

May 20, 2023

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

# Sub: Outcome of the voting results of Postal Ballot

Dear Sir/Ma'am

In furtherance to Company Postal Ballot Notice dated April 17, 2023 ('Notice'), seeking approval from shareholders of the Company on the business listed therein, and in accordance with the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we enclose hereto the *voting results* of Postal Ballot (e-voting) along with Scrutinizer's Report.

All the resolutions as mentioned in the Notice have been approved by shareholders with requisite majority.

The same is also available on the Company's website at https://www.indiabullsrealestate.com/

We request you to kindly take the same on record.

Thanking You,

for Indiabulls Real Estate Limited

Chandra Shekher Joshi Company Secretary

Encl.: a/a

# **Indiabulls Real Estate Limited**

CIN: L45101HR2006PLC095409

Corporate Office: WeWork Vaswani Chambers, 264/265, Dr. Annie Besant Road, Worli, Mumbai – 400030, Tel.: (022) 61899600 Registered Office: Office No 01-1001, WeWork, Blue One Square, Udyog Vihar Phase 4 Rd, Gurugram – 122016, Haryana, Tel/Fax: 0125 5025020 Email: helpdesk@indiabulls.com Website: http://www.indiabullsrealestate.com



#### Indiabulls Real Estate Limited

#### Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

|                                  |  |                                 | For                        | mat for Voting R      | •                 | ,,                      |                   |                       |
|----------------------------------|--|---------------------------------|----------------------------|-----------------------|-------------------|-------------------------|-------------------|-----------------------|
| Date of Postal                   | ate of Postal Ballot Notice                  |                                 |                            | 17-Apr-23             |                   |                         |                   |                       |
| Total number                     | of Sharholders on                            | Cut-off date - April 1          | 4, 2023                    |                       | 321711            |                         |                   |                       |
| No. of shareho                   | olders present in th                         | e meeting either in             | person or through p        | oroxy:                |                   |                         |                   |                       |
| Promoters                        | and Promoter Grou                            | ıp:                             |                            |                       |                   | Ν                       | I.A.              |                       |
| Public                           |  |                                 |                            |                       |                   | Ν                       | I.A.              |                       |
| No. of Shareh                    | olders attended the                          | e meeting through V             | /ideo Conferencing         |                       |                   |                         |                   |                       |
|                                  | and Promoter Grou                            |                                 | · ·                        |                       |                   | Ν                       | I.A.              |                       |
| Public:                          |  |                                 |                            |                       |                   | Ν                       | I.A.              |                       |
| period of five<br>Resolution rec | years, with effect f<br>quired: (Ordinary/ S | rom February 27, 20<br>Special) | •                          | N: 00387166), as      |                   | or & Key Manage<br>cial | erial Personnel o | f the Company, for a  |
| -                                |  | oup are interested              |                            |                       | N                 | lo                      |                   |                       |
| in the agenda,                   | /resolution?                                 |                                 |                            | -                     |                   | -                       | -                 |                       |
| Category                         | Mode of Voting                               | No. of shares held              | No. of votes polled        | % of Votes            | No. of Votes – in | No. of Votes –          | % of Votes in     | % of Votes against on |
|                                  |  | (1)                             | (2)                        | Polled on             | favour            | against                 | favour on         | votes polled          |
|                                  |  |                                 |                            | outstanding           | (4)               | (5)                     | votes polled      | (7)=[(5)/(2)]*100     |
|                                  |  |                                 |                            | shares                |                   |                         | (6)=[(4)/(2)]*1   |                       |
|                                  |  |                                 |                            | (3)=[(2)/(1)]*<br>100 |                   |                         | 00                |                       |
|                                  | E-Voting                                     | 0.00                            | 0.00                       | 0.00                  | 0.00              | 0.00                    | 0.00              | 0.00                  |
| Promoter and                     | Poll   | 0.00                            | 0.00                       |                       | 0.00              |                         | 0.00              | 0.00                  |
| Promoter                         | Postal Ballot                                | 0.00                            | 0.00                       |                       | 0.00              |                         |                   | 0.00                  |
| Group                            | Total  | 0.00                            | 0.00                       |                       | 0.00              |                         |                   | 0.00                  |
| Public-                          | E-Voting                                     | 12,38,58,031                    | 6,79,41,132                | 54.854                | 3,38,63,419       | 3,40,77,713             | 49.842            | 50.158                |
| Institutions                     | Poll   | 0.00                            | 0.00                       |                       | 0.00              |                         | 49.842            | 0.00                  |
