



Head Office: Nilkamal House, 77/88, Road No.13/14, M.I.D.C., Andheri (East), Mumbai - 400 093, INDIA. Tel.: (91-22) 4235 8888

Material Handling Division: Fax: (91-22) 2836 1923 E-mail: marketing@nilkamal.com Furniture Division: Fax: (91-22) 2835 3556 E-mail: furniture@nilkamal.com

@home Division: Fax: (91-22) 2837 2787 • E-mail: connect@at-home.co.in • Visit us at: www.nilkamal.com • Visit us at: www.at-home.co.in

Ref: 34AGM

Date: August 14, 2020

To,

The Secretary

BSE Limited,

Phiroze Jeejeebhoy Towers

Dalal Street, Mumbai-400 001.

To,

The Secretary

National Stock Exchange of India Limited,

Exchange Plaza, 5th Floor, Plot No. C/1, G

Block, Bandra Kurla Complex, Bandra East,

Mumbai-400 051.

**SCRIPT CODE: 523385** 

**SYMBOL: NILKAMAL** 

Dear Sir,

### Sub: Voting Results at the 34th Annual General Meeting.

The 34th Annual General Meeting of the Company was held on August 14, 2020 and the business as set out in the Notice was duly transacted. In this regard, please find attached herewith the following:

i) Summary of proceedings pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereafter called "the said Listing Regulations");

ii) Voting Results pursuant to Regulation 44 of the said Listing Regulations; and

iii) Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014.

Kindly take the same on your records.

Thanking you,

Yours Faithfully,

For Nilkamal Limited

Priti Dave

**Company Secretary** 

Encl.: a.a.







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# Summary of proceedings of the 34th Annual General Meeting of the shareholders of the Company held on August 14, 2020:

In compliance with the General Circulars No. 14/2020, No. 17/2020 and No. 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020 respectively issued by the Ministry of Corporate Affairs (the "MCA") read with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, the 34th (Thirty Fourth) Annual General Meeting (the "AGM" or the "Meeting") of the Members of Nilkamal Limited (the "Company") was duly convened and held on Friday, August 14, 2020, through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), which commenced at 11:00 A.M. (IST) and concluded at 12:02 P.M. (IST) (including the time allowed for e-voting at AGM).

Ms. Priti Dave, Company Secretary, welcomed the Members attending the AGM and briefed about the guidelines to be followed during the Meeting for shareholders and registered speakers. Thereafter, she introduced all the Directors who joined the Meeting through VC. Mr. Vamanrai V. Parekh, Chairman of the Board of Directors of the Company, greeted the Members and chaired the proceedings at the AGM. As the requisite quorum was present, the Chairman called the Meeting to order. All the Directors including the respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee etc., were also present at the AGM.

The representatives of M/s. B S R & Co. LLP, the Statutory Auditors and Mr. Pratik M. Shah, Secretarial Auditor for the year 2019-20 were also present at the Meeting.

Total 76 Members attended the AGM as per the records of the Attendance.

Thereafter, the Notice dated June 28, 2020 convening the 34th AGM (the "Notice") was taken as read with the consent of the Members present. The Chairman mentioned that there were no qualifications, observations or other remarks made by the Auditors in their Report on the Financial Statements (both Standalone and Consolidated) or by the Secretarial Auditor in his Secretarial Audit Report for the financial year ended March 31, 2020 which may have any adverse effect on the functioning of the Company. Hence, the Auditors' Report on the Financial Statement and the Secretarial Audit Report were not required to be read. He then addressed the members and briefed them on the financial performance for FY 2019-20 and notable developments of the Company.

CIN: L25209DN1985PLC000162





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The Company Secretary then mentioned the request received from five shareholders to speak at the said AGM and then announced the name of the shareholders one by one to put forth their comments and queries on the performance of the Company. The queries were answered by Mr. Hiten V. Parekh.

He thereafter again handed the proceedings to the Company Secretary, Ms. Priti Dave. She informed the Members that in compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder and amendments thereto, read together with the MCA Circulars and Regulation 44 of the Listing Regulations, the Company had engaged the services of NSDL to provide remote e-Voting facility from Tuesday 11th August, 2020 (9:00 a.m. IST) till Thursday 13th August, 2020 (5:00 p.m. IST), and e-Voting facility during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of the businesses transacted at the Meeting. She also stated that as the votes have been already put to vote by remoting e-voting there will be no proposing and seconding of the resolutions.

The voting rights of the Members were reckoned based on the number of shares held by them as on the 'cutoff' date i.e., August, 7 2020. Mr. Pratik M. Shah, Practicing Company Secretary, (Membership No.: FCS-7431 and C.P. No. 7401), Mumbai, was appointed for the purpose of scrutinizing the process of remote e-voting and e-voting during the Meeting in a fair and transparent manner.

Thereafter, the following businesses as set out in the Notice dated June 28, 2020 convening the AGM were transacted:

Item	Description	Type of	Result
No.	2	resolution	
1	Consideration and adoption of the Audited Financial Statements including Audited Consolidated Financial Statements for the year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors' thereon.	Ordinary resolution	The resolution was passed with requisite majority.
2	Re-appoint Mr. Manish V. Parekh (DIN: 00037724), who retires by rotation.	Ordinary resolution	The resolution was passed with requisite majority.
3	Ratification of remuneration payable to Cost auditors for financial year 2020-2021.	Ordinary resolution	The resolution was passed with requisite majority.

