

XPRO INDIA LIMITED



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

Tel : +91-33-30573700/30410900
e-mail : xprocal@xproindia.com

September 5, 2017

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
1st 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 20th Annual General Meeting of the Company held on September 5, 2017

As required under Regulation 44(3) of SEBI (LODR) Regulation, 2015, please find enclosed herewith the details of voting results of the poll ordered at the AGM and the remote e-voting (held between September 2, 2017 to September 4, 2017) opted by the shareholders on all the resolutions from Item No. 1 to 5 of the Notice of the 20th AGM alongwith Scrutinizers' Reports.

Thanking you,

Yours faithfully,
For XPRO INDIA LTD

S. C. JAIN
Company Secretary

Enc: a/a

CC: M/s Central Depository Services (India) Ltd.
Phiroze Jeejeebhoy Towers, 17th Floor,
Dalal Street,
Mumbai - 400 001

XPRO INDIA LIMITED
Results of Voting at the 20th AGM held on September 5, 2017

Date of AGM	September 5, 2017
Total Number of shareholders on record date	37758
No. of Shareholders present in the meeting either in person or through proxy:	65
Promoters and Promoter Group:	10
Public:	55
No. of Shareholders attended the meeting through Video Conferencing:	None
Promoters and Promoter Group:	None
Public:	None

Agenda - wise disclosure

Resolution No. 1			Adoption of Directors' Report, Audited Financial Statements and Auditors Report for the year ended March 31, 2017					
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	Evoting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	5834286	5834286	100.00%	5834286	0	100.00%	0.00%
	Total	5834286	5834286	100.00%	5834286	0	100.00%	0.00%
Public - Institutions	Evoting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	0	0	0.00%	0	0	0.00%	0.00%
	Total	0	0	0.00%	0	0	0.00%	0.00%
Public - Non Institutions	Evoting	32811	32811	100.00%	32643	168	99.49%	0.51%
	Poll	360772	360772	100.00%	360772	0	100.00%	0.00%
	Total	393583	393583	100.00%	393415	168	99.96%	0.04%
Total		6227869	6227869	100.00%	6227701	168	99.997%	0.003%



Resolution No. 2			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	Evoting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	5834286	5834286	100.00%	5834286	0	100.00%	0.00%
	Total	5834286	5834286	100.00%	5834286	0	100.00%	0.00%
Public - Institutions	Evoting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	0	0	0.00%	0	0	0.00%	0.00%
	Total	0	0	0.00%	0	0	0.00%	0.00%
Public - Non Institutions	Evoting	32811	32811	100.00%	32643	168	99.49%	0.51%
	Poll	360772	360772	100.00%	360772	0	100.00%	0.00%
	Total	393583	393583	100.00%	393415	168	99.96%	0.04%
Total		6227869	6227869	100.00%	6227701	168	99.997%	0.003%

Resolution No. 3			Appointment of Auditors M/s Walker Chandio & Co. LLP, Chartered Accountants for a term of Five Years commencing from FY 2017-18 on such remuneration, as may be mutually agreed upon by the Board of Directors and the Auditors.					
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
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	Total	5834286	5834286	100.00%	5834286	0	100.00%	0.00%
Public - Institutions	Evoting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	0	0	0.00%	0	0	0.00%	0.00%
	Total	0	0	0.00%	0	0	0.00%	0.00%
Public - Non Institutions	Evoting	32811	32811	100.00%	32643	168	99.49%	0.51%
	Poll	360772	360772	100.00%	360772	0	100.00%	0.00%
	Total	393583	393583	100.00%	393415	168	99.96%	0.04%
Total		6227869	6227869	100.00%	6227701	168	99.997%	0.003%



