

RPL/CORP/SE
October 1, 2024

The Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Scrip Code: 517500

The Listing Department
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051
Symbol: ROTO

Dear Sir / Madam,

Sub: **Declaration of results of voting at the 49th Annual General Meeting held on September 28, 2024 in terms of Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is to inform you that 49th Annual General Meeting (AGM) of the members of the Company was held on Saturday, September 28, 2024 at 04:30 P.M. and concluded at 05:55 P.M. through Video conferencing (VC) / Other Audio Visual Means (OAVM) to transact the business as mentioned in the notice of the said AGM dated August 9, 2024.

As required 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 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided remote e-voting facility to its members during September 25, 2024 to September 27, 2024 for voting on the resolutions contained in the notice of the said AGM. The facility of voting by e-Voting on the resolutions contained in the notice was provided at the AGM to the members who had not voted through remote e-voting.

CS Shailesh Dayal, Practicing Company Secretary was appointed by the Board as the scrutinizer for remote e-voting and e-voting. The scrutinizer has submitted his consolidated report on the voting to the Chairman. The Chairman declared the results informing inter-alia that all the resolutions have been passed with the requisite majority.

Pursuant to the provisions of Regulation 44(3) of the Listing Regulations, please find enclosed herewith the results of the voting on the business transacted at the 49th AGM in the prescribed format as per **Annexure A**. The report of the scrutinizer is being enclosed as per **Annexure B**.

The above results have been declared based on the Scrutinizers report dated September 30, 2024 received on October 1, 2024.

This is for your information and records.

Thanking You,

Yours Faithfully,
For **ROTO PUMPS LTD.**

ASHWANI K. VERMA
COMPANY SECRETARY
M. No. F9296

Encl.: A/a.

ROTO PUMPS LTD.

Regd. Off. & Global Headquarters: 13, Roto House, Noida Special Economic Zone, Noida-201305, Uttar Pradesh, India

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CIN - L28991UP1975PLC004152 **🌐:** www.rotopumps.com



Annexure-A

Voting Results	
Record date	21-Sep-24
Total number of shareholders on record date	39,563
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and promoters group	0
b) Public	0
No. of shareholders present in the meeting through video conferencing	
a) Promoters and promoters group	11
b) Public	43
No. of resolutions passed in the meeting	12

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the audited financial statements (including consolidated audited financial statements) of the Company for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors and Auditors thereon.				
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
Promoter and Promoter Group	E-Voting	20925972	18093730	86.4654	18093730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total	20925972	18093730	86.4654	18093730	0	100.0000	0.0000
Public- Institutions	E-Voting	52233	310	0.5935	310	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total	52233	310	0.5935	310	0	100.0000	0.0000
Public- Non Institutions	E-Voting	10429405	394163	3.7793	392057	2106	99.4657	0.5343
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total	10429405	394163	3.7793	392057	2106	99.4657	0.5343
Total		31407610	18488203	58.8654	18486097	2106	99.9886	0.0114
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of the final dividend ₹ 1.88 per equity share of face value of ₹ 2.00 each for the financial year ended 31st March, 2024.				
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
Promoter and Promoter Group	E-Voting	20925972	18093730	86.4654	18093730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total	20925972	18093730	86.4654	18093730	0	100.0000	0.0000
Public- Institutions	E-Voting	52233	310	0.5935	310	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total	52233	310	0.5935	310	0	100.0000	0.0000
Public- Non Institutions	E-Voting	10429405	394116	3.7789	394110	6	99.9985	0.0015
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total	10429405	394116	3.7789	394110	6	99.9985	0.0015
	Total	31407610	18488156	58.8652	18488150	6	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Arvind Veer Gupta (DIN: 00334233), who retires by rotation at this Annual General Meeting and being eligible, offered himself for re-appointment				
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
Promoter and Promoter Group	E-Voting	20925972	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total	20925972	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	52233	310	0.5935	310	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total	52233	310	0.5935	310	0	100.0000	0.0000
Public- Non Institutions	E-Voting	10429405	391747	3.7562	389375	2372	99.3945	0.6055
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total	10429405	391747	3.7562	389375	2372	99.3945	0.6055
	Total	31407610	392057	1.2483	389685	2372	99.3950	0.6050
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Branch Auditors for the branch offices of the Company outside India.				
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
Promoter and Promoter Group	E-Voting	20925972	18093730	86.4654	18093730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		20925972	18093730	86.4654	18093730	0	100.0000
Public- Institutions	E-Voting	52233	310	0.5935	310	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		52233	310	0.5935	310	0	100.0000
Public- Non Institutions	E-Voting	10429405	394116	3.7789	391810	2306	99.4149	0.5851
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		10429405	394116	3.7789	391810	2306	99.4149
Total	Total	31407610	18488156	58.8652	18485850	2306	99.9875	0.0125
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Akhil Joshi (DIN: 06604954), as an Independent Director of the Company.				
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
Promoter and Promoter Group	E-Voting	20925972	18093730	86.4654	18093730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		20925972	18093730	86.4654	18093730	0	100.0000
Public- Institutions	E-Voting	52233	310	0.5935	310	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		52233	310	0.5935	310	0	100.0000
Public- Non Institutions	E-Voting	10429405	394116	3.7789	391802	2314	99.4129	0.5871
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		10429405	394116	3.7789	391802	2314	99.4129
Total	Total	31407610	18488156	58.8652	18485842	2314	99.9875	0.0125
Whether resolution is Pass or Not.							Yes	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Neeraj K Gupta (DIN: 02973442), as an Independent Director of the Company.				
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
Promoter and Promoter Group	E-Voting		18093730	86.4654	18093730	0	100.0000	0.0000
	Poll	20925972	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	20925972	18093730	86.4654	18093730	0	100.0000	0.0000
Public- Institutions	E-Voting		310	0.5935	310	0	100.0000	0.0000
	Poll	52233	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	52233	310	0.5935	310	0	100.0000	0.0000
Public- Non Institutions	E-Voting		394116	3.7789	391763	2353	99.4030	0.5970
	Poll	10429405	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10429405	394116	3.7789	391763	2353	99.4030	0.5970
	Total	31407610	18488156	58.8652	18485803	2353	99.9873	0.0127
Whether resolution is Pass or Not.							Yes	

