

BASF India Limited, Mumbai - 400 051, India

March 27, 2019

The Market Operations Department BSE Limited, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001.

Name of the Company	: BASF India Limited
Security Code No.	: 500042

Dear Sir/Madam,

Sub: Compliance under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

We wish to inform you that pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company conducted a Postal Ballot (including e-voting) for obtaining the approval of the Members for the businesses as mentioned in the Postal Ballot Notice of the Company dated 23rd January, 2019.

In compliance with the requirements of the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are furnishing herewith the voting results pertaining to the aforesaid Postal Ballot in the format prescribed along with the Scrutinizer's Report dated 27th March, 2019.

The voting results along with the Scrutinizer's Report will also be made available on the Company's website at <u>www.basf.com/in.</u>

Please take the above intimation on record and acknowledge receipt of the same.

Thanking you, Yours Faithfully, For BASF India Limited

Pradeep Chandan Director – Legal, General Counsel (South Asia) & Company Secretary

Encl: a.a.

Cc: The Assistant Manager – Listing National Stock Exchange of India Ltd. Exchange Plaza, Plot No.C/1, G Block Bandra – Kurla Complex Bandra (East), Mumbai – 400 051

Registered Office BASF India Limited The Capital 'A' Wing, 1204-C, 12th Floor, Plot No. C - 70, 'G' Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051, India

Tel +91 22 6278 5600

CIN - L33112MH1943FLC003972

www.basf.com/in

Sahl

Pankaj Bahl Manager- Company Secretarial



Date of the Postal Ballot	26 th March, 2019 (Voting Start Date: From 25 th February, 2019 9.00 AM IST to 26 th March, 2019 5.00 PM IST)
Total number of shareholders on record date i.e 8 th February, 2019	41,583
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Groups:	Not Applicable
Public:	
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not Applicable
Public:	





Resolution required:(Or	dinary/Sp	ecial)			Ordinary	Resolutio	n				
Whether promoter/promoter group are interested in the 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			
	E-Voting		3,17,43,220	100	3,17,43,220	NIL	100	NIL			
Promoter	Poll #	3,17,43,220	NA	NA	NA	NA	NA	NA			
and Promoter Group	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL			
oloup	Total		3,17,43,220	100	3,17,43,220	NIL	100	NIL			
	E-Voting		32,78,021	71.25	31,91,185	86,836	97.35	2.65			
Public-	Poll #	46,00,913	NA	NA	NA	NA	NA	NA			
Institutions	Postal		NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	31,91,185	86,836	97.35	2.65			
	E-Voting		2,99,115	4.31	2,97,843	1272	99.57	0.43			
Public- Non	Poll #	69,41,507	NA	NA	NA	NA	NA	NA			
Institution	Postal		44,783	0.65	41,668	3115	93.04	6.96			
S	Total		3,43,898	4.95	3,39,511	4,387	98.72	1.28			
Tota	ıl	4,32,85,640	3,53,65,139	81.70	3,52,73,916	91,223	99.74	0.26			

Item No. 1: Appointment of Dr. Ramkumar Dhruva as a Director of the Company

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 1 is passed by requisite Majority

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Item No. 2: Appointment of Mr. Narayan Krishnamohan as the Managing Director of the Company for a period of five years from 1st April, 2019 to 31st March, 2024 and to fix his remuneration

	Resolution I:(Ordinary/				Ordina	ry Resolut	on			
	omoter/pror ted in the r	noter group esolution?	NO							
Category	Mode of Voting		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		
Promoter	E-Voting		3,17,43,220	100	3,17,43,220	NIL	100	NIL		
	Poll #		NA	NA	NA	NA	NA	NA		
and Promoter Group	Postal Ballot	3,17,43,220	NIL	NIL	NIL	NIL	NIL	NIL		
Croup	Total	1	3,17,43,220	100	3,17,43,220	NIL	100	NIL		
	E-Voting		32,78,021	71.25	32,78,021	NIL	100	NIL		
Public-	Poll #	1	NA	NA	NA	NA	NA	NA		
Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL		
	Total	1	32,78,021	71.25	32,78,021	NIL	100	NIL		
Public-	E-Voting		2,98,813	4.30	2,97,668	1,145	99.62	0.38		
Public-	Poll #		NA	NA	NA	NA	NA	NA		
Non Institution s	Postal Ballot	69,41,507	45,279	0.65	42,161	3,118	93.11	6.89		
	Total		3,44,092	4.96	3,39,829	4,263	98.76	1.24		
Tot	al	4,32,85,640	3,53,65,333	81.70	3,53,61,070	4263	99.99	0.01		

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 2 is passed by requisite Majority.