Resolution No. 4			Reappointment of Sri Sidharth Birla as Chairman in the whole time employment of the Company for a term of three years with effect from March 1, 2017.					
Resolution Required : (Ordinary/Special)			Special					
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
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	Total	5834286	5834286	100.00%	5834286	0	100.00%	0.00%
Public - Institutions	Evoting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	0	0	0.00%	0	0	0.00%	0.00%
	Total	0	0	0.00%	0	0	0.00%	0.00%
Public - Non Institutions	Evoting	32811	32811	100.00%	32643	168	99.49%	0.51%
	Poll	360772	360772	100.00%	360772	0	100.00%	0.00%
	Total	393583	393583	100.00%	393415	168	99.96%	0.04%
Total		6227869	6227869	100.00%	6227701	168	99.997%	0.003%

Resolution No. 5			Ratification of Appointment of and Remuneration payable to M/s Sushil Kumar Mantri & Associates, Cost Accountant, as the Cost Auditors of the Company for the year 2017-18.					
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	Evoting	0	0	0.00%	0	0	0.00%	0.00%
	Poll	5834286	5834286	100.00%	5834286	0	100.00%	0.00%
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	Poll	0	0	0.00%	0	0	0.00%	0.00%
	Total	0	0	0.00%	0	0	0.00%	0.00%
Public - Non Institutions	Evoting	32811	32811	100.00%	32643	168	99.49%	0.51%
	Poll	360772	360772	100.00%	360772	0	100.00%	0.00%
	Total	393583	393583	100.00%	393415	168	99.96%	0.04%
Total		6227869	6227869	100.00%	6227701	168	99.997%	0.003%



K.C.KHOWALA

(Practicing Company Secretary)

FORM NO. MGT – 13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

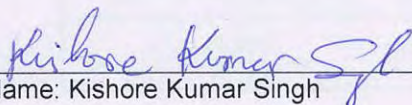
The Chairman

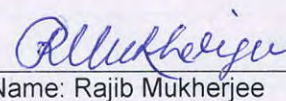
20th Annual General Meeting of the Equity Shareholders of Xpro India Limited held on Tuesday, September 5, 2017 at 10.30 a.m. at Barjora-Mejia Road, P.O. Ghutgoria, Tehsil: Barjora, Distt: Bankura, West Bengal 722 202

Dear Sir,

I, K. C. Khowala, Company Secretary (Membership No. ACS 4695 & CP No.2421) having my office at 27, Weston Street, Room No. 205, Kolkata – 700 012, have been appointed as a Scrutinizer of Xpro India Limited ("the Company") for the purpose of the poll taken on the below mentioned resolutions(s), at the 20th Annual General Meeting of the Equity Shareholders of Xpro India Limited, held on Tuesday, September 5, 2017 at 10.30 a.m. at the Registered Office of the Company at Barjora-Mejia Road, P.O. Ghutgoria, Tehsil: Barjora, Distt: Bankura, West Bengal 722 202, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorisations / proxies lodged with the Company, in the presence of two witnesses, Mr. Kishore Kumar Singh and Mr. Rajib Mukherjee who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:


Name: Kishore Kumar Singh


Name: Rajib Mukherjee

3. I did not find any poll papers invalid.
4. The results of the polls are as under:
 - (a) Resolution 1 - Adoption of Directors' Report, Audited Financial Statements and Auditors Report for the year ended March 31, 2017.



K.C.KHOWALA

(Practicing Company Secretary)

(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
64	61,95,058	100

(ii) Vote **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
None	None	None

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	None

(b) Resolution 2 - Re-appointment of Smt. Madhushree Birla as Director.

(i) Voted **in favour** of the resolution :

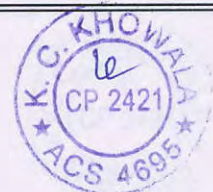
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
64	61,95,058	100

(ii) Vote **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
None	None	None

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	None



K.C.KHOWALA

(Practicing Company Secretary)

- (c) Resolution 3 – Appointment of Auditors M/s Walker Chandio& Co. LLP, Chartered Accountants for a term of Five Years commencing from FY 2017-18 on such remuneration, as may be mutually agreed upon by the Board of Directors and the 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
64	61,95,058	100

(ii) Vote **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
None	None	None

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	None

- (d) Resolution 4– Reappointment of Sri Sidharth Birla as Chairman in the whole time employment of the Company for a term of three years with effect from March 1, 2017.

