

September 29, 2018

Scrip Code - 532832 BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, <u>MUMBAI – 400 001</u> IBREALEST/EQ National Stock Exchange of India Limited "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), <u>MUMBAI – 400 051</u>

Sub: Outcome of 12th Annual General Meeting of the Members ("AGM") of Indiabulls Real Estate Limited ('the Company') and disclosures under Regulation 30 & 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (Listing Regulations)

Dear Sir/Madam,

Pursuant to Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit the followings:

Summary of the proceedings of 12th Annual General Meeting (AGM) of the members of the Company held today i.e. September 29, 2018, at 4:00 P.M. at Mapple Emerald, Rajokri, NH-8, New Delhi-110038.

The 12th Annual General Meeting (AGM) of the members of the Company was held on Saturday, September 29, 2018, at 4:00 P.M. at Mapple Emerald, Rajokri, NH-8, New Delhi-110038.

Of the Directors present in the meeting, the shareholders unanimously appointed Mr. Gurbans Singh, Jt. Managing Director of the Company, to chair the meeting.

Mr. Gurbans Singh thanked the Members and occupied the chair. The requisite quorum being present, Mr. Singh called the meeting to order and welcomed the members to the meeting.

The meeting was attended by 74 Members (including Proxies), Mr. Gurbans Singh, Jt. Managing Director and Member of Stakeholders Relationship Committee, Mr. Shamsher Singh Ahlawat, Independent Director and Chairman of Audit Committee and Stakeholders Relationship Committee and Member of Nomination & Remuneration Committee, and Brig. Labh Singh Sitara (Retd.), Independent Director and Chairman of Nomination & Remuneration Committee and Member of Audit Committee, and by the representative of Statutory Auditors.

The Chairman of the meeting informed that the requisite Registers were open for inspection by the Members till the conclusion of the meeting. He further informed that the other registers and

Indiabulls Real Estate Limited

CIN: L45101DL2006PLC148314 Corporate Office: Indiabulls Finance Centre, Tower 1, 14th Floor, Senapati Bapat Marg, Elphinstone Road, Mumbai - 400013 Tel.: (022) 61891200 Fax: (022) 61891421 Registered Office: M-62 & 63, First Floor, Connaught Place, New Delhi - 110001. Tel.: (011) 30252900, Fax: (011) 30252901 Email: helpdesk@indiabulls.com Website: http://www.indiabullsrealestate.com/



documents as required under the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) were placed before the meeting.

Thereafter Auditors' Reports on both the Standalone and Consolidated Financial Statements of the Company for the FY 2017-18 were read, and with the consent of the Members present, the Notice convening the 12th AGM was taken as read.

The Chairman then briefed the shareholders on Company's business outlook, achievements, future business plans, financial performance etc. and concluded by placing on record his appreciation to team Indiabulls, customers, bankers, regulators and other stakeholders.

He informed the Members that the Company had offered the facility of voting through electronic means from Wednesday, the 26th day of September, 2018 at 10:00 A.M. till Friday, the 28th day of September, 2018 upto 5:00 P.M. and the Company has made arrangements for Poll at the venue of the meeting.

The following items of businesses as set out in the Notice dated August 30, 2018 convening this meeting, were transacted through remote E-voting and Poll at the AGM Venue:

Ordinary Business:

- 1. Adoption of the Audited Standalone and Consolidated Financial Statements of the Company as at March 31, 2018 and the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution).
- 2. Re-appointment of Mr. Narendra Gehlaut (DIN: 01246303), an Executive Director designated as Vice Chairman, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution).

Special Business:

- 3. Approval to re-appointment of Justice Gyan Sudha Misra (Retd. Justice Supreme Court of India) (DIN: 07577265), as an Independent Director of the Company, for a period of five years w.e.f. September 29, 2018 (Special Resolution).
- 4. Approval to issue of Non-Convertible Debentures and/or Bonds on a private placement basis, within the existing borrowing limits of INR 7,500 Crore (Special Resolution).

Based on the Scrutinizers' Report dated September 29, 2018 issued by Ms. Neha Sharma of M/s. Neha S & Associates, Practicing Company Secretaries, Mrs. Rekha Wadhwa, having DP ID/Client ID No. IN300118/ 10266941 and having residential address at 70 E/2 Street No 2, Amrit Puri B, Garhi, New Delhi - 110065 and Mr. Om Parkash, having DP ID/Client ID No. IN300861/ 10025454 and having residential address at House No. 70, Block - D, Vikas Puri,

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New Delhi - 110018, Members of the Company, all the aforementioned businesses were passed by the Members with requisite majority.