Item No. 3: Re-appointment of Mr. Pradip P. Shah as an Independent Director of the Company for a period of five years from 1st April, 2019 to 31st March 2024

Resolution req	uired:(Ordin	ary/Special)			Special	Resolution	n				
· · · · · · · · · · · · · · · · · · ·	Whether promoter/promoter group are nterested in the 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			
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00			
	Poll #	3,17,43,220									
Promoter	Poll #		NA	NA	NA	NA	NA	NA			
and Promoter Group	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL			
	Total		3,17,43,220	100	3,17,43,220	0	100	0.00			
	E-Voting		32,78,021	71.25	31,21,648	1,56,373	95.23	4.77			
Public-	Poll #	46,00,913	NA	NA	NA	NA	NA	NA			
Institutions	Postal	40,00,913	NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	31,21,648	1,56,373	95.23	4.77			
	E-Voting		2,99,105	4.31	2,96,872	2,233	99.25	0.75			
Public-	Poll #	00 44 505	NA	NA	NA	NA	NA	NA			
Non Institution s	Postal	69,41,507	43,540	0.63	40,650	2,890	93.36	6.64			
montation 5	Total	1	3,42,645	4.94	3,37,522	5,123	98.50	1.50			
Tota	1	4,32,85,640	3,53,63,886	81.70	3,52,02,390	161496	99.54	0.46			

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Special Resolution as contained in Item No. 3 is passed by requisite Majority.





Item No. 4: Re-appointment of Mr. R. A Shah as an Independent Director of the Company for a period of five years from 1st April, 2019 to 31st March, 2024.

Resolution required:(Ord	linary/Special)	Special Resolution								
Whether pron interested in			NO								
Category	Mode of Voting	No. of shares held	No. of vote s polle	% 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)	d	(3)=[(2)/(1)]*10 0	(4)	(5)	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*100			
	E-Voting		3,17,43,220	100	3,17,43,220	o	100	0.00			
Promoter and	Poll #	_3,17,43,220	NA	NA	NA	NA	NA	NA			
Promoter Group	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL			
	Total	-	3,17,43,220	100	3,17,43,220	0	100	NIL			
	E-Voting		32,78,021	71.25	24,50,231	8,27,790	74.75	25.25			
Public-	Poll #	1	NA	NA	NA	NA	NA	NA			
Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	24,50,231	8,27,790	74.75	25.25			
	E-Voting		2,99,144	4.31	2,95,685	3459	98.84	1.16			
Public-	Poll #]	NA	NA	NA	NA	NA	NA			
Non Institution s	Postal Ballot	69,41,507	43679	0.63	37142	6537	85.03	14.97			
	Total		3,42,823	4.94	3,32,827	9,996	97.08	2.92			
То	tal	4,32,85,640	3,53,64,064	81.70	3,45,26,278	8,37,786	97.63	2.37			

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Special Resolution as contained in Item No. 4 is passed by requisite Majority.





Item No. 5: Re-appointment of Mr. Arun Bewoor as an Independent Director of the Company for a period of five years from 1st April, 2019 to 31st March, 2024.

