

Federal-Mogul Goetze (India) Limited A Tenneco Group Company

Corporate Office : Paras Twin Towers, 10th Floor, Tower B, Sector 54,

Golf Course Road, Gurugram - 122 002 Tel.: (91-124) 4784530 • Fax: (91-124) 4292840

Date: 23rd September, 2020

Listing Department
 BSE Limited
 Phiroze Jeejeebhoy Towers
 Dalal Street, Mumbai 400001

(Fax: 022-22723719 /22722037/ 22722041 /22722061/ 22722039 /22658121)

(Fax: 022-26598237/26598238)

Listing Department
 National Stock Exchange of India Ltd.
 Exchange Plaza, 5th Floor
 Plot No. C/1, G Block,
 Bandra-Kurla Complex
 Bandra (East), Mumbai 400051

Subject: Voting Results under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 & Scrutinizers' Report pursuant to Section 108 of the Companies Act, 2013

Dear Sir/ Ma'am.

Pursuant to Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the Voting Results of the 65th Annual General Meeting of the Company held on Tuesday, 22nd September, 2020 at 11:00 a.m. onwards through video conferencing along with the Scrutinizers' Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 read with General Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 20th May, 2020 issued by the Ministry of Corporate Affairs and Circular dated 12th May, 2020 issued by the Securities Exchange Board of India.

Please take the same on your records.

Thanking you,

Yours faithfully,

For Federal-Mogul Goetze (India) Limited

(Dr. Khalid Iqbal Khan)

Whole-time Director-Legal & Company Secretary

Encl.: As above

CC:

National Securities Depository Limited Trade World, 4th Floor Kamala Mills Compound Senapati Bapat Marg Lower Parel, Mumbai 400 013 Central Depository Services (India) Limited Marathon Futurex A-Wing 25th Floor NM Joshi Marg, Lower Parel, Mumbai 400 013

Corporate Identification Number: L74899DL1954PLC002452

Regd. Office: DLF Prime Towers 10 Ground Floor, F 79 & 80, Okhla Phase - I, New Delhi - 110 020 Tel.: (91-11) 49057597 • Fax: (91-11) 49057597

| Voting Results of 65th AGM | |
|--|------------|
| Details of poll at AGM and e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions: | |
| Date of the AGM | 22.09.2020 |
| Total number of shareholders on record date | 15,527 |
| No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public: | N.A |
| No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public: | 2 62 |

1. Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 and Reports of the Directors' and Auditors' thereon.

| Whether promoter/ promo | ter group are interested in the A | genda/resolution | | | | | | No |
|-------------------------|-----------------------------------|--------------------|-------------|-------------------|-----------------|----------------------|-----------------|-----------------------|
| Category | Mode of Voting | NO. OI SHATES HEID | No of Valid | % of Votes Polled | No. of Votes in | No. of Votes Against | % of votes in | % of votes against on |
| | | (1) | (2) | (3)=(2)/(1)*100 | (4) | (5) | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoters and Promoter | E-voting | | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| Group | Poll | 41,715,454 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Group | Total | | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| | E-voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public-Institutions | Poll | 15,401 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-voting | | 6,015 | 0.0433 | 6,014 | 1 | 99.9834 | 0.0166 |
| Public-Non Institutions | Poll | 13,901,275 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6,015 | 0.0433 | 6,014 | 1 | 99.9834 | 0.0166 |
| Total | | 55,632,130 | 41,721,469 | 74.9953 | 41,721,468 | 1 | 100.0000 | 0.0000 |

2. Ordinary Resolution: To appoint a director in place of Dr. Khalid Iqbal Khan (DIN: 05253556) who retires by rotation and being eligible, offers himself for re-appointment.

