

Telephone Nos. :  
Regd. Office : (044) 28522745  
Factory : (044) 26234300  
(044) 26258511



Telefax : 044 - 26257121  
Web : www.wheelsindia.com

## **WHEELS INDIA LIMITED**

Corporate Identity Number : L35921TN1960PLC004175

Registered Office :  
21, Patullos Road, Chennai - 600 002.

Factory :  
Padi, Chennai - 600 050.

**31.07.2020**

To,  
The Manager  
Listing Department,  
National Stock Exchange of India Limited  
"Exchange Plaza", C-1, Block G  
Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051

To,  
BSE Limited  
The Corporate Relationship Department  
1st Floor New Trading Wing, Rotunda Building  
Phiroze Jeejeebhoy Towers, Dalal Street  
Mumbai - 400 001

**Scrip Code: WHEELS**

**Scrip Code: 590073**

Dear Sir/Madam,

**Sub: Voting Results along with Scrutinizer's Report**

The 61<sup>st</sup> Annual General Meeting (AGM) of the Wheels India Limited was held through video conferencing on Thursday, the 30th day of July, 2020 at 10.00 a.m. and the entire business mentioned in the notice were transacted.

In this regard, please find enclosed the following:

1. Voting Results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Consolidated Scrutinizer's Report dated July 31, 2020.

Kindly take into your record, and disseminate on your website.

Thanking you,

Yours faithfully,

**For WHEELS INDIA LIMITED**

**K V Lakshmi**  
**Company Secretary & Compliance Officer**

Encl.: As above

**PLEASE ADDRESS ALL COMMUNICATIONS TO THE FACTORY**

**NAME OF THE COMPANY: WHEELS INDIA LIMITED**

<b>DATE OF AGM</b>	<b>30-Jul-20</b>
TOTAL NO.OF. SHAREHOLDERS AS ON RECORD DATE	13762
NO.OF. SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR PROXY:	0
PROMOTER & PROMOTER GROUP	0
PUBLIC	0
NO.OF. SHAREHOLDERS ATTENDED THE MEETING THROUGH VIDEO CONFERENCING	53
PROMOTER & PROMOTER GROUP	4
PUBLIC	49

**1. ADOPT THE AUDITED FINANCIAL STATEMENTS INCLUDING THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	13258773	13258773	100	13258773	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>13258773</b>	<b>13258773</b>	<b>100</b>	<b>13258773</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	5739922	5379085	93.71	5379085	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>5739922</b>	<b>5379085</b>	<b>93.71</b>	<b>5379085</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	5065863	2284638	45.10	2284638	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		6055	0	6055	0	100	0
	<b>SUB TOTAL</b>	<b>5065863</b>	<b>2290693</b>	<b>45.22</b>	<b>2290693</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>24064558</b>	<b>20928551</b>	<b>86.97</b>	<b>20928551</b>	<b>0</b>	<b>100</b>	<b>0</b>



**2. RECORD AND CONFIRM THE INTERIM DIVIDEND PAID AND DECLARE FINAL DIVIDEND FOR THE YEAR ENDED 31ST MARCH, 2020.**

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	13258773	13258773	100	13258773	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>13258773</b>	<b>13258773</b>	<b>100</b>	<b>13258773</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	5739922	5379085	93.71	5379085	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>5739922</b>	<b>5379085</b>	<b>93.71</b>	<b>5379085</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	5065863	2284638	45.10	2284638	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		6055	0	6055	0	100	0
	<b>SUB TOTAL</b>	<b>5065863</b>	<b>2290693</b>	<b>45.22</b>	<b>2290693</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>24064558</b>	<b>20928551</b>	<b>86.97</b>	<b>20928551</b>	<b>0</b>	<b>100</b>	<b>0</b>

**3. PAYMENT OF REMUNERATION TO COST AUDITORS TO CONDUCT THE AUDIT OF THE COST RECORDS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31ST MARCH 2021.**