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Dr. Atul Agarwal (DIN: 00153186), as an Independent Director of the Company.				
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
Promoter and Promoter Group	E-Voting		18093730	86.4654	18093730	0	100.0000	0.0000
	Poll	20925972	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	20925972	18093730	86.4654	18093730	0	100.0000	0.0000
Public- Institutions	E-Voting		310	0.5935	310	0	100.0000	0.0000
	Poll	52233	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	52233	310	0.5935	310	0	100.0000	0.0000
Public- Non Institutions	E-Voting		394116	3.7789	391810	2306	99.4149	0.5851
	Poll	10429405	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	10429405	394116	3.7789	391810	2306	99.4149	0.5851
	Total	31407610	18488156	58.8652	18485850	2306	99.9875	0.0125
Whether resolution is Pass or Not.							Yes	

Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Harish Chandra Gupta as Chairman & Managing Director of the Company.				
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
Promoter and Promoter Group	E-Voting	20925972	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		20925972	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	52233	310	0.5935	0	310	0.0000	100.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		52233	310	0.5935	0	310	0.0000
Public- Non Institutions	E-Voting	10429405	391747	3.7562	389375	2372	99.3945	0.6055
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		10429405	391747	3.7562	389375	2372	99.3945
	Total	31407610	392057	1.2483	389375	2682	99.3159	0.6841
Whether resolution is Pass or Not.							Yes	

Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Anurag Gupta as Jt. Managing Director of the Company.				
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
Promoter and Promoter Group	E-Voting	20925972	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		20925972	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	52233	310	0.5935	310	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		52233	310	0.5935	310	0	100.0000
Public- Non Institutions	E-Voting	10429405	391747	3.7562	389375	2372	99.3945	0.6055
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		10429405	391747	3.7562	389375	2372	99.3945
	Total	31407610	392057	1.2483	389685	2372	99.3950	0.6050
Whether resolution is Pass or Not.							Yes	

Resolution (10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Re-appointment of Mr. Arvind Veer Gupta as Dy. Managing Director of the Company.				
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
Promoter and Promoter Group	E-Voting	20925972	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	52233	310	0.5935	310	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		310	0.5935	310	0	100.0000	0.0000
Public- Non Institutions	E-Voting	10429405	391747	3.7562	389375	2372	99.3945	0.6055
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		391747	3.7562	389375	2372	99.3945	0.6055
Total		31407610	392057	1.2483	389685	2372	99.3950	0.6050
Whether resolution is Pass or Not.							Yes	