(iv) 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
64	61,95,058	100

(v) Vote **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
None	None	None

(vi) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	None



K.C.KHOWALA

(Practicing Company Secretary)

- (e) Resolution 5 - Ratification of Appointment of and Remuneration payable to M/s Sushil Kumar Mantri & Associates, Cost Accountant, as the Cost Auditors of the Company for the year 2017-18.

(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
64	61,95,058	100

(ii) Vote **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
None	None	None

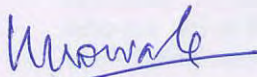
(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	None

5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

Yours faithfully,



K. C. Khowala
Practicing Company Secretary
Membership No. ACS 4695



Place : Barjora

Dated : September 5, 2017

XPRO INDIA LIMITED
Registered Office : Barjora-Mejia Road, P.O. Ghutgoria, Tehsil: Barjora, Dist. Bankura
West Bengal - 722 202, India

LIST OF SHAREHOLDERS WHO VOTED (ON POLL TAKEN AT THE AGM VENUE) "FOR", "AGAINST" AND WHOSE VOTES WERE DECLARED INVALID FOR RESOLUTIONS AT THE 20TH ANNUAL GENERAL MEETING HELD ON 5TH SEPTEMBER, 2017 AT 10.30 A.M. AT REGISTERED OFFICE OF XPRO INDIA LIMITED

"Y" means "FOR" ; "N" means "AGAINST" and "X" means "INVALID"

Sl. No.	Shareholder's Name	Name of Proxy	Ledger Folio No./ DP ID & Client ID	No. of Shares held	Resolution / Item Nos.				
					1	2	3	4	5
1	Sri C. Bhaskar		IN300183-12276925 IN301151-27951470 IN300183-10030715	1 22580 10000	Evoted and Physically Present, but not participated in Poll				
2	Sri S. Ragothaman		IN300183-10112884	54493	Y	Y	Y	Y	Y
3	Smt. Usha Ragothaman		IN300183-10112876	3688	Y	Y	Y	Y	Y
4	Sri Sayar Chand Jain		IN301055-10856172	5	Y	Y	Y	Y	Y
5	Sri Himangshu Bakshi		IN303028-50298489	12000	Y	Y	Y	Y	Y
6	Sri Vinay Kumar Agarwal		IN301549-17193256	100	Y	Y	Y	Y	Y
7	Sri Sanjay Kumar Dalmiya		74857	1	Y	Y	Y	Y	Y
8	Sri Pulak Kumar Bandopadhyay		IN302902-42212358	100	Y	Y	Y	Y	Y
9	Sri Dilip Kumar Mohanta		73405	5	Y	Y	Y	Y	Y
10	Sri Dhurba Prasad Sarkar		73409	1	Y	Y	Y	Y	Y
11	Sri Uttam Kumar Mukhopadhyay		64347	19	Y	Y	Y	Y	Y
12	Sri Arup Modak		73408	5	Y	Y	Y	Y	Y
13	Sri Samir Dutta		73406	5	Y	Y	Y	Y	Y
14	Sri Probal Kanti Bandhapadhyay		73659	5	Y	Y	Y	Y	Y
15	Sri Amit Ghosh		75276	1	Y	Y	Y	Y	Y
16	Sri Arup Beria		75277	1	Y	Y	Y	Y	Y
17	Sri Bishnu Dey		75278	1	Y	Y	Y	Y	Y
18	Sri Debidas Mukherjee		75279	1	Y	Y	Y	Y	Y
19	Sri Goutam Kumar Bhui		75280	1	Y	Y	Y	Y	Y
20	Sri Jayanta Ranjan Dey		75281	1	Y	Y	Y	Y	Y
21	Sri Kallol Ghosh		75282	1	Y	Y	Y	Y	Y
22	Sri Lakshmi Singh		75283	1	Y	Y	Y	Y	Y
23	Sri Pranab Kumar Mukhopadhyay		75284	1	Y	Y	Y	Y	Y
24	Sri Raj Narayan Pandey		75285	1	Y	Y	Y	Y	Y
25	Sri Rajib Sen		75286	1	Y	Y	Y	Y	Y
26	Sri Sanjoy Kumar Pal		75287	1	Y	Y	Y	Y	Y
27	Sri Syed Akhtar Ali		75288	1	Y	Y	Y	Y	Y
28	Sri Partha Sarathi Chakraborty		75324	5	Y	Y	Y	Y	Y
29	Sri Kalyan Kumar Chakraborty		75345	1	Y	Y	Y	Y	Y
30	Sri Himansu Sekhar Sahoo		75346	1	Y	Y	Y	Y	Y



