



Ghar Ki Baat

July 31, 2019

The BSE Limited,
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Limited,
Listing Department
“Exchange Plaza”
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Scrip Code: 540173

Symbol: PNBHOUSING

Dear Sirs,

Sub: Intimation under Regulation 30 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

We wish to inform you that the 31st Annual General Meeting (AGM) of the Members of the Company was held on Monday, July 29, 2019, at 3.00 p.m. at the “The Stein Auditorium” Habitat World, India Habitat Centre, Lodhi Road, New Delhi-110003. The members present at the AGM transacted the businesses mentioned in the Notice dated May 9, 2019.

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

1. Combined e-voting results in the prescribed format;
2. Scrutinizer Report signed by Sanjay Grover , Managing Partner, Sanjay Grover and Associates, Company Secretaries, and

You are requested to take note of the above and arrange to inform your constituents accordingly.

Thanking You,

For PNB Housing Finance Limited


Sanjay Jain
Company Secretary & Head Compliance
Membership No. : F2642

Encl: a/a

Regd. Office: 9th Floor, Antriksh Bhavan, 22 Kasturba Gandhi Marg, New Delhi – 110 001

Phone: 011 – 23736857, E-mail: loans@pnbhfl.com, Website: www.pnbhfl.com

CIN: L65922DL1988PLC033856

Voting Results of AGM

Details of poll at AGM and e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:		
Date of the AGM		29-07-2019
Total number of shareholders on record date		89,918
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:		1 210
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:		NIL

1(a). Ordinary Resolution: To receive, consider and adopt Standalone Financial Statements of the Company for the financial year ended March 31, 2019 and the Reports of the Board of Directors' and Auditors' thereon.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	5,49,14,840	0	0.0000	0	0	0.0000	0.0000
	Poll		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
	Total		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
Public-Institutions	E-voting	4,93,05,927	3,57,14,516	72.4345	3,57,14,516	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		3,57,14,516	72.4345	3,57,14,516	0	100.0000	0.0000
Public-Non Institutions	E-voting	6,38,43,396	16,52,771	2.5888	16,52,665	106	99.9936	0.0064
	Poll		5,41,98,008	84.8921	5,41,97,970	38	99.9999	0.0001
	Total		5,58,50,779	87.4809	5,58,50,635	144	99.9997	0.0003
Total		16,80,64,163	14,64,80,135	87.1573	14,64,79,991	144	99.9999	0.0001

[Handwritten Signature]



1(b). Ordinary Resolution: To receive, consider and adopt Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 and the Reports of the Board of Directors' and Auditors' thereon.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	5,49,14,840	0	0.0000	0	0	0.0000	0.0000
	Poll		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
	Total		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
Public-Institutions	E-voting	4,93,05,927	3,57,14,516	72.4345	3,57,14,516	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		35714516	72.4345	3,57,14,516	0	100.0000	0.0000
Public-Non Institutions	E-voting	6,38,43,396	16,52,632	2.5886	16,52,526	106	99.9936	0.0064
	Poll		5,41,98,008	84.8921	5,41,97,970	38	99.9999	0.0001
	Total		5,58,50,640	87.4807	5,58,50,496	144	99.9997	0.0003
Total		16,80,64,163	14,64,79,996	87.1572	14,64,79,852	144	99.9999	0.0001

2. Ordinary Resolution: To declare dividend on Equity Shares at the rate of Rs. 9 per equity share for the financial year 2018-19.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	5,49,14,840	0	0.0000	0	0	0.0000	0.0000
	Poll		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
	Total		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
Public-Institutions	E-voting	4,93,05,927	3,58,71,494	72.7529	3,58,71,494	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		35871494	72.7529	3,58,71,494	0	100.0000	0.0000
Public-Non Institutions	E-voting	6,38,43,396	16,52,771	2.5888	16,52,714	57	99.9966	0.0034
	Poll		5,41,98,008	84.8921	5,41,97,970	38	99.9999	0.0001
	Total		5,58,50,779	87.4809	5,58,50,684	95	99.9998	0.0002
Total		16,80,64,163	14,66,37,113	87.2507	14,66,37,018	95	99.9999	0.0001

3. Ordinary Resolution: To appoint Mr. Sunil Kaul (DIN: 05102910) as non-executive director, who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
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Sunil Kaul



Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	5,49,14,840	0	0.0000	0	0	0.0000	0.0000
	Poll		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
	Total		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
Public-Institutions	E-voting	4,93,05,927	3,58,71,494	72.7529	3,57,89,539	81,955	99.7715	0.2285
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		3,58,71,494	72.7529	3,57,89,539	81,955	99.7715	0.2285
Public-Non Institutions	E-voting	6,38,43,396	16,52,771	2.5888	16,52,415	356	99.9785	0.0215
	Poll		5,41,98,008	84.8921	5,41,97,970	38	99.9999	0.0001
	Total		5,58,50,779	87.4809	5,58,50,385	394	99.9993	0.0007
Total		16,80,64,163	14,66,37,113	87.2507	14,65,54,764	82,349	99.9438	0.0562

4. Ordinary Resolution: To appoint Mr. L V Prabhakar (DIN: 08110715) as Non-executive Director.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	5,49,14,840	0	0.0000	0	0	0.0000	0.0000
	Poll		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
	Total		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
Public-Institutions	E-voting	4,93,05,927	3,58,71,494	72.7529	3,57,97,565	73,929	99.7939	0.2061
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		3,58,71,494	72.7529	3,57,97,565	73,929	99.7939	0.2061
Public-Non Institutions	E-voting	6,38,43,396	16,51,163	2.5863	16,50,947	216	99.9869	0.0131
	Poll		5,41,98,008	84.8921	5,41,97,970	38	99.9999	0.0001
	Total		5,58,49,171	87.4784	5,58,48,917	254	99.9995	0.0005
Total		16,80,64,163	14,66,35,505	87.2497	14,65,61,322	74,183	99.9494	0.0506

5. Ordinary Resolution: To appoint Mr. Neeraj Vyas (DIN: 07053788) as an Independent Director.

Whether promoter/ promoter group are interested in the Agenda/resolution							NO	
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	5,49,14,840	0	0.0000	0	0	0.0000	0.0000
	Poll		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000



	Total		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
Public-Institutions	E-voting	4,93,05,927	3,58,71,494	72.7529	3,58,71,494	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		35871494	72.7529	3,58,71,494	0	100.0000	0.0000
Public-Non Institutions	E-voting	6,38,43,396	16,52,771	2.5888	16,52,506	265	99.9840	0.0160
	Poll		5,41,98,008	84.8921	5,41,97,970	38	99.9999	0.0001
	Total		5,58,50,779	87.4809	5,58,50,476	303	99.9995	0.0005
Total		16,80,64,163	14,66,37,113	87.2507	14,66,36,810	303	99.9998	0.0002

6. Special Resolution: To re-appoint of Mr. Shital Kumar Jain (DIN: 00047474) as an Independent Director for a second term of 1 (One) year.

Whether promoter/ promoter group are interested in the Agenda/resolution

NO

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	5,49,14,840	0	0.0000	0	0	0.0000	0.0000
	Poll		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
	Total		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
Public-Institutions	E-voting	4,93,05,927	3,58,71,494	72.7529	3,39,67,049	19,04,445	94.6909	5.3091
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		3,58,71,494	72.7529	3,39,67,049	19,04,445	94.6909	5.3091
Public-Non Institutions	E-voting	6,38,43,396	16,52,771	2.5888	16,52,375	396	99.9760	0.0240
	Poll		5,41,98,008	84.8921	5,41,97,970	38	99.9999	0.0001
	Total		5,58,50,779	87.4809	5,58,50,345	434	99.9992	0.0008
Total		16,80,64,163	14,66,37,113	87.2507	14,47,32,234	19,04,879	98.7010	1.2990

7. Ordinary Resolution: To approve material related party transactions with Punjab National Bank.

Whether promoter/ promoter group are interested in the Agenda/resolution

YES

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	5,49,14,840	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-voting	4,93,05,927	3,58,02,235	72.6124	3,01,44,871	56,57,364	84.1983	15.8017
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		3,58,02,235	72.6124	3,01,44,871	56,57,364	84.1983	15.8017
	E-voting		16,52,771	2.5888	16,52,336	435	99.9737	0.0263

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Public-Non Institutions	Poll	6,38,43,396	5,41,98,008	84.8921	5,41,97,970	38	99.9999	0.0001
	Total		5,58,50,779	87.4809	5,58,50,306	473	99.9992	0.0008
Total		16,80,64,163	9,16,53,014	54.5345	8,59,95,177	56,57,837	93.8269	6.1731