| Institutions                     | Postal Ballot                                | 12,38,58,031                    | 0.00                       |                       | 0.00              |                         | 0.00              | 0.00                  |
|                                  | Total  |                                 |                            |                       |                   |                         |                   |                       |
| Dublis New                       |  | 12,38,58,031                    | 6,79,41,132                | 54.854                | 3,38,63,419       | 3,40,77,713             | 49.842            | 50.158                |
| Public- Non                      | E-Voting                                     | 41,78,17,300                    | 7,00,08,325                | 16.756                | 6,99,61,927       | 46,398                  | 99.934            | 0.066                 |
| Institutions                     | Poll   | 0.00                            | 0.00                       |                       | 0.00              | 0.00                    | 0.00              | 0.00                  |
|                                  | Postal Ballot                                | 41,78,17,300                    | 0.00                       |                       | 0.00              |                         | 0.00              | 0.00                  |
|                                  | Total  | 41,78,17,300                    | 7,00,08,325                | 16.756                | 6,99,61,927       | 46,398                  | 99.934            | 0.066                 |
| Total                            |  | 54,16,75,331                    | 13,79,49,457               | 25.467                | 10,38,25,346      | 3,41,24,111             | 75.263            | 24.737                |
|                                  | ••   | he appointment of I             | Mr. Javed Faizullah        | Гаріа (DIN: 0005      |                   |                         | ith effect from F | ebruary 27, 2023.     |
|                                  | quired: (Ordinary/ S                         |                                 |                            |                       | •                 | cial                    |                   |                       |
|                                  |  | oup are interested              |                            |                       |                   | lo                      |                   |                       |
| Category                         | Mode of Voting                               | No. of shares held              | No. of votes polled        | % of Votes            | No. of Votes – in | No. of Votes –          |                   | % of Votes against on |
|                                  |  | (1)                             | (2)                        | Polled on             | favour            | against                 | favour on         | votes polled          |
|                                  |  |                                 |                            | outstanding           | (4)               | (5)                     | votes polled      | (7)=[(5)/(2)]*100     |
|                                  |  |                                 |                            | shares                |                   |                         | (6)=[(4)/(2)]*1   |                       |
|                                  |  |                                 |                            | (3)=[(2)/(1)]*        |                   |                         | 00                |                       |
|                                  |  |                                 |                            | 100                   |                   |                         |                   |                       |
|                                  |  |                                 |                            |                       |                   |                         |                   |                       |
| Promoter and                     | E-Voting                                     | 0.00                            | 0.00                       | 0.00                  | 0.00              | 0.00                    | 0.00              | 0.00                  |
| Promoter                         | Poll   | 0.00                            | 0.00                       | 0.00                  | 0.00              | 0.00                    | 0.00              | 0.00                  |
| Group                            | Postal Ballot                                | 0.00                            | 0.00                       | 0.00                  | 0.00              | 0.00                    | 0.00              | 0.00                  |
| Group                            | Total  | 0.00                            | 0.00                       | 0.00                  | 0.00              | 0.00                    | 0.00              | 0.00                  |
| Public-                          | E-Voting                                     | 12,38,58,031                    | 6,79,41,132                | 54.854                | 6,78,47,884       | 93,248                  | 99.863            | 0.137                 |
| Institutions                     | Poll   | 0.00                            | 0.00                       | 0.00                  | 0.00              | 0.00                    | 0.00              | 0.00                  |
|                                  | Postal Ballot                                | 12,38,58,031                    | 0.00                       | 0.00                  | 0.00              | 0.00                    | 0.00              | 0.00                  |
|                                  | Total  | 12,38,58,031                    | 6,79,41,132                | 54.854                | 6,78,47,884       | 93,248                  | 99.863            | 0.137                 |
| Public- Non                      | E-Voting                                     | 41,78,17,300                    | 7,00,05,999                | 16.755                | 6,99,59,292       | 46,707                  | 99.933            | 0.07                  |
| Institutions                     | Poll   | 0.00                            | 0.00                       |                       | 0.00              |                         | 0.00              | 0.00                  |
|                                  | 1  |                                 |                            |                       |                   |                         | 0.00              | 0.00                  |
|                                  | Postal Ballot                                | 41,78,17,300                    | 0.00                       | 0.00                  | 0.00              | 0.00                    | 0.00              | 0.001                 |
|                                  | Postal Ballot<br>Total                       | 41,78,17,300<br>41,78,17,300    | 0.00<br><b>7,00,05,999</b> | 0.00<br>16.755        | 6,99,59,292       | 46,707                  | 99.933            | 0.00                  |