Sl. No.	Shareholder's Name	Name of Proxy	Ledger Folio No./ DP ID & Client ID	No. of Shares held	Resolution / Item Nos.				
					1	2	3	4	5
31	Sri Subhra Biswas		75347	1	Y	Y	Y	Y	Y
32	Sri Anup Kumar Das		75348	1	Y	Y	Y	Y	Y
33	Sri Dipankar Dey		75415	1	Y	Y	Y	Y	Y
34	Sri Ashok Brahma		75416	1	Y	Y	Y	Y	Y
35	Sri Jitendra Nath Hazra		75417	1	Y	Y	Y	Y	Y
36	Sri D. N. Bhattacharya		75418	1	Y	Y	Y	Y	Y
37	Sri Bidhu Bhusan Pal		75474	1	Y	Y	Y	Y	Y
38	Sri Subhasish Mazumdar		75475	1	Y	Y	Y	Y	Y
39	Sri Sourav Dasgupta		75476	1	Y	Y	Y	Y	Y
40	iPro Capital Limited	Sri H. Bakshi	IN301055-10737280	2900000	Y	Y	Y	Y	Y
41	Intellipro Finance Pvt. Ltd.	Sri S. C. Jain	IN301055-10818947	2270000	Y	Y	Y	Y	Y
42	Birla Holdings Limited	Sri D. P. Sarkar	IN301151-22195871	166650	Y	Y	Y	Y	Y
43	Birla Eastern Ltd.	Sri D. P. Sarkar	IN301055-10858764	18400	Y	Y	Y	Y	Y
44	Central India General Agents Limited	Sri D. P. Sarkar	IN300222-10039845	275000	Y	Y	Y	Y	Y
45	Sri Sidharth Kumar Birla	Sri D. P. Sarkar	IN300476-40114764	201875	Y	Y	Y	Y	Y
46	Smt. Madhushree Birla	Sri D. P. Sarkar	IN300476-40134680	125	Y	Y	Y	Y	Y
47	Sri Sudarshan Kumar Birla	Sri D. P. Sarkar	IN300183-11741550	553	Y	Y	Y	Y	Y
48	Sudarshan Kumar Birla (HUF)	Sri D. P. Sarkar	IN301549-35204917	156	Y	Y	Y	Y	Y
49	Smt. Sumangala Birla	Sri D. P. Sarkar	IN300476-40152702	1527	Y	Y	Y	Y	Y
50	Ms. Meenakshi Birla	Sri D. P. Sarkar	IN301549-30356103	175000	Y	Y	Y	Y	Y
51	Smt. Vasusri Jhaver	Sri D. P. Sarkar	IN301549-18744246	52448	Y	Y	Y	Y	Y
52	Sri Utsav Parekh	Sri D. P. Sarkar	120160000036974	36801	Y	Y	Y	Y	Y
53	Nand Kishore Poddar HUF	Sri D. P. Sarkar	1301760000268625	500	Y	Y	Y	Y	Y
54	Sukriti Education Society	Sri D. P. Sarkar	25103	2205	Y	Y	Y	Y	Y
55	Smt. Abha Jain	Sri D. P. Sarkar	IN300476-40945757	105	Y	Y	Y	Y	Y
56	Sri Vijay Kumar Madan	Sri D. P. Sarkar	IN300476-41610463	5000	Y	Y	Y	Y	Y
57	Sri S. Vijaya Ragavan	Sri D. P. Sarkar	13751	65	Y	Y	Y	Y	Y
58	Sri Harshvardhen Bhatt	Sri D. P. Sarkar	13665	50	Y	Y	Y	Y	Y
59	Sri Hari Kishan Wadhwa	Sri D. P. Sarkar	13729	195	Y	Y	Y	Y	Y
60	Sri Rajendra Prasad Chomal	Sri D. P. Sarkar	IN300476-40139474	1800	Y	Y	Y	Y	Y
61	Sri Natarajan Ravindran	Sri D. P. Sarkar	75022	15000	Y	Y	Y	Y	Y
62	Sri Gopalakrishna Akshayalingam Murthy	Sri D. P. Sarkar	70807	100	Y	Y	Y	Y	Y
63	Sri Umrao Chand Jain	Sri D. P. Sarkar	IN300214-13860671	391	Y	Y	Y	Y	Y
64	Sri Gopal Krishna Sureka	Sri D. P. Sarkar	0007898	117	Y	Y	Y	Y	Y
			0015925	382	Y	Y	Y	Y	Y
			0033243	5	Y	Y	Y	Y	Y
			IN301276-30530050	114	Y	Y	Y	Y	Y
			IN301276-30537550	36	Y	Y	Y	Y	Y
65	Sri Tusar Subhra Banerjee		IN301055-10730770	2	Y	Y	Y	Y	Y
				6195058					



