

Ref: BWRL /2024-25/SE/Misc./ 19

27<sup>TH</sup> September, 2024

To,

**National Stock Exchange of India Limited**

Exchange Plaza, C-1, Block G,

Bandra Kurla Complex,

Bandra (E), Mumbai – 400051

NSE Symbol - **BHARATWIRE****BSE Limited**

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai – 400001

BSE Scrip Code: **539799**

**Subject: Voting Results of 38<sup>th</sup> Annual General Meeting (“AGM”) of the Company held on Wednesday, 25<sup>th</sup> September, 2024, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) and Report of Scrutinizer.**

Dear Sir/Madam,

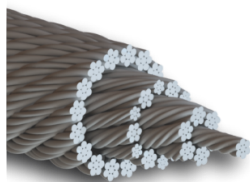
Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, we are submitting herewith the details regarding the voting results in the prescribed format, for the business transacted at the 38<sup>th</sup> AGM of the Company held on Wednesday, 25<sup>th</sup> September, 2024, at 11:30 A.M. through Video Conferencing (“VC”) without physical presence of the Members at a common venue, in accordance with the Circulars issued by the Ministry of Corporate Affairs (“MCA”) and Securities and Exchange Board of India (“SEBI”).

The Proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company situated at Plot No. 4, MIDC, Chalisgaon, Village-Khadki – BK, Taluka, Chalisgaon District-Jalgaon-424101, which shall be the deemed venue of the AGM.

The result of e-voting on each resolution was determined considering the aggregate of the votes cast by the members on each resolution, both through remote e-voting as well as e-voting during the AGM. Mr. Mihen Halani of M/s Mihen Halani and Associates, Practicing Company Secretaries was appointed as Scrutinizer to scrutinize the voting through electronic means (i.e. remote e-voting and e-voting during the AGM) in a fair and transparent manner and he has issued Consolidated Scrutinizer's Report.

We are also enclosing herewith copy of the Consolidated Scrutinizer's Report. The above are being uploaded on the Company's website at [www.bharatwireropes.com](http://www.bharatwireropes.com)

Kindly take the same on record.

**Corporate Office:**

A - 701, Trade World Bldg., Kamala Mills,  
SB Marg, Lower Parel (W),  
Mumbai - 400013, Maharashtra, India.  
Tel: +91 22 66824600

**Factory:**

Plot No-1&4, Atgaon Industrial Complex,  
Mumbai-Nasik Highway, Atgaon (East),  
Taluka-Shahpur, Dist.-Thane- 421601,  
Maharashtra, India.  
Tel No.: +91 2527 240123/240124/240197

**Registered Office & Factory:**

Plot No.4, MIDC, Chalisgaon,  
Village Khadki – BK, Taluka Chalisgaon,  
District Jalgaon - 424 101,  
Maharashtra, India

• Website: [www.bharatwireropes.com](http://www.bharatwireropes.com) • E-mail: [info@bharatwireropes.com](mailto:info@bharatwireropes.com) • CIN : L27200MH1986PLC040468

Thanking you,

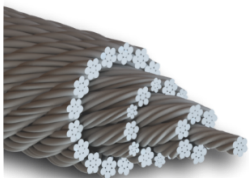
Yours faithfully

For **Bharat Wire Ropes Limited**

**Govinda Soni**  
**Company Secretary & Compliance Officer**  
**Membership No.: FCS12937**  
**Encl.: As above**

**Voting Results:**

<b>Date of AGM</b>	25 <sup>th</sup> September, 2024
<b>Record Date</b>	13 <sup>th</sup> September, 2024
<b>Total number of shareholders on record date</b>	30562
<b>No. of Shareholders present either in person or proxy:</b> Promoters and Promoter group: Public:	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter group: Public:	8 58



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 Taluka-Shahpur, Dist.-Thane- 421601,  
 Maharashtra, India.  
 Tel No.: +91 2527 240123/240124/240197

