



Pradeep Metals Limited
Manufacturers of Precision Closed Die Forgings

PML/SE/2018-19/20

16th August, 2018

The Secretary,
BSE Limited
P J Towers,
Dalal Street,
Mumbai-400 001

Dear Sir / Madam,

Sub: Voting Results – 35TH Annual General Meeting (AGM) held on 14th August, 2018.
Scrip Code: 513532

In continuation to our letter dated 14th August, 2018 bearing ref. no. PML/SE/2018-19/19, thereby submitting the proceedings of the 35th Annual General Meeting (AGM) of the members of the Company held on 14th August, 2018, we submit herewith the following:

1. Voting results as required Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the Listing Regulations), as **Annexure I.**
2. Consolidated Report of Scrutinizer M/s. Shweta Gokarn & Co., Company Secretaries on Remote e-voting conducted between 9.00 am on Saturday, 11th August, 2018 till 5.00pm on Monday, 13th August, 2018 and poll conducted at the venue of the 35th AGM of Pradeep Metals Limited on 14th August, 2018 as **Annexure II.**

The results along with the Scrutinizers Report are being uploaded on the website of the Company and also on the website of National Securities Depository Limited (NSDL).

Thanking you,
Yours Truly,

For Pradeep Metals Limited

Harshad
Babade

Harshad Babade
Company Secretary
A51159

Encl: as above



PRADEEP METALS LIMITED35TH ANNUAL GENERAL MEETING HELD ON 14TH AUGUST, 2018

| | | |
|--|---|-------------------------------|
| Date of 35 th Annual General Meeting | : | 14 th August, 2018 |
| Record Date for E-voting | : | 7 th August, 2018 |
| Total no. of Shareholders on Record Date | : | 5,988 |
| No. of shareholders present in the Meeting either through Person or Proxy | | |
| Promoters and Promoter Group | : | 4 |
| Public | : | 36 |
| No. of shareholders present in the Meeting either through Video Conferencing | | |
| Promoters and Promoter Group | : | 0 |
| Public | : | 0 |



Pradeep Metals Limited

1 - To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements of the Company for the FY ended 31st March, 2018, together with the Reports of the Board of Directors and the Auditors thereon

Resolution Required : (Ordinary)

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

| 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 | | No. of votes Invalid [8] |
|-----------------------------|----------------|---------------------------|----------------------------|---|---------------------------------|------------------------------|--|--|-----------------------------|
| | | | | | | | favour on votes polled [6]={{[4]/[2]}*100 | % of Votes against on votes polled [7]={{[5]/[2]}*100 | |
| Promoter and Promoter Group | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 12468869 | 100.0000 | 12468869 | 0 | 100.0000 | 0.0000 | 0 |
| | | 12468869 | | | | | | | |
| | Total | | 12468869 | 100.0000 | 12468869 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | | 13100 | | | | | | | |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | | 29 | 0.0006 | 25 | 4 | 86.2069 | 13.7931 | 0 |
| | Poll | | 231898 | 4.8433 | 231898 | 0 | 100.0000 | 0.0000 | 0 |
| | | 4788031 | | | | | | | |
| | Total | | 231927 | 4.8439 | 231923 | 4 | 99.9983 | 0.0017 | 0 |
| Total | | 17270000 | 12700796 | 73.5425 | 12700792 | 4 | 100.0000 | 0.0000 | 0 |



Pradeep Metals Limited

2 - To re-appoint Dr. Kewal Krishan Nohria (DIN: 00060015) as the Non-Executive Director of the Company, who retires by rotation and who has attained the age of Seventy-five years, being eligible, offers himself for re-appointment

Resolution Required : (Special)