8. Special Resolution: To borrow funds and issue of bonds/ non-convertible debentures and other debt securities.

Whether promoter/ promoter group are interested in the Agenda/resolution

NO

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	5,49,14,840	0	0.0000	0	0	0.0000	0.0000
	Poll		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
	Total		5,49,14,840	100.0000	5,49,14,840	0	100.0000	0.0000
Public-Institutions	E-voting	4,93,05,927	3,58,71,494	72.7529	3,57,51,092	1,20,402	99.6644	0.3356
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		3,58,71,494	72.7529	3,57,51,092	1,20,402	99.6644	0.3356
Public-Non Institutions	E-voting	6,38,43,396	16,52,771	2.5888	16,52,497	274	99.9834	0.0166
	Poll		5,41,98,008	84.8921	5,41,97,970	38	99.9999	0.0001
	Total		5,58,50,779	87.4809	5,58,50,467	312	99.9994	0.0006
Total		16,80,64,163	14,66,37,113	87.2507	14,65,16,399	1,20,714	99.9177	0.0823

Paul



SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi - 110 024
Tel. : (011) 4679 0000, Fax : (011) 4679 0012
e-mail : contact@cssanjaygrover.in
website : www.cssanjaygrover.in

Consolidated Scrutinizer's Report

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

To,

The Chairman

PNB HOUSING FINANCE LIMITED

(CIN: L65922DL1988PLC033856)

9th Floor, Antriksh Bhawan,

22 K G Marg, New Delhi- 110001

Dear Sir,

I, Sanjay Grover, Practicing Company Secretary, Managing Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-voting and voting through ballot paper (Poll) at Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) on the resolution(s) mentioned in Notice dated May 09, 2019 for 31st AGM of the Company held on Monday, July 29, 2019 at 03:00 P.M. at "The Stein Auditorium" Habitat World, India Habitat Centre, Lodhi Road, New Delhi- 110003.

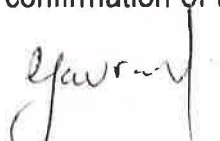
I submit my report as under:-


1. The remote e-voting period commenced on Thursday, July 25, 2019 at 9:00 A.M. and ended on Sunday, July 28, 2019 at 05:00 P.M. via remote e-voting platform on the



designated website of Central Depository Services Limited (CDSL), Authorized Agency to provide remote e-voting facility.

2. The Members of the Company as on the "cut off" date i.e. Monday, July 22, 2019 were entitled to avail the facility of remote e-voting as well as voting through poll at the 31st Annual General Meeting on the proposed resolution(s) as set out in the Notice dated May 09, 2019.
3. The total paid up Equity Share Capital of the Company as on Monday, July 22, 2019 was Rs.1,68,07,34,130/- (Rupees One Hundred Sixty Eight Crore Seven Lakh Thirty Four Thousand One Hundred and Thirty Rupees Only) divided into 16,80,73,413 (Sixteen Crore Eighty Lakh Seventy Three Thousand Four Hundred and Thirteen) equity shares of Rs. 10/- (Rupees Ten Only) each.
4. The Chairman ordered for poll at AGM as per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended from time to time.
5. Two ballot boxes were kept for polling and the ballot boxes were locked in my presence.
6. After completion of Poll at the AGM, the ballot boxes were opened in my presence and ballot papers were diligently scrutinized. Thereafter, polling papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and poll at AGM.
7. Thereafter, the votes cast through remote e-voting were unblocked after completion of poll at the AGM in the presence of two witnesses, Mr. Gaurav Dwivedi and Mr. Lokesh Vats who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Gaurav Dwivedi


Lokesh Vats



8. The Ballot paper(s) and remote e-voting were matched with the Register of Members of the Company as on cut-off date. The cases where the members have voted for lesser number of shares as compared to their entitlement, the number of shares for which they have actually voted has been considered.
9. The ballot forms, which were incomplete and/or which were otherwise found defective or where signature of any member did not match with the records maintained by Registrar & Transfer Agent of the Company, have been treated as invalid and were kept separately.
10. There was 1(One) member, holding 1(One) equity share who opted for both the facilities hence, the votes cast by him through Ballot has been considered as invalid.
11. Being the related party, the votes casted by Punjab National Bank for resolution no. 7 has not been considered and hence, treated as invalid.
12. The consolidated summary of results of poll at the AGM and remote e-voting are as under:

Resolution No. 1-To receive, consider and adopt

1(a). Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon;

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	10,91,12,810	3,73,67,181	14,64,79,991	99.9999
Dissent	38	106	144	0.0001
Total	10,91,12,848	3,73,67,287	14,64,80,135	100

Therefore, the Resolution No. 1(a) has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- A(1).



1(b). Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 and the Report of the Auditors thereon.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	10,91,12,810	3,73,67,042	14,64,79,852	99.9999
Dissent	38	106	144	0.0001
Total	10,91,12,848	3,73,67,148	14,64,79,996	100

Therefore, the Resolution No. 1(b) has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- A(2)

Resolution No. 2- To declare dividend on Equity Shares at the rate of Rs. 9 per equity share for the financial year 2018-19.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	10,91,12,810	3,75,24,208	14,66,37,018	99.9999
Dissent	38	57	95	0.0001
Total	10,91,12,848	3,75,24,265	14,66,37,113	100

Therefore, the Resolution No. 2 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- B.