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(			·
4	Adoption of new set of Articles of Association (AOA) as per Companies Act, 2013.	Special resolution	The resolution was passed
	(11011) as per companies ricy 2010.	- Teboración	with requisite
			1 1
	11 (DTN 00000000)	0.1:	majority.
5	Appoint Mr. Vamanrai V. Parekh (DIN: 00037519)	Ordinary	The resolution
	as Chairman Emeritus effective from August 15,	resolution	was passed
	2020 and fix his emoluments.		with requisite
			majority.
6	Appoint Mr. Mihir H. Parekh (DIN: 07308466) as a	Ordinary	The resolution
	Director, who is liable to retire by rotation.	resolution	was passed
	,		with requisite
			majority.
7	Appoint Mr. Mihir H. Parekh (DIN: 07308466) as	Special	The resolution
'	an Executive Director for a period of five years	resolution	was passed
		resolution	with requisite
	effective from February 1, 2020 to January 31, 2025		^
	and approve his remuneration alongwith other		majority.
	terms and conditions of his appointment.		
	(DI)	C 11	EDT 1 1
8	Re-appoint Mr. K. Venkataramanan (DIN:	Special	The resolution
	00001647) as an Independent Director for five	resolution	was passed
	years effective from August 14, 2020 to August 13,		with requisite
	2025 and approve the continuation of his		majority.
	Directorship since he is above 75 years of age.		
9	Re-appoint Mr. Sharad V. Parekh (DIN: 00035747)	Special	The resolution
	as a Managing Director effective from April 1, 2020	resolution	was passed
	till the close of business hours on August 14, 2020		with requisite
	and approve his remuneration alongwith other		majority.
	terms and conditions of his appointment.		
10.	Appoint Mr. Sharad V. Parekh (DIN: 00035747) as	Special	The resolution
10.	a Non-Executive Director to be designated as the	resolution	was passed
		į į	with requisite
	Chairman of the Company effective from August		-
	15, 2020, not liable to retire by rotation and		majority.
	continuation of his directorship above 75 years of		
	his age.		mi i .
11.	Re-appoint Mr. Hiten V. Parekh (DIN: 00037550)		The resolution
	as a Joint Managing Director effective from April	resolution	was passed
	1, 2020 till the close of business hours on August		with requisite
	14, 2020 and as a Managing Director effective from		majority.
	August 15, 2020 till March 31, 2025 and approve		
	his remuneration along with other terms and		
	conditions of his appointment.		
L	conditions of the appointment.		

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	12.	Re-appoint Mr. Manish V. Parekh (DIN: 00037724)	Special	The resolution
		as an Executive Director effective from April 1,		was passed
		2020 to March 31, 2025 and approve his		with requisite
		remuneration alongwith other terms and		majority.
		conditions of his appointment.		
Ī	13.	Re-appoint Mr. Nayan S. Parekh (DIN: 00037597)	Special	The resolution
		as an Executive Director effective from April 1,	resolution	was passed
		2020 to March 31, 2025 and approve his		with requisite
		remuneration alongwith other terms and		majority.
	•	conditions of his appointment.		

The Chairman informed the Members that the consolidated e-voting results will be declared as per the details given in the Notice and concluded the proceedings of the Meeting after thanking the Directors and the Shareholders for joining the Meeting. The Meeting was concluded with a vote of thanks to the Chair. The E-voting facility was kept open for the next 15 minutes to enable the Members to cast their votes.

The Scrutinizer's Report was received on Friday, August 14, 2020 and as set out therein, all the Resolutions have been passed with the requisite majority.

Based on the Scrutinizer's Report, the Chairman signed the consolidated voting results and declared that all the aforesaid businesses as contained in the Notice dated June 28, 2020 convening the 34th AGM were duly approved with requisite majority by the Members of the Company through remote e-voting and e-voting conducted during the AGM.

Kindly take the same on your records.

Thanking you, Yours Faithfully, For Nilkamal Limited

Priti Dave Company Secretary E MUMBAJ E





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DETAILS PURSUANT TO REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATION, 2015 ON THE VOTES CAST AT THE THIRTY THIRD ANNUAL GENERAL MEETING OF NILKAMAL LIMITED HELD ON AUGUST 14, 2020.

- 1) Date of the AGM: Friday, August 14, 2020.
- 2) Total number of shareholders on record date: 24,897
- 3) No. of shareholders present in the meeting either in person or through proxy:

	Presence					
	In person	In proxy	Total			
Promoter and promoter Group	0	0	0			
Public	0	0	0			
Total ·	0	0	0			

4) No. of shareholders attended the meeting through video conferencing:

	Presence					
	In person	In proxy	Total			
Promoter and promoter Group	17	0	17			
Public	59	0	59			
Total	76	0	76			

5) No of resolutions passed in the meeting: 13

			Ni	Ikamal Limite	ed					
			1 - Considerati	on and adoption of tl	ne Audited Fina	ancial Stateme	nts including Audited	Consolidated		
		,		Financial Statements for the year ended March 31, 2020, together with the Reports of the Board of						
Resolution Required : (Ordi	nary)		Directors and	the Auditors' thereon	l <b>.</b>			all was to		
Whether promoter/ promoter group are interested in the agenda/resolution?						NO	·	****		
Category	Mode of									
	Voting	*		% of Votes Polled			% of Votes in			
		No. of	No. of votes	on outstanding	No. of Votes	No. of Votes	favour on votes	% of Votes against		
		shares held	polled	shares	– in favour	–Against	polled	on votes polled		
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100		
3	E-Voting		9599446	100.0000	9599446	0	100.0000	0.0000		
Dramatar and Dramatar	Poll		0	0.0000	0	0	0.0000	0.0000		
romoter and Promoter Group	·	9599446								
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000		
	Total		9599446	100.0000			100.0000			
Society (VA)	E-Voting		2641245	93.5827	2641245	0	100.0000	i		
	Poll		0	0.0000	0	0	0.0000	0.0000		
Public Institutions		2822365								
''	Postal Ballot		0	0.0000	0	0	0.0000			
	Total		2641245	93.5827			100.0000			
	E-Voting		500601	20.0183	<del> </del>	53				
	Poll		0	0.0000	0	0	0.0000	0.0000		
Public Non Institutions		2500714								
	Postal Ballot		0				0.0000			
	Total	•	500601	20.0183			99.9894			
Total		14922525	12741292	85.3829	12741239	53	L			
				Wheth	er resolution	is pass or not	Y	es		





			Ni	lkamal Limite	ed			
Resolution Required : (Ordin	nary)	· .	2 - Re-appoint	Mr. Manish V. Parek	h (DIN: 000377	24), who retire	s by rotation	
Whether promoter/ promoter the agenda/resolution?	ter group are ir	nterested in				NO		
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes agains
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		9599446	100.0000	9599446	0	100.0000	0.0000
Promoter and Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	9599446	0	0.0000			0.0000	
	Total		9599446		1		100.0000 100.0000	
	E-Voting Poll		2646334 0		<del> </del>	<del> </del>		
Public Institutions	Postal Ballot	2822365	О	0.0000	o	0	0.0000	0.000
	Total		2646334	93.7630	2646334	0		
	E-Voting		500601	20.0183	500380	221	99.9559	0.044
	Poll		0	0.0000	0	0	0.0000	0.000
Public Non Institutions	Postal Ballot	2500714	0 <b>500601</b>				0.0000 <b>99.955</b> 9	
Total		14922525	<del></del>		12746160	221	99.9983	0.001
				Wheth	er resolution	is pass or not	Y	es