**Registered Office & Factory:**

Plot No.4, MIDC, Chalisgaon,  
 Village Khadki – BK, Taluka Chalisgaon,  
 District Jalgaon - 424 101,  
 Maharashtra, India

**Resolution No. 1**

Resolution required: (Ordinary/ Special): **ORDINARY** - To receive, consider and adopt:

- a. The Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 together with Reports of the Board of Directors and Auditors thereon.
- b. The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 together with 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 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
Promoter and Promoter Group	Remote E-Voting	28017509	28017509	100.0000	28017509	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>28017509</b>	<b>28017509</b>	<b>100.0000</b>	<b>28017509</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	3900310	1118327	28.6728	1118327	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>3900310</b>	<b>1118327</b>	<b>28.6728</b>	<b>1118327</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	36531061	16658078	45.5998	16658001	77	99.9995	0.0005
	E-Voting at AGM		28740	0.0787	28740	0	100.0000	0.0000
	<b>Total</b>	<b>36531061</b>	<b>16686818</b>	<b>45.6784</b>	<b>16686741</b>	<b>77</b>	<b>99.9995</b>	<b>0.0005</b>
	<b>TOTAL</b>	<b>68448880</b>	<b>45822654</b>	<b>66.9443</b>	<b>45822577</b>	<b>77</b>	<b>99.9998</b>	<b>0.0002</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

<b>Resolution No. 2</b>								
Resolution required: (Ordinary/ Special): <b>ORDINARY</b> - To declare a Final dividend on 0.01% Compulsory Convertible Preference Shares (CCPS)								
Whether promoter/ promoter group are interested in the agenda/resolution: <b>No</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	Remote E-Voting	28017509	28017509	100.0000	28017509	0	100.0000	0.0000
	E-Voting at AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>28017509</b>	<b>28017509</b>	<b>100.0000</b>	<b>28017509</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	3900310	1118327	28.6728	1118327	0	100.0000	0.0000
	E-Voting at AGM		0	0	0	0	0.0000	0.0000
	<b>Total</b>	<b>3900310</b>	<b>1118327</b>	<b>28.6728</b>	<b>1118327</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	36531061	16657923	45.5993	16657708	215	99.9987	0.0013
	E-Voting at AGM		28740	0.0787	28740	0	100.0000	0.0000
	<b>Total</b>	<b>36531061</b>	<b>16686663</b>	<b>45.6780</b>	<b>16686448</b>	<b>215</b>	<b>99.9987</b>	<b>0.0013</b>
	<b>TOTAL</b>	<b>68448880</b>	<b>45822499</b>	<b>66.9441</b>	<b>45822284</b>	<b>215</b>	<b>99.9995</b>	<b>0.0005</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

**Resolution No. 3**

Resolution required: (Ordinary/ Special): **ORDINARY** - To appoint a Director in place of Mr. Sushil Sharda (DIN: 03117481), Whole Time Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the agenda/resolution: **No**

Category	Mode of Voting	No. of shares held	No. of 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
Promoter and Promoter Group	Remote E-Voting	28017509	28017509	100.0000	28017509	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>28017509</b>	<b>28017509</b>	<b>100.0000</b>	<b>28017509</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	3900310	1118327	28.6728	0	1118327	0.0000	100.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>3900310</b>	<b>1118327</b>	<b>28.6728</b>	<b>0</b>	<b>1118327</b>	<b>0.0000</b>	<b>100.0000</b>
Public- Non Institutions	Remote E-Voting	36531061	16658058	45.5997	16657861	197	99.9988	0.0012
	E-Voting at AGM		28740	0.0787	28740	0	100.0000	0.0000
	<b>Total</b>	<b>36531061</b>	<b>16686798</b>	<b>45.6784</b>	<b>16686601</b>	<b>197</b>	<b>99.9988</b>	<b>0.0012</b>
	<b>TOTAL</b>	<b>68448880</b>	<b>45822634</b>	<b>66.9443</b>	<b>44704110</b>	<b>1118524</b>	<b>97.5590</b>	<b>2.4410</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