K.C.KHOWALA

(Practicing Company Secretary)

FORM NO. MGT – 13

Scrutinizer's Report

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,

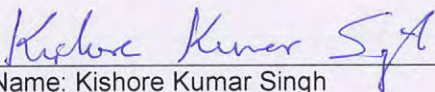
The Chairman

20th Annual General Meeting of the Equity Shareholders of Xpro India Limited
held on Tuesday, September 5, 2017 at 10.30 a.m.
at Barjora-Mejia Road, P.O. Ghutgoria, Tehsil: Barjora, Distt: Bankura, West Bengal 722 202

Dear Sir,

I, K. C. Khowala, Company Secretary (Membership No. ACS 4695 & CP No.2421) having my office at 27, Weston Street, Room No. 205, Kolkata – 700 012, have been appointed as a Scrutinizer of Xpro India Limited ("the Company") for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the results of e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions(s), at the 20th Annual General Meeting of the Equity Shareholders of Xpro India Limited, held on Tuesday, September 5, 2017 at 10.30 a.m. at the Registered Office of the Company at Barjora-Mejia Road, P.O. Ghutgoria, Tehsil: Barjora, Distt: Bankura, West Bengal - 722202. I submit my report as under:

1. The remote e-voting period remained open from September 2, 2017 (9.00 a.m.) to September 4, 2017 (5.00 p.m.).
2. The shareholders holding shares as on the "cut off" date i.e., August 30, 2017 were entitled to vote on the proposed resolutions (Item nos. 1 to 5 as set out in the Notice of the 20th AGM of Xpro India Limited).
3. The votes were unblocked on September 5, 2017 by me in the presence of two witnesses, Mr. Kishore Kumar Singh and Mr. Rajib Mukherjee who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:


Name: Kishore Kumar Singh


Name: Rajib Mukherjee

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>) – Annexure – A
5. The results of the e-voting are as under:



K.C.KHOWALA

(Practicing Company Secretary)

- (a) Resolution 1 - Adoption of Directors' Report, Audited Financial Statements and Auditors Report for the year ended March 31, 2017.