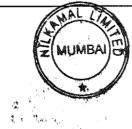
			Ni	lkamal Limite	ed			
Resolution Required : (Ordi	nary)		3 - Ratification	of remuneration pay	able to Cost au	uditors for fina	ncial year 2020-2021	· · · · · · · · · · · · · · · · · · ·
Whether promoter/ promoter group are interested in the agenda/resolution?		nterested in				NO		
Category	Mode of Voting	No. of	No. of votes	•	İ	No. of Votes		% of Votes against
		shares held	polled	shares	- in favour	-Against	polled	on votes polled [7]={[5]/[2]}*100
	E Matina	[1]	<b>[2]</b> 9599446	[3]={[2]/[1]}*100 100.0000	<b>[4]</b> 9599446	<b>[5]</b> O	[6]={[4]/[2]}*100 100.0000	***************************************
	E-Voting Poll		9399440	0.0000			0.0000	
Promoter and Promoter	POII	9599446		0.0000		Ü	0.0000	0.0000
Group	Postal Ballot	3333440	0	0.0000	0	0	0.0000	0.0000
	Total		9599446	100.0000	9599446	0	100.0000	0.0000
1.000	E-Voting		2646334	93.7630	2646334	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions		2822365						
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2646334	93.7630	2646334	0	100.0000	0.0000
	E-Voting		500601	20.0183	500458	143	99.9714	
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	Postal Ballot	2500714	0	0.0000	c	0	0.0000	0.0000
	Total	1	500601			143	99.9714	0.0286
Total		14922525			4	143	99.9989	0.0011
	1			Wheth	er resolution	is pass or not	Y	es





			Ni	lkamal Limite	ed			
Resolution Required : (Special)  Whether promoter/ promoter group are interested in			4 - Adoption of new set of Articles of Association (AOA) as per Companies Act, 2013  NO					
the agenda/resolution?								
Category	Mode of Voting			% of Votes Polled			% of Votes in	
	Voting	No. of	No. of votes	on outstanding	No. of Votes	No. of Votes	favour on votes	% of Votes against
		shares held	polled	shares	– in favour	–Against	polled	on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		9599446	100.0000	9599446	0	100.0000	0.0000
Daniel Da	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter Group	Postal Ballot	9599446	О	0.0000	0	О	0.0000	0.0000
	Total		9599446	100.0000	9599446	0	100.0000	0.0000
	E-Voting		1191303	42.2094	18402	1172901	1.5447	98.4553
	Poll		0	0.0000	0	. 0	0.0000	0.0000
Public Institutions		2822365						
	Postal Ballot		0	0.0000			0.0000	
	Total		1191303	42.2094	18402		1.5447	
	E-Voting		500601			53	99.9894	·
	Poll		0	0.0000	) C	0	0.0000	0.0000
Public Non Institutions	Postal Ballot	2500714	0	0.0000		0	0.0000	0.0000
	Total	1	500601	20.0183	500548	53	99.9894	0.0106
Total		14922525	11291350	75.6665	10118396	1172954	89.6119	10.3881
-				Wheth	ner resolution	is pass or not	Υ	es





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			N	ilkamal Limit	ed			
Resolution Required : (Ordi	nary)		5 - Appoint Mi and fix his em		+ (DIN: 000375	19) as Chairma	n Emeritus effective	from August 15, 2020
Whether promoter/ promo the agenda/resolution?	ter group are in	nterested in				Yes		
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled on outstanding shares	No. of Votes	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes agains on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter	E-Voting		3108015		3108015	0	100.0000	0.0000
	Poll	9599446	0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3108015	32.3770	3108015	0	100.0000	0.0000
	E-Vating		1540452	54.5802	369216	1171236	23.9580	76.0320
	Poll		. 0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	2822365	0	0.0000	0	0	0.0000	0.0000
	Total		1540452	54.5802	369216	1171236	23.9680	76.0320
	E-Voting		500601	20.0183	500443	158	99.9684	0.0316
97	Poll		. 0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	Postal Ballot	2500714	0	0.0000	-	0	0.0000	0.0000
	Total		500601	, 20.0183	500443	158	99.9684	0.0316
Total		14922525	5149068		3977674	1171394	77.2504	22.7496
				Whether	resolution is p	assed or not	Ye	S





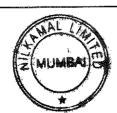
		·	Ni	ilkamal Limite	ed			
Resolution Required : (Ordi	nary)		6 - Appoint Mr	. Mihir H. Parekh (DII	N: 0 <b>73084</b> 66) a	s a Director, wł	no is liable to retire b	y rotation
Whether promoter/ promoter group are interested in the agenda/resolution?						NO		
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes —Against	% of Votes in favour on votes polled	% of Votes agains on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		9599446	100.0000			100.0000 0.0000	
Promoter and Promoter Group	Poll Postal Ballot	9599446	0					
	Total		9599446	100.0000	9599446	0	100.0000	0.0000
	E-Voting		1592264	56.4159	1592264	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	2822365	0	0.0000			0.0000	
	Total		1592264	56.4159			100.0000	<del>                                     </del>
	E-Voting		500601					
	Poll		0	0.0000	<u> </u>	0	0.0000	0.000
Public Non Institutions	Postal Ballot	2500714	500601				0.0000 <b>99.95</b> 63	
Total	Total	→ 14922525						
iotal	<u></u>	and the second	12002011	L	ner resolution	1		'es
				vvnetr	iei iesolution	13 þa33 01 1100	1	





