



FABINDIA LIMITED
(Formerly known as Fabindia Overseas Pvt. Ltd.)

CIN: U74899DL1976PLC008436

C-40, 2nd Floor, Okhla Industrial Area Phase II,
New Delhi - 110020
Phone: 40692000; Fax: 26385053
E-mail: mailus@fabindia.net
Website: www.fabindia.com

DECLARATION OF RESULTS OF E-VOTING AND BALLOT PAPERS

DECLARATION OF VOTING RESULTS OF THE REMOTE E-VOTING AND VOTING THROUGH BALLOT PAPERS AT THE EXTRA-ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF FABINDIA LIMITED HELD ON WEDNESDAY, MARCH 20, 2024, AT FABINDIA LIMITED, C-42, 2ND FLOOR, GATE NO. 1, OKHLA INDUSTRIAL AREA, PHASE II, NEW DELHI-110020, AT 11:00 A.M. (IST)

The Extra-Ordinary General Meeting (EGM) of the shareholders of **FABINDIA LIMITED** was held on Wednesday, March 20, 2024, at Fabindia Limited, C-42, 2nd Floor, Gate No. 1, Okhla Industrial Area Phase II, New Delhi- 110020, at 11:00 A.M. (IST) to transact the businesses as set out in the Notice of EGM dated February 20, 2024.

Members of the Company holding shares in physical form or in dematerialized form, as at the close of business hours on the Cut-off Date, i.e. Wednesday, March 13, 2024 were entitled to vote on the proposed resolutions; and their shareholding on such date was reckoned for the purpose of arriving at the results of the remote e-voting and voting through ballot at the EGM.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, the Company had provided the facility of Remote E-voting to all the members of the Company as on the Cut-off Date to enable them to cast their votes electronically on all the resolutions as set forth in the said Notice of EGM. The remote e-voting period was opened for three days commencing from Sunday, March 17, 2024 at 9:00 AM and ended on Tuesday, March 19, 2024 at 5:00 PM.

Further, in line with the provisions of the Companies Act, 2013, the Company had also provided an opportunity to vote at the EGM through Ballot Paper to members of the Company attending the EGM who had not cast their vote through remote e-voting.

The Board of Directors in its meeting held on February 20, 2024 had appointed Mr. Arun Kumar Gupta (Membership No. 5551), Proprietor, M/s. Arun Kumar Gupta & Associates, Company Secretaries, as the scrutinizer for scrutinizing the voting process through remote E-voting as well as voting through Ballot Paper at the EGM in a fair and transparent manner. The Scrutinizer, after scrutiny of all the votes cast by the shareholders, has submitted his Consolidated Scrutinizer Report dated March 22, 2024 on remote e-voting and voting through Ballot Paper during the EGM on the resolutions as set out in the said Notice of EGM.

The consolidated result on remote e-voting and voting through Ballot Papers at the EGM as per the said Scrutinizer's Report are as follows:



(i) Item No. 1

DISINVESTMENT OF SUBSIDIARY COMPANY (ORGANIC INDIA PRIVATE LIMITED) UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013 (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	91	2,02,19,219	11	5,76,971	102	2,07,96,190	100.000
Against	0	0	0	0	0	0	0.000
Total	91	2,02,19,219	11	5,76,971	102	2,07,96,190	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	10	1,15,28,594
Voting through Ballot Paper	0	0
Total	10*	1,15,28,594*

* 'Rejected' as related parties interested in the resolution voted in favour of the proposed resolution.

Based on the Consolidated Scrutinizer Report, the resolution at item No. 1 stands passed as a **SPECIAL RESOLUTION** with requisite majority.

(ii) Item No. 2

APPROVAL OF RELATED PARTY TRANSACTIONS (ORDINARY RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	91	2,02,19,219	10	1,92,311	101	2,04,11,530	100.000
Against	0	0	0	0	0	0	0.000
Total	91	2,02,19,219	10	1,92,311	101	2,04,11,530	100.000



(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	10	1,15,28,594
Voting through Ballot Paper	0	0
Total	10*	1,15,28,594*

* 'Rejected' as related parties interested in the resolution voted in favour of the proposed resolution.

Based on the Consolidated Scrutinizer Report, the resolution at item No. 2 stands passed as an **ORDINARY RESOLUTION** with requisite majority.