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	13258773	13258773	100	13258773	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>13258773</b>	<b>13258773</b>	<b>100</b>	<b>13258773</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	5739922	5379085	93.71	5379085	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>5739922</b>	<b>5379085</b>	<b>93.71</b>	<b>5379085</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	5065863	2284638	45.10	2284618	20	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		6055	0	6055	0	100	0
	<b>SUB TOTAL</b>	<b>5065863</b>	<b>2290693</b>	<b>45.22</b>	<b>2290673</b>	<b>20</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>24064558</b>	<b>20928551</b>	<b>86.97</b>	<b>20928531</b>	<b>20</b>	<b>100</b>	<b>0</b>



#### 4. APPOINTMENT OF MR. RISHIKESHA T KRISHNAN (DIN 00064067) AS AN INDEPENDENT DIRECTOR

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	13258773	13258773	100	13258773	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>13258773</b>	<b>13258773</b>	<b>100</b>	<b>13258773</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	5739922	5379085	93.71	5379085	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>5739922</b>	<b>5379085</b>	<b>93.71</b>	<b>5379085</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	5065863	2284638	45.10	2284369	269	99.99	0.01
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		6055	0	6055	0	100	0
	<b>SUB TOTAL</b>	<b>5065863</b>	<b>2290693</b>	<b>45.22</b>	<b>2290424</b>	<b>269</b>	<b>99.99</b>	<b>0.01</b>
<b>GRAND TOTAL</b>		<b>24064558</b>	<b>20928551</b>	<b>86.97</b>	<b>20928282</b>	<b>269</b>	<b>100.00</b>	<b>0</b>

#### 5. TO APPROVE PAYMENT OF MINIMUM REMUNERATION TO MR. SRIVATS RAM, MANAGING DIRECTOR IN THE EVENT OF LOSS OR INADEQUACY OF PROFITS DURING ANY FINANCIAL YEAR COMMENCING FROM 1ST APRIL 2020

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	13258773	13258773	100	13258773	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>13258773</b>	<b>13258773</b>	<b>100</b>	<b>13258773</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	5739922	5379085	93.71	5379085	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>5739922</b>	<b>5379085</b>	<b>93.71</b>	<b>5379085</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	5065863	2284403	45.09	2284390	13	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		6055	0	6055	0	100	0
	<b>SUB TOTAL</b>	<b>5065863</b>	<b>2290458</b>	<b>45.21</b>	<b>2290445</b>	<b>13</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>24064558</b>	<b>20928316</b>	<b>86.97</b>	<b>20928303</b>	<b>13</b>	<b>100</b>	<b>0</b>



**6. REAPPOINT MR. S RAM (DIN : 00018309) AS DIRECTOR LIABLE TO RETIRE BY ROTATION AND APPROVE HIS CONTINUATION ON THE BOARD**

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	13258773	13258773	100	13258773	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>13258773</b>	<b>13258773</b>	<b>100</b>	<b>13258773</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	5739922	5379085	93.71	5379085	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>5739922</b>	<b>5379085</b>	<b>93.71</b>	<b>5379085</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	5065863	2284638	45.10	2284604	34	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		6055	0	6055	0	100	0
	<b>SUB TOTAL</b>	<b>5065863</b>	<b>2290693</b>	<b>45.22</b>	<b>2290659</b>	<b>34</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>24064558</b>	<b>20928551</b>	<b>86.97</b>	<b>20928517</b>	<b>34</b>	<b>100</b>	<b>0</b>

**7. APPROVE CONTINUATION OF MR.S VIJI (DIN 00139043) AS NON EXECUTIVE DIRECTOR**

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	13258773	13258773	100	13258773	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>13258773</b>	<b>13258773</b>	<b>100</b>	<b>13258773</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	5739922	5379085	93.71	5379085	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>5739922</b>	<b>5379085</b>	<b>93.71</b>	<b>5379085</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	5065863	2284626	45.10	2284626	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		6055	0	6055	0	100	0
	<b>SUB TOTAL</b>	<b>5065863</b>	<b>2290681</b>	<b>45.22</b>	<b>2290681</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>24064558</b>	<b>20928539</b>	<b>86.97</b>	<b>20928539</b>	<b>0</b>	<b>100</b>	<b>0</b>