			Ni	lkamal Limite	ed			
Resolution Required : (Speci	ial)		effective from	. Mihir H. Parekh (DIN February 1, 2020 to J s of his appointment				
Whether promoter/ promot the agenda/resolution?	ter group are in	iterested in				NO		
Category	Mode of Voting	No. of shares held	No. of votes	shares	No. of Votes – in favour [4]	No. of Votes —Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
	E Veting	[1]	<b>[2]</b> 9599446	[3]={[2]/[1]}*100 100.0000		[2]	100.0000	0.0000
Promoter and Promoter	E-Voting Poll	2722446	0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	9599446	0	0.0000		0	0.0000	
	Total		9599446				100.0000	
	E-Voting Poll		1243960 0				100.0000 0.0000	
Public Institutions	Postal Ballot	2822365	0	0.0000	0	0	0.0000	0.0000
	Total		1243960	44.0751	1243960	0	100.0000	0.0000
	E-Voting		500601	20.0183	500333	268	99.9465	
	Poll	1	O	0.0000	0	0	0.0000	0.0000
Public Non Institutions	Postal Ballot	2500714	С					
	Total		500601					
Total		14922525	11344007		11343739 er resolution			0.0024 es





			Ni	<b>Ikamal</b> Limite	ed			
Resolution Required : (Spec			Mr. K. Venkataramar 4, 2020 to August 13, s of age					
Whether promoter/ promo		terested in	. 5.			NO		
the agenda/resolution?								4400041
Category	Mode of Voting			% of Votes Polled			% of Votes in	
		No. of shares held	No. of votes polled	on outstanding shares	No. of Votes  - in favour	No. of Votes  -Against	favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting	<u>.</u> —,	9599446	100.0000			100.0000	***************************************
	Poli		0	0.0000	0	0	0.0000	0.0000
Promoter and Promoter		9599446						
Group	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		9599446	100.0000	9599446	0	100.0000	0.0000
	E-Voting		2298030	81.4221	2298030	0	100.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions		2822365						
	Postal Ballot		0	0.0000			0.0000	
	Total		2298030		<del></del>		100.0000	
	E-Voting		500601	20.0183	500378	223	99.9555	
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions		2500714						
	Postal Ballot		0		4		0.0000	
	Total		500601					
Total		14922525	12398077	<u> </u>		1		
				Wheth	er resolution	is pass or not	Y	<u>'es</u>





#### **Nilkamal Limited** 9 - Re-appoint Mr. Sharad V. Parekh (DIN: 00035747) as a Managing Director effective from April 1, 2020 till the close of business hours on August 14, 2020 and approve his remuneration alongwith other terms and conditions of his appointment Resolution Required: (Special) Whether promoter/ promoter group are interested in NO the agenda/resolution? Mode of Category % of Votes in % of Votes Polled Voting % of Votes against No. of Votes No. of Votes favour on votes on outstanding No. of votes No. of polled on votes polled -Against shares held polled shares - in favour [6]={[4]/[2]}\*100 [7]={[5]/[2]}\*100 [5] [3]={[2]/[1]}\*100 [4] [1] [2] 100.0000 ol 0.0000 9599446 9599446 100.0000 E-Voting 0 0.0000 0.0000 0.0000 Poll Promoter and Promoter 9599446 Group 0.0000 0.0000 0.0000 Postal Ballot 9599446 ol 100.0000 0.0000 9599446 100.0000 Total 100.0000 0.0000 2298030 0 81.4221 2298030 E-Voting 0.0000 0.0000 0.0000 0 Poll 2822365 Public Institutions 0.0000 0.0000 0.0000 0 Postal Ballot 100.0000 0.0000 0 2298030 2298030 81.4221 Total 99.9485 500343 258 0.0515 500601 20.0183 E-Voting 0.0000 0 0.0000 0.0000 ol Poll 2500714 Public Non Institutions 0.0000 0.0000 0.0000 Postal Ballot 258 99.9485 0.0515 500601 20.0183 500343 Total 99.9979 0.0021 258 12397819 12398077 83.0830 14922525 **Total** Whether resolution is pass or not Yes





#### **Nilkamal Limited** 10 - Appoint Mr. Sharad V. Parekh (DIN: 00035747) as a Non-Executive Director to be designated as the Chairman of the Company effective from August 15, 2020, not liable to retire by rotation and continuation of his directorship above 75 years of his age Resolution Required: (Special) Whether promoter/ promoter group are interested in NO the agenda/resolution? Mode of Category % of Votes in % of Votes Polled Voting No. of Votes No. of Votes favour on votes % of Votes against on outstanding No. of votes No. of - in favour -Against polled on votes polled polled shares shares held [6]={[4]/[2]}\*100 [7]={[5]/[2]}\*100 [3]={[2]/[1]}\*100 [4] [5] [2] [1] 100.0000 0.0000 9599446 9599446 100.0000 E-Voting 0.0000 0.0000 0.0000 Poll Promoter and Promoter 9599446 Group 0.0000 0.0000 0.0000 Postal Ballot 9599446 100.0000 0.0000 9599446 100.0000 Total 42.2393 137233 1054915 11.5114 88.4886 1192148 E-Voting 0 0.0000 0.0000 0.0000 Poll 2822365 Public Institutions 0.0000 0.0000 0.0000 Postal Ballot 11.5114 137233 1054915 88.4886 1192148 42.2393 Total 99.9433 0.0567 284 500317 500601 20.0183 E-Voting 0.0000 0.0000 0.0000 Poll ol 2500714 Public Non Institutions 0.0000 0.0000 0.0000 Postal Ballot 20.0183 500317 284 99.9433 0.0567 500601 Total 75.6721 10236996 1055199 90.6555 9.3445 11292195 14922525 Total Whether resolution is pass or not Yes





S CLOMPSHIP M. COCKES THE CONTROL METERS AND			Ni	lkamal Limite	ed			
Resolution Required : (Speci	ial)		2020 till the clo	t Mr. Hiten V. Parekh ose of business hours arch 31, 2025 and app	on August 14,	2020 and as a I	Managing Director eff	ective from August
Whether promoter/ promoter the agenda/resolution?		terested in			wad shows	NO	WARRIE	
Category	Mode of Voting	No. of shares held	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
	E-Voting	[1]	9599446				100.0000	
Promoter and Promoter	Poll		0	0.0000	0		0.0000	0.0000
Group	Postal Ballot	9599446	О .	0.0000	0	o	0.0000	0.0000
	Total		9599446	100.0000	9599446	0	100.0000	
	E-Voting Poll		2298030		2298030			
Public Institutions		2822365	1			0	0.0000	0.0000
	Postal Ballot Total	!	2298030					<u> </u>
(	E-Voting		500601				99.9363	0.0637
	Poll		0				0.0000	0.0000
Public Non Institutions	Postal Ballot	2500714	1	0.0000	0	0	0.0000	0.000
	Total	1	500601	20.0183	500282	319		<del> </del>
Total		14922525	12398077	83.0830	12397758	319		
				Wheth	er resolution	is pass or not	Y	es