In this connection and as required under the Listing Regulations and applicable provisions of the Companies Act, 2013, we also enclose the following:

- (a) Voting Results in the prescribed format; and
- (b) Scrutinizer Report(s) on e-voting and on poll dated September 29, 2018.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully, For **Indiabulls Real Estate Limited**

Ravi Telkar Company Secretary

Encl.: a/a

CC: Luxembourg Stock Exchange, Luxembourg

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	Regulatio	on 44(3) of the SE		gations and Disclos at for Voting Resul	•	its) Regulation	s, 2015		
Date of the AC	GM/ EGM			Ŭ			29-Sep-18		
otal number	of Sharholders on record date	3			113171				
lo. of shareh	olders present in the meeting	either in person c	or through proxy	:					
Promoters	and Promoter Group:	•					0		
Public	· · · · · · · ·						74		
	olders attended the meeting t	hrough Video Cor	nferencina						
	and Promoter Group:	<u></u>	lierening				0		
Public:							0		
	no. 1: Adoption of Audited Sta	ndalone and Con	solidated Financ	ial Statements of th	e Company as at	March 31, 2018	8, and the Reports	of Board of Directors	
nd Auditors t	•								
Resolution re	quired: (Ordinary/ Special)				0	rdinary			
	noter/ promoter group are int	erested in the			-	No			
igenda/resoli						110			
Category	Mode of Voting	No. of shares	No. of votes	% of Votes	No. of Votes -	No. of Votes		% of Votes against	
		held (1)	polled (2)	Polled on outstanding shares (3)=[(2)/(1)]* 100	in favour (4)	– against (5)	favour on votes polled (6)=[(4)/(2)]*100	on votes polled (7)=[(5)/(2)]*100	
	E-Voting	175143057	175143057	100.000	175143057	0	100.000	0.000	
romoter and	Poll	175143057	0	0.000	0	0	0.000	0.000	
romoter	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
Froup	Total	175143057	175143057	100.000	175143057	0	100.000	0.000	
ublic-	E-Voting	112113927	44186127	39.412	44186127	0	100.000	0.000	
nstitutions	Poll	112113927	0	0.000	0	0	0.000	0.000	
Institutions	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Total	112113927	44186127	39.412	44186127	0	100.000	0.000	
ublic- Non	E-Voting	163423305	2942229	1.800	2941729	500	99.983	0.017	
stitutions	Poll	163423305	27953904	17.105	27953904	0	100.000	0.000	
Istitutions	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Total	163423305	30896133	18.906	30895633	500	99.998	0.002	
Total	Total	450680289	250225317		300/3033	300	//.//0		
			230223317	55.522	250224817	500	100.000	0.000	
ligible, offers	no. 2: Re-appointment of Mr. s himself for re-appointment. quired: (Ordinary/ Special)	Narendra Gehlaut	1	1	ctor designated a				
eligible, offers Resolution re Whether pron	s himself for re-appointment. quired: (Ordinary/ Special) noter/ promoter group are int		1	1	ctor designated a	as Vice Chairma			
ligible, offers Resolution re	s himself for re-appointment. quired: (Ordinary/ Special) noter/ promoter group are int		1	1	ctor designated a	as Vice Chairma rdinary	n, who retires by r	otation and being % of Votes against	
ligible, offers lesolution re Vhether pron genda/resolu ategory	s himself for re-appointment. quired: (Ordinary/ Special) noter/ promoter group are int ution?	terested in the No. of shares	(DIN: 01246303), an Executive Dire % of Votes Polled on outstanding shares	ctor designated a O No. of Votes – in favour	ns Vice Chairma rdinary No No. of Votes – against	n, who retires by r % of Votes in favour on votes polled	otation and being % of Votes against on votes polled	
ligible, offers esolution re /hether pron genda/resolu ategory	s himself for re-appointment. quired: (Ordinary/ Special) noter/ promoter group are inf ution? Mode of Voting	No. of shares	No. of votes), an Executive Dire % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	octor designated a O No. of Votes – in favour (4)	ns Vice Chairma rdinary No No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	otation and being % of Votes against on votes polled (7)=[(5)/(2)]*100	
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igible, offers esolution re /hether pron genda/resolu ategory romoter and romoter and romoter roup	s himself for re-appointment. quired: (Ordinary/ Special) noter/ promoter group are int ution? Mode of Voting E-Voting Poll	No. of shares held (1) 175143057 175143057 N.A 175143057	(DIN: 01246303 No. of votes polled (2) 175143057 0 N.A 175143057), an Executive Dire % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000 0.000 N.A 100.000	No. of Votes – in favour (4) 175143057 0 N.A 175143057	No. of Votes - against (5) 0 0 N.A 0	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.000	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.000 0.000	
igible, offers esolution re /hether pron genda/resolu ategory romoter and romoter and romoter roup ublic-	s himself for re-appointment. quired: (Ordinary/ Special) noter/ promoter group are int ution? Mode of Voting E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1) 175143057 175143057 N.A 175143057 175143057 N.A 175143057 112113927	(DIN: 01246303 No. of votes polled (2) 175143057 0 N.A), an Executive Dire % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000 N.A 100.000 39.883	No. of Votes – in favour (4) 175143057 0 N.A	No. of Votes - against (5) 0 N.A	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.000 N.A 100.000 98.781	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.000 0.000 N.A 0.000 1.219	
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igible, offers esolution re /hether pron genda/resolu ategory romoter and romoter and romoter roup ublic-	s himself for re-appointment. quired: (Ordinary/ Special) noter/ promoter group are inf ution? Mode of Voting E-Voting Poll E-Voting E-Voting Poll Postal Ballot (if applicable) Poll Postal Ballot (if applicable)	terested in the No. of shares held (1) 175143057 175143057 N.A 175143057 12113927 112113927 N.A	(DIN: 01246303 No. of votes polled (2) 175143057 0 N.A 175143057 44714105 0 N.A), an Executive Dire % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000 N.A 100.000 39.883	Ctor designated a O No. of Votes - in favour (4) 175143057 0 N.A 175143057 44169153 0 N.A	No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.000 N.A 100.000 98.781	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.000 0.000 N.A 0.000 N.A 0.000 1.219	
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ligible, offers Resolution re Vhether pron genda/resolu	s himself for re-appointment. quired: (Ordinary/ Special) noter/ promoter group are int ution? Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	No. of shares held (1) 175143057 175143057 175143057 175143057 112113927 112113927 N.A 112113927 163423305 163423305	(DIN: 01246303 No. of votes polled (2) 175143057 0 N.A 175143057 44714105 0 N.A 44714105 2942199 27953904), an Executive Dire % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.000 0.000 N.A 100.000 39.883 0.000 N.A 39.883 1.800 17.105	No. of Votes - in favour (4) 175143057 0 N.A 175143057 44169153 0 N.A 44169153 2941241 27953404	x Vice Chairma rdinary No No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0	 m, who retires by r % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.000 0.000 N.A 100.000 98.781 0.000 N.A 98.781 99.967 99.998 	% of Votes against on votes polled (7)=[(5)/(2)]*100 0.000 0.000 N.A 0.000 N.A 0.000 N.A 0.000 N.A 0.000 N.A 0.000 N.A 1.219 0.033 0.002	