(i) Voted **in favour** of the resolution :

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
8	32,643	100%

(ii) Vote **against** the resolution :

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	168	100%

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	None

- (b) Resolution 2 - Re-appointment of Smt. Madhushree Birla as Director.

(i) Voted **in favour** of the resolution :

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
8	32,643	100%

(ii) Vote **against** the resolution :

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	168	100%

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	None



K.C.KHOWALA

(Practicing Company Secretary)

- (c) Resolution 3 – Appointment of Auditors M/s Walker Chandio& Co. LLP, Chartered Accountants for a term of Five Years commencing from FY 2017-18 on such remuneration, as may be mutually agreed upon by the Board of Directors and the Auditors.

(i) Voted **in favour** of the resolution :

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
8	32,643	100%

(ii) Vote **against** the resolution :

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	168	100%

(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	None

- (d) Resolution 4– Reappointment of Sri Sidharth Birla as Chairman in the whole time employment of the Company for a term of three years with effect from March 1, 2017.

(iv) Voted **in favour** of the resolution :

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
8	32,643	100%

(v) Vote **against** the resolution :

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	168	100%

(vi) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	None



K.C.KHOWALA

(Practicing Company Secretary)

- (e) Resolution 5 - Ratification of Appointment of and Remuneration payable to M/s Sushil Kumar Mantri & Associates, Cost Accountant, as the Cost Auditors of the Company for the year 2017-18.

(i) Voted **in favour** of the resolution :

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
8	32,643	100%

(ii) Vote **against** the resolution :

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	168	100%

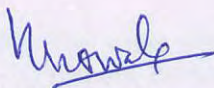
(iii) **Invalid** votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
None	None

6. The Register and all other papers relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter, the same shall be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



K. C. Khowala
Practicing Company Secretary
Membership No. ACS 4695



Place : Barjora

Dated : September 5, 2017

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Entry

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Finalise Voting

Report

Vote Verification

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EVSN
ISIN

Nominal Value

Voting Rights

Total Folios Voted

No of Votes

170719023 for XPRO INDIA LIMITED

INE445C01015 XPRO INDIA LIMITED

10

1

9

32811

Res. No.						Total Count	Total
1	8	32643 (99.49%)	1	168 (0.51%)	9	32811	
2	8	32643 (99.49%)	1	168 (0.51%)	9	32811	
3	8	32643 (99.49%)	1	168 (0.51%)	9	32811	
4	8	32643 (99.49%)	1	168 (0.51%)	9	32811	
5	8	32643 (99.49%)	1	168 (0.51%)	9	32811	

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Report Generation Date and Time : 05-09-2017:11:17:12

EVSN	ISIN	No of Folios Voted	No of Votes
170719023	INE445C01015	9	32811

Voting Start Date and Time : 02-09-2017 09:00
 Voting End Date and Time : 04-09-2017 17:00
 Meeting Date and Start Time :05-09-2017 10:30
 Voting Finalisation Date and Time: 05-09-2017 11:17

Res. No.	Yes Count	Yes (%)	No Count	No (%)	TotalCount	Total
1	8	32643 (99.49%)	1	168 (0.51%)	9	32811
2	8	32643 (99.49%)	1	168 (0.51%)	9	32811
3	8	32643 (99.49%)	1	168 (0.51%)	9	32811
4	8	32643 (99.49%)	1	168 (0.51%)	9	32811
5	8	32643 (99.49%)	1	168 (0.51%)	9	32811