300000			Ni	lkamal Limite	ed	Acc. 44 (44 (44 (44 (44 (44 (44 (44 (44 (44		
Resolution Required : (Speci	al)			t Mr. Manish V. Parel 025 and approve his				
Whether promoter/ promot the agenda/resolution?	er group are in	terested in			\	NO		
Category	Mode of Voting	No. of shares held	No. of votes	shares	No. of Votes	–Against	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100
	F \ /	[1]	<b>[2]</b> 9599446	[3]={[2]/[1]}*100 100.0000	[ <b>4</b> ] 9599446	<b>[5]</b> 0	100.0000	
Promoter and Promoter	E-Voting Poll		0			0	0.0000	
Group	Postal Ballot	9599446	0	0.0000	0	0	0.0000	
	Total		9599446	100.0000			100.0000	
·	E-Voting Poll		2298030 0		2298030 0		100.0000 0.0000	
Public Institutions	Postal Ballot	2822365	0	0.0000	o	0	0.0000	0.0000
	Total	, ë	2298030		2298030	0	100.0000	0.0000
	E-Voting		500601	20.0183	500282	319	99.9363	0.0637
	Poll		C	0.0000	) C	0	0.0000	0.0000
Public Non Institutions	Postal Ballot	2500714		0.0000				
	Total		500601					
Total		14922525	12398077	83.0830	12397758	319	99.9974 Y	1





#### **Nilkamal Limited** 13 - Re-appoint Mr. Nayan S. Parekh (DIN: 00037597) as an Executive Director effective from April 1, 2020 to March 31, 2025 and approve his remuneration alongwith other terms and conditions of his appointment Resolution Required: (Special) Whether promoter/ promoter group are interested in NO the agenda/resolution? Mode of Category % of Votes in % of Votes Polled Voting % of Votes against No. of Votes No. of Votes favour on votes on outstanding No. of votes No. of polled on votes polled - in favour -Against shares shares held polled [5] [6]={[4]/[2]}\*100 [7]={[5]/[2]}\*100 [3]={[2]/[1]}\*100 [4] [2] [1] 9599446 100.0000 0.0000 9599446 100.0000 E-Voting 0.0000 0.0000 0.0000 Poll Promoter and Promoter 9599446 Group 0.0000 0.0000 0.0000 Postal Ballot 100.0000 0.0000 0 100.0000 9599446 9599446 Total 100.0000 2298030 0.0000 2298030 81.4221 E-Voting 0 0.0000 0.0000 0.0000 Poll 2822365 **Public Institutions** 0 0.0000 0.0000 0.0000 Postal Ballot 100.0000 0.0000 81.4221 2298030 0 2298030 Total 99.9363 0.0637 319 500282 20.0183 500601 E-Voting 0.0000 0.0000 0 0.0000 O Poll 2500714 Public Non Institutions 0.0000 0.0000 0.0000 Postal Ballot 319 500282 99.9363 0.0637 500601 20.0183 Total 319 99.9974 0.0026 83.0830 12397758 12398077 14922525 Total Yes Whether resolution is pass or not







#### SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies Management and Administration Rules, 2014 read with MCA Circular No. 20/202 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No.17/2020 dated April 13, 2020 and Circular No. SEBI/HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India]

To,

The Chairman of 34th Annual General Meeting ('AGM') of the members of Nilkamal Limited (the 'Company') held on August 14, 2020 at 11.00 a.m. through two way Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

We, Pratik M. Shah, Company Secretaries, have been appointed as a scrutinizer in the meeting of the Board of the Directors held on 28th June, 2020 for the purpose of -

- 1) Scrutinizing Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
- 2) Voting conducted through Electronic voting at the AGM under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice to the 34th Annual General Meeting (AGM) of the Equity Shareholders of the Company issued Accordingly,
- 3) Further to the above, we submit our report as under:-
- i. Pursuant to Section 101, 108 of the act and rule 20 of the Companies (Management and Administration) Rules, 2014 including any statutory modifications or re-enactments thereof for the time being in force, Company has confirmed that the electronic copy of notice convening the 34th AGM of the Company along with the process of electronic voting at the AGM and the remote e-voting were sent to the shareholders whose email addresses are registered with the Company/Depository Participants for communication purposes in compliance with MCA issued Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No.17/2020 dated April 13, 2020 (hereinafter collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (hereinafter referred to as "SEBI Circular") prescribing the procedures and manner of conducting the Annual General Meeting through Video Conferencing ("VC") Other Audio Visual Means ("OAVM").

- ii. The Company has appointed National Securities Depository Limited ("NSDL"), to provide VC/OAVM facility for the AGM and the attendant enablers for conducting of the AGM.
- iii. The remote e-voting period remained open from Tuesday, August 11, 2020 at 9.00 a.m. and ends on Thursday, August 13, 2020, at 5.00 p.m.
- iv. The members of the Company as on the "cut-off" date i.e. Friday, August 7, 2020, was entitled to vote on the resolutions (item no. 1 to 13 as set out in the notice of the 34<sup>th</sup> AGM of the Company).
- v. At the end of the remote e-voting period on Thursday, August 13, 2020, at 5.00 p.m., voting portal of service provider was blocked forthwith.
- vi. For Voting conducted through Electronic voting at the AGM, the Company facilitated the members present in the meeting who could not participate in the remote e-voting to record their votes through E-Voting System provided by NSDL.
- vii. As Scrutinizer, our responsibility is to ensure that voting process through remote e-voting and voting conducted through E-Voting System at the AGM are conducted in a fair and transparent manner and to make a consolidated scrutinizer's report of the total votes cast in favour or against the resolutions, based on the report generated from the E-Voting System provided by NSDL.
- viii. In compliance of the Rules, we have unblocked the votes from the website of National Securities Depository Limited ("NSDL"), i.e. <a href="www.evoting.nsdl.com">www.evoting.nsdl.com</a> on August 14, 2020, at 12:15 p.m. in the presence of Mr. Sonu Gupta and Mr. Vikas Gohar who were not in the employment of the Company.
- ix. The Remote E-Voting and voting conducted through E-Voting System provided by NSDL at the AGM were reconciled with the records maintained by the Company/Registrar and Share Transfer Agents of the Company M/s. Link Intime India Private Limited (Link Intime) and the authorizations lodged with the Company.
- x. We have rendered separate details in Scrutinizer's Report on the Remote e-voting and voting conducted through E Voting System at the meeting and we hereby submit Consolidated Scrutinizer's Report pursuant to Rule 20(4)(xii) on all the Resolutions contained in the Notice.