Resolution No. 3-To appoint Mr. Sunil Kaul (DIN: 05102910) as non-executive director, who retires by rotation and being eligible, offers himself for re-appointment.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	10,91,12,810	3,74,41,954	14,65,54,764	99.9438
Dissent	38	82,311	82,349	0.0562
Total	10,91,12,848	3,75,24,265	14,66,37,113	100

Therefore, the Resolution No. 3 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- C.

Resolution No. 4-To appoint Mr. L V Prabhakar (DIN: 08110715) as Non-executive Director.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	10,91,12,810	3,74,48,512	14,65,61,322	99.9494
Dissent	38	74,145	74,183	0.0506
Total	10,91,12,848	3,75,22,657	14,66,35,505	100

Therefore, the Resolution No. 4 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-D.



Resolution No. 5-To appoint Mr. Neeraj Vyas (DIN: 07053788) as an Independent Director.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	10,91,12,810	3,75,24,000	14,66,36,810	99.9998
Dissent	38	265	303	0.0002
Total	10,91,12,848	3,75,24,265	14,66,37,113	100

Therefore, the Resolution No. 5 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-E.

Resolution No. 6-To re-appoint of Mr. Shital Kumar Jain (DIN: 00047474) as an Independent Director for a second term of 1 (One) year.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	10,91,12,810	3,56,19,424	14,47,32,234	98.7010
Dissent	38	19,04,841	19,04,879	1.2990
Total	10,91,12,848	3,75,24,265	14,66,37,113	100

Therefore, the Resolution No. 6 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-F.



Resolution No. 7-To approve material related party transactions with Punjab National Bank.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	5,41,97,970	3,17,97,207	8,59,95,177	93.8269
Dissent	38	56,57,799	56,57,837	6.1731
Total	5,41,98,008	3,74,55,006	9,16,53,014	100

Therefore, the Resolution No. 7 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-G.

Resolution No. 8-To borrow funds and issue of bonds/ non-convertible debentures and other debt securities.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-Votes	Total	
Assent	10,91,12,810	3,74,03,589	14,65,16,399	99.9177
Dissent	38	1,20,676	1,20,714	0.0823
Total	10,91,12,848	3,75,24,265	14,66,37,113	100

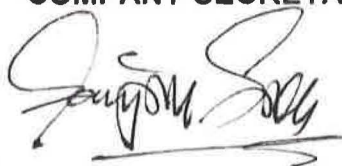
Therefore, the Resolution No. 8 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure-H.



13. The register, polling papers and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register, polling papers and all other related papers to the Company Secretary.

Thanking you,

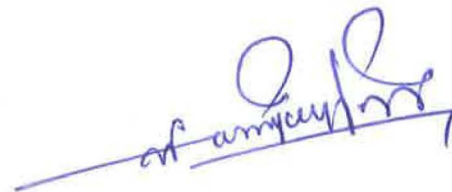
**For SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES**



(Sanjay Grover)
Managing Partner
Scrutinizer
CP No.: 3850
Date: July 30, 2019
Place: New Delhi



Countersigned by



Company Secretary

Date: July 30, 2019
Place: New Delhi

Details of poll at AGM & remote e-voting for Resolution No.-1 are as under:

A(1)1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	76	10,91,12,897	1,09,11,28,970
b) Less: Invalid Votes	9	49	490
c) Net Valid votes	67	10,91,12,848	1,09,11,28,480
d) Votes with Assent	65	10,91,12,810	1,09,11,28,100
e) Votes with Dissent	2	38	380

A(1)2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	213	3,73,67,287	37,36,72,870
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	213	3,73,67,287	37,36,72,870
d) Votes with Assent	208	3,73,67,181	37,36,71,810
e) Votes with Dissent	5	106	1,060



Annexure – A(2)

Details of poll at AGM & remote e-voting for Resolution No.-1 are as under:

A(2)1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	76	10,91,12,897	1,09,11,28,970
b) Less: Invalid Votes	9	49	490
c) Net Valid votes	67	10,91,12,848	1,09,11,28,480
d) Votes with Assent	65	10,91,12,810	1,09,11,28,100
e) Votes with Dissent	2	38	380

A(2)2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	212	3,73,67,148	37,36,71,480
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	212	3,73,67,148	37,36,71,480
d) Votes with Assent	207	3,73,67,042	37,36,70,420
e) Votes with Dissent	5	106	1,060