File Generated Date and Time : 05-09-2017:11:17:12

Memberid	Member Name	No. of Shares	Resolution Number	No. of Votes for Yes	No. of Votes for No	No. of Votes for Abstain	Date of Voting
1201210000026648	SHANTI SHYAMSUNDER GHANANI	10.000	1	10.000	0.000	0.000	02/09/2017 10:42:46 AM
IN30011810449827	PRAVEEN KUMAR	1.000	1	1.000	0.000	0.000	02/09/2017 11:24:28 AM
IN30018310030715	C BHASKAR	10000.000	1	10000.000	0.000	0.000	04/09/2017 10:46:01 AM
IN30018312276925	C BHASKAR	1.000	1	1.000	0.000	0.000	04/09/2017 10:49:52 AM
IN30115127951470	C BHASKAR	22580.000	1	22580.000	0.000	0.000	04/09/2017 10:47:59 AM
IN30125013269754	SANTOSH KUMAR SARAF	168.000	1	0.000	168.000	0.000	03/09/2017 03:13:23 PM
IN30260310017546	SHOBHA SURESH SHENOY	5.000	1	5.000	0.000	0.000	02/09/2017 10:18:46 AM
IN30267931480960	S RADHAKRISHNAN	18.000	1	18.000	0.000	0.000	02/09/2017 02:17:12 PM
IN30290242593336	URMILA SURYAKANT PARIKH	28.000	1	28.000	0.000	0.000	02/09/2017 07:35:12 PM
		32811.000		32643.000	168.000	0.000	
1201210000026648	SHANTI SHYAMSUNDER GHANANI	10.000	2	10.000	0.000	0.000	02/09/2017 10:42:46 AM
IN30011810449827	PRAVEEN KUMAR	1.000	2	1.000	0.000	0.000	02/09/2017 11:24:28 AM
IN30018310030715	C BHASKAR	10000.000	2	10000.000	0.000	0.000	04/09/2017 10:46:01 AM
IN30018312276925	C BHASKAR	1.000	2	1.000	0.000	0.000	04/09/2017 10:49:52 AM
IN30115127951470	C BHASKAR	22580.000	2	22580.000	0.000	0.000	04/09/2017 10:47:59 AM
IN30125013269754	SANTOSH KUMAR SARAF	168.000	2	0.000	168.000	0.000	03/09/2017 03:13:23 PM
IN30260310017546	SHOBHA SURESH SHENOY	5.000	2	5.000	0.000	0.000	02/09/2017 10:18:46 AM
IN30267931480960	S RADHAKRISHNAN	18.000	2	18.000	0.000	0.000	02/09/2017 02:17:12 PM
IN30290242593336	URMILA SURYAKANT PARIKH	28.000	2	28.000	0.000	0.000	02/09/2017 07:35:12 PM
		32811.000		32643.000	168.000	0.000	
1201210000026648	SHANTI SHYAMSUNDER GHANANI	10.000	3	10.000	0.000	0.000	02/09/2017 10:42:46 AM
IN30011810449827	PRAVEEN KUMAR	1.000	3	1.000	0.000	0.000	02/09/2017 11:24:28 AM
IN30018310030715	C BHASKAR	10000.000	3	10000.000	0.000	0.000	04/09/2017 10:46:01 AM
IN30018312276925	C BHASKAR	1.000	3	1.000	0.000	0.000	04/09/2017 10:49:52 AM
IN30115127951470	C BHASKAR	22580.000	3	22580.000	0.000	0.000	04/09/2017 10:47:59 AM
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IN30267931480960	S RADHAKRISHNAN	18.000	3	18.000	0.000	0.000	02/09/2017 02:17:12 PM
IN30290242593336	URMILA SURYAKANT PARIKH	28.000	3	28.000	0.000	0.000	02/09/2017 07:35:12 PM
		32811.000		32643.000	168.000	0.000	
1201210000026648	SHANTI SHYAMSUNDER GHANANI	10.000	4	10.000	0.000	0.000	02/09/2017 10:42:46 AM
IN30011810449827	PRAVEEN KUMAR	1.000	4	1.000	0.000	0.000	02/09/2017 11:24:28 AM
IN30018310030715	C BHASKAR	10000.000	4	10000.000	0.000	0.000	04/09/2017 10:46:01 AM
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