Resolution re	quired:(Ordin	nary/Special)			Specia	I Resoluti	on			
Whether pron interested in			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)]*1 00	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*100		
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00		
Promoter	Poll #	3,17,43,220	NA	NA	NA	NA	NA	NA		
and Promoter Group	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL		
	Total		3,17,43,220	100	3,17,43,220	0	100	NIL		
	E-Voting		32,78,021	71.25	3278021	0	100.00	NIL		
	Poll #		NA	NA	NA	NA	NA	NA		
Public- Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL		
	Total	1	32,78,021	71.25	3278021	0	100.00	NIL		
	E-Voting		2,99,165	4.31	2,95,888	3,277	98.90	1.10		
Public-	Poll #		NA	NA	NA	NA	NA	NA		
Non Institution s	Postal Ballot	69,41,507	43,678	0.63	40252	3,426	92.16	7.84		
	Total		3,42,843	4.94	3,36,140	6,703	98.04	1.96		
To	tal	4,32,85,640	3,53,64,084	81.70	3,53,57,381	6,703	99.98	0.02		

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Special Resolution as contained in Item No. 5 is passed by requisite Majority



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Item No. 6: Appointment of Mrs. Shyamala Gopinath as an Independent Woman Director of the Company for a period of five years from 23rd January, 2019 to 22nd January, 2024.

Resolution (required:(Ordina	ry/Special)			Ordinary	Resolution	on				
	moter/promoter		NO								
Category	Mode of Voting	No. of shares held	No.of vote s poll ed	% of Votes Polled on outstanding shares	No. of Votes– In favour	No. of Votes– against	% of Votes in Favour on votes polled	% of Votes agains On votes polled			
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*100			
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00			
Promoter	Poll #		NA	NA	NA	NA	NA	NA			
and Promoter	Postal Ballot	3,17,43,220	NIL	NIL	NIL	NIL	NIL	NIL			
Group	Total		3,17,43,220	100	3,17,43,220	0	100	NIL			
	E-Voting		32,78,021	71.25	32,74,662	3,359	99.90	0.10			
	Poll #		NA	NA	NA	NA	NA	NA			
Public- Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	32,74,662	3,359	99.90	0.10			
	E-Voting		2,99,185	4.31	2,97,326	1859	99.38	0.62			
Public-	Poll #	1	NA	NA	NA	NA	NA	NA			
Non Institution s	Postal Ballot	69,41,507	43,543	0.63	40,627	2916	93.30	6.70			
	Total		3,42,728	4.94	3,37,953	4,775	98.61	1.39			
т	otal	4,32,85,640	3,53,63,969	81.70	3,53,55,835	8134	99.98	0.02			

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 6 is passed by requisite Majority





Item No. 7: Appointment of Mr. Pradeep Chandan as an Alternate Director to Dr. Ramkumar Dhruva and being in whole-time employment of the Company, deemed as Whole-time Director for a period of three years from 1st April, 2019 to 31st March, 2022.

Resolution r	equired:(Ordinar	ry/Special)			Ordinar	y Resolutio	on			
	moter/promoter the resolution?		NO							
Category	Mode of Voting		No. of vote s poll ed	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*1	No. of Votes– In favour	No. of Votes– against	% of Votes in Favour on votes polled	% of Votes against On votes polled		
		(1)		00	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00		
Duamatan	Poll #		NA	NA	NA	NA	NA	NA		
Promoter and Promoter Group	Postal Ballot	3,17,43,220	NIL	NIL	NIL	NIL	NIL	NIL		
	Total		3,17,43,220	100	3,17,43,220	NIL	100	NIL		
	E-Voting		32,78,021	71.25	25,69,562	7,08,459	78.39	21.61		
	Poll #		NA	NA	NA	NA	NA	NA		
Public- Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL		
	Total		32,78,021	71.25	25,69,562	7,08,459	78.39	21.61		
	E-Voting		2,99,117	4.31	2,96,872	2,245	99.25	0.75		
Public-	Poll #		NA	NA	NA	NA	NA	NA		
Non Institution s	Postal Ballot	69,41,507	45,013	0.65	41,076	3,937	91.25	8.75		
	Total		3,44,130	4.96	3,37,948	6,182	98.20	1.80		
1	Total	4,32,85,640	3,53,65,371	81.70	34650730	714641	97.98	2.02		

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 7 is passed by requisite Majority





Item No. 8: Re-appointment of Mr. Rajesh Naik as a Whole-time Director of the Company for a period of three years from 1st April, 2019 to 31st March, 2022.