Details of poll at AGM & remote e-voting for Resolution No.-2 are as under:

B1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	76	10,91,12,897	1,09,11,28,970
b) Less: Invalid Votes	9	49	490
c) Net Valid votes	67	10,91,12,848	1,09,11,28,480
d) Votes with Assent	65	10,91,12,810	1,09,11,28,100
e) Votes with Dissent	2	38	380

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	218	3,75,24,265	37,52,42,650
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	218	3,75,24,265	37,52,42,650
d) Votes with Assent	215	3,75,24,208	37,52,42,080
e) Votes with Dissent	3	57	570



Annexure - C

Details of poll at AGM & remote e-voting for Resolution No.-3 are as under:

C1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	76	10,91,12,897	1,09,11,28,970
b) Less: Invalid Votes	9	49	490
c) Net Valid votes	67	10,91,12,848	1,09,11,28,480
d) Votes with Assent	65	10,91,12,810	1,09,11,28,100
e) Votes with Dissent	2	38	380

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	218	3,75,24,265	37,52,42,650
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	218	3,75,24,265	37,52,42,650
d) Votes with Assent	202	3,74,41,954	37,44,19,540
e) Votes with Dissent	16	82,311	8,23,110



Details of poll at AGM & remote e-voting for Resolution No.-4 are as under:

D1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	76	10,91,12,897	1,09,11,28,970
b) Less: Invalid Votes	9	49	490
c) Net Valid Votes	67	10,91,12,848	1,09,11,28,480
d) Votes with Assent	65	10,91,12,810	1,09,11,28,100
e) Votes with Dissent	2	38	380

D2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	217	3,75,22,657	37,52,26,570
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	217	3,75,22,657	37,52,26,570
d) Votes with Assent	207	3,74,48,512	37,44,85,120
e) Votes with Dissent	10	74,145	7,41,450



Details of poll at AGM & remote e-voting for Resolution No.-5 are as under:

E1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	76	10,91,12,897	1,09,11,28,970
b) Less: Invalid Votes	9	49	490
c) Net Valid Votes	67	10,91,12,848	1,09,11,28,480
d) Votes with Assent	65	10,91,12,810	1,09,11,28,100
e) Votes with Dissent	2	38	380

E2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	218	3,75,24,265	37,52,42,650
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	218	3,75,24,265	37,52,42,650
d) Votes with Assent	210	3,75,24,000	37,52,40,000
e) Votes with Dissent	8	265	2,650



Details of poll at AGM & remote e-voting for Resolution No.-6 are as under:

F1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	76	10,91,12,897	1,09,11,28,970
b) Less: Invalid Votes	9	49	490
c) Net Valid Votes	67	10,91,12,848	1,09,11,28,480
d) Votes with Assent	65	10,91,12,810	1,09,11,28,100
e) Votes with Dissent	2	38	380

F2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	218	3,75,24,265	37,52,42,650
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	218	3,75,24,265	37,52,42,650
d) Votes with Assent	199	3,56,19,424	35,61,94,240
e) Votes with Dissent	19	19,04,841	1,90,48,410



Details of poll at AGM & remote e-voting for Resolution No.-7 are as under:

G1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	76	10,91,12,897	1,09,11,28,970
b) Less: Invalid Votes*	10	5,49,14,889	54,91,48,890
c) Net Valid Votes	66	5,41,98,008	54,19,80,080
d) Votes with Assent	64	5,41,97,970	54,19,79,700
e) Votes with Dissent	2	38	380

* Being the related party the votes casted by Punjab National Bank for this resolution was not considered and hence, treated as invalid.

G2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	217	3,74,55,006	37,45,50,060
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	217	3,74,55,006	37,45,50,060
d) Votes with Assent	139	3,17,97,207	31,79,72,070
e) Votes with Dissent	78	56,57,799	5,65,77,990



Details of poll at AGM & remote e-voting for Resolution No.-8 are as under:

H1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	76	10,91,12,897	1,09,11,28,970
b) Less: Invalid Votes	9	49	490
c) Net Valid Votes	67	10,91,12,848	1,09,11,28,480
d) Votes with Assent	65	10,91,12,810	1,09,11,28,100
e) Votes with Dissent	2	38	380

H2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total Votes received	218	3,75,24,265	37,52,42,650
b) Less: Invalid Votes	0	0	0
c) Net Valid Votes	218	3,75,24,265	37,52,42,650
d) Votes with Assent	203	3,74,03,589	37,40,35,890
e) Votes with Dissent	15	1,20,676	12,06,760