(iii) Item No. 3

TO MAKE INVESTMENTS, GIVE LOANS, PROVIDE GUARANTEES AND SECURITY IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013 (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	115	10,18,04,283	13	3,57,62,291	128	13,75,66,574	100.000
Against	0	0	0	0	0	0	0.000
Total	115	10,18,04,283	13	3,57,62,291	128	13,75,66,574	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

Based on the Consolidated Scrutinizer Report, the resolution at item No. 3 stands passed as a **SPECIAL RESOLUTION** with requisite majority.

(iv) Item No. 4

DISINVESTMENT OF SUBSIDIARY COMPANY (FABINDIA INTERNATIONAL PTE. LTD., SINGAPORE) UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013 (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	115	10,18,04,283	14	3,61,46,951	129	13,79,51,234	100.000



Against	0	0	0	0	0	0	0.000
Total	115	10,18,04,283	14	3,61,46,951	129	13,79,51,234	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

Based on the Consolidated Scrutinizer Report, the resolution at item No. 4 stands passed as a **SPECIAL RESOLUTION** with requisite majority.

(v) Item No. 5

TO APPROVE THE REMUNERATION PAYABLE TO INDEPENDENT DIRECTORS OF THE COMPANY (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	114	10,18,01,763	14	3,61,46,951	128	13,79,48,714	99.998
Against	1	2,520	0	0	1	2,520	0.002
Total	115	10,18,04,283	14	3,61,46,951	129	17,40,95,665	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

Based on the Consolidated Scrutinizer Report, the resolution at item No. 5 stands passed as a **SPECIAL RESOLUTION** with requisite majority.

(vi) Item No. 6

TO APPROVE THE REMUNERATION PAYABLE TO NON-EXECUTIVE DIRECTORS OF THE COMPANY (SPECIAL RESOLUTION):



(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	98	2,28,89,503	13	3,34,13,951	111	5,63,03,454	99.996
Against	1	2,520	0	0	1	2,520	0.004
Total	99	2,28,92,023	13	3,34,13,951	112	5,63,05,974	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

Based on the Consolidated Scrutinizer Report, the resolution at item No. 6 stands passed as a **SPECIAL RESOLUTION** with requisite majority.

(vii) Item No. 7

TO MODIFY THE PERIOD OF REMUNERATION PAYABLE TO MR. WILLIAM NANDA BISSELL AS MANAGING DIRECTOR OF THE COMPANY (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	104	3,24,49,723	13	3,34,13,951	117	6,58,63,674	100.000
Against	0	0	0	0	0	0	0.000
Total	104	3,24,49,723	13	3,34,13,951	117	6,58,63,674	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

Based on the Consolidated Scrutinizer Report, the resolution at item No. 7 stands passed as a **SPECIAL RESOLUTION** with requisite majority.



(viii) Item No. 8

TO MODIFY THE PERIOD OF REMUNERATION PAYABLE TO MR. MUKESH KUMAR CHAUHAN IN THE CAPACITY OF EXECUTIVE VICE CHAIRMAN AND DIRECTOR (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	114	10,15,63,173	14	3,61,46,951	128	13,77,10,124	100.000
Against	0	0	0	0	0	0	0.000
Total	114	10,15,63,173	14	3,61,46,951	128	13,77,10,124	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

Based on the Consolidated Scrutinizer Report, the resolution at item No. 8 stands passed as a **SPECIAL RESOLUTION** with requisite majority.

(ix) Item No. 9

TO APPROVE AMENDMENT TO THE ARTICLES OF ASSOCIATION OF THE COMPANY (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	115	10,18,04,283	13	3,57,62,291	128	13,75,66,574	100.000
Against	0	0	0	0	0	0	0.000
Total	115	10,18,04,283	13	3,57,62,291	128	13,75,66,574	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

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Based on the Consolidated Scrutinizer Report, the resolution at item No. 9 stands passed as a **SPECIAL RESOLUTION** with requisite majority.

All the Resolutions may be deemed to have been passed as on the date of the EGM i.e. March 20, 2024.

The declaration of the Results along with the Consolidated Scrutinizer's Report dated March 22, 2024 be placed on the website of the Company (www.fabindia.com) and NSDL (www.evoting.nsdl.com) and also be displayed at the Registered Office as well as the Corporate Office of the Company.