| Whether promoter/ promo | ter group are interested in the A | genda/resolution | | | | | | No |
|-------------------------|-----------------------------------|--------------------|-----------------------------|---|---------------------------|----------------------|--------------------------------------|---------------------------------------|
| Category | Mode of Voting | No. of shares held | No of Valid 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 |
| Promoters and Promoter | E-voting | | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| Group | Poll | 41,715,454 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Стобр | Total | | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| | E-voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public-Institutions | Poll | 15,401 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-voting |] | 6,015 | 0.0433 | 5,714 | 301 | 94.9958 | 5.0042 |
| Public-Non Institutions | Poll | 13,901,275 | - | 0.0000 | - | 0 | 0.0000 | 0.0000 |
| | Total | | 6,015 | 0.0433 | 5,714 | 301 | 94.9958 | 5.0042 |
| Total | | 55,632,130 | 41,721,469 | 74.9953 | 41,721,168 | 301 | 99.9993 | 0.0007 |

3. Ordinary Resolution: -To appoint a director in place of Mr. Sunit Kapur (DIN: 03435110) who retires by rotation and being eligible, offers himself for re-appointment.

| Whether promoter/ promo | ter group are interested in the A | genda/resolution | | | | | | No |
|-------------------------|-----------------------------------|--------------------|-----------------------------|---|---------------------------|----------------------|--------------------------------------|---------------------------------------|
| Category | Mode of Voting | No. of shares held | No of Valid 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 |
| Promoters and Promoter | E-voting | | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| Group | Poll | 41,715,454 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Стоир | Total | | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| | E-voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public-Institutions | Poll | 15,401 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-voting | | 6,015 | 0.0433 | 6,014 | 1 | 99.9834 | 0.0166 |
| Public-Non Institutions | Poll | 13,901,275 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6,015 | 0.0433 | 6,014 | 1 | 99.9834 | 0.0166 |
| Total | | 55,632,130 | 41,721,469 | 74.9953 | 41,721,468 | 1 | 100.0000 | 0.0000 |

| 4.Ordinary Resolution: Rati | ification of remuneration to cost | auditor for the financ | ial year 2020-21. | | | | | |
|-----------------------------|------------------------------------|------------------------|-----------------------------|---|---------------------------|----------------------|--|---------------------------------------|
| Whether promoter/ promo | oter group are interested in the A | genda/resolution | | | | | | No |
| Category | Mode of Voting | No. of shares held | No of Valid 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 |
| Promoters and Promoter | E-voting | | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| Group | Poll | 41,715,454 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| droup | Total | | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| | E-voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | 15,401 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |

| | E-voting | | 6,015 | 0.0433 | 6,014 | 1 | 99.9834 | 0.0166 |
|-------------------------|----------|------------|------------|---------|------------|---|----------|--------|
| Public-Non Institutions | Poll | 13,901,275 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6,015 | 0.0433 | 6,014 | 1 | 99.9834 | 0.0166 |
| Total | | 55,632,130 | 41,721,469 | 74.9953 | 41,721,468 | 1 | 100.0000 | 0.0000 |

5. Ordinary Resolution: Appointment of Mr. Stephen Shaun Merry (DIN: 08749114) as a director liable to retire by rotation.

| Whether promoter/ promo | Whether promoter/ promoter group are interested in the Agenda/resolution | | | | | | | No |
|-------------------------|--|--------------------|-----------------------------|---|---------------------------|----------------------|--|---------------------------------------|
| Category | Mode of Voting | No. of shares held | No of Valid 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 |
| Promoters and Promoter | E-voting | | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| Group | Poll | 41,715,454 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Стоир | Total | | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| | E-voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public-Institutions | Poll | 15,401 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-voting | | 6,015 | 0.0433 | 6,014 | 1 | 99.9834 | 0.0166 |
| Public-Non Institutions | Poll | 13,901,275 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6,015 | 0.0433 | 6,014 | 1 | 99.9834 | 0.0166 |
| Total | | 55,632,130 | 41,721,469 | 74.9953 | 41,721,468 | 1 | 100.0000 | 0.0000 |