| Agenda item i   | no. 3: Approval to t  | the appointment of   | Mr. Shyamm Mariwa  | ala (DIN: 003502  | 35), as an Independ   | ent Director with  | effect from Ma  | rch 1, 2023.  |
|---|---|--|--|---|---|--|---|---|
| Resolution rea  | quired: (Ordinary/  | Special)   |  |   | Spe   | cial   |   |   |
| Whether pror  | noter/ promoter g   | roup are interested  |  |   | N   | 0  |   |   |
| Category  | Mode of Voting  | No. of shares held<br>(1)  | No. of votes polled<br>(2)   | % of Votes<br>Polled on<br>outstanding<br>shares<br>(3)=[(2)/(1)]*<br>100                                     | No. of Votes – in<br>favour<br>(4)  | No. of Votes –<br>against<br>(5)                                       |   | % of Votes against on<br>votes polled<br>(7)=[(5)/(2)]*100  |
| Duencetou ou d  | E-Voting  | 0.00   | 0.00   | 0.00  | 0.00  | 0.00   | 0.00  | 0.00  |
| Promoter and  | Poll  | 0.00   | 0.00   | 0.00  | 0.00  | 0.00   | 0.00  | 0.00  |
| Promoter  | Postal Ballot   | 0.00   | 0.00   | 0.00  | 0.00  | 0.00   | 0.00  | 0.00  |
| Group   | Total   | 0.00   | 0.00   | 0.00  | 0.00  | 0.00   | 0.00  | 0.00  |
| Public-   | E-Voting  | 12,38,58,031   | 6,79,41,132  | 54.854  | 6,79,41,132   | 0.00   | 100.000   | 0.00  |
| Institutions  | Poll  | 0.00   | 0.00   | 0.00  | 0.00  | 0.00   | 0.00  | 0.00  |
|   | Postal Ballot   | 12,38,58,031   | 0.00   | 0.00  | 0.00  | 0.00   | 0.00  | 0.00  |
|   | Total   | 12,38,58,031   | 6,79,41,132  | 54.854  | 6,79,41,132   | 0.00   | 100.000   | 0.00  |
| Public- Non   | E-Voting  | 41,78,17,300   | 7,00,07,055  | 16.755  | 6,99,56,637   | 50,418   | 99.928  | 0.072   |
| Institutions  | Poll  | 0.00   | 0.00   | 0.00  | 0.00  | 0.00   | 0.00  | 0.00  |
|   | Postal Ballot   | 41,78,17,300   | 0.00   | 0.00  | 0.00  | 0.00   | 0.00  | 0.00  |
|   | Total   | 41,78,17,300   | 7,00,07,055  | 16.755  | 6,99,56,637   | 50,418   | 99.928  | 0.072   |
| Total   |   | 54,16,75,331   | 13,79,48,187   | 25.467  | 13,78,97,769  | 50,418   | 99.963  | 0.037   |
| Agenda item ı   | no. 4: Approval to t  | the appointment of   | Ms. Tarana Suresh L  | alwani (DIN: 019  | 40572), as an Indep   | endent Director  | with effect from  | March 1, 2023.  |
| Resolution re   | quired: (Ordinary/  | Special)   |  |   | Spe   | cial   |   |   |
| Whether pror  | noter/ promoter g   | roup are interested  |  |   | N   | 0  |   |   |
| Category  | Mode of Voting  | No. of shares held   | No. of votes polled  | % of Votes  | No. of Votes – in   | No. of Votes –   | % of Votes in   | % of Votes against on                                       |
|   |   | (1)  | (2)  | Polled on<br>outstanding  | favour<br>(4)   | against<br>(5)   | favour on<br>votes polled   | votes polled<br>(7)=[(5)/(2)]*100                           |
|   |   |  |  | shares<br>(3)=[(2)/(1)]*<br>100   | (-)   |  | (6)=[(4)/(2)]*1<br>00   | () [[0]][2]] 200  |
| Promoter and  | E-Voting  | 0.00   | 0.00   | (3)=[(2)/(1)]*  | 0.00  | 0.00   | (6)=[(4)/(2)]*1<br>00<br>0.00   |   |
| Promoter and<br>Promoter                                    | Poll  | 0.00   | 0.00   | (3)=[(2)/(1)]*<br>100   |   | 0.00   | (6)=[(4)/(2)]*1<br>00   | 0.00  |
| Promoter  |   |  |  | (3)=[(2)/(1)]*<br>100<br>0.00   | 0.00  |  | (6)=[(4)/(2)]*1<br>00<br>0.00   | 0.00  |
| Promoter<br>Group   | Poll<br>Postal Ballot<br>Total  | 0.00<br>0.00<br><b>0.00</b>  | 0.00<br>0.00<br><b>0.00</b>  | (3)=[(2)/(1)]*<br>100<br>0.00<br>0.00<br>0.00<br>0.00   | 0.00<br>0.00<br>0.00<br>0.00  | 0.00<br>0.00<br><b>0.00</b>  | (6)=[(4)/(2)]*1<br>00<br>0.00<br>0.00<br>0.00<br>0.00   | 0.00<br>0.00<br>0.00<br>0.00                                |
| Promoter  | Poll<br>Postal Ballot<br>Total<br>E-Voting  | 0.00<br>0.00<br>0.00<br>12,38,58,031   | 0.00<br>0.00<br><b>0.00</b><br>6,79,41,132   | (3)=[(2)/(1)]*<br>100<br>0.00<br>0.00<br>0.00<br>0.00<br>54.854   | 0.00 0.00 0.00  | 0.00<br>0.00<br><b>0.00</b><br>0.00                                    | (6)=[(4)/(2)]*1<br>00<br>0.00<br>0.00<br>0.00<br>0.00<br>100.000  | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00                |
| Promoter<br>Group   | Poll<br>Postal Ballot<br>Total<br>E-Voting<br>Poll  | 0.00<br>0.00<br>12,38,58,031<br>0.00   | 0.00<br>0.00<br><b>0.00</b><br>6,79,41,132<br>0.00   | (3)=[(2)/(1)]*<br>100<br>0.00<br>0.00<br>0.00<br>54.854<br>0.00   | 0.00<br>0.00<br>0.00<br>0.00<br>6,79,41,132<br>0.00   | 0.00<br>0.00<br>0.00<br>0.00<br>0.00                                   | (6)=[(4)/(2)]*1<br>00<br>0.00<br>0.00<br>0.00<br>0.00<br>100.000<br>0.00                                      | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00                |