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

| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % of Votes Polled | No. of Votes – in favour [4] | No. of Votes –Against [5] | % of Votes in | % of Votes against on votes polled [7]={[5]/[2]}*100 | No. of votes Invalid [8] |
|-----------------------------|----------------|---------------------------|----------------------------|---|------------------------------------|------------------------------------|--|--|--------------------------------|
| | | | | on outstanding shares [3]={[2]/[1]}*100 | | | favour on votes polled [6]={[4]/[2]}*100 | | |
| Promoter and Promoter Group | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 12468869 | 100.0000 | 12468869 | 0 | 100.0000 | 0.0000 | 0 |
| | | 12468869 | | | | | | | |
| | Total | | | 100.0000 | 12468869 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | | 13100 | | | | | | | |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | | 29 | 0.0006 | 25 | 4 | 86.2069 | 13.7931 | 0 |
| | Poll | | 231898 | 4.8433 | 231898 | 0 | 100.0000 | 0.0000 | 0 |
| | | 4788031 | | | | | | | |
| | Total | | 231927 | 4.8439 | 231923 | 4 | 99.9983 | 0.0017 | 0 |
| Total | | 17270000 | 12700796 | 73.5425 | 12700792 | 4 | 100.0000 | 0.0000 | 0 |



Pradeep Metals Limited

Resolution Required : (Ordinary)

3 - To appoint Mr. Kartick Maheshwari (DIN: 07969734) as an Independent Director

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

| 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 | No. of votes Invalid [8] |
|-----------------------------|----------------|---------------------------|----------------------------|--|---------------------------------|------------------------------|---|---|-----------------------------|
| Promoter and Promoter Group | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | 12468869 | 12468869 | 100.0000 | 12468869 | 0 | 100.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 12468869 | 100.0000 | 12468869 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | 13100 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | | 29 | 0.0006 | 25 | 4 | 86.2069 | 13.7931 | 0 |
| | Poll | 4788031 | 231898 | 4.8433 | 231898 | 0 | 100.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 231927 | 4.8439 | 231923 | 4 | 99.9983 | 0.0017 | 0 |
| Total | | 17270000 | 12700796 | 73.5425 | 12700792 | 4 | 100.0000 | 0.0000 | 0 |



Pradeep Metals Limited

Resolution Required : (Special)

4 - To continue the appointment of Mr. Omprakash Agarwal (DIN: 00022796) as the Non-Executive Director of the Company

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

| 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 | No. of votes Invalid [8] |
|-----------------------------|----------------|---------------------------|----------------------------|--|---------------------------------|------------------------------|---|---|-----------------------------|
| Promoter and Promoter Group | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | 12468869 | 12468869 | 100.0000 | 12468869 | 0 | 100.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 12468869 | 100.0000 | 12468869 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | 13100 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | 4788031 | 29 | 0.0006 | 25 | 4 | 86.2069 | 13.7931 | 0 |
| | Poll | | 231898 | 4.8433 | 231898 | 0 | 100.0000 | 0.0000 | 0 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Total | | 231927 | 4.8439 | 231923 | 4 | 99.9983 | 0.0017 | 0 |
| Total | | 17270000 | 12700796 | 73.5425 | 12700792 | 4 | 100.0000 | 0.0000 | 0 |



Pradeep Metals Limited

Resolution Required : (Special)

5 - To continue the appointment of Mr. Suresh G. Vaidya (DIN: 00220956) as the Independent Director of the Company

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

| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % of Votes Polled on outstanding shares | | No. of Votes – in favour [4] | No. of Votes –Against [5] | % of Votes in favour on votes polled | | No. of votes Invalid [8] |
|-----------------------------|----------------|---------------------------|----------------------------|---|-----------------|---------------------------------|------------------------------|--------------------------------------|-------------------|-----------------------------|
| | | | | [3]={[2]/[1]}*100 | [4] | | | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 | |
| Promoter and Promoter Group | E-Voting | | 0 | 0.0000 | | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 12468869 | 100.0000 | | 12468869 | 0 | 100.0000 | 0.0000 | 0 |
| | Postal Ballot | 12468869 | | | | | | | | |
| | Total | | | 12468869 | 100.0000 | | 12468869 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | | 0 | 0.0000 | | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Postal Ballot | 13100 | | | | | | | | |
| | Total | | | 0 | 0.0000 | | 0 | 0.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | | 29 | 0.0006 | | 25 | 4 | 86.2069 | 13.7931 | 0 |
| | Poll | | 231898 | 4.8433 | | 231898 | 0 | 100.0000 | 0.0000 | 0 |
| | Postal Ballot | 4788031 | | | | | | | | |
| | Total | | | 231927 | 4.8439 | | 231923 | 4 | 99.9983 | 0.0017 |
| Total | | 17270000 | 12700796 | 73.5425 | | 12700792 | 4 | 100.0000 | 0.0000 | 0 |