Consolidated report on result of voting through electronic means and e-voting at AGM is as under:

#### Item No. 1:-

Ordinary Resolution - To receive, consider and adopt the Audited Financial Statements including the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon.

#### i. Voted in favour of the resolution:

Total	197	1,27,41,239	100.00
AGM			
Electronic voting at the	******		
Voting conducted through	1	3	0.00
Remote E-Voting	196	1,27,41,236	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

#### ii. Voted against the resolution:

Total Total	4	53	00.00
Electronic voting at the			
Voting conducted through	464		-
Remote E-Voting	4	53	100.00
Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast

#### III. Invalid votes:

Mode of Voting	Number	of	members	Number of votes cast by
•	voted			them
Remote E-Voting			: ##	•
Voting conducted through Electronic voting at the AGM	The state of the		•	-
Total	9			

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#### iv. Abstain/Not voted:

Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting		***************************************	1	5,089
Voting conducted through		<del>~</del>		
Electronic voting at the	manadima a juyoo			
AGM	naudiorabyrostyry			
Total			1	5,089

#### Item No. 2:-

Ordinary Resolution – To appoint a Director in place of Mr. Manish V. Parekh (DIN:00037724), who retires by rotation and being eligible, offers himself for re-appointment.

#### i. Voted in favour of the resolution:

Mode of Voting	Number of	Number of votes	% of total
	members	cast by them	number of valid
:	voted	4 - 10-10-10-10-10-10-10-10-10-10-10-10-10-1	votes cast
Remote E-Voting	193	1,27,46,157	100.00
Voting conducted through	1	3	0.00
Electronic voting at the	-	waterenewood.	Occordant de la constant de la const
AGM	The state of the s	aporto-constant	
Total	194	1,27,46,160	100.00

## ii. Voted against the resolution:

Total	8	221	00.00
AGM			200
Electronic voting at the	ANALY CONTRACTOR OF		
Voting conducted through	<b>▼</b>	-	
Remote E-Voting	8	221	100
	voted		votes cast
-	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total



#### iii. Invalid votes:

Mode of Voting	Number	of	members	Number of votes cast by
	voted			them
Remote E-Voting		THE STATE OF THE S		-
Voting conducted through		<del></del>		₩
Electronic voting at the				
AGM				
Total	arii ya ahaa ka ka ya ahaa ahaa ahaa ahaa ah	***************************************		

#### iv. Abstain/Not voted:

Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting		y minimizationana (vienne)		#-
Voting conducted through Electronic voting at the AGM			40.	
Total				-

#### <u>Item No. 3:-</u>

Ordinary Resolution - To ratify and confirm appointment of M/s. B. F. Modi and Associates, Cost Accountants (Firm Registration No.6955) as Cost Auditors of the Company to conduct audit of cost records of the Company for the financial year 2020-21 at remuneration of Rs.3.50 Lakhs (Rupees Three Lakhs Fifty Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses at actual.

## i. Voted in favour of the resolution:

Total	195	1,27,46,238	100.00
AGM			50000
Electronic voting at the			occorrection of any
Voting conducted through	1	3	00.00
Remote E-Voting	194	1,27,46,235	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total



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### ii. Voted against the resolution:

Total	7	143	00.00
AGM			
Electronic voting at the			
Voting conducted through	-		**
Remote E-Voting	7	143	100.00
	members voted	cast by them	number of valid votes cast
Mode of Voting		Number of votes	% of total

#### iii. Invalid votes:

Mode of Voting	Number	of members	Number of votes cast by
	voted		them
Remote E-Voting		9-7-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-	•
Voting conducted through Electronic voting at the		**	-
AGM			
Total		-	***

#### iv. Abstain/Not voted:

Mode of Voting	Number	of	members	Number of shares held
	voted			
Remote E-Voting			•	-
Voting conducted through			200	<b>*</b>
Electronic voting at the				
AGM				
Total			**	-

#### <u>Item No. 4:-</u>

Special Resolution- To adopt new set of Articles of Association of the Company in total exclusion, substitution and supersession, in lieu of existing Articles of Association of the Company.



#### i. Voted in **favour** of the resolution:

Total	180	1,01,18,396	89.61
AGM			
Electronic voting at the			Telephological and the second and th
Voting conducted through	1	3	0.00
Remote E-Voting	179	1,01,18,393	100.00
	voted	,	votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

#### ii. Voted against the resolution:

Total	19	11,72,954	10.39
AGM			
Electronic voting at the		,	
Voting conducted through	**	••	*
Remote E-Voting	19	11,72,954	100.00
	voted		votes cast
· ·	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

#### iii. Invalid votes:

Number of	of members	Number of votes cast by
voted		them
	New York Control of the Control of t	-
		***************************************
	***	
	voted	voted

### iv. Abstain/Not voted:

Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting			3	14,55,031
Voting conducted through Electronic voting at the AGM				-
Total	The state of the s		3	14,55,031

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#### Item No. 5:-

Ordinary Resolution – To appoint Mr. Vamanrai V. Parekh, the Promoter of the Company, as Chairman Emeritus (*subject to approval of Item No. 4 of this report*), with effect from August 15, 2020, till the time he resigns from such position and the Board of Directors, are entitled to pay emoluments.