| Promoter<br>Group<br>Public-                                | Poll<br>Postal Ballot<br>Total<br>E-Voting<br>Poll<br>Postal Ballot   | 0.00<br>0.00<br>12,38,58,031<br>0.00<br>12,38,58,031   | 0.00<br>0.00<br>6,79,41,132<br>0.00<br>0.00  | (3)=[(2)/(1)]*<br>100<br>0.00<br>0.00<br>0.00<br>54.854<br>0.00<br>0.00                                       | 0.00<br>0.00<br>0.00<br>6,79,41,132<br>0.00<br>0.00   | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00                           | (6)=[(4)/(2)]*1<br>00<br>0.00<br>0.00<br>0.00<br>100.000<br>0.00<br>0.00                                      | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.0 |
| Promoter<br>Group<br>Public-<br>Institutions                | Poll<br>Postal Ballot<br>Total<br>E-Voting<br>Poll<br>Postal Ballot<br>Total                                      | 0.00<br>0.00<br>12,38,58,031<br>0.00<br>12,38,58,031<br>12,38,58,031   | 0.00<br>0.00<br>6,79,41,132<br>0.00<br>0.00<br>6,79,41,132                                       | (3)=[(2)/(1)]*<br>100<br>0.00<br>0.00<br>0.00<br>54.854<br>0.00<br>0.00<br>54.854                             | 0.00<br>0.00<br>0.00<br>6,79,41,132<br>0.00<br>0.00<br>6,79,41,132                                | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00                   | (6)=[(4)/(2)]*1<br>00<br>0.00<br>0.00<br>0.00<br>100.000<br>0.00<br>0.00<br>100.000                           | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.0 |
| Promoter<br>Group<br>Public-                                | Poll<br>Postal Ballot<br>Total<br>E-Voting<br>Poll<br>Postal Ballot<br>Total<br>E-Voting                          | 0.00<br>0.00<br>12,38,58,031<br>0.00<br>12,38,58,031   | 0.00<br>0.00<br>6,79,41,132<br>0.00<br>0.00  | (3)=[(2)/(1)]*<br>100<br>0.00<br>0.00<br>0.00<br>54.854<br>0.00<br>0.00<br>54.854<br>16.756                   | 0.00<br>0.00<br>0.00<br>6,79,41,132<br>0.00<br>0.00   | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>44,013         | (6)=[(4)/(2)]*1<br>00<br>0.00<br>0.00<br>0.00<br>100.000<br>0.00<br>0.00                                      | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.0 |
| Promoter<br>Group<br>Public-<br>Institutions                | Poll<br>Postal Ballot<br>Total<br>E-Voting<br>Poll<br>Postal Ballot<br>Total                                      | 0.00<br>0.00<br>12,38,58,031<br>0.00<br>12,38,58,031<br>12,38,58,031   | 0.00<br>0.00<br>6,79,41,132<br>0.00<br>0.00<br><b>6,79,41,132</b><br>7,00,08,358<br>0.00         | (3)=[(2)/(1)]*<br>100<br>0.00<br>0.00<br>0.00<br>54.854<br>0.00<br>0.00<br>54.854<br>16.756<br>0.00           | 0.00<br>0.00<br>0.00<br>6,79,41,132<br>0.00<br>0.00<br>6,79,41,132<br>6,99,64,345<br>0.00         | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>44,013<br>0.00         | (6)=[(4)/(2)]*1<br>00<br>0.00<br>0.00<br>0.00<br>100.000<br>0.00<br>0.00<br>100.000<br>99.937<br>0.00         | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.0 |
| Promoter<br>Group<br>Public-<br>Institutions<br>Public- Non | Poll<br>Postal Ballot<br>Total<br>E-Voting<br>Poll<br>Postal Ballot<br>Total<br>E-Voting<br>Poll<br>Postal Ballot | 0.00<br>0.00<br>12,38,58,031<br>0.00<br>12,38,58,031<br>12,38,58,031<br>12,38,58,031<br>41,78,17,300<br>0.00<br>41,78,17,300 | 0.00<br>0.00<br>6,79,41,132<br>0.00<br>0.00<br><b>6,79,41,132</b><br>7,00,08,358<br>0.00<br>0.00 | (3)=[(2)/(1)]*<br>100<br>0.00<br>0.00<br>0.00<br>54.854<br>0.00<br>54.854<br>0.00<br>54.854<br>16.756<br>0.00 | 0.00<br>0.00<br>0.00<br>6,79,41,132<br>0.00<br>0.00<br>6,79,41,132<br>6,99,64,345<br>0.00<br>0.00 | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>44,013<br>0.00<br>0.00 | (6)=[(4)/(2)]*1<br>00<br>0.00<br>0.00<br>0.00<br>100.000<br>0.00<br>0.00<br>100.000<br>99.937<br>0.00<br>0.00 | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.0 |
| Promoter<br>Group<br>Public-<br>Institutions<br>Public- Non | Poll<br>Postal Ballot<br>Total<br>E-Voting<br>Poll<br>Postal Ballot<br>Total<br>E-Voting<br>Poll                  | 0.00<br>0.00<br>12,38,58,031<br>0.00<br>12,38,58,031<br>12,38,58,031<br>12,38,58,031<br>41,78,17,300<br>0.00                 | 0.00<br>0.00<br>6,79,41,132<br>0.00<br>0.00<br><b>6,79,41,132</b><br>7,00,08,358<br>0.00         | (3)=[(2)/(1)]*<br>100<br>0.00<br>0.00<br>0.00<br>54.854<br>0.00<br>0.00<br>54.854<br>16.756<br>0.00           | 0.00<br>0.00<br>0.00<br>6,79,41,132<br>0.00<br>0.00<br>6,79,41,132<br>6,99,64,345<br>0.00         | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>44,013<br>0.00         | (6)=[(4)/(2)]*1<br>00<br>0.00<br>0.00<br>0.00<br>100.000<br>0.00<br>0.00<br>100.000<br>99.937<br>0.00         | 0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.00<br>0.0 |