Resolution required:(Or	dinary/Specia	al)			Ordina	ry Resolu	tion				
Whether pro	moter/promo d in the resol		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		3,17,43,220	100	3,17,43,220	0	100	0.00			
Promoter and	Poll #	3,17,43,220	NA	NA	NA	NA	NA	NA			
Promoter Group	Postal Ballot	_5,17,45,220	NIL	NIL	NIL	NIL	NIL	NIL			
	Total	1	3,17,43,220	100	3,17,43,220	NIL	100	NIL			
	E-Voting		32,78,021	71.25	25,69,562	7,08,459	78.39	21.61			
Public-	Poll #	46,00,913	NA	NA	NA	NA	NA	NA			
Institutions	Postal		NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	25,69,562	7,08,459	78.39	21.61			
Public-	E-Voting		2,99,134	4.31	2,98,069	1,065	99.64	0.36			
Non	Poll #	69,41,507	NA	NA	NA	NA	NA	NA			
Institution s	Postal		43,412	0.63	39,497	3,915	90.98	9.02			
	Total		3,42,546	4.93	3,37,566	4,980	98.55	1.45			
То	tal	4,32,85,640	3,53,63,787	81.70	3,46,50,348	7,13,439	97.98	2.02			

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 8 is passed by requisite Majority



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Item No. 9: Payment of remuneration within maximum limits, as minimum remuneration to the Managerial Personnel in the event of losses or inadequacy of profits.

Resolution required:(Or	dinary/Special)			Speci	ial Resolu	ition				
	moter/promote ed in the resolu		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			
	E-Voting		3,17,43,220	100	3,17,43,220	0	100	0.00			
Promoter	Poll #		NA	NA	NA	NA	NA	NA			
and Promoter Group	Postal Ballot	3,17,43,220	NIL	NIL	NIL	NIL	NIL	NIL			
	Total		3,17,43,220	100	3,17,43,220	NIL	100	NIL			
	E-Voting		32,78,021	71.25	24,25,264	8,52,757	73.99	26.01			
	Poll #		NA	NA	NA	NA	NA	NA			
Public- Institutions	Postal Ballot	46,00,913	NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	24,25,264	8,52,757	73.99	26.01			
	E-Voting		2,99,158	4.31	2,96,139	3,019	98.99	1.01			
Public-	Poll #		NA	NA	NA	NA	NA	NA			
Non Institution s	Postal Ballot	69,41,507	43,228	0.62	39,172	4,056	90.62	9.38			
	Total		3,42,386	4.93	3,35,311	7,075	97.93	2.07			
Т	otal	4,32,85,640	3,53,63,627	81.70	3,45,03,795	8,59,832	97.57	2.43			



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since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Special Resolution as contained in Item No. 9 is passed by requisite Majority





HEMANT S. SHETYE (Partner) B.COM., LLB(Gen.), FCS COMPANY SECRETARY

206, 2nd Floor, Tantia Jogani Industrial Estate, J. R. Boricha Marg, Opp. Lodha Excelus, Lower Parel (E), Mumbai - 400 011. Tel: 022 23088998/23008998/40026600/40061100 Email: hs@hsassociates.net www.hsassociates.net

SCRUTINIZER'S REPORT -COMBINED

Date: 27/03/2019

To, The Chairman, BASF INDIA LIMITED The Capital, A Wing,1204-C,12th Floor, Plot No.C-70 'G' Block, Bandra Kurla Complex, Bandra (East) Mumbai 400051

<u>Sub.</u>: Consolidated Scrutinizer's Report on Postal Ballot Process conducted pursuant to the provisions of section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time.

Dear Sir,

I Mr. Hemant Shetye Partner of HS Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of **BASF INDIA LIMITED** vide Board Resolution Dated 23rd January, 2019 pursuant to section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, to conduct the entire Postal Ballot process consisting of E-voting and the Physical Postal Ballot forms received from the shareholders in respect of the resolutions mentioned in the notice of Postal Ballot dated 23rd January, 2019.

The voting rights were reckoned as on **Friday**, **08th February**, **2019** being the Cut-off date for the purpose of deciding the entitlements of members eligible for voting on the Resolutions.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for the facility of e=voting by the members of the Company from Monday, the 25th February, 2019 (9.00 a.m. IST) to Tuesday, the 26th March, 2019 (5.00 p.m. IST).