#### i. Voted in favour of the resolution:

Total	163	39,77,674	77.25
AGM	dia		
Electronic voting at the			
Voting conducted through	1	3	00.00
Remote E-Voting	162	39,77,671	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

#### ii. Voted against the resolution:

Mode of Voting	Number of members	Number of votes cast by them	% of total number of valid
	voted		votes cast
Remote E-Voting	23	11,71,394	100.00
Voting conducted through Electronic voting at the	0		
Total	23	11,71,394	22.75

#### iii. Invalid votes:

Total			13	63,58,531
AGM		er antonistis er	(No change and the state of the	C3 F3 F31
Electronic voting at the	winnespiego			v
Voting conducted through			•	•
Remote E-Voting		n pieceny manifestra	13	63,58,531
	voted			them
Mode of Voting	Number	of	members	Number of votes cast by



#### iv. Abstain/Not voted:

Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting			3	12,38,782
Voting conducted through Electronic voting at the AGM			-	-
Total			3	12,38,782

#### Item No. 6:-

Ordinary Resolution – To appoint Mr. Mihir H. Parekh (DIN: 07308466), as a Director of the Company, liable to retire by rotation. He was appointed as an Additional Director of the Company with effect from February 1, 2020, and holds office upto the date of Annual General Meeting held on 14<sup>th</sup> August, 2020,

#### i. Voted in favour of the resolution:

Electronic voting at the	A CANADA A CANADA CANAD	***	
- T	The state of the s	No. of the contraction of the co	
Voting conducted through	1	3	00.00
Remote E-Voting	189	1,16,92,089	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

#### ii. Voted against the resolution:

Total	7	219	00.00
AGM			
Electronic voting at the			Opposite the second sec
Voting conducted through		-	under the second
Remote E-Voting			A CONTRACT CONTRACT A CONTRACT
Domata E Voting		219	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	



#### iii. Invalid votes:

Mode of Voting	Number	of	members	Number of votes cast by
	voted			them
Remote E-Voting			***	week and the second sec
Voting conducted through			W VW	
Electronic voting at the	ALADRICA TO A CONTROL OF THE CONTROL			
AGM				
Total			-	wet

#### iv. Abstain/Not voted:

Mode of Voting	Number of voted	of members	Number of shares held
Remote E-Voting		5	10,54,070
Voting conducted through Electronic voting at the AGM		999	-
Total		5	10,54,070

#### Item No. 7:-

Special Resolution - To appoint Mr. Mihir H. Parekh (DIN: 07308466) as a Whole Time Director, designated as an Executive Director of the Company for a period of Five years with effect from February 1, 2020 to January 31, 2025.

# Voted in favour of the resolution;

Total	185	1,13,43,739	
AGM		4 4 3 4 3 7 2 0	100
Electronic voting at the		Control of the Contro	
Voting conducted through	1	<b>1</b>	PROPERTY AND
	*	3	00.00
Remote E-Voting	184	1,13,43,736	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total



#### ii. Voted against the resolution:

Total	11	268	00.00
AGM			
Electronic voting at the	Parameter (1990)	- Landing and Conference of the Conference of th	
Voting conducted through	-	-	•
Remote E-Voting	11	. 268	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

#### iii. Invalid votes:

Mode of Voting	Number	of	members	Number of votes cast by
	voted			them
Remote E-Voting				-
Voting conducted through Electronic voting at the			***	•
AGM				
Total			-	•

### iv. Abstain/Not voted:

Mode of Voting	Number voted	of	members	Number of shares held
Remote E-Voting			6	14,02,374
Voting conducted through Electronic voting at the AGM			497	
Total		***************************************	6	14,02,374

#### Item No. 8:-

Special Resolution - To approve re-appointment of Mr. K. Venkataramanan (DIN: 00001647) as an Independent Director of the Company, not liable to retire by rotation, for a second term of five years from the date of Annual General Meeting of the Company to be held in the calendar year 2020.

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#### i. Voted in **favour** of the resolution:

Total	190	1,23,97,854	100.00
AGM	<b>A</b>	make elektricate of	
Electronic voting at the	n verili		
Voting conducted through	1	3	0.00
Remote E-Voting	189	1,23,97,851	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

### ii. Voted against the resolution:

Mode of Voting	Number of	Number of votes	% of total
	members	cast by them	number of valid
operance of the state of the st	voted	**************************************	votes cast
Remote E-Voting	11	223	100.00
Voting conducted through	*	-	<b>1</b>
Electronic voting at the	opologia in provincia de la companya	SOCIOLA STATEMENT	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
AGM			
Total	11	223	00.00

#### iii. Invalid votes:

Mode of Voting	Number	of	members	Number of votes cast by
•	voted			them
Remote E-Voting			and the second s	-
Voting conducted through Electronic voting at the AGM		egyptysystem <b>a T</b> emperatur Anna		
Total		and the second of the second o		-

# iv. Abstain/Not voted:

Mode of Voting	Number	of	members	Number of shares held
Remote E-Voting	Votes		1	3,48,304
Voting conducted through Electronic voting at the				-
AGM		Andrews and the supplication by Announced Printers		3,48,304
Total			1	3,40,30

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#### Item No. 9:-

Special Resolution – To re – appoint Mr. Sharad V. Parekh (DIN: 00035747) as the Managing Director of the Company for a period effective from April 1, 2020 till the close of the business hours on August 14, 2020.

### i. Voted in favour of the resolution:

AGM	191	1,23,97,819	100.00
Electronic voting at the	ma-hap-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1		
Voting conducted through	1	3	00.00
Remote E-Voting	190	1,23,97,816	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

# ii. Voted against the resolution:

Total	10	258	00.00
AGM			
Electronic voting at the		The second secon	CADADADAMENT PROPERTY OF THE P
	300		
Voting conducted through	.00	**	-
Remote E-Voting	10	236	TOO.
		258	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of		
Made of Voting	Number of	Number of votes	% of 1

#### iii. Invalid votes:

AGM Total				
Voting conducted through Electronic voting at the	-		••	
Remote E-Voting				
Mode of Voting	voted			them
Made of Voting	Number	of	members	Number of votes cast by



#### iv. Abstain/Not voted:

Number	of	members	Number of shares held
voted			
		1	3,48,304
		<del>-</del>	-
**************************************			3,48,304

#### Item No. 10:-

Special Resolution – To appoint in continuation, Mr. Sharad V. Parekh (DIN: 00035747), as a Non - Executive and Non - Independent Director of the Company, who is not liable to retire by rotation with designation as a Chairman of the Company w.e.f. August 15, 2020.