for Indiabulls Real Estate Limited

(omi)

Chandra Shekher Joshi Company Secretary Date: May 20, 2023

# **BARG&ASSOCIATES** Company Secretaries

# Scrutinizer's Report

[Pursuant to Section110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson / Company Secretary Indiabulls Real Estate Limited Office No 01-1001, WeWork, Blue One Square Udyog Vihar, Phase 4 Rd Gurugram -122016

Sub: <u>Scrutinizer's Report on Postal Ballot and remote e-voting conducted pursuant to Section 108 & 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 of Companies (Management and Administration) Rules, 2014 ('the Rules') on agenda item stated in Postal Ballot Notice dated April 17, 2023 ("Postal Ballot").</u>

Dear Sir,

I, Riya Luthra (Membership No. A-53802 & C.P. 24472), Partner of **M/s MARG & Associates**, Practicing Company Secretaries, having our office at 256, Ground Floor, Anarkali Complex, Jhandewalan, New Delhi-110055, was appointed as the scrutinizer by the Board of Directors of **Indiabulls Real Estate Limited** ("the Company") for the purpose of scrutinizing the process of remote e-voting/postal ballot on the resolution set out in the Postal Ballot Notice dated April 17, 2023.

I hereby submit my Report as under that:

- In terms of the Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read with the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") and other applicable laws and regulations, read with the General Circulars No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022, and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA Circulars"), the Company had completed dispatch of Postal Ballot Notice on April 18, 2023, all its eligible members through permitted mode.
- The Postal Ballot Notice was sent to those members of the Company, who have registered their email addresses with the Company / depository participants and whose name appeared in the Register of Members of the Company on April 14, 2023 ('cut-off date').
- 3. The remote e-voting facility for this Postal Ballot activity was provided by KFin Technologies Limited ("Kfintech"), the Registrar and Share Transfer Agent of the Company.

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 Particulars related to remote e-voting communications received from the M entered in a Register, separately maintained for the purpose.

# MARG & Associates Company Secretaries

Private & Confidential Continuation Sheet No. 2

- The remote e-voting period remained open from Wednesday, April 19, 2023 (10:00 A.M onwards) till Thursday, May 18, 2023 (upto 5:00 P.M.).
- All e-voting communications received upto the close of working hours i.e. 05:00 P.M. on Thursday, May 18, 2023 (the last date and time fixed by the Company for e-voting) were considered for my scrutiny.
- 7. The e-voting module of KFintech was disabled on Thursday, May 18, 2023 at 05:00 P. M., immediately after completion of voting time period.
- The votes cast through remote e-voting were unblocked on Thursday, May 18, 2023, around 05:28 P.M. in the presence of two witnesses viz. Mr. Rahul Jaiswal (PAN:BGVPJ7222D) R/o H.No-2132/6 G/F, Gali No-6, Prem Nagar, Patel Nagar, Delhi-110008 and Ms. Alisha Kapoor (PAN:[DGSPK4250H]) R/o H. No-256/18, Bastipura, Arya Nagar, Rohtak-124001 (who are not in the employment of the Company). They have signed below in configuration of the votes being unblocked in their presence.