| 6. Special Resolution: Re-Ap | ppointment of Mr. Krishnamu | rthy Naga Subramaniam | (DIN: 00041843) | as Independent Direc | tor for a second te | rm. | | |
|------------------------------|---------------------------------|-----------------------|-----------------------------|---|---------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/ promo | ter group are interested in the | Agenda/resolution | | | | | | No |
| Category | Mode of Voting | No. of shares held | No of Valid 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 | | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| Promoters and Promoter | Poll | 41,715,454 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Group | Total | , , , | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| | E-voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public-Institutions | Poll | 15,401 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-voting | | 6,015 | 0.0433 | 6,014 | 1 | 99.9834 | 0.0166 |
| Public-Non Institutions | Poll | 13,901,275 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6,015 | 0.0433 | 6,014 | 1 | 99.9834 | 0.0166 |
| Total | | 55,632,130 | 41,721,469 | 74.9953 | 41,721,468 | 1 | 100.0000 | 0.0000 |

| 7.Special Resolution:Re-app | pointment of Mr. K.C. Sundaresh | an Pillai (DIN: 068469 | 49) as an Indepen | dent Director for a se | econd term. | | | |
|-----------------------------|-----------------------------------|------------------------|-----------------------------|---|---------------------------|----------------------|--------------------------------------|---------------------------------------|
| Whether promoter/ promo | ter group are interested in the A | genda/resolution | | | | | | No |
| Category | Mode of Voting | No. of shares held | No of Valid 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 |
| Promoters and Promoter | E-voting | 41 715 454 | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| C | Poll | 41,715,454 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |

| | _ | _ | | | | | | |
|-------------------------|----------|------------|------------|----------|------------|---|----------|--------|
| огоар | Total | | 41,715,454 | 100.0000 | 41,715,454 | 0 | 100.0000 | 0.0000 |
| | E-voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public-Institutions | Poll | 15,401 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total |] | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-voting | | 6,015 | 0.0433 | 6,014 | 1 | 99.9834 | 0.0166 |
| Public-Non Institutions | Poll | 13,901,275 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6,015 | 0.0433 | 6,014 | 1 | 99.9834 | 0.0166 |
| Total | | 55,632,130 | 41,721,469 | 74.9953 | 41,721,468 | 1 | 100.0000 | 0.0000 |
| | | | | | | | | |

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration)

Rules, 2014, as amended]

To,

The Chairperson

Federal-Mogul Goetze (India) Limited

(CIN: L74899DL1954PLC002452)

DLF Prime Towers, 10 Ground Floor,

F-79 & 80, Okhla Phase - I, New Delhi- 110020

Subject: Consolidated Scrutinizer's Report w.r.t the 65th Annual General Meeting ("AGM") of the members of Federal-Mogul Goetze (India) Limited (the "Company") having CIN: L74899DL1954PLC002452, held on Tuesday, 22nd September 2020, through video conferencing.

Dear Sir,

I, Advocate Abhishek Bansal, having office situated at D-112, LGF, Panchsheel Enclave, New Delhi-110017, India, have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the voting process through electronic means, i.e. remote e-voting prior to the AGM ("remote e-voting") and e-voting during the AGM ("e-voting") under the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, on the resolutions mentioned in the notice dated 26th June, 2020, calling the 65th AGM of the members of the Company held on Tuesday, 22nd day of September, 2020 at 11:00 a.m. IST through video conferencing and in accordance with the Circulars issued by the Ministry of Corporate Affairs ("MCA") vide General Circular No. 14/2020, 17/2020 and 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020, respectively and for the purpose of which the registered office of the Company situated at DLF Prime Towers, 10 Ground Floor, F-79 & 80, Okhla Phase - I, New Delhi – 110020, India, was deemed to be considered as the venue for the AGM and proceedings of the AGM were deemed to be made thereat.