<b>Resolution No. 4</b>								
Resolution required: (Ordinary/ Special): <b>ORDINARY</b> - To ratify the remuneration payable to Cost Auditor of the Company for FY 2024-25:								
Whether promoter/ promoter group are interested in the agenda/resolution: <b>No</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	Remote E-Voting	28017509	28017509	100.0000	28017509	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>28017509</b>	<b>28017509</b>	<b>100.0000</b>	<b>28017509</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	3900310	1118327	28.6728	1118327	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>3900310</b>	<b>1118327</b>	<b>28.6728</b>	<b>1118327</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	36531061	16658078	45.5998	16657881	197	99.9988	0.0012
	E-Voting at AGM		28740	0.0787	28740	0	100.0000	0.0000
	<b>Total</b>	<b>36531061</b>	<b>16686818</b>	<b>45.6784</b>	<b>16686621</b>	<b>197</b>	<b>99.9988</b>	<b>0.0012</b>
	<b>TOTAL</b>	<b>68448880</b>	<b>45822654</b>	<b>66.9443</b>	<b>45822457</b>	<b>197</b>	<b>99.9996</b>	<b>0.0004</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

<b>Resolution No. 5</b>								
Resolution required: (Ordinary/ Special): <b>SPECIAL</b> - Approval for remuneration payable to Mr. Murarilal Mittal (DIN: 00010689), Managing Director of the company:								
Whether promoter/ promoter group are interested in the agenda/resolution: <b>Yes</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	Remote E-Voting	28017509	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>28017509</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public-Institutions	Remote E-Voting	3900310	1118327	28.6728	1118327	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>3900310</b>	<b>1118327</b>	<b>28.6728</b>	<b>1118327</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	36531061	16658048	45.5997	16657823	225	99.9986	0.0014
	E-Voting at AGM		28740	0.0787	28740	0	100.0000	0.0000
	<b>Total</b>	<b>36531061</b>	<b>16686788</b>	<b>45.6784</b>	<b>16686563</b>	<b>225</b>	<b>99.9987</b>	<b>0.0013</b>
	<b>TOTAL</b>	<b>68448880</b>	<b>17805115</b>	<b>26.0123</b>	<b>17804890</b>	<b>225</b>	<b>99.9987</b>	<b>0.0013</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

**Resolution No. 6**

Resolution required: (Ordinary/ Special): **SPECIAL** - Approval for remuneration payable to Mr. Mayank Mittal (DIN: 00127248), Joint Managing Director of the company:

Whether promoter/ promoter group are interested in the agenda/resolution: **Yes**

Category	Mode of Voting	No. of shares held	No. of 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
Promoter and Promoter Group	Remote E-Voting	28017509	0	0.0000	0	0	0.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>28017509</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	3900310	1118327	28.6728	1118327	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>3900310</b>	<b>1118327</b>	<b>28.6728</b>	<b>1118327</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	36531061	16658048	45.5997	16657813	235	99.9986	0.0014
	E-Voting at AGM		28740	0.0787	28740	0	100.0000	0.0000
	<b>Total</b>	<b>36531061</b>	<b>16686788</b>	<b>45.6784</b>	<b>16686553</b>	<b>235</b>	<b>99.9986</b>	<b>0.0014</b>
	<b>TOTAL</b>	<b>68448880</b>	<b>17805115</b>	<b>26.0123</b>	<b>17804880</b>	<b>235</b>	<b>99.9987</b>	<b>0.0013</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.