Witness 1: Mr. Rahul Jaiswal

Witness 2: Ms. Alisha Kapoor

- 9. After the closure of the remote e-voting, the report on the said remote e-voting was generated in my presence from KFintech poratl and was diligently scrutinized.
- The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting/ postal ballot on the resolution contained in Postal Ballot Notice dated April 17, 2023.
- The result of remote e-voting in respect of the resolution contained in the Postal Ballot Notice dated April 17, 2023 is as under:
  - Item No. 1 As Special Resolution: Approval to the appointment of Mr. Sachin Shah (DIN: 00387166), as an Executive Director & Key Managerial Personnel of the Company, for a period of five years, with effect from February 27, 2023.

(i) Voted in favour of resolution:

| Number of<br>members voted<br>through remote<br>e-voting | Number of members<br>voted through Ballot<br>Paper | Number of votes<br>casted <b>in favour</b> of<br>resolution | Percentage of the<br>total number of<br>valid votes casted |
|--|--|---|--|
| 421  | NA   | 10,38,25,346  | 75.263%  |



# MARG & Associates Company Secretaries

# Private & Confidential Continuation Sheet No. 3

# (ii) Voted against the resolution:

| Number of<br>members voted<br>through e-<br>voting |    | Number of votes<br>casted <b>in against</b> of<br>resolution |         |
|--|----|--|---------|
| 117  | NA | 3,41,24,111  | 24.737% |

# (iii) Invalid votes\*:

| Numbers of members whose votes were declared invalid | Number of invalid/ Less voted/abstain cast<br>by them |
|--|---|
| 62   | 3,97,93,184   |

\*including abstain votes

# Item No. 2 As Special Resolution: Approval to the appointment of Mr. Javed Faizullah Tapia (DIN: 00056420), as an Independent Director.

# (i) Voted in favour of resolution:

| Number of<br>members voted<br>through e-<br>voting |    | Number of votes<br>casted <b>in favour</b> of<br>resolution |         |
|--|----|---|---------|
| 455  | NA | 13,78,07,176  | 99.899% |

# (ii) Voted against the resolution:

| Number of<br>members voted<br>through e-<br>voting | Number of members<br>voted through Ballot<br>Paper | Number of votes<br>casted <b>in against</b> of<br>resolution |        |
|--|--|--|--------|
| 81   | NA   | 1,39,955   | 0.101% |

# (iii) Invalid votes\*:

| Numbers of members whose votes<br>were declared invalid | Number of invalid/ Less voted/abstain cast<br>by them |
|---|---|
| 65  | 39,795,510  |
| *including abstain votes                                |   |
|   |   |
| Shirt set   |   |

# MARG & Associates Company Secretaries

Private & Confidential Continuation Sheet No. 4

# Item No. 3 As Special Resolution: Approval to the appointment of Mr. Shyamm Mariwala (DIN: 00350235), as an Independent Director.

# (i) Voted in favour of resolution:

| Number of<br>members voted<br>through e-<br>voting |    | Number of votes<br>casted <b>in favour</b> of<br>resolution |         |
|--|----|---|---------|
| 468  | NA | 137,897,769   | 99.963% |

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

| Number of<br>members voted<br>through e-<br>voting |    | Number of votes<br>casted <b>in against</b> of<br>resolution |        |
|--|----|--|--------|
| 69   | NA | 50,418   | 0.037% |

#### (iii) Invalid votes\*:

| Numbers of members whose votes were declared invalid | Number of invalid/ Less voted/abstain cast by them |
|--|--|
| 63   | 3,97,94,454  |

\*including abstain votes

# Item No. 4 As Special Resolution: Approval to the appointment of Ms. Tarana Suresh Lalwani (DIN: 01940572), as an Independent Director.

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

| Number of<br>members voted<br>through e-<br>voting | Number of members<br>voted through Ballot<br>Paper | Number of votes<br>casted <b>in favour</b> of<br>resolution | Percentage of the<br>total number of<br>valid votes casted |
|--|--|---|--|
| 468  | NA   | 137,905,477   | 99.968%  |
|  |  |   | So L ASSOC   |
|  |  |   | REW DELHI  |

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

| Number of<br>members voted<br>through e-<br>voting |    | Number of votes<br>casted <b>in against</b> of<br>resolution |        |  |  |
|--|----|--|--------|--|--|
| 68   | NA | 44,013   | 0.032% |  |  |

#### (iii) Invalid votes\*:

| Numbers of members whose votes | Number of invalid/ Less voted/abstain cast |
|--------------------------------|--|
| were declared invalid          | by them                                    |
| 62                             | 3,97,93,151                                |

\*including abstain votes

- 12. Based on the aforesaid results, Resolution pertaining to the Item No. 1 to 4 set forth in Postal Ballot Notice dated April 17, 2023 have been passed with requisite majority as per the provisions of the Companies Act, 2013 and Rules made thereunder.
- 13. The Register, all other papers and other relevant records relating to remote e-voting shall remain in our safe custody until the chairperson considers, approves and signs the minutes and thereafter the same would be handed over to the Company Secretary of the Company for the safe keeping.
- 14. 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**.