I submit my report as under: -

1. The remote e-voting period commenced on Saturday, 19th September, 2020 at 09:00 A.M. IST and ended on

Monday, 21st September, 2020 at 05:00 P.M. IST via remote e-voting platform on the designated web portal

of National Securities Depositories Limited ("NSDL"), Authorized Agency to provide remote e-voting before

the AGM and e-voting facility during the AGM viz.: https://www.evoting.nsdl.com/.

2. The members of the Company as on the "cut off" date i.e. Tuesday, 15th September, 2020 were entitled to

avail the facility of remote e-voting as well as e-voting on the proposed resolution(s) as set out in the notice

dated 26th June, 2020.

3. The Company had provided e-voting facility for the members to vote during the AGM who attended the

meeting through video conferencing and had not voted on the proposed resolutions through remote e-

voting, to cast their vote during the AGM.

4. The total paid up equity share capital of the Company as on Tuesday, 15th September, 2020, was INR

55,63,21,300/- (Indian rupees fifty-five crore sixty three lakhs twenty one thousand three hundred only)

divided into 5,56,32,130 (five crore fifty six lakhs thirty two thousand one hundred thirty) equity shares of

INR 10/- (Indian rupees ten only) each.

5. After the conclusion of e-voting at the AGM, the votes cast by the members present through video

conferencing during the AGM through e-voting system and through remote e-voting facility, were unblocked

and downloaded from the e-voting website of NSDL (https://www.evoting.nsdl.com/.) on 22nd September,

2020, in the presence of two witnesses, Ms. Iram Naaz and Mr. Nitin Goswami, who are not in employment

of the Company. They have signed below in confirmation of the votes being unblocked in their presence:

Iram Naaz

Nitin Goswami

6. I have scrutinized and reviewed the votes cast by the members through remote e-voting and through e-

voting process, based on the data downloaded from the NSDL e-voting system.

7. The cases where the members have voted for higher number of shares as compared to their entitlement

as on cut-off date, the number of their shares held by them as on the cut-off date has been considered.

8. The management of the Company is responsible to ensure the compliance with the requirements of: (i)

the Companies Act, 2013 read with rules framed thereunder; (ii) the MCA circulars; (iii) the Securities

Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, relating to

conducting the AGM through VC/ OAVM and to organize the remote e-voting and e-voting process on the

resolutions contained in the notice calling the AGM dated 26th June, 2020. The management of the

Company is responsible for ensuring a secured framework and robustness of the electronic voting

systems.

My responsibility as a Scrutinizer for ascertaining the e-voting process, i.e. remote e-voting and e-voting

process, is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "in

against" or "no comments" to the resolutions contained in the notice, based on the reports generated

from the e-voting platform provided by the NSDL, an Authorized Agency to provide e-voting facility.

9. The consolidated summary of results of remote e-voting and e-voting, based on the reports generated by

the NSDL, are as under:

Resolution No. 1- To receive, consider and adopt the Audited Financial Statements including

Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 and

Reports of the Directors' and Auditors' thereon.

| | C | Ordinary Resolution | n | |
|-------------|---------------------|---------------------|-------------|------------|
| | <u> </u> | | | |
| Particulars | Remote e- voting | E-voting | Total | Percentage |
| Assent | 4,17,21,192 | 276 | 4,17,21,468 | 100 |
| Dissent | 0 | 1 | 1 | 0 |
| Total | 4,17,21,192 | 277 | 4,17,21,469 | 100 |

Therefore, the Resolution no. 1 has been approved with requisite majority. Details of e-voting during the AGM & remote e-voting are given in <u>Annexure- A.</u>

<u>Resolution No. 2</u>- To appoint a director in place of Dr. Khalid Iqbal Khan (DIN: 05253556) who retires by rotation and being eligible, offers himself for re-appointment.