Pradeep Metals Limited

Resolution Required : (Ordinary)

6 - To approve the remuneration of the Cost Auditors for the financial year ending 31st March, 2019

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

| 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 | No. of votes Invalid [8] |
|-----------------------------|----------------|---------------------------|----------------------------|---|---------------------------------|-------------------------------|--|--|-----------------------------|
| Promoter and Promoter Group | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 12468869 | 100.0000 | 12468869 | 0 | 100.0000 | 0.0000 | 0 |
| | | 12468869 | | | | | | | |
| | Total | | | 100.0000 | 12468869 | 0 | 100.0000 | 0.0000 | 0 |
| Public Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| | | 13100 | | | | | | | |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | 0 |
| Public Non Institutions | E-Voting | | 29 | 0.0006 | 25 | 4 | 86.2069 | 13.7931 | 0 |
| | Poll | | 231898 | 4.8433 | 231898 | 0 | 100.0000 | 0.0000 | 0 |
| | | 4788031 | | | | | | | |
| | Total | | 231927 | 4.8439 | 231923 | 4 | 99.9983 | 0.0017 | 0 |
| Total | | 17270000 | 12700796 | 73.5425 | 12700792 | 4 | 100.0000 | 0.0000 | 0 |



SHWETA GOKARN & CO.
COMPANY SECRETARIES

Office No. 53, Gautam Complex, Sector 11, CBD Belapur, Navi Mumbai, - 400614. Maharashtra, India.
shweta@cssg.in | +91 2227565166 | www.cssg.in

**SCRUTINIZER'S REPORT
(FORM NO. MGT-13)**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rule, 2014]

The Chairman,
Pradeep Metals Limited,
R-205, MIDC, Rabale,
Navi Mumbai - 400 701

Scrutinizer's Report on remote E-voting conducted during 11th August, 2018 (9.00 AM) to 13th August, 2018 (5.00 PM) and Poll conducted at the 35th Annual General Meeting of Pradeep Metals Limited held on 14th August, 2018.

I, Shweta Gokarn, Proprietor of Shweta Gokarn & Co, Company Secretaries, had been appointed as the Scrutinizer vide resolution passed by the Board of Directors of Pradeep Metals Limited, at its meeting, held on 9th July, 2018, for the purpose of scrutinizing the votes by Members of the Company by electronic means through the remote e-voting services provided by National Securities Depositories Limited (NSDL) and physical votes casted at the 35th Annual General Meeting (AGM) of the Equity Shareholders of Pradeep Metals Limited held on 14th August, 2018 at 03:00 PM at N.K. Mehra Memorial Hall, Thane Belapur Industries Association, P-14, MIDC, opposite Rabale Railway Station, Rabale, Navi Mumbai -400701.

The Management is responsible to ensure the compliance with requirements of the relevant provisions of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means (i.e. by remote e-voting) and voting by poll using physical poll papers at the AGM) for the resolutions contained in Notice to the 35th AGM of the Equity Shareholders of the Company.

My responsibility as a scrutinizer for the voting process by Members (through electronic mode i.e. remote E-voting) and by poll papers at AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the Notice of 35th AGM held on 14th August, 2018, based on the reports generated from e-voting system provided by National Securities Depositories Limited (NSDL), the authorized agency engaged by the Company to provide e-voting facilities for remote e-voting, till the time fixed for closing of the voting process i.e. till 5:00 pm on 13th August, 2018 and scrutiny of the poll papers deposited in ballot box at the time of Annual General Meeting.