The votes cast under e-voting facility and physical Postal Ballot forms received during the Voting Period i.e from Monday, the 25th February, 2019 (9.00 a.m. IST) to Tuesday, the 26th March, 2019 (5.00 p.m. IST) were thereafter unblocked after the conclusion of the voting period at 5.30 p.m on Tuesday, the 26th March, 2019 in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical Postal Ballot forms received up to

HS ASSOCIATES

Tuesday, the 26th March, 2019 till 5.00 p.m. were considered.

The management of the company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and the rules relating to Postal Ballot and E-voting on the resolutions contained in the notice of the Postal Ballot, my responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the total votes cast, votes in favor and against including invalid votes (if any) on resolutions contained in the said notice, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL) and through Physical Postal Ballot Forms.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the Physical Postal Ballot Forms received respectively, based on the same I hereby report the following:



Item No. 1: Appointment of Dr. Ramkumar Dhruva as a Director of the Company

Resolution r	equired:(Ordinary/S	pecial)			Ordina	ry Resolution	L					
Whether pro in the resolu	pmoter/promoter gro tion?	oup are interested		NO								
Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares	No. of Votes- In favour	No. of Votes- against	% of Votes in Favour on votes polled	against On votes polled				
		(1)		(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*1 00					
Promoter	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	NIL	100	NIL				
and	Poll #		NA	NA	NA	NA	NA	NA				
Promoter	Postal Ballot		NIL	NIL	NIL	NIL						
Group	Total		3,17,43,220	100			NIL	NIL				
	E-Voting		32,78,021		3,17,43,220	NIL	100	NIL				
Public-	Poll #	46.00.040		71.25	31,91,185	86,836	97.35	2.65				
nstitutions	Postal Ballot	46,00,913	NA	NA	NA	NA	NA	NA				
	Total		NIL	NIL	NIL	NIL	NIL	NIL				
			32,78,021	71.25	31,91,185	86,836	97.35	2.65				
Public-	E-Voting		2,99,115	4.31	2,97,843	1272	99.57	0.43				
lon	Poll #	69,41,507	NA	NA	NA	NA	NA	NA				
nstitutions	Postal Ballot		44,783	0.65	41,668	3115	93.04	6.96				
	Total		3,43,898	4.95	3,39,511	4,387	98.72	1.28				
	Total	4,32,85,640	3,53,65,139	81.70	3,52,73,916	91,223	99.74	0.26				

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 1 is passed by Majority.



Item No. 2: Appointment of Mr. Narayan Krishnamohan as the Managing Director of the Company for a period of five years from 1st April, 2019 to 31st March.

Resolution re	equired:(Ordinary/S	Special)			Ordina	ary Resolution	n				
Whether pro in the resolut	Whether promoter/promoter group are interested in the resolution?			NO							
Category	Mode of Voting	No. of shares held	No. of votes polled	outstanding 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)]*1 00	(7)=[(5)/(2)]*10 0			
Promoter	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	NIL	100	NIT			
and	Poll #		NA	NA	NA	NA	NA	NIL			
Promoter	Postal Ballot		NIL	NIL	NIL	Contraction of the second		NA			
Group	Total		3,17,43,220		10.25 W/2 2020 10.	NIL	NIL	NIL			
	E-Voting			100	3,17,43,220	NIL	100	NIL			
Public-	Poll #	46.00.040	32,78,021	71.25	32,78,021	NIL	100	NIL			
Institutions	Postal Ballot	46,00,913	NA	NA	NA	NA	NA	NA			
	Total		NIL	NIL	NIL	NIL	NIL	NIL			
			32,78,021	71.25	32,78,021	NIL	100	NIL			
Public-	E-Voting	4	2,98,813	4.30	2,97,668	1,145	99.62	0.38			
Non Institution s	Poll #	69,41,507	NA	NA	NA	NA	NA	NA			
	Postal Ballot		45,279	0.65	42,161	3,118	93.11	6.89			
	Total		3,44,092	4.96	3,39,829	4,263	98.76	1.24			
	Total	4,32,85,640	3,53,65,333	81.70	3,53,61,070	4263	99.99	0.01			

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 2 is passed by Majority.