| Ordinary Resolution | | | | | | | | | |
|---------------------|---------------------|----------|-------------|------------|--|--|--|--|--|
| | N | | | | | | | | |
| Particulars | Remote e- voting | E-voting | Total | Percentage | | | | | |
| Assent | 4,17,20,892 | 276 | 4,17,21,168 | 99.999 | | | | | |
| Dissent | 300 | 1 | 301 | 0.001 | | | | | |
| Total | 4,17,21,192 | 277 | 4,17,21,469 | 100 | | | | | |

Therefore, the Resolution no. 2 has been approved with requisite majority. Details of e-voting & remote e-voting are given in <u>Annexure-B.</u>

Resolution No. 3- To appoint a director in place of Mr. Sunit Kapur (DIN: 03435110) who retires by rotation and being eligible, offers himself for re-appointment.

| | C | Ordinary Resolution | n | |
|-------------|---------------------|---------------------|-------------|------------|
| | | lumber of valid vo | tes | |
| Particulars | Remote e- voting | E-voting | Total | Percentage |
| Assent | 4,17,21,192 | 276 | 4,17,21,468 | 100 |
| Dissent | 0 | 1 | 1 | 0 |
| Total | 4,17,21,192 | 277 | 4,17,21,469 | 100 |

Therefore, the Resolution no. 3 has been approved with requisite majority. Details of e-voting & remote e-voting are given in <u>Annexure- C.</u>

Resolution No. 4- Ratification of remuneration to cost auditor for the financial year 2020-21.

| | C | Ordinary Resolution | n | |
|-------------|---------------------|---------------------|-------------|------------|
| | N | lumber of valid vo | tes | |
| Particulars | Remote e- voting | E-voting | Total | Percentage |
| Assent | 4,17,21,192 | 276 | 4,17,21,468 | 100 |
| Dissent | 0 | 1 | 1 | 0 |
| Total | 4,17,21,192 | 277 | 4,17,21,469 | 100 |

Therefore, the Resolution no. 4 has been approved with requisite majority. Details of e-voting & remote e-voting are given in <u>Annexure- D.</u>

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<u>Resolution No.5-</u> Appointment of Mr. Stephen Shaun Merry (DIN: 08749114) as a director liable to retire by rotation.

| | c | Ordinary Resolution | n | |
|-------------|---------------------|---------------------|-------------|------------|
| | N | lumber of valid vo | tes | |
| Particulars | Remote e- voting | E-voting | Total | Percentage |
| Assent | 4,17,21,192 | 276 | 4,17,21,468 | 100 |
| Dissent | 0 | 1 | 1 | 0 |
| Total | 4,17,21,192 | 277 | 4,17,21,469 | 100 |

Therefore, the Resolution no. 5 has been approved with requisite majority. Details of e-voting & remote e-voting are given in <u>Annexure- E.</u>

<u>Resolution No. 6-</u> Re-Appointment of Mr. Krishnamurthy Naga Subramaniam (DIN: 00041843) as Independent Director for a second term.

| | | Special Resolution | | |
|-------------|---------------------|--------------------|-------------|------------|
| | N | lumber of valid vo | tes | |
| Particulars | Remote e- voting | E-voting | Total | Percentage |
| Assent | 4,17,21,192 | 276 | 4,17,21,468 | 100 |
| Dissent | 0 | 1 | 1 | 0 |
| Total | 4,17,21,192 | 277 | 4,17,21,469 | 100 |

Therefore, the Resolution no. 6 has been approved with requisite majority. Details of e-voting & remote e-voting are given in Annexure-F.

