

**84TH ANNUAL GENERAL MEETING HELD ON 30TH JUNE, 2017**  
**Declaration of Results of Remote e-voting and e-voting at the Meeting**

As per the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting and e-voting at the meeting of the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 84th Annual General Meeting (AGM). The remote e-voting was open from 26th June, 2017 to 29th June, 2017.

The Board of Directors had appointed Mr. S. N. Ananthasubramanian, Practising Company Secretary as the Scrutinizer for remote e-voting and e-voting at the meeting. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to the close of remote e-voting period on 29th June, 2017 and e-voting received till the conclusion of the meeting and submitted his Report on 30th June, 2017.

The Consolidated Results as per the Scrutinizers' Report dated 30th June, 2017 are as follows:

<b>Resolution No.</b>	<b>Particulars</b>	<b>% Votes in Favour</b>	<b>% Votes Against</b>	<b>% Votes Abstained</b>
1	Adoption of Financial Statements together with the Reports of the Auditor's and Directors' thereon for the financial year ended 31st March, 2017	99.49	0.00	0.51
2	Confirmation of Interim Dividend and declaration of Final Dividend	99.89	0.00	0.11
3	Re-appointment of Mr. Harish Manwani as Director	98.83	0.90	0.27
4	Re-appointment of Mr. Pradeep Banerjee as Director	99.54	0.35	0.11
5	Re-appointment of Mr. P. B. Balaji as Director	99.54	0.35	0.11
6	Ratification of the appointment of M/s. B S R & Co. LLP, Statutory Auditors and to fix their remuneration for the financial year ending 31st March, 2018	99.01	0.48	0.51
7	Increase in the Remuneration limits for Executive Directors	97.24	0.02	2.74
8	Appointment of Mr. Dev Bajpai as a Whole-time Director of the Company for a period of 5 years w.e.f. 23rd January, 2017	99.49	0.39	0.12
9	Ratification of the remuneration of M/s. RA & Co. Cost Accountants for the financial year ending 31st March, 2018	99.87	0.01	0.11

Based on the Report of the Scrutinizer, all Resolutions as set out in the Notice of 84th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

s/d  
**Dev Bajpai**  
**Executive Director, Legal & Corporate Affairs**  
**and Company Secretary**  
**DIN: 00050516**

Date: 1st July, 2017