Agenda item no. 3: Re-appointment of Justice Gyan Sudha Misra (Retd. Justice Supreme Court of India) (DIN: 07577265), as an Independent Director of the Company, for a period of five years w.e.f. September 29, 2018

Resolution required: (Ordinary/ Special)			Special						
Whether promoter/ promoter group are interested in the agenda/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)	favour on votes	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and	E-Voting	175143057	175143057	100.000	175143057	0	100.000	0.000	
	Poll	175143057	0	0.000	0	0	0.000	0.000	
Promoter	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
Group	Total	175143057	175143057	100.000	175143057	0	100.000	0.000	
Public-	E-Voting	112113927	44714105	39.883	44470223	243882	99.455	0.545	
Institutions	Poll	112113927	0	0.000	0	0	0.000	0.000	
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Total	112113927	44714105	39.883	44470223	243882	99.455	0.545	
Public- Non	E-Voting	163423305	2942199	1.800	2941241	958	99.967	0.033	
Institutions	Poll	163423305	27953904	17.105	27953904	0	100.000	0.000	
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Total	163423305	30896103	18.906	30895145	958	99.997	0.003	
Total		450680289	250753265	55.639	250508425	244840	99.902	0.098	

Agenda item no. 4: Authorization to issue Non-Convertible Debentures and/or Bonds on a private placement basis, within the existing borrowing limits of INR 7,500 Crore.

Resolution required: (Ordinary/ Special)			Special						
Whether promoter/ promoter group are interested in the agenda/resolution?			Νο						
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)	favour on votes	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and	E-Voting	175143057	175143057	100.000	175143057	0	100.000	0.000	
Promoter and Promoter	Poll	175143057	0	0.000	0	0	0.000	0.000	
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
Group	Total	175143057	175143057	100.000	175143057	0	100.000	0.000	
Public-	E-Voting	112113927	44714105	39.883	44714105	0	100.000	0.000	
Institutions	Poll	112113927	0	0.000	0	0	0.000	0.000	
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Total	112113927	44714105	39.883	44714105	0	100.000	0.000	
Public- Non	E-Voting	163423305	2942229	1.800	2941722	507	99.983	0.017	
Institutions	Poll	163423305	27953904	17.105	27953904	0	100.000	0.000	
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A	
	Total	163423305	30896133	18.906	30895626	507	99.998	0.002	
Total		450680289	250753295	55.639	250752788	507	100.000	0.000	