<b>Resolution No. 7</b>								
Resolution required: (Ordinary/ Special): <b>SPECIAL</b> - Approval for remuneration payable to Mr. Venkateswararo Kandikuppa (DIN: 06456698), Whole-Time Director of the company.								
Whether promoter/ promoter group are interested in the agenda/resolution: <b>No</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	Remote E-Voting	28017509	28017509	100.0000	28017509	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>28017509</b>	<b>28017509</b>	<b>100.0000</b>	<b>28017509</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	3900310	1118327	28.6728	1118327	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>3900310</b>	<b>1118327</b>	<b>28.6728</b>	<b>1118327</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	36531061	16592061	45.4191	16591836	225	99.9986	0.0014
	E-Voting at AGM		28740	0.0787	28740	0	100.0000	0.0000
	<b>Total</b>	<b>36531061</b>	<b>16620801</b>	<b>45.4977</b>	<b>16620576</b>	<b>225</b>	<b>99.9986</b>	<b>0.0014</b>
	<b>TOTAL</b>	<b>68448880</b>	<b>45756637</b>	<b>66.8479</b>	<b>45756412</b>	<b>225</b>	<b>99.9995</b>	<b>0.0005</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

<b>Resolution No. 8</b>								
Resolution required: (Ordinary/ Special): <b>SPECIAL</b> - Approval for remuneration payable to Mr. Sushil Sharda (DIN: 03117481), Whole-Time Director of the company:								
Whether promoter/ promoter group are interested in the agenda/resolution: <b>No</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	Remote E-Voting	28017509	28017509	100.0000	28017509	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>28017509</b>	<b>28017509</b>	<b>100.0000</b>	<b>28017509</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	3900310	1118327	28.6728	1118327	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>3900310</b>	<b>1118327</b>	<b>28.6728</b>	<b>1118327</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	36531061	16379101	44.8361	16378876	225	99.9986	0.0014
	E-Voting at AGM		28440	0.0779	28440	0	100.0000	0.0000
	<b>Total</b>	<b>36531061</b>	<b>16407541</b>	<b>44.9139</b>	<b>16407316</b>	<b>225</b>	<b>99.9986</b>	<b>0.0014</b>
	<b>TOTAL</b>	<b>68448880</b>	<b>45543377</b>	<b>66.5363</b>	<b>45543152</b>	<b>225</b>	<b>99.9995</b>	<b>0.0005</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

<b>Resolution No. 9</b>								
Resolution required: (Ordinary/ Special): <b>SPECIAL</b> - Approval for withdrawal of resolution no. 13 (i.e.to increase the authorized share capital of the Company) passed at 37th Annual General Meeting of the Company.								
Whether promoter/ promoter group are interested in the agenda/resolution: <b>No</b>								
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
Promoter and Promoter Group	Remote E-Voting	28017509	28017509	100.0000	28017509	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>28017509</b>	<b>28017509</b>	<b>100.0000</b>	<b>28017509</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	Remote E-Voting	3900310	1118327	28.6728	1118327	0	100.0000	0.0000
	E-Voting at AGM		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>	<b>3900310</b>	<b>1118327</b>	<b>28.6728</b>	<b>1118327</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Non Institutions	Remote E-Voting	36531061	16658028	45.5996	16657823	205	99.9988	0.0012
	E-Voting at AGM		28740	0.0787	28740	0	100.0000	0.0000
	<b>Total</b>	<b>36531061</b>	<b>16686768</b>	<b>45.6783</b>	<b>16686563</b>	<b>205</b>	<b>99.9988</b>	<b>0.0012</b>
	<b>TOTAL</b>	<b>68448880</b>	<b>45822604</b>	<b>66.9443</b>	<b>45822399</b>	<b>205</b>	<b>99.9996</b>	<b>0.0004</b>

**Invalid Vote:** 0 (Zero)

**Result:** The Resolution is passed with requisite majority.

**Note:** *1. If any promoter shareholders / directors / key-managerial personnel's / related party (ies) / other shareholders are interested and have cast their votes in said resolutions, the same has not been counted in the above results.  
2. The percentages are round off to the nearest decimals.*

Thanking you,

Yours faithfully

For **Bharat Wire Ropes Limited**

**Govinda Soni**  
**Company Secretary & Compliance Officer**  
**Membership No.: FCS12937**



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**MIHEN HALANI & ASSOCIATES**