For **FABINDIA LIMITED**



GYANENDRA NATH GUPTA
CHAIRMAN AND INDEPENDENT DIRECTOR
DIN: 00027502

Date: 22.03.2024

Place: Gurgaon



CONSOLIDATED SCRUTINIZER REPORT

[Pursuant to Section 108 of the Companies Act, 2013]

To,
The Chairman,
Extra-Ordinary General Meeting of the Shareholders
FABINDIA LIMITED
Plot No.10, Local Shopping Complex, Sector B Pocket-7, Vasant Kunj, New Delhi 110070

Re: Consolidated Scrutinizer's Report on remote e-voting and voting through Ballot paper during the Extra-Ordinary General Meeting ("EGM") of the Members of FABINDIA LIMITED held on Wednesday, March 20, 2024 at Fabindia Limited, C-42, 2nd Floor, Gate No. 1, Okhla Industrial Area Phase II, New Delhi- 110020 at 11:00 AM IST.

Dear Sir,

I, Arun Kumar Gupta, proprietor of M/s Arun Kumar Gupta & Associates, Company Secretaries, Delhi has been appointed by the Board of Directors of FABINDIA LIMITED ("the Company") as the Scrutinizer for the purpose of scrutinizing remote e-voting process and voting through Ballot paper at the Extra Ordinary General Meeting ("EGM") of the members of the Company held on Wednesday, March 20, 2024 at 11.00 A.M. at C-42, 2nd Floor, Gate No. 1, Okhla Industrial Area Phase II, New Delhi- 110020, in a fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through Ballot paper carried out, as per the provisions of the Companies Act, 2013 and applicable Rules, on the resolutions set out in Notice of the EGM dated 20th February, 2024.

Accordingly, I submit the consolidated report, on completion of remote e-voting process and voting through Ballot paper, as under:

1. The Company has engaged the services of National Securities Depository Limited ("NSDL") as the Authorized Agency for extending the secured system of remote electronic voting to the shareholders of the Company.
2. The remote e-voting period remained open from Sunday, 17th March, 2024 (09:00 A.M.) to Tuesday, 19th March, 2024 (05:00 PM).
3. The cut-off date for the purpose of determining the entitlement for voting, by remote e-voting or voting through Ballot paper, on the proposed resolutions was 13th March, 2024.
4. At the EGM, ballot box kept for polling was locked in my presence with due identification marks placed by me.
5. The locked ballot box was subsequently opened in my presence and Ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company and the authorizations / proxies lodged with the Company
6. I did not find any ballot papers invalid.
7. The remote e-voting were unblocked on 20th Day of March, 2024, in the presence of two witnesses namely, (i) Mr. Aditya Garg, resident of 103, SKG Signature Home, Shanti Kunj Main, New Delhi 110070 and (ii) Ms. Dakshita Soni, resident of B-247, 2nd Floor, Jilmil Colony, New Delhi 110095 who are not in the employment of the Company.

Extra-Ordinary General Meeting – 20.03.2024
FABINDIA LIMITED



8. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from the e-voting website of NSDL. After counting the votes casted by the members and a proxy present at the EGM, through ballot paper and the votes casted through e-voting, the consolidated report on the result of voting on each resolutions are given hereunder:

(i) Item No. 1

DISINVESTMENT OF SUBSIDIARY COMPANY (ORGANIC INDIA PRIVATE LIMITED) UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013 (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	91	2,02,19,219	11	5,76,971	102	2,07,96,190	100.000
Against	0	0	0	0	0	0	0.000
Total	91	2,02,19,219	11	5,76,971	102	2,07,96,190	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	10	1,15,28,594
Voting through Ballot Paper	0	0
Total	10*	1,15,28,594*

* 'Rejected' as related parties interested in the resolution voted in favour of the proposed resolution.

The resolution stands passed as a special resolution under remote e-voting and voting through Ballot Paper at the EGM with requisite majority.



(ii) Item No. 2

APPROVAL OF RELATED PARTY TRANSACTIONS (ORDINARY RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	91	2,02,19,219	10	1,92,311	101	2,04,11,530	100.000
Against	0	0	0	0	0	0	0.000
Total	91	2,02,19,219	10	1,92,311	101	2,04,11,530	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	10	1,15,28,594
Voting through Ballot Paper	0	0
Total	10*	1,15,28,594*

* 'Rejected' as related parties interested in the resolution voted in favour of the proposed resolution.

The resolution stands passed as an ordinary resolution under remote e-voting and voting through Ballot Paper at the EGM with requisite majority.

(iii) Item No. 3

TO MAKE INVESTMENTS, GIVE LOANS, PROVIDE GUARANTEES AND SECURITY IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013 (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	115	10,18,04,283	13	3,57,62,291	128	13,75,66,574	100.000
Against	0	0	0	0	0	0	0.000
Total	115	10,18,04,283	13	3,57,62,291	128	13,75,66,574	100.000



(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

The resolution stands passed as a special resolution under remote e-voting and voting through Ballot Paper at the EGM with requisite majority.