For Indiabulls Real Estate Limited

Ravi Telkar Company Secretary

Date: September 29, 2018

NEHA S & ASSOCIATES (Company Secretaries)

Head Office : B 1/47, Flat No 14, Sewak Nagar, Uttam Nagar, New Delhi-110059 Email : csneha.sharma2016@gmail.com Mobile : 08588097212



Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014]

To, The Chairman 12th Annual General Meeting of the Equity Shareholders of Indiabulls Real Estate Limited held on September 29, 2018 at 4:00 P.M. at Mapple Emerald, Rajokri, NH-8, New Delhi -110038

Dear Sir,

I, Neha Sharma of M/s. Neha S & Associates, Company Secretaries, having our office at B – 1/47, Flat No. 14, Sewak Nagar, Uttam Nagar, New Delhi - 110059, was appointed as the scrutinizer of Indiabulls Real Estate Limited ("the Company') for the purpose of scrutinizing the E-voting process in a fair and transparent manner and ascertaining the requisite majority on E-voting, carried out as per the provisions of Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions, as set out in the Notice dated 30th August, 2018 convening the 12th Annual General Meeting (AGM) of the Equity Shareholders of Indiabulls Real Estate Limited, held on 29th September, 2018 at 4:00 P.M., at Mapple Emerald, Rajokri, NH-8, New Delhi -110038. We submit our Report as under:

- 1. The E-voting remained open from 26th September, 2018 at (10:00 A.M.) to 28th September, 2018 at (5.00 P.M.).
- The Shareholders holding shares as on the "cut off" date (for reckoning voting rights) i.e. 22nd September, 2018, were entitled to vote on the proposed resolutions (item nos. 1 to 4 as set out in the Notice dated 30th August, 2018 convening the 12th Annual General Meeting of Indiabulls Real Estate Limited).
 - 3. The votes were unblocked on 29th September, 2018 around 5:07 P.M. in the presence of two witnesses, Mrs. Rekha Wadhwa, having DP ID/Client ID No. IN300118/ 10266941 and having residential address at 70 E/2 Street No 2, Amrit Puri B, Garhi, New Delhi 110065 and Mr. Om Parkash, having DP ID/Client ID No. IN300861/ 10025454 and having residential address at House No. 70, Block D, Vikas Puri, New Delhi 110018, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Mrs. Rekha Wadhwa DP ID/Client ID No. IN300118/ 10266941

Name: Mr. Om Parkash DP ID/Client ID No. IN300861/ 10025454



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- 4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-voting website of Karvy Computershare Private Limited i.e. https://evoting.karvy.com.
- 5. The result of E-voting is as under :
 - **Item No. 1 As an Ordinary Resolution:** Adoption of Audited Standalone and Consolidated Financial Statements of the Company as at March 31, 2018, and the Reports of Board of Directors and Auditors thereon.
 - (i) Voted in favour of resolution:

	Number of votes casted in favour of resolution	% of total number of valid votes casted
209	222270913	100.000

(ii) Voted against the resolution:

Number of voted electronic system	members through voting	casted	of against n	votes the	% num vote	of Iber es cas	the of ted	total valid
1			500			0.	000	

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes casted by them
1	527978

Item No. 2 – As an Ordinary Resolution: Re-appointment of Mr. Narendra Gehlaut (DIN: 01246303), an Executive Director designated as Vice Chairman, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of resolution:

	Number of votes casted in favour of resolution	% of total number of valid votes casted
199	222253451	99.755



(ii) Voted against the resolution:

voted throu	rs Number of votes gh casted against the ng resolution	% of the total number of valid votes casted
12	545910	0.245

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes casted by them
Nil	N.A.

Item No. 3 – As a Special Resolution: Re-appointment of Justice Gyan Sudha Misra (Retd. Justice Supreme Court of India) (DIN: 07577265), as an Independent Director of the Company, for a period of five years w.e.f. September 29, 2018.

(i) Voted in favour of resolution:

electronic voting system	Number of votes casted in favour of resolution	% of total number of valid votes casted
204	222554521	99.890

(ii) Voted against the resolution:

voted through	Number of votes casted against the resolution	% of the total number of valid votes casted
7	244840	0.110

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes casted by them
Nil	N.A.

Item No. 4 – As a Special Resolution: Authorization to issue Non-Convertible Debentures and/or Bonds on a private placement basis, within the existing borrowing limits of INR 7,500 Crore.