Resolution (11)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Sub-division of Equity Shares of the Company and alteration of Capital Clause of Memorandum of Association (MOA) of the Company.				
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
Promoter and Promoter Group	E-Voting	20925972	18093730	86.4654	18093730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		18093730	86.4654	18093730	0	100.0000	0.0000
Public- Institutions	E-Voting	52233	310	0.5935	310	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		310	0.5935	310	0	100.0000	0.0000
Public- Non Institutions	E-Voting	10429405	394116	3.7789	391971	2145	99.4557	0.5443
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		394116	3.7789	391971	2145	99.4557	0.5443
Total		31407610	18488156	58.8652	18486011	2145	99.9884	0.0116
Whether resolution is Pass or Not.							Yes	

Resolution (12)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of the remuneration of Cost Auditor.				
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
Promoter and Promoter Group	E-Voting	20925972	18093730	86.4654	18093730	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		18093730	86.4654	18093730	0	100.0000	0.0000
Public- Institutions	E-Voting	52233	310	0.5935	310	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		310	0.5935	310	0	100.0000	0.0000
Public- Non Institutions	E-Voting	10429405	394116	3.7789	391752	2364	99.4002	0.5998
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if a		0	0.0000	0	0	0	0
	Total		394116	3.7789	391752	2364	99.4002	0.5998
	Total	31407610	18488156	58.8652	18485792	2364	99.9872	0.0128
Whether resolution is Pass or Not.							Yes	

Dayal & Maur
 Company Secretaries
 2/6 A, LGF, Jungpura-A
 New Delhi-110014
 Tel: +91 11 47534394
 E-mail: dayalmaur@gmail.com

The Chairman
 Roto Pumps Ltd
 CIN: L28991UP1975PLC004152
 Roto House, Noida Special Economic Zone,
 NOIDA - 201305

Sub.: Consolidated Remote E-voting and E-voting at the 49th Annual General Meeting (AGM) of the Shareholders held on 28th September, 2024

The Board of Directors of the Company at their meeting held on 9th August, 2024 had appointed me as Scrutinizer for remote e-voting and also for e-voting at the AGM in respect of the below mentioned resolutions proposed at the 49th AGM of the Company held on Saturday, 28th September, 2024 at 4.30 p.m. (IST) through video conferencing / other audio-visual means.

Pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), as amended, the Company has confirmed that the Notice convening the 49th AGM of the Company along with the instructions for the remote e-voting and e-voting at the AGM and the Annual Report for the financial year 2022-23 were sent through electronic mode to those members whose e-mail addresses were registered with the Company/Depository Participant(s) for communication purposes in compliance with Ministry of Corporate Affairs ("MCA") General Circular no. 09/2023 dated 25th September, 2023, 10/2022 dated 28th December, 2022, 02/2022 dated 5th May, 2022 read with General Circular nos. 02/2021, 14/2020, 17/2020 and 20/2020 dated 13th January, 2021, 8th April, 2020, 13th April, 2020 and 5th May, 2020, respectively ("MCA Circulars") and the Securities and Exchange Board of India ("SEBI") circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated 12th May, 2020 ("SEBI Circulars").

The Company has published a notice in this regard, in Business standard newspaper (English edition) and Business Standard newspaper (Hindi edition) on 07th September, 2024.

Pursuant to Section 108 of the Act read with the Rules and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility and also e-voting facility at the AGM to its members in respect of business to be transacted at AGM. The Company had appointed National Securities Depository Limited (NSDL)

1 of 5

Contact
 Shailesh Dayal- 98112 55855



as the service provider for the facility of remote e-voting to its members as well as e-voting facility at the AGM to those members of the Company who had not cast their vote through remote e-voting.

Cut-off date: 21st September, 2024
Remote e-voting commencement date: 25th September, 2024 at 09:00 a.m.
Remote e-voting end date: 27th September 2024 at 05:00 p.m.

On completion of e-voting at the AGM, the results of the remote e-voting and e-voting by members at the AGM on the NSDL e-voting platform were unblocked by me, downloaded and diligently scrutinized.

The Management of the Company is responsible to ensure compliance with the requirements of the Act, Rules, Circulars issued by MCA & SEBI relating to remote e-voting and e-voting at the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting at the AGM is restricted to making a consolidated scrutinizer report of the votes cast in favour or against the resolutions. The results of the remote e-voting and e-voting are as per Annexure – 1.