*Practicing Company Secretaries*

312, Kalpataru Avenue CHS LTD, Opp. Employees State Insurance Scheme Hospital, Akurli Road, Kandivali (East), Mumbai - 400 101, Tel No.: 022 4516 5109 Email: [mihenhalani@mha-cs.com](mailto:mihenhalani@mha-cs.com)

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**SCRUTINIZER'S REPORT**

To,  
The Chairman,  
Bharat Wire Ropes Limited ("the Company")

38<sup>th</sup> Annual General Meeting ("38<sup>th</sup> AGM / the meeting") of the members of Bharat Wire Ropes Limited ("the Company") held on Wednesday, 25<sup>th</sup> September, 2024 at 11.30 A.M. IST through Video Conferencing ("VC").

Dear Sir,

**Sub: Combined Scrutinizer's Report on voting through electronic means in terms of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 for 38<sup>th</sup> Annual General Meeting ("38<sup>th</sup> AGM / the meeting") of the Company held through Video Conferencing ("VC")**

We, M/s. Mihen Halani & Associates, Practicing Company Secretaries appointed by the Board of Directors of the Company as the Scrutinizer to scrutinize the e-voting process in accordance with section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and General Circular No. 20/2020 dated May 5, 2020 read with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 10/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 ('MCA Circulars'), by Ministry of Corporate Affairs and Securities and Exchange Board of India ("MCA Circulars and SEBI Circulars") and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), for 38<sup>th</sup> AGM of the Company through VC.

1. As confirmed by the Company, the notice of 38<sup>th</sup> AGM, was sent through electronic mode to those members whose email addresses were registered with the Registrar and Share Transfer Agent of the Company/ Depository Participant(s).
2. The members of the Company as on cut-off date i.e. **Friday, 13<sup>th</sup> September, 2024** were entitled to vote on the resolutions (as set out in the notice of 38<sup>th</sup> AGM of the Company).

3. The Company has availed the e-voting facility ("remote e-voting") provided by KFin Technologies Limited ("Kfintech"). The remote e-voting period commenced on Saturday, 21<sup>st</sup> September, 2024 (9.00 a.m.) and ended on Tuesday, 24<sup>th</sup> September, 2024 (5.00 p.m.) (both days inclusive). ("remote e-voting period").
4. The Company had also availed e-voting facility provided by Kfintech to the members present at the AGM through VC and who had not cast their vote during the said remote e-voting period.
5. Post conclusion of the meeting, the votes cast during the remote e-voting period and during the meeting were unblocked in the presence of two witnesses, Ms. Nidhi Busa and Ms. Devanshi Damani who are not in the employment of the company and counted thereafter. They have signed below in confirmation of the votes being unblocked in their presence.

Name : Ms. Nidhi Busa  
SD/-  
Signature

Name: Ms. Devanshi Damani  
SD/-  
Signature

6. On the basis of the votes exercised by the members of the Company by way of remote e-voting and e-voting at the AGM, we have issued the Combined Scrutiniser's Report dated September 26, 2024.
7. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or DP ID / Client ID of the members, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company. Hence, there is no requirement of maintaining the list of shares with differential voting rights.
8. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of the 38<sup>th</sup> AGM of the Company. Our responsibility as the scrutinizer for the remote e-voting / e-voting process is restricted to make a scrutinizer report of the vote cast in favour / against the resolutions stated above, based on the reports generated from the e-voting system provided by the Kfintech, the authorised agency to provide e-voting facilities, engaged by the Company for the purpose.
9. The details containing, *inter alia*, list of equity shareholders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of Kfintech i.e. <https://evoting.kfintech.com> and based on such reports generated, the result of the combined / consolidated e-voting is as under;