(i) Voted in favour of resolution:

	Number of votes casted in favour of resolution	% of total number of valid votes casted
209	222798884	100.000

(ii) Voted against the resolution:

Number of members voted through electronic voting system		% of the total number of valid votes casted
2	507	0.000

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes casted by them
Nil	N.A.

The Report of E-Voting in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as **Annexure – A**.

The register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 12th Annual General Meeting and thereafter the same would be handed over to the Chairman of the meeting or the Company Secretary of the Company, for safe keeping.

Thanking you,

Yours faithfully,

For M/s Neha S & Associates Company Secretaries M. No. 44741 CP No 16522 Neha Sharma Company

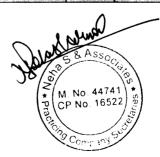
Proprietor M. No. : A44741 C.P. No. 16522

Date: September 29, 2018 Place: New Delhi

					-			nexure – A
Resolutio n ID	Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes again st (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*1 00	% of Votes against on votes polled (7)= [(5)/(2)]*10 0
1	Public – Institutiona I Holders	112113927	44186127	39.4118	44186127	0	100.0000	0.0000
1	Promoter and Promoter Group	175143057	175143057	100.0000	175143057	0	_100.0000	0.0000
1	Public- Others	163423305	2942229	1.8004	2941729	500	99.9830	0.0169
	Total	450680289	222271413	49.3191	222270913	500	99.9998	0.0002
2	Public – Institutiona I Holders	112113927	44714105	39.8827	44169153	544952	98.7812	1.2187
2	Promoter and Promoter Group	175143057	175143057	100.0000	175143057	0	100.0000	0.0000
2	Public- Others	163423305	2942199	1.8004	2941241	958	99.9674	0.0325
	Total	450680289	222799361	49.4362	222253451	545910	99.7550	0.2450
3	Public – Institutiona I Holders	112113927	44714105	39.8827	44470223	243882	. 99.4545	0.5454
3	Promoter and Promoter Group	175143057	175143057	100.0000	175143057	0	100.0000	0.0000
3	Public- Others	163423305	2942199	1.8004	2941241	958	99.9674	0.0325
S. 10	Total	450680289	222799361	49.4362	222554521	244840	99.8901	0.1099
4	Public – Institutiona I Holders	112113927	44714105	39.8827	44714105	0	100.0000	0.0000
	Promoter, and Promoter Group	175143057	175143057	100.0000	175143057	0	100.0000	0.0000
1	Public- Others	163423305	2942229	1.8004	2941722	507	99.9827	0.0172
	Total	450680289	222799391	49.4362	222798884	507	99.9998	0.0002

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FORM NO. MGT - 13 Report of Scrutinizer(s) [Pursuant to the section 109 of the Companies Act, 2013 and rule 21 (2) of the companies (Management and Administration) Rules, 2014]

To, The Chairman 12th Annual General Meeting of the Equity Shareholders of Indiabulls Real Estate Limited held on September 29, 2018 at 4:00 P.M. at Mapple Emerald, Rajokri, NH-8, New Delhi -110038

Dear Sir,

I, Neha Sharma of M/s. Neha S & Associates, Company Secretaries, having our office at B – 1/47, Flat No. 14, Sewak Nagar, Uttam Nagar, New Delhi - 110059, and Mrs. Rekha Wadhwa, having DP ID/Client ID No. IN300118/ 10266941 and having residential address at 70 E/2 Street No 2, Amrit Puri B, Garhi, New Delhi – 110065 and Mr. Om Parkash, having DP ID/Client ID No. IN300861/ 10025454 and having residential address at House No. 70, Block - D, Vikas Puri, New Delhi - 110018, Shareholders of Indiabulls Real Estate Limited, appointed as Scrutinizers for the purpose of Poll taken on the below mentioned resolutions at the 12th Annual General Meeting of the Equity Shareholders of Indiabulls Real Estate Limited held on September 29, 2018 at 4:00 P.M. at Mapple Emerald, Rajokri, NH-8, New Delhi -110038, submit our Report as under:

- 1. After the announcement of Poll by the Chairman of the meeting, 2 (Two) ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
- 2. After completion of Polling, the locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll 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.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the Poll is as hereunder :
 - Item No. 1 As an Ordinary Resolution: Adoption of Audited Standalone and Consolidated Financial Statements of the Company as at March 31, 2018, and the Reports of Board of Directors and Auditors thereon.
 - (i) Voted in **favour** of resolution:

	Number of members present and voting (in person or by proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast
	43	27953904	100.000
Ino	wadhwa		M. No. 44741 P (CP No. 16522) (CP No. 16522

(ii) Voted **against** the resolution:

Number of	members	Number	of	votes	cast	%	of	the	total
present and person or by pr			number of valid votes			votes			
						cast			
Nil			N.,	A.			N	Α	

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
1	N.A.