I hereby submit my report as under:

1. A Notice dated 9th July, 2018, convening 35th Annual General Meeting (AGM) of the Company along with the Statement setting out material facts under Section 102 of the Act, was sent to



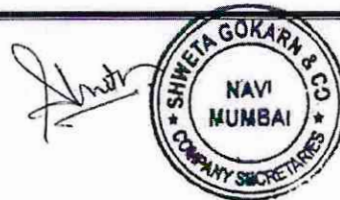
the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on 14th August, 2018.

2. The Shareholders of the company holding shares as on the "cut-off" date of 7th August, 2018, were entitled to vote on the proposed resolutions as set out at item Nos. 1 to 6 in the Notice of the 35th AGM of Pradeep Metals Limited.
3. The voting period for e-voting commenced on Saturday, 11th August, 2018 at 9:00 AM and ended on Monday, 13th August, 2018 at 5:00 PM and the NSDL e-voting platform was blocked thereafter.
4. I reviewed the e-voting process and downloaded the e-votes voted through e-voting services provided by NSDL in the presence of two witnesses, not in the employment of the Company.
5. At the time of Annual General Meeting, held on 14th August, 2018, after the announcement of poll by the Chairman, one box kept for polling was locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened in the presence of Ms. Neha Surana and Ms. Aditi Abhyankar and polling papers were diligently scrutinized. The polling papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
7. The polling papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
8. The combined results of the voting i.e. votes casted on the remote e-voting services provided by NSDL and physical voting at the 35th Annual General Meeting are as under:

| | | | |
|--|--|-----------------------|---------------------|
| Total No. of Shareholders as on Cut-off Date | : 5,988 | | |
| Total No. of Shares held by them | : 1,72,70,000 | | |
| Duration of E-voting | : 11 th August, 2018 (9.00 AM) to 13 th August, 2018 (5.00 PM) | | |
| Voting Details | By E-Voting | By Poll at AGM | Total Voting |
| No. of Members who cast their votes | 3 | 27 | 30 |
| Total No. of shares held by them | 29 | 12,700,767 | 12,700,796 |
| No. of Valid Votes | As per the details provided under each item hereunder | | |
| Abstained/Invalid Votes | | | |

Note:

1. Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through E-Voting and Voting by Physical ballot.
2. Invalid Poll Papers were not taken into account for counting of votes.
3. Votes cast in favour or against have been considered on the basis of number of shares held as on the date reckoned for the purpose of voting or the number of shares mentioned in the Polling Papers whichever is less.
4. There is one case where Members have voted both in physical mode as well as in electronic mode.



RESOLUTION/AGENDA WISE DETAILS OF VOTING

ITEM NO. 1

Ordinary Resolution

To consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2018, together with the Reports of the Board of Directors and Auditors thereon.
- b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2018, together with the Report of the Auditors thereon.

| Manner of Voting | Votes in Favour of the Resolution | | Votes against the Resolution | | Abstained/ Invalid Votes Nos. |
|-------------------|-----------------------------------|------------------------|------------------------------|------------------------|-------------------------------------|
| | Nos. | % of total valid votes | No. | % of total valid votes | |
| E-voting | 25 | 0.00 | 4 | 0.00 | - |
| Poll taken at AGM | 12,700,767 | 100.00 | - | 0.00 | 7,99,892 |
| Total | 12,700,792 | 100.00 | 4 | 0.00 | 7,99,892 |

Based on the above, the Resolution has been passed with requisite majority.

SPECIAL BUSINESS

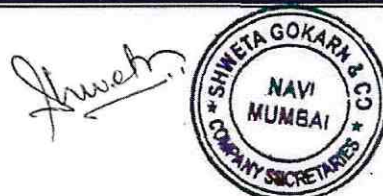
ITEM NO. 2

Special Resolution

Re-appointment of Dr. Kewal Krishan Nohria (DIN: 00060015) as the Non-Executive Director of the Company, who retires by rotation, and who has attained the age of seventy-five years, being eligible, offers himself for re-appointment.

| Manner of Voting | Votes in Favour of the Resolution | | Votes against the Resolution | | Abstained/ Invalid Votes Nos. |
|-------------------|-----------------------------------|------------------------|------------------------------|------------------------|-------------------------------------|
| | Nos. | % of total valid votes | No. | % of total valid votes | |
| E-voting | 25 | 0.00 | 4 | 0.00 | - |
| Poll taken at AGM | 12,700,767 | 100.00 | - | 0.00 | 7,99,892 |
| Total | 12,700,792 | 100.00 | 4 | 0.00 | 7,99,892 |

Based on the above, the Resolution has been passed with requisite majority.