Resolution No. 7- Re-appointment of Mr. K.C. Sundareshan Pillai (DIN: 06846949) as an Independent Director for a second term.

| | 4 | Special Resolution | | |
|-------------|---------------------|--------------------|-------------|------------|
| | N | lumber of valid vo | tes | |
| Particulars | Remote e- voting | E-voting | Total | Percentage |
| Assent | 4,17,21,192 | 276 | 4,17,21,468 | 100 |
| Dissent | 0 | 1 | 1 | 0 |
| Total | 4,17,21,192 | 277 | 4,17,21,469 | 100 |

Therefore, the Resolution no. 7 has been approved with requisite majority. Details of e-voting & remote e-voting are given in <u>Annexure- G.</u>

Thanking you,

ABHISHEK BANSAL (Advocate)

Scrutinizer

M. no.: D/2726/2008

Date: 23rd September 2020

Place: New Delhi

Countersigned by

Dr. Khalid Iqbal Khan Authorized Signatory

Annexure - A

Details of e-voting during the AGM & remote e-voting for Resolution No. 1 are as under:

A1. E- VOTING:

| Particulars | No. of | | Paid-up value of the equity share: |
|-------------------------|--------|-----|------------------------------------|
| | voters | | (In INR) |
| a) Total votes received | 8 | 277 | 2,770 |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net valid votes | 8 | 277 | 2,770 |
| d) Votes with assent | 7 | 276 | 2,760 |
| e) Votes with dissent | 1 | 1 | 10 |

A2. VOTING THROUGH REMOTE E-VOTING:

| Particulars | No. of e-voters | No. of equity shares | Paid-up value of the equity shares |
|-------------------------|--------------------|----------------------|------------------------------------|
| | | | (In INR) |
| a) Total votes received | 98 | 4,17,21,192 | 41,72,11,920 |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net valid votes | 98 | 4,17,21,192 | 41,72,11,920 |
| d) Votes with assent | 98 | 4,17,21,192 | 41,72,11,920 |
| e) Votes with dissent | 0 | 0 | 0 |

Annexure - B

Details of e-voting during the AGM & remote e-voting for Resolution No. 2 are as under:

B1. VOTING:

| Particulars | No. of | The state of the s | Paid-up value of the equity shares |
|-------------------------|--------|--|------------------------------------|
| | voters | | (In INR) |
| a) Total votes received | 8 | 277 | 2,770 |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net valid votes | 8 | 277 | 2,770 |
| d) Votes with assent | 7 | 276 | 2,760 |
| e) Votes with dissent | 1 | 1 | 10 |

B2. VOTING THROUGH REMOTE E-VOTING:

| Particulars | No. of | No. of equity shares | Paid-up value of the equity shar | |
|-------------------------|----------|----------------------|----------------------------------|--|
| | e-voters | | (In INR) | |
| a) Total votes received | 98 | 4,17,21,192 | 41,72,11,920 | |
| b) Less: Invalid votes | 0 | 0 | 0 | |
| c) Net valid votes | 98 | 4,17,21,192 | 41,72,11,920 | |
| d) Votes with assent | 97 | 4,17,20,892 | 41,72,08,920 | |
| e) Votes with dissent | 1 | 300 | 3,000 | |



Annexure - C

Details of e-voting during the AGM & remote e-voting for Resolution No.3 are as under:

C1. E- VOTING:

| No. of | No. of equity shares | Paid-up value of the equity shares | |
|--------|----------------------|--|--|
| voters | | (In INR) | |
| 8 | 277 | 2,770 | |
| 0 | 0 | 0 | |
| 8 | 277 | 2,770 | |
| 7 | 276 | 2,760 | |
| 1 | 1 | 10 | |
| | voters 8 0 8 7 | voters 277 0 0 8 277 7 276 | |

C2. VOTING THROUGH REMOTE E-VOTING:

| Particulars | No. of | No. of equity shares | Paid-up value of the equity shares |
|-------------------------|----------|----------------------|------------------------------------|
| | e-voters | | (In INR) |
| a) Total votes received | 98 | 4,17,21,192 | 41,72,11,920 |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net valid votes | 98 | 4,17,21,192 | 41,72,11,920 |
| d) Votes with assent | 98 | 4,17,21,192 | 41,72,11,920 |
| e) Votes with dissent | 0 | 0 | 0 |