Item No. 3: Re-appointment of Mr. Pradip P. Shah as an Independent Director of the Company for a period of five years from 1st April, 2019 to 31st March 2024

Resolution re	quired:(Ordinary/Sp	oecial)			Specia	l Resolution					
Whether pror in the resolut	noter/promoter gro ion?	up are interested		NO							
Category	Mode of Voting	No. of shares held	No. of votes polled	Polled on No. of Votes-	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)]*1 00	(7)=[(5)/(2)]*10 0			
Dromotor	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	0	100	0.00			
and	Poll #		NA	NA	NA	NA	NA	NA			
Promoter	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL			
Group	Total	-	3,17,43,220	100	3,17,43,220	0	100	0.00			
Promoter Group	E-Voting		32,78,021	71.25	31,21,648	1,56,373	95.23	4.77			
Public-	Poll #	46,00,913	NA	NA	NA	NA	NA	NA			
Institutions	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL			
	Total		32,78,021	71.25	31,21,648	1,56,373	95.23	4.77			
Public- Non Institution s	E-Voting		2,99,105	4.31	2,96,872	2,233	99.25	0.75			
	Poll #	69,41,507	NA	NA	NA	NA	NA	NA			
	Postal Ballot]	43,540	0.63	40,650	2,890	93.36	6.64			
montution s	Total		3,42,645	4.94	3,37,522	5,123	98.50	1.50			
	Total	4,32,85,640	3,53,63,886	81.70	3,52,02,390	161496	99.54	0.46			

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Special Resolution as contained in Item No. 3 is passed by requisite Majority.



Item No. 4: Re-appointment of Mr. R. A Shah as an Independent Director of the Company for a period of five years from 1st April, 2019 to 31st March, 2024.

Resolution re	equired:(Ordinary/S	pecial)			Specia	al Resolution		
Whether pro in the resolut	moter/promoter gro tion?	up are interested				NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	outstanding 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)]*1 00	(7)=[(5)/(2)]*10 0
Promoter	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	0	100	0.00
and	Poll #		NA	NA	NA	NA	NA	NA
Promoter	Postal Ballot		NIL	NIL	NIL	NIL	NII.	NIL
Group	Total		3,17,43,220	100	3,17,43,220			NIL
	E-Voting		32,78,021	71.25	24,50,231	NO % of Votes in Favour on votes polled (5) (6)=[(4)/(2)]*1 00 0 100 NA NA NIL NIL 0 100 8,27,790 74.75 NA NA NIL NIL NIL NIL NA NA State State A NA State State NA NA State State State State State State State State State State State State	25.25	
Public-	Poll #	46,00,913	NA	NA	NA			NA
Institutions	Postal Ballot		NIL	NIL	NIL			NIL
	Total		32,78,021	71.25	24,50,231			25.25
Public- Non Institution s	E-Voting		2,99,144	4.31	2,95,685			1.16
	Poll #	69,41,507	NA	NA	NA	NA		NA
	Postal Ballot		43679	0.63	37142			14.97
	Total		3,42,823	4.94	3,32,827	and the second se		2.92
	Total	4,32,85,640	3,53,64,064	81.70	3,45,26,278	-		2.37

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Special Resolution as contained in Item No. 4 is passed by requisite Majority.



Item No. 5: Re-appointment of Mr. Arun Bewoor as an Independent Director of the Company for a period of five years from 1st April, 2019 to 31st March, 2024.