- Item No. 2 As an Ordinary Resolution: Re-appointment of Mr. Narendra Gehlaut (DIN: 01246303), an Executive Director designated as Vice Chairman, who retires by rotation and being eligible, offers himself for reappointment.
 - (i) Voted in **favour** of resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast
42	27953404	99.998

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of the total number of valid votes cast
1	500	0.002

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
1	N.A.

Item No. 3 - As a Special Resolution: Re-appointment of Justice Gyan Sudha Misra (Retd. Justice Supreme Court of India) (DIN: 07577265), as an Independent Director of the Company, for a period of five years w.e.f. September 29, 2018.

Rekha wadhwa

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(i) Voted in **favour** of resolution:

Number present a person or	and votin	nbers g (in	Number of votes cast in favour of resolution	% of total number of valid votes cast
	43		27953904	100.000

(ii) Voted **against** the resolution:

Number of present and person or by	voting (in proxy)	Number against th	of e re	votes solutior		nber of		total votes
N	l		Ν.	A		N	.A.	

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
1	N.A.

- Item No. 4 As a Special Resolution: Authorization to issue Non-Convertible Debentures and/or Bonds on a private placement basis, within the existing borrowing limits of INR 7,500 Crore.
 - (i) Voted in **favour** of resolution:

Number present person of	and	voting	oers (in	Number of votes cast in favour of resolution	% of total number of valid votes cast
	43			27953904	100.000

(ii) Voted **against** the resolution:

Number	of	memb	pers	Number	of	votes	cast	%	of	the	total
present	and	voting	(in	against th	ne re	esolutior					votes
person o	r by p	roxy)						cast			
	Nil				N.	A.			N	.A.	

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
1	N.A.
	Nemes

M No. 44741 CP No. 16522

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- 5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.
- 6. The Report of Poll in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is enclosed as **Annexure A**.

Thanking you,

Yours faithfully,

For M/s Neha S & Associates Company Secretaries 0 M. No. 44741 CP No. 16522 Compan Neha Sharma

Proprietor M. No. : A44741 C.P. No. 16522

Place: New Delhi Date: September 29, 2018

Rekha wadhwa

Name: Rekha Wadhwa DP ID/Client ID No.: IN300118/ 10266941 Address: 70 E/2 Street No 2, Amrit Puri B, Garhi, New Delhi - 110065

Name: Om Parkash DP ID/Client ID No.: IN300861/ 10025454 Address: House No. 70, Block - D, Vikas Puri, New Delhi - 110018

		T					<u>Annexure - A</u>	
Resolutio n ID	Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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
1	Public – Institutional Holders	1121,13,927	0	0.000		0	0.000	0.000
1	Promoter and Promoter Group	1751,43,057	0	0.000	0	0	0.000	0.000
1	Public-Others	1634,23,305		17.105	279,53,904	0	100.000	0.000
	Total	4506,80,289	279,53,904	6.203	279,53,904	0	100.000	0.000
	Public – Institutional Holders	1121,13,927	0	0.000	0	0	0.000	0.000
	Promoter and Promoter Group	1751,43,057	0	0.000	0	0	0.000	0.000
	Public-Others	1634,23,305	279,53,904	17.105	279,53,404	500	99.998	0.002
	Total	4506,80,289	279,53,904	6.203	279,53,404	500	99.998	0.002
	Public – Institutional Holders	1121,13,927	0	0.000	0	0	0.000	0.000
3	Promoter and Promoter Group	1751,43,057	0	0.000	0	0	0.000	0.000
3	Public-Others	1634,23,305	279,53,904	17.105	279,53,904	0	100.000	0.000
3	Total	4506,80,289	279,53,904	6.203			100.000	0.000
4	Public – Institutional Holders	1121,13,927	0	0.000		0	0.000	0.000
4	Promoter and Promoter Group	1751,43,057	0	0.000		0	0.000	
	Public-Others	1634,23,305	279,53,904	17.105		0	100.000	0.000
4	Total	4506,80,289	279,53,904	6.203		0	100.000	0.000

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ant & Assoc * M. No. 44741 CP No. 16522

FORM NO. MGT - 13 Report of Scrutinizer(s) [Pursuant to the section 109 of the Companies Act, 2013 and rule 20 (4)(xii) and 21 (2) of the companies (Management and Administration) Rules, 2014]

To,

The Chairman

12th Annual General Meeting of the Equity Shareholders of Indiabulls Real Estate Limited held on September 29, 2018 at 4:00 P.M. at Mapple Emerald, Rajokri, NH-8, New Delhi -110038