Shailesh Dayal
Scrutinizer
FCS 4897
CP 7142
UDIN: F004897F001378511



Date: 30.09.2024
Place: New Delhi

Encl.: A/a

Resolution No. 1: 1. Adoption of audited statement of accounts (including consolidated audited statement of accounts) for the financial year ended March 31, 2024 along with the reports of auditors and directors thereon.

No of Members who cast votes	No of Shares Voted	% of Total Paid-up share capital
119	18488203	58.87%

Particulars	Number of members			Number of valid votes			Percentage of total votes polled
	E-voting at AGM	Remote E-voting	Total	E-voting at AGM	Remote E-voting	Total	
Assent	23	90	113	18096099	389998	18486097	99.99%
Dissent	1	5	6	2100	6	2106	0.00%*
Total	24	95	119	18098199	390004	18488203	99.99%

The Ordinary Resolution as contained in Item No. 1 in the notice dated August 9, 2024 has been passed with requisite majority.

* negligible

Resolution No. 2: Declaration of Final Dividend for the financial year ended March 31, 2024.

No of Members who cast votes	No of Shares Voted	% of Total Paid-up share capital
118	18488156	58.87%

Particulars	Number of members			Number of valid votes			Percentage of total votes polled
	E-voting at AGM	Remote E-voting	Total	E-voting at AGM	Remote E-voting	Total	
Assent	24	89	113	18098199	389951	18488150	100.00%
Dissent	0	5	5	0	6	6	0.00%*
Total	24	94	118	18098199	389957	18488156	100.00%

The Ordinary Resolution as contained in Item No. 2 in the notice dated August 9, 2024 has been passed with requisite majority.

* negligible

Resolution no. 3: Re-appointment of Mr. Arvind Veer Gupta (DIN: 00334233), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.

No of Members who cast votes	No of Shares Voted	% of Total Paid-up share capital
95	18488156	58.87%

Particulars	Number of members			Number of valid votes			Percentage of total votes polled
	E-voting at AGM	Remote E-voting	Total	E-voting at AGM	Remote E-voting	Total	
Assent	0	86	86	0	389685	389685	99.39%
Dissent	1	8	9	2100	272	2372	0.61%
Total	1	94	95	2100	389957	392057	100.00%

The Ordinary Resolution as contained in Item No. 3 in the notice dated August 9, 2024 has been passed with requisite majority.

Resolution no. 4: Appointment of Branch Auditors for the branch offices of the Company outside India

No of Members who cast votes	No of Shares Voted	% of Total Paid-up share capital
118	18488156	58.87%

Particulars	Number of members			Number of valid votes			Percentage of total votes polled
	E-voting at AGM	Remote E-voting	Total	E-voting at AGM	Remote E-voting	Total	
Assent	23	88	111	18096099	389751	18485850	99.99%
Dissent	1	6	7	2100	206	2306	0.00%*
Total	24	94	118	18098199	389957	18488156	99.99%

The Ordinary Resolution as contained in Item No. 4 in the notice dated August 9, 2024 has been passed with requisite majority.

* negligible



Resolution no. 5: Re-appointment of Mr. Akhil Joshi (DIN: 06604954), as an Independent Director of the Company

No of Members who cast votes	No of Shares Voted	% of Total Paid-up share capital
118	18488156	58.87%

Particulars	Number of members			Number of valid votes			Percentage of total votes polled
	E-voting at AGM	Remote E-voting	Total	E-voting at AGM	Remote E-voting	Total	
Assent	23	87	110	18096099	389743	18485842	99.99%
Dissent	1	7	8	2100	214	2314	0.00%*
Total	24	94	118	18098199	389957	18488156	99.99%

The Special Resolution as contained in Item No. 5 in the notice dated August 9, 2024 has been passed with requisite majority.

* negligible

Resolution no. 6: Appointment of Mr. Neeraj K Gupta (DIN: 02973442), as an Independent Director of the Company

No of Members who cast votes	No of Shares Voted	% of Total Paid-up share capital
118	18488156	58.87%

Particulars	Number of members			Number of valid votes			Percentage of total votes polled
	E-voting at AGM	Remote E-voting	Total	E-voting at AGM	Remote E-voting	Total	
Assent	23	86	109	18096099	389704	18485803	99.99%
Dissent	1	8	9	2100	253	2353	0.00%*
Total	24	94	118	18098199	389957	18488156	99.99%

The Special Resolution as contained in Item No. 6 in the notice dated August 9, 2024 has been passed with requisite majority.