**8. APPROVE THE PAYMENT OF COMMISSION TO MR. S RAM (DIN 00018309), CHAIRMAN (NON-EXECUTIVE) OF THE COMPANY PURSUANT TO SEBI (LODR) REGULATIONS, 2015 AS AMENDED**

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	13258773	13258773	100	13258773	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>13258773</b>	<b>13258773</b>	<b>100</b>	<b>13258773</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	5739922	5379085	93.71	5379085	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>	<b>5739922</b>	<b>5379085</b>	<b>93.71</b>	<b>5379085</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	5065863	2284638	45.10	2284597	41	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		6055	0	6055	0	100	0
	<b>SUB TOTAL</b>	<b>5065863</b>	<b>2290693</b>	<b>45.22</b>	<b>2290652</b>	<b>41</b>	<b>100</b>	<b>0</b>
<b>GRAND TOTAL</b>		<b>24064558</b>	<b>20928551</b>	<b>86.97</b>	<b>20928510</b>	<b>41</b>	<b>100</b>	<b>0</b>



Suite No. 103, First Floor, Kaveri Complex  
No. 96/104, Nungambakkam High Road  
(Next to NABARD & ICICI Bank)  
Nungambakkam, Chennai - 600 034  
Phone No. 044 - 4553 0256  
4553 0257 / 4265 2127  
E-mail: csdhanapal@gmail.com  
website: www.csdhanapal.com

## **S Dhanapal & Associates**

### **Practising Company Secretaries**

**Partners**

S. Dhanapal, B.Com., B.A.B.L., F.C.S.  
N. Ramanathan, B.Com., F.C.S.  
Smita Chirimar, M.Com., F.C.S., DCG(ICSI)  
R. Pratheepa, B.C.S., A.C.S.

**FORM NO. MGT-13**  
**REPORT OF SCRUTINIZER**

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

To  
**The Chairman,**  
61<sup>st</sup> Annual General Meeting of the Equity Shareholders of  
**M/s.Wheels India Limited**  
Chennai

Dear Sir,

I, N.Ramanathan, Partner of M/s. S Dhanapal & Associates, a firm of Practising Company Secretaries, was appointed as Scrutinizer by the Board of Directors of M/s.Wheels India Limited ("the Company") for the purpose of scrutinizing the voting process taken in connection with the 61<sup>st</sup> Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 61<sup>st</sup> Annual General meeting of the Equity Shareholders of M/s.Wheels India Limited, held on Thursday, the 30<sup>th</sup> day of July, 2020 at 10.00 A.M. by video Conferencing / Other Audio Visual means (VC / OAVM), submit the combined results of voting by electronic means (remote e-voting) & poll as under.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means by the shareholders on the resolutions proposed in the Notice of the 61<sup>st</sup> Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, through electronic means is conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL).

**SD**

*[Signature]*

**S DHANAPAL & ASSOCIATES**  
Company Secretaries  
CHENNAI

The consolidated results of the voting are as under:

**Resolution No. 1 - Adoption of the Audited Financial Statements including the consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2020 and the Reports of the Directors and Auditors thereon (Ordinary Business - Ordinary Resolution)**

	No. of Shares	No. of Members
Total Votes Cast	20928551	70
Less: Invalid votes	-	-
Net Valid votes cast	20928551	70
Votes cast in favour	20928551	70
Votes Cast against	-	-

% of total valid votes cast in favour of the resolution: 100%

% of total valid votes cast against the resolution: Nil

**Resolution No. 2 - Record and confirm the interim dividend paid during the year ended 31<sup>st</sup> March 2020 and declaration of final dividend for the year ended 31<sup>st</sup> March 2020 (Ordinary Business - Ordinary Resolution)**