Dear Sir,

I, Neha Sharma of M/s. Neha S & Associates, Company Secretaries, having our office at B – 1/47, Flat No. 14, Sewak Nagar, Uttam Nagar, New Delhi - 110059, was appointed as the scrutinizer of Indiabulls Real Estate Limited ("the Company") for the purpose of scrutinizing the E-voting process, and I along with Mrs. Rekha Wadhwa, having DP ID/Client ID No. IN300118/ 10266941 and having residential address at 70 E/2 Street No 2, Amrit Puri B, Garhi, New Delhi - 110065 and Mr. Om Parkash, having DP ID/Client ID No. IN300861/ 10025454 and having residential address at House No. 70, Block - D, Vikas Puri, New Delhi - 110018, Shareholders of Indiabulls Real Estate Limited, were appointed as Scrutinizers for the purpose of Poll taken on the below mentioned resolution(s) at the 12th Annual General Meeting of the Equity Shareholders of Indiabulls Real Estate Limited held on September 29, 2018 at 4:00 P.M., at Mapple Emerald, Rajokri, NH-8, New Delhi -110038. We hereby submit our Report on consolidated voting as under:

- 1. After the announcement of poll by the Chairman, two ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
- 2. After completion of Polling, the locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll 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.
- 3. The poll paper(s), which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The votes cast through E-voting were unblocked on September 29, 2018 around 5:07 P.M. in the presence of two witnesses, Mrs. Rekha Wadhwa, having DP ID/Client ID No. IN300118/ 10266941 and having residential address at 70 E/2 Street No 2, Amrit Puri B, Garhi, New Delhi 110065 and Mr. Om Parkash, having DP ID/Client ID No. IN300861/ 10025454 and having residential address at House No. 70, Block D, Vikas Puri, New Delhi 110018 (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

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Name: Mrs. Rekha Wadhwa DP ID/Client ID No. IN300118/ 10266941

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Name: Mr. Om Parkash DP ID/Client ID No. IN300861/ 10025454



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5. The consolidated result of E-voting and Polling at the aforesaid 12th Annual General Meeting, is given hereunder :

Item No. 1- As an Ordinary Resolution: Adoption of Audited Standalone and Consolidated Financial Statements of the Company as at March 31, 2018, and the Reports of Board of Directors and Auditors thereon.

(i) Voted in **favour** of resolution:

Number of present and person or by	voting (in	Number of votes cast in favour of resolution	% of total number of valid votes cast
25	52	250224817	100.000

(ii) Voted **against** the resolution:

Number of present and person or by pro	voting (in			num		of	total valid
1		50	0		0.0	000	

(iii) **Invalid** votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
2	527978

- Item No. 2 As an Ordinary Resolution: Re-appointment of Mr. Narendra Gehlaut (DIN: 01246303), an Executive Director designated as Vice Chairman, who retires by rotation and being eligible, offers himself for reappointment.
 - (i) Voted in **favour** of resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast
241	250206855	99.782

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of the total number of valid votes cast
13	546410	Q.218
Rekhawad	hwa DA	Dise Company Sector

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
1	N.A.

Item No. 3 – As a Special Resolution: Re-appointment of Justice Gyan Sudha Misra (Retd. Justice Supreme Court of India) (DIN: 07577265), as an Independent Director of the Company, for a period of five years w.e.f. September 29, 2018.

(i) Voted in **favour** of resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast
247	250508425	99.902

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)		% of the total number of valid votes cast
7	244840	0.098

(iii) Invalid votes:

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Total numbers of members whose votes were declared invalid	Total number of votes cast by them
1	N.A.

- Item No. 4 As a Special Resolution: Authorization to issue Non-Convertible Debentures and/or Bonds on a private placement basis, within the existing borrowing limits of INR 7,500 Crore.
 - (i) Voted in **favour** of resolution:

pre	mber of members esent and voting (in son or by proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast
	252	250752788	100.000
se Vi	vadhwq	3 04	Welve the Market States of the

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of the total number of valid votes cast
2	507	0.000

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
1	N.A.

- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.
- 7. The combined report of E-Voting and poll, in the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure – A

Thanking you,

Yours faithfully,

For M/s Neha S & Associates **Company Secretaries** & Asso M. No. 44741 * Prac CP No. 16522 Neha Sharma Proprietor

M. No. : A44741 C.P. No. 16522

Place: New Delhi Date: September 29, 2018

Repha wad hwg

Name: Mrs. Rekha Wadhwa DP ID/Client ID No.: IN300118/ 10266941 Address: 70 E/2 Street No 2, Amrit Puri B, Garhi, New Delhi - 110065

Name: Mr. Om Parkash DP ID/Client ID No.: IN300861/ 10025454 Address: 70, Block - D, Vikas Puri, New Delhi - 110018

Agenda item no. 1: Adoption of Audited Standalone and Consolidated Financial Statements of the Company as at March 31, 2018, and the Reports of Board of Directors and Auditors thereon.