ITEM NO. 3

Ordinary Resolution

To appoint Mr. Kartick Maheshwari (DIN: 07969734) as an Independent Director.

| Manner of Voting | Votes in Favour of the Resolution | | Votes against the Resolution | | Abstained/ Invalid Votes Nos. |
|-------------------|-----------------------------------|------------------------|------------------------------|------------------------|-------------------------------------|
| | Nos. | % of total valid votes | No. | % of total valid votes | |
| E-voting | 25 | 0.00 | 4 | 0.00 | - |
| Poll taken at AGM | 12,700,767 | 100.00 | - | 0.00 | 7,99,892 |
| Total | 12,700,792 | 100.00 | 4 | 0.00 | 7,99,892 |

Based on the above, the Resolution has been passed with requisite majority.

ITEM NO. 4

Special Resolution

To continue the appointment of Mr. Omprakash Agarwal (DIN: 00022796) who has attained age of seventy-five years, as the Non-Executive Director of the Company.

| Manner of Voting | Votes in Favour of the Resolution | | Votes against the Resolution | | Abstained/ Invalid Votes Nos. |
|-------------------|-----------------------------------|------------------------|------------------------------|------------------------|-------------------------------------|
| | Nos. | % of total valid votes | No. | % of total valid votes | |
| E-voting | 25 | 0.00 | 4 | 0.00 | - |
| Poll taken at AGM | 12,700,767 | 100.00 | - | 0.00 | 7,99,892 |
| Total | 12,700,792 | 100.00 | 4 | 0.00 | 7,99,892 |

Based on the above, the Resolution has been passed with requisite majority.

ITEM NO.5

Special Resolution

To continue the appointment of Mr. Suresh Gopal Vaidya (DIN: 00220956), who has attained age of seventy-five years, as the Independent Director of the Company.

| Manner of Voting | Votes in Favour of the Resolution | | Votes against the Resolution | | Abstained/ Invalid Votes Nos. |
|-------------------|-----------------------------------|------------------------|------------------------------|------------------------|-------------------------------------|
| | Nos. | % of total valid votes | No. | % of total valid votes | |
| E-voting | 25 | 0.00 | 4 | 0.00 | - |
| Poll taken at AGM | 12,700,767 | 100.00 | - | 0.00 | 7,99,892 |
| Total | 12,700,792 | 100.00 | 4 | 0.00 | 7,99,892 |

Based on the above, the Resolution has been passed with requisite majority.

[Handwritten Signature]



ITEM NO. 6

Ordinary Resolution

To approve the remuneration of the Cost Auditors for the financial year ending 31st March, 2019.

| Manner of Voting | Votes in Favour of the Resolution | | Votes against the Resolution | | Abstained/ Invalid Votes |
|-------------------|-----------------------------------|------------------------|------------------------------|------------------------|-----------------------------|
| | Nos. | % of total valid votes | No. | % of total valid votes | Nos. |
| E-voting | 25 | 0.00 | 4 | 0.00 | - |
| Poll taken at AGM | 12,700,767 | 100.00 | - | 0.00 | 7,99,892 |
| Total | 12,700,792 | 100.00 | 4 | 0.00 | 7,99,892 |

Based on the above, the Resolution has been passed with requisite majority.

9. A list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is provided to the Company in soft copy.

10. The polling papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.


Thanking you,
Yours Sincerely,

Place : Navi Mumbai
Date : August 16, 2018

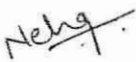
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C.P. No.: 11001

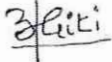



For Shweta Gokarn & Co.


Ms. Shweta Gokarn
(Scrutinizer)

Witness


Ms. Neha Surana


Ms. Aditi Abhyankar


Mr. Pradeep Goyal
Chairman (DIN: 00008370)