	No. of Shares	No. of Members
Total Votes Cast	20928551	70
Less: Invalid votes	-	-
Net Valid votes cast	20928551	70
Votes cast in favour	20928551	70
Votes Cast against	-	-

% of total valid votes cast in favour of the resolution: 100%

% of total valid votes cast against the resolution: Nil

**Resolution No. 3 - Ratification of remuneration of Cost Auditors for the financial year ending 31<sup>st</sup> March, 2021 (Special Business - Ordinary Resolution)**

	No. of Shares	No. of Members
Total Votes Cast	20928551	70
Less: Invalid votes	-	-
Net Valid votes cast	20928551	70
Votes cast in favour	20928531	68
Votes Cast against	20	2

% of total valid votes cast in favour of the resolution: 99.9999%

% of total valid votes cast against the resolution: 0.0001%





**Resolution No. 4-Approval for appointment of Mr.Rishikesha T Krishnan(DIN: 00064067) as an Independent Director for a period of five years (Special Business - Ordinary Resolution)**

	<b>No. of Shares</b>	<b>No. of Members</b>
Total Votes Cast	20928551	70
Less: Invalid votes	-	-
Net Valid votes cast	20928551	70
Votes cast in favour	20928282	66
Votes Cast against	269	4

**% of total valid votes cast in favour of the resolution: 99.9987%**

**% of total valid votes cast against the resolution: 0.0023%**

**Resolution No. 5- Approval for payment of remuneration to Mr. Srivats Ram (DIN: 00063415) in case of inadequacy of profits(Special Business - Ordinary Resolution)**

	<b>No. of Shares</b>	<b>No. of Members</b>
Total Votes Cast	20928316	69
Less: Invalid votes	-	-
Net Valid votes cast	20928316	69
Votes cast in favour	20928303	67
Votes Cast against	13	2

**% of total valid votes cast in favour of the resolution: 99.9999%**

**% of total valid votes cast against the resolution: 0.0001%**

**Resolution No. 6- Elect a Director in the place of Mr. S Ram (DIN 00018309), who retires by rotation and being eligible, offers himself for re-election(Special Business - Special Resolution)**

	<b>No. of Shares</b>	<b>No. of Members</b>
Total Votes Cast	20928551	70
Less: Invalid votes	-	-
Net Valid votes cast	20928551	70
Votes cast in favour	20928517	67
Votes Cast against	34	3

**% of total valid votes cast in favour of the resolution:99.9998%**

**% of total valid votes cast against the resolution: 0.0002%**



**Resolution No. 7- Approval for continuance of appointment of Mr. S Viji (DIN: 00139043), Non-Executive Director (Special Business - Special Resolution)**

	<b>No. of Shares</b>	<b>No. of Members</b>
Total Votes Cast	20928539	69
Less: Invalid votes	-	-
Net Valid votes cast	20928539	69
Votes cast in favour	20928539	69
Votes Cast against	-	-

**% of total valid votes cast in favour of the resolution:100%**

**% of total valid votes cast against the resolution: Nil**

**Resolution No. 8- Approval for payment of Commission to Mr. S Ram (DIN: 00018309) Chairman (Non - Executive)**

	<b>No. of Shares</b>	<b>No. of Members</b>
Total Votes Cast	20928551	70
Less: Invalid votes	-	-
Net Valid votes cast	20928551	70
Votes cast in favour	20928510	67
Votes Cast against	41	3

**% of total valid votes cast in favour of the resolution:99.9998%**

**% of total valid votes cast against the resolution: 0.0002%**

Thanking you,

Place: Chennai  
Dated: 31.07.2020

Yours faithfully,  
For S Dhanapal & Associates  
(A firm of Practising Company Secretaries)



**N.Ramanathan  
Partner**

**M. No.F6665  
C. P. No. 11084**

**UDIN: F006665B000536447**

