total</b>	<b>108</b>	<b>6861911</b>	<b>-</b>	<b>-</b>	<b>108</b>	<b>6861911</b>	<b>100.00</b>



**GIRISH BHATIA, PRACTISING COMPANY SECRETARY**

Flat No.5B, Shubham Apartment  
19-B, Alipore Road, Kolkata – 700027

Mobile No : 9903868281  
Email : girishbhatia1956@gmail.com  
PAN : ACWPB0146N

**Resolution No. 8 – Ordinary Resolution**

To ratify Remuneration payable to M/s Sanghavi Randeria & Associates, Cost Accountants, appointed by the Board for the Financial Year 2022-23.

Particulars	Remote e-voting		Voting at the AGM		Total		%
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	
Assent	101	6861593	-	-	101	6861593	100.00
Dissent	4	90	-	-	4	90	0.00
<b>Total</b>	<b>105</b>	<b>6861683</b>	<b>-</b>	<b>-</b>	<b>105</b>	<b>6861683</b>	<b>100.00</b>

Based on the aforesaid results, the Resolution No(s).1 to 8 as contained in the **Notice dated May 25, 2022 have been passed with the requisite majority.**

All the relevant records relating to the e-Voting through Ballot 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 Meeting.

Thanking You,

**GIRISH BHATIA**  
*Company Secretary in Practice*

**GIRISH BHATIA**  
**COMPANY SECRETARIES**  
Flat No. 5B, Shubham Apartment  
19-B, Alipore Road  
Kolkata-700 027  
C.P No.- 13792

  
**(CS GIRISH BHATIA)**  
*Practising Company Secretary*  
FCS : 3295 CP : 13792  
UDIN - F003295D000526059

Place : Kolkata  
Date: June 24, 2022