Resolution re	equired: (Ordinary/ Special)		Ordinary					
Whether promoter/ promoter group are interested in the agenda/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)	favour on votes	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	E-Voting	175143057	175143057	100.000	175143057	0	100.000	0.000
Promoter	Poll	175143057	0	0.000	0	0	0.000	0.000
Group	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	175143057	175143057	100.000	175143057	0	100.000	0.000
Public-	E-Voting	112113927	44186127	39.412	44186127	0	100.000	0.000
Institutions	Poll	112113927	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	112113927	44186127	39.412	44186127	0	100.000	0.000
Public- Non	E-Voting	163423305	2942229	1.800	2941729	500	99.983	0.017
nstitutions	Poll	163423305	27953904	17.105	27953904	0	100.000	0.000
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	163423305	30896133	18.906	30895633	500	99.998	0.002
Total		450680289	250225317	55.522	250224817	500	100.000	0.000

Agenda item no. 2: Re-appointment of Mr. Narendra Gehlaut (DIN: 01246303), an Executive Director designated as Vice Chairman, who retires by rotation and being eligible, offers himself for re-appointment.
Resolution required: (Ordinary/ Special)
Ordinary

Resolution re	equired: (Ordinary/ Special)		Ordinary					·····
Whether pro agenda/resol	noter/ promoter group are in ution?	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)=[(6)/(2)]*100
Promoter and	E-Voting	175143057	175143057	100.000	175143057	0	100.000	0.000
Promoter Group	Poll	175143057	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	175143057	175143057	100.000	175143057	0	100.000	0.000
Public-	E-Voting	112113927	44714105	39.883	44169153	544952	98.781	1.219
Institutions	Poll	112113927	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	112113927	44714105	39.883	44169153	544952	98.781	1.219
Public- Non	E-Voting	163423305	2942199	1.800	2941241	958	99.967	0.033
Institutions	Poll	163423305	27953904	17.105	27953404	500	99.998	0.002
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	163423305	30896103	18.906	30894645	1458	99.995	0.005
Total		450680289	250753265	55.639	250206855	546410	99.782	0.218

Agenda item no. 3: Re-appointment of Justice Gyan Sudha Misra (Retd. Justice Supreme Court of India) (DIN: 07577265), as an Independent Director of the Company, for a period of five years w.e.f. September 29, 2018

Resolution re	equired: (Ordinary/ Special)	Special						
Whether promoter/ promoter group are interested in the agenda/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)	favour on votes	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	E-Voting	175143057	175143057	100.000	175143057	0	100.000	0.000
Promoter Group	Poll	175143057	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
Group	Total	175143057	175143057	100.000	175143057	0	100.000	0.000
Public-	E-Voting	112113927	44714105	39.883	44470223	243882	99.455	0.545
Institutions	Poll	112113927	0	0.000	0	0	0.000	0.000
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	112113927	44714105	39.883	44470223	243882	99.455	0.545
Public- Non	E-Voting	163423305	2942199	1.800	2941241	958	99.967	0.033
Institutions	Poll	163423305	27953904	17.105	27953904	0	100.000	0.000
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Total	163423305	30896103	18.906	30895145	958	99.997	0.003
Total		450680289	250753265	55.639	250508425	244840	As 99.902	0.098

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Resolution re	resolution required: (Ordinary/ Special)			ebentures and/or Bonds on a private placement basis, within the existing borrowing limits of INR 7,500 Crore Special						
Whether promoter/ promoter group are interested in the agenda/resolution?				No						
Category	Mode of Voting	No. of shares heid (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)	favour on votes	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and	E-Voting	175143057	175143057	100.000	175143057	0	100.000	0.000		
Promoter	Poll	175143057	0	0.000	0	0	0.000	0.000		
Group	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A		
	Total	175143057	175143057	100.000	175143057	0	100.000	0.000		
Public-	E-Voting	112113927	44714105	39.883	44714105	0	100.000	0.000		
nstitutions	Poll	112113927	0	0.000	0	0	0.000	0.000		
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A		
	Total	112113927	44714105	39.883	44714105	0	100.000	0.000		
Public- Non	E-Voting	163423305	2942229	1.800	2941722	507	99.983	0.017		
nstitutions	Poll	163423305	27953904	17.105	27953904	0	100.000	0.000		
	Postal Ballot (if applicable)	N.A	N.A	N.A	N.A	N.A	N.A	N.A		
	Total	163423305	30896133	18.906	30895626	507	99.998	0.002		
Total		450680289	250753295	55.639	250752788	507	100.000	0.000		

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