Annexure -D

Details of e-voting during the AGM & remote e-voting for Resolution No. 4 are as under:

D1. E- VOTING:

| Particulars | | No. of equity | Paid-up value of the equity shares |
|-------------------------|---------------|---------------|------------------------------------|
| | No. of voters | shares | (In INR) |
| a) Total votes received | 8 | 277 | 2,770 |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net valid votes | 8 | 277 | 2,770 |
| d) Votes with assent | 7 | 276 | 2,760 |
| e) Votes with dissent | 1 | 1 | 10 |

D2. VOTING THROUGH REMOTE E-VOTING:

| Particulars | No. of e-voters | No. of equity shares | Paid-up value of the equity shares (In INR) |
|------------------------|--------------------|-------------------------|---|
| | | | |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net valid votes | 98 | 4,17,21,192 | 41,72,11,920 |
| d) Votes with assent | 98 | 4,17,21,192 | 41,72,11,920 |
| e) Votes with dissent | 0 | 0 | 0 |

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Annexure -E

Details of e-voting during the AGM & remote e-voting for Resolution No. 5 are as under:

E1. E- VOTING:

| Particulars | | No. of equity | Paid-up value of the equity shares (In INR) |
|-------------------------|---|---------------|---|
| | | shares | |
| a) Total votes received | 8 | 277 | 2,770 |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net valid votes | 8 | 277 | 2,770 |
| d) Votes with assent | 7 | 276 | 2,760 |
| e) Votes with dissent | 1 | 1 | 10 |

E2. VOTING THROUGH REMOTE E-VOTING:

| Particulars | No. of e-voters | No. of equity shares | Paid-up value of the equity shares (In INR) |
|------------------------|--------------------|-------------------------|---|
| | | | |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net valid votes | 98 | 4,17,21,192 | 41,72,11,920 |
| d) Votes with assent | 98 | 4,17,21,192 | 41,72,11,920 |
| e) Votes with dissent | 0 | 0 | 0 |

Annexure -F

Details of e-voting during the AGM & remote e-voting for Resolution No. 6 are as under:

F1. E- VOTING:

| Particulars | No. of voters | No. of equity | Paid-up value of the equity shares (In INR) |
|------------------------|---------------|---------------|---|
| | | | |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net valid votes | 8 | 277 | 2,770 |
| d) Votes with assent | 7 | 276 | 2,760 |
| e) Votes with dissent | 1 | 1 | 10 |

F2. VOTING THROUGH REMOTE E-VOTING:

| Particulars | No. of e-voters | No. of equity shares | Paid-up value of the equity shares (In INR) |
|------------------------|--------------------|----------------------|---|
| | | | |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net valid votes | 98 | 4,17,21,192 | 41,72,11,920 |
| d) Votes with assent | 98 | 4,17,21,192 | 41,72,11,920 |
| e) Votes with dissent | 0 | 0 | 0 |

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Annexure -G

Details of e-voting during the AGM & remote e-voting for Resolution No. 6 are as under:

G1. E- VOTING:

| Particulars | No. of voters | No. of equity | Paid-up value of the equity shares (In INR) |
|------------------------|---------------|---------------|---|
| | | | |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net valid votes | 8 | 277 | 2,770 |
| d) Votes with assent | 7 | 276 | 2,760 |
| e) Votes with dissent | 1 | 1 | 10 |

G2. VOTING THROUGH REMOTE E-VOTING:

| Particulars | No. of e-voters | No. of equity shares | Paid-up value of the equity shares (In INR) |
|------------------------|--------------------|-------------------------|---|
| | | | |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net valid votes | 98 | 4,17,21,192 | 41,72,11,920 |
| d) Votes with assent | 98 | 4,17,21,192 | 41,72,11,920 |
| e) Votes with dissent | 0 | 0 | 0 |

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