Resolution r	equired:(Ordinary/S	pecial)			Specia	al Resolution					
Whether pro in the resolu	moter/promoter gro tion?	oup are interested	L	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)		No. of Votes against	% of Votes in Favour on votes polled (6)=[(4)/(2)]*1	against On votes polled			
			(2)]*100		(5)	00	(7)=[(5)/(2)]*10 0			
Promoter	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	0	100	0.00			
and	Poll #		NA	NA	NA	NA	NA	NA			
Promoter	Postal Ballot		NIL	NIL	NIL	NIL					
Group	Total		3,17,43,220	100			NIL	NIL			
	E-Voting				3,17,43,220	0	100	NIL			
Public-	Poll #	46,00,913	32,78,021	71.25	3278021	0	100.00	NIL			
Institutions	Postal Ballot	40,00,913	NA	NA	NA	NA	NA	NA			
	Total	-	NIL	NIL	NIL	NIL	NIL	NIL			
	E-Voting		32,78,021	71.25	3278021	0	100.00	NIL			
Public- Non Institution s	Poll #	-	2,99,165	4.31	2,95,888	3,277	98.90	1.10			
	Postal Ballot	69,41,507	NA	NA	NA	NA	NA	NA			
			43,678	0.63	40252	3,426	92.16	7.84			
	Total		3,42,843	4.94	3,36,140	6,703	98.04	1.96			
	Total	4,32,85,640	3,53,64,084	81.70	3,53,57,381	6,703	99.98	0.02			

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Special Resolution as contained in Item No. 5 is passed by requisite Majority



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Item No. 6: Appointment of Mrs. Shyamala Gopinath as an Independent Woman Director of the Company for a period of five years from 23rd January, 2019 to 22nd January, 2024.

Resolution re	equired:(Ordinary/S	pecial)			Ordina	ry Resolution	l.	Rodo i se tos setos e constantes d
Whether pro in the resolut	moter/promoter gro tion?	oup are interested				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)]*1 00	(7)=[(5)/(2)]*10 0
Promoter	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	0	100	0.00
and	Poll #		NA	NA	NA	NA	NA	NA
Promoter	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL
Group	Total	1	3,17,43,220	100	3,17,43,220	0	100	NIL
	E-Voting		32,78,021	71.25	32,74,662	3,359	99.90	0.10
Public-	Poll #	46,00,913	NA	NA	NA	NA		Construction of the second sec
Institutions	Postal Ballot		NIL	NIL	NIL	NIL	NA NIL	NA
	Total		32,78,021	71.25	32,74,662	3,359	99.90	NIL
Public- Non Institution s	E-Voting		2,99,185	4.31	2,97,326	1859	99.38	0.10
	Poll #	69,41,507	NA	NA	NA	NA	NA	NA
	Postal Ballot		43,543	0.63	40,627	2916	93.30	6.70
	Total		3,42,728	4.94	3,37,953	4,775	98.61	1.39
-	Total	4,32,85,640	3,53,63,969	81.70	3,53,55,835	8134	99.98	0.02

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 6 is passed by Majority.



Item No. 7: <u>Appointment of Mr. Pradeep Chandan as an Alternate Director to Dr. Ramkumar Dhruva and being in whole-time employment of the Company.</u> <u>deemed as Whole-time Director for a period of three years from 1st April, 2019 to 31st March, 2022.</u>

Resolution re	equired:(Ordinary/S	pecial)			Ordina	ry Resolution					
Whether pro in the resolut	Whether promoter/promoter group are interested in the resolution?			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)]*1 00	(7)=[(5)/(2)]*10 0			
Promoter	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	0	100	0.00			
and	Poll #		NA	NA	NA	NA	NA	NA			
Promoter	Postal Ballot		NIL	NIL	NIL	NIL					
Group	Total		3,17,43,220	100	Control Providence		NIL	NIL			
	E-Voting		32,78,021	71.25	3,17,43,220	NIL	100	NIL			
Public-	Poll #	46.00.040	NA		25,69,562	7,08,459	78.39	21.61			
Institutions	Postal Ballot	46,00,913	NIL	NA NIL	NA	NA	NA	NA			
	Total	-	32,78,021		NIL	NIL	NIL	NIL			
			52,78,021	71.25	25,69,562	7,08,459	78.39	21.61			
Public- Non Institution s	E-Voting		2,99,117	4.31	2,96,872	2,245	99.25	0.75			
	Poll #	69,41,507	NA	NA	NA	NA	NA	NA			
	Postal Ballot		45,013	0.65	41,076	3,937	91.25	8.75			
	Total		3,44,130	4.96	3,37,948	6,182	98.20	1.80			
	Total	4,32,85,640	3,53,65,371	81.70	34650730	714641	97.98	2.02			

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 7 is passed by Majority



Item No. 8: Re-appointment of Mr. Rajesh Naik as a Whole-time Director of the Company for a period of three years from 1st April, 2019 to 31st March, 2022.