Thanking you, Yours truly,



M. N.: A-53802; C.P.: 24472 UDIN: A053802E000344598

Date: May 20, 2023 Place: New Delhi

Encl: as above

**Countersigned By:** 

Chandra Shekher Joshi Company Secretary and Compliance Officer (On behalf of the Chairman)

# Annexure-A

|  |                | from February 27, 20      |                            |   |                                    |                                  |        | f the Company, for a                                       |  |  |
|--|----------------|---------------------------|----------------------------|---|------------------------------------|----------------------------------|--------|--|--|--|
| Resolution required: (Ordinary/ Special)<br>Whether promoter/ promoter group are interested<br>in the agenda/resolution? |                |                           | Special<br>No              |   |                                    |                                  |        |  |  |  |
|  |                |                           |                            |   |                                    |                                  |        |  |  |  |
| Category   | Mode of Voting | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes<br>Polled on<br>outstanding<br>shares<br>(3)=[(2)/(1)]*<br>100 | No. of Votes – in<br>favour<br>(4) | No. of Votes –<br>against<br>(5) |        | % of Votes against on<br>votes polled<br>(7)=[(5)/(2)]*100 |  |  |
| Design of the second   | E-Voting       | 0.00                      | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |
| Promoter and<br>Promoter   | Poll           | 0.00                      | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |
|  | Postal Ballot  | 0.00                      | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |
| Group  | Total          | 0.00                      | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |
| Public-  | E-Voting       | 12,38,58,031              | 6,79,41,132                | 54.854  | 3,38,63,419                        | 3,40,77,713                      | 49.842 | 50.158   |  |  |
| Institutions   | Poll           | 0.00                      | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |
|  | Postal Ballot  | 12,38,58,031              | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |
|  | Total          | 12,38,58,031              | 6,79,41,132                | 54.854  | 3,38,63,419                        | 3,40,77,713                      | 49.842 | 50.158   |  |  |
| Public- Non  | E-Voting       | 41,78,17,300              | 7,00,08,325                | 16.756  | 6,99,61,927                        | 46,398                           | 99.934 | 0.066  |  |  |
| Institutions   | Poll           | 0.00                      | 0.00                       | 0.000   | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |
|  | Postal Ballot  | 41,78,17,300              | 0.00                       | 0.000   | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |
|  | Total          | 41,78,17,300              | 7,00,08,325                | 16.756  | 6,99,61,927                        | 46,398                           | 99.934 | 0.066  |  |  |
| Total  |                | 54,16,75,331              | 13,79,49,457               | 25.467  | 10,38,25,346                       | 3,41,24,111                      | 75.263 | 24.737   |  |  |

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| Agenda item i                                   | no. 2: Approval to | the appointment of        | Mr. Javed Faizullah        | Tapia (DIN: 0005)   | 6420), as an Indepe                | ndent Director w                 | ith effect from F                      | ebruary 27, 2023.  |  |  |  |
|---|--------------------|---------------------------|----------------------------|---|------------------------------------|----------------------------------|--|--|--|--|--|
| Resolution required: (Ordinary/ Special)        |                    | Special                   |                            |   |                                    |                                  |  |  |  |  |  |
| Whether promoter/ promoter group are interested |                    |                           | Section Section            | No  |                                    |                                  |  |  |  |  |  |
| Category  | Mode of Voting     | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes<br>Polled on<br>outstanding<br>shares<br>(3)=[(2)/(1)]*<br>100 | No. of Votes – in<br>favour<br>(4) | No. of Votes –<br>against<br>(5) | The second second second second second | % of Votes against on<br>votes polled<br>(7)=[(5)/(2)]*100 |  |  |  |
| 0   | E-Voting           | 0.00                      | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |  |  |
| Promoter and<br>Promoter                        | Poll               | 0.00                      | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |  |  |
|   | Postal Ballot      | 0.00                      | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |  |  |
| Group   | Total              | 0.00                      | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |  |  |
| Public-   | E-Voting           | 12,38,58,031              | 6,79,41,132                | 54.854  | 6,78,47,884                        | 93,248                           | 99.863                                 | 0.137  |  |  |  |
| Institutions                                    | Poll               | 0.00                      | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |  |  |
|   | Postal Ballot      | 12,38,58,031              | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |  |  |
|   | Total              | 12,38,58,031              | 6,79,41,132                | 54.854  | 6,78,47,884                        | 93,248                           | 99.863                                 | 0.137  |  |  |  |
| Public- Non                                     | E-Voting           | 41,78,17,300              | 7,00,05,999                | 16.755  | 6,99,59,292                        | 46,707                           | 99.933                                 | 0.07   |  |  |  |
| Institutions                                    | Poll               | 0.00                      | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |  |  |
|   | Postal Ballot      | 41,78,17,300              | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |  |  |
|   | Total              | 41,78,17,300              | 7,00,05,999                | 16.755  | 6,99,59,292                        | 46,707                           | 99.933                                 | 0.067  |  |  |  |
| Total   |                    | 54,16,75,331              | 13,79,47,131               | 25.467  | 13,78,07,176                       | 1,39,955                         | 99.899                                 | 0.101  |  |  |  |