(iv) Item No. 4

DISINVESTMENT OF SUBSIDIARY COMPANY (FABINDIA INTERNATIONAL PTE. LTD., SINGAPORE) UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013 (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	115	10,18,04,283	14	3,61,46,951	129	13,79,51,234	100.000
Against	0	0	0	0	0	0	0.000
Total	115	10,18,04,283	14	3,61,46,951	129	13,79,51,234	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

The resolution stands passed as a special resolution under remote e-voting and voting through Ballot Paper at the EGM with requisite majority.



(v) Item No. 5

TO APPROVE THE REMUNERATION PAYABLE TO INDEPENDENT DIRECTORS OF THE COMPANY (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	114	10,18,01,763	14	3,61,46,951	128	13,79,48,714	99.998
Against	1	2,520	0	0	1	2,520	0.002
Total	115	10,18,04,283	14	3,61,46,951	129	17,40,95,665	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

The resolution stands passed as a special resolution under remote e-voting and voting through Ballot Paper at the EGM with requisite majority.

(vi) Item No. 6

TO APPROVE THE REMUNERATION PAYABLE TO NON-EXECUTIVE DIRECTORS OF THE COMPANY (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	98	2,28,89,503	13	3,34,13,951	111	5,63,03,454	99.996
Against	1	2,520	0	0	1	2,520	0.004
Total	99	2,28,92,023	13	3,34,13,951	112	5,63,05,974	100.000



(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

The resolution stands passed as a special resolution under remote e-voting and voting through Ballot Paper at the EGM with requisite majority.

(vii) Item No. 7

TO MODIFY THE PERIOD OF REMUNERATION PAYABLE TO MR. WILLIAM NANDA BISSELL AS MANAGING DIRECTOR OF THE COMPANY (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	104	3,24,49,723	13	3,34,13,951	117	6,58,63,674	100.000
Against	0	0	0	0	0	0	0.000
Total	104	3,24,49,723	13	3,34,13,951	117	6,58,63,674	100.000

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

The resolution stands passed as a special resolution under remote e-voting and voting through Ballot Paper at the EGM with requisite majority.



(viii) Item No. 8

TO MODIFY THE PERIOD OF REMUNERATION PAYABLE TO MR. MUKESH KUMAR CHAUHAN IN THE CAPACITY OF EXECUTIVE VICE CHAIRMAN AND DIRECTOR (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	114	10,15,63,173	14	3,61,46,951	128	13,77,10,124	100.000
Against	0	0	0	0	0	0	0.000
Total	114	10,15,63,173	14	3,61,46,951	128	13,77,10,124	100

(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

The resolution stands passed under remote e-voting and voting through Ballot Paper at the EGM with requisite majority.

(ix) Item No. 9

TO APPROVE AMENDMENT TO THE ARTICLES OF ASSOCIATION OF THE COMPANY (SPECIAL RESOLUTION):

(a) Votes 'VALID' FOR the resolution:

Particulars	REMOTE E-VOTING		VOTING THROUGH BALLOT PAPER		TOTAL		% of total number of valid votes cast
	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	Number of member(s) voted	Votes Cast by them	
Favour	115	10,18,04,283	13	3,57,62,291	128	13,75,66,574	100.000
Against	0	0	0	0	0	0	0.000
Total	115	10,18,04,283	13	3,57,62,291	128	13,75,66,574	100.000



(b) Votes 'INVALID'

Mode of Voting	Total No. of Members whose Votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0
Voting through Ballot Paper	0	0
Total	0	0

The resolution stands passed as a special resolution under remote e-voting and voting through Ballot Paper at the EGM with requisite majority.

The electronic records and relevant records relating to remote e-voting and voting through Ballot Paper at the EGM shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid EGM and thereafter the same will be handed over to the Chairman for safe keeping.

Thanking You,

Yours faithfully

For ARUN KUMAR GUPTA & ASSOCIATES
COMPANY SECRETARIES

(ARUN KUMAR GUPTA)

FCS-5551, CP-5086

Peer Review Cer. No. 1658 /2022

UDIN:- F005551E003617687

Date: 22-03-2024

Place: Delhi



Counter-signed by _____
(Chairman or any other person
Authorised by the Chairman of the
Company)

Handwritten in blue ink:
22-03-2024