Sr. No.	Particulars of Resolution as given in the Notice of 38 <sup>th</sup> AGM	Particulars of Votes Cast				Result Declared
		Members Voting				
		No. of members voted	No. of votes Cast by them	% of total no. of votes cast		
<b>ORDINARY BUSINESS</b>						
1.	To receive, consider and adopt; (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 together with Reports of the Board of Directors and Auditors thereon; (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 together with Report of the Auditor's thereon.	Votes Cast in favour	129	45822577	99.99	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	2	77	0.01	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>131</b>	<b>45822654</b>	<b>100.00</b>	
2.	To declare a final dividend on 0.01% Compulsory Convertible Preference Shares (CCPS)	Votes Cast in favour	126	45822284	99.99	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	5	215	0.01	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>131</b>	<b>45822499</b>	<b>100.00</b>	
3.	To appoint a Director in place of Mr. Sushil Sharda (DIN: 03117481), Whole Time Director, who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.	Votes Cast in favour	115	44704110	97.56	The resolution passed as an <b>Ordinary Resolution</b>
		Votes Cast against	15	1118524	2.44	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>130</b>	<b>45822634</b>	<b>100.00</b>	
<b>SPECIAL BUSINESS</b>						
4.	To ratify the remuneration payable to M/s. Dilip M. Bathija (Firm Registration No. 100106), Cost Auditor of the Company for FY 2024-25	Votes Cast in favour	128	45822457	99.99	The resolution passed as a <b>Ordinary Resolution</b>
		Votes Cast against	3	197	0.01	
		Votes Cast invalid	-	-	-	
		<b>Total</b>	<b>131</b>	<b>45822654</b>	<b>100.00</b>	
5.	Approval for remuneration payable to Mr. Murarilal Mittal (DIN: 00010689), Managing Director of the company.	Votes Cast in favour	117	17804890	99.99	The resolution passed as a <b>Special Resolution</b>
		Votes Cast against	5	225	0.01	
		Votes Cast invalid	-	-	-	



		Total	122	17805115	100.00	
6.	Approval for remuneration payable to Mr. Mayank Mittal (DIN: 00127248), Joint Managing Director of the company.	Votes Cast in favour	116	17804880	99.99	The resolution passed as a Special Resolution
		Votes Cast against	6	235	0.01	
		Votes Cast invalid	-	-	-	
		Total	122	17805115	100.00	
7.	Approval for remuneration payable to Mr. Venkateswararo Kandikuppa (DIN: 06456698), Whole-Time Director of the company	Votes Cast in favour	125	45756412	99.99	The resolution passed as a Special Resolution
		Votes Cast against	5	225	0.01	
		Votes Cast invalid	-	-	-	
		Total	130	45756637	100.00	
8.	Approval for remuneration payable to Mr. Sushil Sharda (DIN: 03117481), Whole-Time Director of the company	Votes Cast in favour	123	45543152	99.99	The resolution passed as a Special Resolution
		Votes Cast against	5	225	0.01	
		Votes Cast invalid	-	-	-	
		Total	128	45543377	100.00	
9	Approval for withdrawal of resolution no. 13 (i.e. to increase the authorized share capital of the Company) passed at 37 <sup>th</sup> Annual General Meeting of the Company.	Votes Cast in favour	126	45822399	99.99	The resolution passed as a Special Resolution
		Votes Cast against	4	205	0.01	
		Votes Cast invalid	-	-	-	
		Total	130	45822604	100.00	

Based on the above results of both remote e-voting and e-voting during the meeting, we hereby report that all the above Nine (09) resolutions have been duly passed by the members of the Company with the requisite majority.

**Notes:**

1. If any promoter shareholders / directors / key-managerial personnel's / related party (ies) / other shareholders are interested and have cast their votes in said resolutions, the same has not been counted in the above results.
2. The percentages are round off to the nearest decimals.
3. No. of votes caste does not include no. of votes abstained & invalid votes.
4. Number of shareholders is not grouped on the basis of PAN.

Date: 26.09.2024

Place: Mumbai

UDIN: F009926F001328023

For Mihen Halani & Associates  
(Practicing Company Secretaries)

Mihen  
Jyotindra  
Halani  
Mihen Halani  
(Proprietor)  
FCS No: 9926  
CP No: 12015