Resolution re	equired:(Ordinary/Sj	pecial)			Ordina	ry Resolution		
Whether proving the resolution of the resolution	moter/promoter gro ion?	up are interested		Polled on outstanding shares No. of Votes- In favour No. of Votes- against Favour over votes poll outstanding (3)=[(2)/(1)]]*100 (4) (5) (6)=[(4)/ 00 100 3,17,43,220 0 100 NA NA NA NA NIL NIL NIL NIL 100 3,17,43,220 0 100 NA NA NA NA NIL NIL NIL 100 71.25 25,69,562 7,08,459 78.3 NA NA NA NA NIL NIL NIL NIL				
Category	Mode of Voting	No. of shares held	No. of votes polled	Polled on No. of Votes- outstanding In favour	Votes-	% of Votes in Favour on votes polled	% of Votes against On votes polled	
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]*10 0
Promoter	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	0	100	0.00
and	Poll #		NA	NA	NA	NA	NA	NA
Promoter	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL
Group	Total	-	3,17,43,220	100	3,17,43,220	NIL	100	NIL
	E-Voting		32,78,021				78.39	21.61
Public-	Poll #	46,00,913	NA	NA			-	NA
Institutions	Postal Ballot		NIL	and the second se			NIL	NIL
	Total		32,78,021	71.25	25,69,562	7,08,459	78.39	21.61
Public-	E-Voting		2,99,134	4.31	2,98,069	1,065	99.64	0.36
Non Institution s	Poll #	69,41,507	NA	NA	NA	NA	NA	NA
	Postal Ballot		43,412	0.63	39,497	3,915	90.98	9.02
	Total		3,42,546	4.93	3,37,566	4,980	98.55	1.45
	Total	4,32,85,640	3,53,63,787	81.70	3,46,50,348	7,13,439	97.98	2.02

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 8 is passed by Majority.



Item No. 9: Payment of remuneration within maximum limits, as minimum remuneration to 4 (Four) Managerial Personnel in the event of losses or inadequacy of profits.

Resolution r	equired:(Ordinary/S	pecial)			Specia	al Resolution		
Whether pro in the resolu	omoter/promoter gro tion?	oup are interested				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)]*1 00	(7)=[(5)/(2)]*10 0
	E-Voting	3,17,43,220	3,17,43,220	100	3,17,43,220	0	100	0.00
Promoter	Poll #		NA	NA	NA	NA	NA	NA
and Promoter Group	Postal Ballot		NIL	NIL	NIL	NIL	NIL	NIL
	Total		3,17,43,220	100	3,17,43,220	NIL	100	NIL
	E-Voting		32,78,021	71.25	24,25,264	8,52,757	73.99	26.01
Public- Institutions	Poll #		NA	NA	NA	NA	NA	NA
	Postal Ballot	- 46,00,913 -	NIL	NIL	NIL	NIL	NIL	NIL
	Total		32,78,021	71.25	24,25,264	8,52,757	73.99	26.01

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	Total	4,32,85,640	3,53,63,627	81.70	3,45,03,795	8,59,832	97.57	2.43
	Total		3,42,386	4.93	3,35,311	7,075	97.93	2.07
Public- Non- Institutions	Postal Ballot	69,41,507	43,228	0.62	39,172	4,056	90.62	9.38
	Poll #	- 60.41 507	NA	NA	NA	NA	NA	NA
	E-Voting		2,99,158	4.31	2,96,139	3,019	98.99	1.01

since Resolutions are put to Vote through Postal Ballot process, voting by poll is not applicable

Thus, based on the Results, the Special Resolution as contained in Item No. 9 is passed by requisite Majority

For HS Associates

Date: 27/03/2019 Place: Mumbai

Hemant Shetye Partner, FCS 2827 COP 1483

In witness thereof

Witness 01 Vipesh Ghadi

Je ..

Witness 02 Karuna Bangera

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