* negligible

Resolution no. 7: Appointment of Dr. Abal Agarwal (DIN: 00153186), as an Independent Director of the Company

No of Members who cast votes	No of Shares Voted	% of Total Paid-up share capital
118	18488156	58.87%

Particulars	Number of members			Number of valid votes			Percentage of total votes polled
	E-voting at AGM	Remote E-voting	Total	E-voting at AGM	Remote E-voting	Total	
Assent	23	88	111	18096099	389751	18485850	99.99%
Dissent	1	6	7	2100	206	2306	0.00%*
Total	24	94	118	18098199	389957	18488156	99.99%

The Special Resolution as contained in Item No. 7 in the notice dated August 9, 2024 has been passed with requisite majority.

* negligible

Resolution no. 8: Re-appointment of Mr. Harish Chandra Gupta as Chairman and Managing Director of the Company

No of Members who cast votes	No of Shares Voted	% of Total Paid-up share capital
95	392057	1.25%

Particulars	Number of members			Number of valid votes			Percentage of total votes polled
	E-voting at AGM	Remote E-voting	Total	E-voting at AGM	Remote E-voting	Total	
Assent	0	84	84	0	389375	389375	99.32%
Dissent	1	10	11	2100	582	2682	0.00%*
Total	1	94	95	2100	389957	392057	99.32%

The Special Resolution as contained in Item No. 8 in the notice dated August 9, 2024 has been passed with requisite majority.

* negligible



Resolution no. 9: Re-appointment of Mr. Anurag Gupta as Jt. Managing Director of the Company

No of Members who cast votes	No of Shares Voted	% of Total Paid-up share capital
95	392057	1.25%

Particulars	Number of members			Number of valid votes			Percentage of total votes polled
	E-voting at AGM	Remote E-voting	Total	E-voting at AGM	Remote E-voting	Total	
Assent	0	86	86	0	389685	389685	99.39%
Dissent	1	8	9	2100	272	2372	0.00%*
Total	1	94	95	2100	389957	392057	99.39%

The Special Resolution as contained in Item No. 9 in the notice dated August 9, 2024 has been passed with requisite majority.

* negligible

Resolution no. 10: Re-appointment of Mr. Arvind Veer Gupta as Dy. Managing Director of the Company

No of Members who cast votes	No of Shares Voted	% of Total Paid-up share capital
95	392057	1.25%

Particulars	Number of members			Number of valid votes			Percentage of total votes polled
	E-voting at AGM	Remote E-voting	Total	E-voting at AGM	Remote E-voting	Total	
Assent	0	86	86	0	389685	389685	99.39%
Dissent	1	8	9	2100	272	2372	0.00%*
Total	1	94	95	2100	389957	392057	99.39%

The Special Resolution as contained in Item No. 10 in the notice dated August 9, 2024 has been passed with requisite majority.

* negligible

Resolution no. 11: Sub-division of Equity Shares of the Company and alteration of Capital Clause of Memorandum of Association (MOA) of the Company.

No of Members who cast votes	No of Shares Voted	% of Total Paid-up share capital
118	18488156	58.87%

Particulars	Number of members			Number of valid votes			Percentage of total votes polled
	E-voting at AGM	Remote E-voting	Total	E-voting at AGM	Remote E-voting	Total	
Assent	23	88	111	18096099	389912	18486011	99.99%
Dissent	1	6	7	2100	45	2145	0.00%*
Total	24	94	118	18098199	389957	18488156	99.99%

The Ordinary Resolution as contained in Item No. 11 in the notice dated August 9, 2024 has been passed with requisite majority.

* negligible

Resolution no. 12: Ratification of the remuneration paid to the Cost Auditor

No of Members who cast votes	No of Shares Voted	% of Total Paid-up share capital
118	18488156	58.87%

Particulars	Number of members			Number of valid votes			Percentage of total votes polled
	E-voting at AGM	Remote E-voting	Total	E-voting at AGM	Remote E-voting	Total	
Assent	23	87	110	18096099	389693	18485792	99.99%
Dissent	1	7	8	2100	264	2364	0.00%*
Total	24	94	118	18098199	389957	18488156	99.99%

The Ordinary Resolution as contained in Item No. 12 in the notice dated August 9, 2024 has been passed with requisite majority.

* negligible