## Voted in favour of the resolution;

Total	185	1,02,36,996	30,00
Electronic voting at the AGM			90.66
Voting conducted through	1	3	0.00
Remote E-Voting	184	1,02,36,993	100.00
	voted		votes cast
	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total

# ii. Voted against the resolution:

Total	15	70/33/133	
AGM		10,55,199	9.34
Electronic voting at the			
Voting conducted through	***		manuscool of the second of the
Remote E-Voting	15	10,00,100	
	voted	10,55,199	100.00
		•	votes cast
Figure of vocaling	members	cast by them	number of valid
Mode of Voting	Number of	Number of votes	% of total



#### iii. Invalid votes:

Number	of	members	Number of votes cast by
voted			them
	**************************************	SCH and a limit of the school	w
			***
		***	**
			voted -

#### iv. Abstain/Not voted:

Mode of Voting	Number	of	members	Number of shares held
	voted			
Remote E-Voting	,	wagany wasantaninin	2	14,54,186
Voting conducted through				**
Electronic voting at the	-			
AGM				
Total	-		2	14,54,186

#### <u>Item No. 11:-</u>

Special Resolution – To re-appoint Mr. Hiten V. Parekh (DIN:00037550) as a Joint Managing Director effective from 1<sup>st</sup> April 2020 till the close of business hours of 14<sup>th</sup> August 2020 and appoint him Managing Director effective from 15<sup>th</sup> August 2020 till 31<sup>st</sup> March 2025 and approve his remuneration along with other terms and conditions of his appointment.

## i. Voted in favour of the resolution:

Total	190	1,23,	97,758	-	100.00
Electronic voting at the AGM					100.00
Voting conducted through	1	***************************************	3	***	00.00
Remote E-Voting	189	1,23,	97,755		100.00
	voted				400.00
	members	wadandarii ina ka		votes ca	st
	of	cast by them			of valid
Mode of Voting	Number	Number of	votes	% of	

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#### ii. Voted against the resolution:

Mode of Voting	Number	Number of votes	% of total
	of	cast by them	number of valid
	members		votes cast
	voted		
Remote E-Voting	11	319	100.00
Voting conducted through	**		TO SERVE OF THE SE
Electronic voting at the AGM		V	Validation 100 and 100
Total	11	319	00.00

#### iii. Invalid votes:

Mode of Voting	Number	of	members	Number of votes cast by
	voted			them
Remote E-Voting		antalan kalabatan manan man	<b></b>	***
Voting conducted through Electronic voting at the AGM			40	_
Total			**	-

#### iv. Abstain/Not voted:

Electronic voting at the AGM				3,48,304
Voting conducted through			-	*
Remote E-Voting			1	3,48,304
Hode of voing	voted			
Mode of Voting	Number	of	members	Number of shares held

#### Item No. 12:-

Special Resolution – To re-appoint Mr. Manish V. Parekh (DIN:00037724) as a Whole Time Director, designated as an Executive Director of the Company, liable to retire by rotation for a period of Five years with effect from April 1, 2020 to March 31, 2025.

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### i. Voted in favour of the resolution:

Electronic voting at the AGM  Total	190	1,23,97,758	100.00
Voting conducted through	1	3	00.00
Remote E-Voting	189	1,23,97,755	100.00
	members voted		votes cast
	of	cast by them	number of valid
Mode of Voting	Number	Number of votes	% of total

#### ii. Voted against the resolution:

Mode of Voting	Number	Number of votes	% of total
·-	of	cast by them	number of valid
	members		votes cast
	voted		
Remote E-Voting	11	319	100.00
Voting conducted through	>#+*	•	•
Electronic voting at the AGM			
Total	11	319	00.00

#### iii. Invalid votes:

Mode of Voting	Number of	members	Number of votes cast by
	voted		them
Remote E-Voting			
Voting conducted through Electronic voting at the AGM		And the second s	
Total	Approximation of the second of		•

#### iv. Abstain/Not voted:

Mode of Voting	Number	of	members	Number of shares held
	voted			
Remote E-Voting	4	normal and the state of the sta	1	3,48,304
Voting conducted through Electronic voting at the AGM		energy o believe ever comm	<b>30.</b>	-
Total		ne on the desired Adversaria to the second of the second o	1	3,48,304

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#### Item No. 13:-

Special Resolution – To re-appoint Mr. Nayan S. Parekh (DIN:00037597) as a Whole Time Director, designated as an Executive Director of the Company, liable to retire by rotation for a period of Five years with effect from April 1, 2020 to March 31, 2025.

#### i. Voted in favour of the resolution:

Mode of Voting	Number	of	Number o	f	% of	total
TARE TO THE TARE T	members		votes cast b	У	number	of valid
	voted		them		votes ca	st
Remote E-Voting		189	1,23,97,75	5		100.00
Voting conducted through		1		3		00.00
Electronic voting at the AGM	MARKA SAN PARA PARA PARA PARA PARA PARA PARA PA					
Total		190	1,23,97,75	8		100.00

#### ii. Voted against the resolution:

Electronic voting at the AGM  Total	ner maginar (100 sings) and a black with Calabridge & Vandaris and Asia	11		319			00.00
Voting conducted through		981	*				w.
Remote E-Voting		11		319		1	00.00
	voted		them		votes		
Mode of Voting	members	O.	votes cast		numb		valid
Manual Vation	Number	of.	Number	of	º/o	of	total

#### iii. Invalid votes:

Mode of Voting	Number	of	members	Number of votes cast by
•	voted			them
Remote E-Voting			W	
Voting conducted through Electronic voting at the AGM				
Total			-	



#### iv. Abstain/Not voted:

Mode of Voting	Number voted	of:	members	Number of shares held
Remote E-Voting	,		1	3,48,304
Voting conducted through Electronic voting at the AGM			•	~
Total			1	3,48,304

Based on the above remote e-voting and e-voting held at AGM, all resolutions carried on with requisite majority, accordingly, we request the Chairman of 34<sup>th</sup> AGM to announce the results of the meeting.

The electronic data containing list of shareholders who voted For, Against, Invalid and Abstain/Not voted relating to e-voting's shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 34<sup>th</sup> AGM and thereafter the same shall be handed over to the Company Secretary for their safe keeping.

FCS - 7431 \* COP-7401 \* Secretary

PRATIK M. SHAH

Company Secretaries

C.P. No. 7401

PU No. 755/2020

UDIN: F007431B000582236

Place: Mumbai

Date: 14th August, 2020

Received 14/08/2020

Chairman