|   |                | the appointment of        | In Silyanin Marine |   |                                    |                                  | effect from Ma   | rcn 1, 2023.   |  |  |  |
|---|----------------|---------------------------|--------------------|---|------------------------------------|----------------------------------|--|--|--|--|--|
| Resolution required: (Ordinary/ Special)<br>Whether promoter/ promoter group are interested   |                | Special                   |                    |   |                                    |                                  |  |  |  |  |  |
| and the second se |                |                           |                    | No  |                                    |                                  |  |  |  |  |  |
| Category  | Mode of Voting | No. of shares held<br>(1) | (2)                | % of Votes<br>Polled on<br>outstanding<br>shares<br>(3)=[(2)/(1)]*<br>100 | No. of Votes – in<br>favour<br>(4) | No. of Votes –<br>against<br>(5) | A REAL AND A REAL ADDRESS OF A REAL ADDREAL ADDRESS OF A REAL ADDRESS OF A REAL ADDRESS OF A REAL ADDR | % of Votes against on<br>votes polled<br>(7)=[(5)/(2)]*100 |  |  |  |
| Promoter and  | E-Voting       | 0.00                      | 0.00               | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |  |
| Promoter  | Poll           | 0.00                      | 0.00               | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |  |
| Group   | Postal Ballot  | 0.00                      | 0.00               | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |  |
| Group   | Total          | 0.00                      | 0.00               | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |  |
| Public-   | E-Voting       | 12,38,58,031              | 6,79,41,132        | 54.854  | 6,79,41,132                        | 0.00                             | 100.000  | 0.00   |  |  |  |
| Institutions  | Poll           | 0.00                      | 0.00               | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |  |
|   | Postal Ballot  | 12,38,58,031              | 0.00               | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |  |
|   | Total          | 12,38,58,031              | 6,79,41,132        | 54.854  | 6,79,41,132                        | 0.00                             | 100.000  | 0.00   |  |  |  |
| Public- Non   | E-Voting       | 41,78,17,300              | 7,00,07,055        | 16.755  | 6,99,56,637                        | 50,418                           | 99.928   | 0.072  |  |  |  |
| Institutions  | Poll           | 0.00                      | 0.00               | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |  |
|   | Postal Ballot  | 41,78,17,300              | 0.00               | 0.00  | 0.00                               | 0.00                             | 0.00   | 0.00   |  |  |  |
|   | Total          | 41,78,17,300              | 7,00,07,055        | 16.755  | 6,99,56,637                        | 50,418                           | 99.928   | 0.072  |  |  |  |
| Total   |                | 54,16,75,331              | 13,79,48,187       | 25.467  | 13,78,97,769                       | 50,418                           | 99.963   | 0.037  |  |  |  |



| and the second se |                | the appointment of     |                            |   |                                    |                                  |  |  |  |
|---|----------------|------------------------|----------------------------|---|------------------------------------|----------------------------------|--|--|--|
| Resolution required: (Ordinary/ Special)  |                | Special                |                            |   |                                    |                                  |  |  |  |
|   |                | roup are interested    |                            |   |                                    | 0                                |  |  |  |
| Category  | Mode of Voting | No. of shares held (1) | No. of votes polled<br>(2) | % of Votes<br>Polled on<br>outstanding<br>shares<br>(3)=[(2)/(1)]*<br>100 | No. of Votes – in<br>favour<br>(4) | No. of Votes –<br>against<br>(5) | The second second second second second | % of Votes against on<br>votes polled<br>(7)=[(5)/(2)]*100 |  |
|   | E-Voting       | 0.00                   | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |
| Promoter and  | Poll           | 0.00                   | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |
| Promoter  | Postal Ballot  | 0.00                   | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |
| Group   | Total          | 0.00                   | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |
| Public-   | E-Voting       | 12,38,58,031           | 6,79,41,132                | 54.854  | 6,79,41,132                        | 0.00                             | 100.000                                | 0.00   |  |
| Institutions  | Poll           | 0.00                   | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |
|   | Postal Ballot  | 12,38,58,031           | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |
|   | Total          | 12,38,58,031           | 6,79,41,132                | 54.854  | 6,79,41,132                        | 0.00                             | 100.000                                | 0.00   |  |
| Public- Non   | E-Voting       | 41,78,17,300           | 7,00,08,358                | 16.756  | 6,99,64,345                        | 44,013                           | 99.937                                 | 0.063  |  |
| Institutions  | Poll           | 0.00                   | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |
|   | Postal Ballot  | 41,78,17,300           | 0.00                       | 0.00  | 0.00                               | 0.00                             | 0.00                                   | 0.00   |  |
|   | Total          | 41,78,17,300           | 7,00,08,358                | 16.756  | 6,99,64,345                        | 44,013                           | 99.937                                 | 0.063  |  |
| Total   |                | 54,16,75,331           | 13,79,49,490               | 25.467  | 13,79,05,477                       | 44,013                           | 99.968                                 | 0.032  |  |

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