

September 25, 2020

BSE Ltd. Corporate Relationship Department 1st Floor New Trading Rotunda Building, P J Towers Dalal Street Fort, Mumbai – 400001 Scrip Code – 530517	National Stock Exchange of India Ltd Listing Department, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051 Scrip Code – RELAXO
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**Sub: Voting result and Scrutinizer's Report of 36<sup>th</sup> Annual General Meeting ("AGM")**

Dear Sir,

In continuation with our earlier communication dated September 25, 2020, we inform you that the 36<sup>th</sup> Annual General Meeting (AGM) of the Members of Relaxo Footwears Limited ('the Company') was held on Thursday, 24<sup>th</sup> September, 2020 at 10:30 AM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). In this regard, please find enclosed:-

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and
2. Scrutinizer's Report dated September 25, 2020 issued by Mr. Baldev Singh Kashtwal (C.P. No. 3169), Practicing Company Secretary

The same is for your information and record.

Thanking You,

For Relaxo Footwears Limited



Vikas Kumar Tak  
Company Secretary and Compliance Officer

Encl. as above

## RELAXO FOOTWEARS LIMITED

Registered Office: Aggarwal City Square, Plot No. 10, Manglam Place,  
District Centre, Sector-3, Rohini, Delhi-110085. Phones: 46800 600, 46800 700  
Fax: 46800 692 E-mail: rfi@relaxofootwear.com  
CIN L74899DL1984PLC019097



Name of the Company	RELAXO FOOTWEARS LIMITED
Date of the AGM/EGM	24-09-2020
Total number of shareholders on record date	125480
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	5
Public:	87

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To consider, approve and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2020.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	17,61,94,906	17,61,94,906	100.0000	17,61,94,906	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		17,61,94,906	100.0000	17,61,94,906	0	100.0000	0.0000
Public- Institutions	E-Voting	2,54,30,729	2,17,70,500	85.6071	2,17,31,806	38,694	99.8222	0.1777
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,17,70,500	85.6071	2,17,31,806	38,694	99.8223	0.1777
Public- Non Institutions	E-Voting	4,66,20,801	2,71,22,367	58.1765	2,71,22,365	2	99.9999	0.0000
	Poll		8,604	0.0185	8,604	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,71,30,971	58.195	2,71,30,969	2	100.0000	0.0000
Total		24,82,46,436	22,50,96,377	90.6746	22,50,57,681	38,696	99.9828	0.0172

Note : 8 Members with 1885255 equity shares abstained from voting on the resolution no 1



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify payment of interim dividend of Rs.1.25- per equity share for the financial year 2019-20.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	17,61,94,906	17,61,94,906	100.0000	17,61,94,906	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		17,61,94,906	100.0000	17,61,94,906	0	100.0000	0.0000
Public- Institutions	E-Voting	2,54,30,729	2,36,37,844	92.9499	2,36,37,844	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,36,37,844	92.9499	2,36,37,844	0	100.0000	0.0000
Public- Non Institutions	E-Voting	4,66,20,801	2,71,22,384	58.1766	2,71,22,338	46	99.9998	0.0001
	Poll		8,604	0.0185	8,604	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,71,30,988	58.1951	2,71,30,942	46	99.9998	0.0002
Total		24,82,46,436	22,69,63,738	91.4268	22,69,63,692	46	100.0000	0.0000

Note : 3 Members with 17894 equity shares abstained from voting on the resolution no 2

The image shows a handwritten signature in blue ink over a circular official stamp. The stamp contains the text 'CHAIRMAN OF THE BOARD OF DIRECTORS' around the perimeter. The signature is written across the center of the stamp.

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To consider appointment of a Director in place of Mr. Deval Ganguly DIN - 00152585 who retires by rotation and being eligible offers himself for reappointment							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	17,61,94,906	17,61,94,906	100.0000	17,61,94,906	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		17,61,94,906	100.0000	17,61,94,906	0	100.0000	0.0000
Public- Institutions	E-Voting	2,54,30,729	2,36,37,844	92.9499	2,32,80,045	3,57,799	98.4863	1.5136
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,36,37,844	92.9499	2,32,80,045	3,57,799	98.4863	1.5137
Public- Non Institutions	E-Voting	4,66,20,801	2,71,22,362	58.1765	2,71,22,147	215	99.9992	0.0007
	Poll		8,604	0.0185	8,604	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,71,30,966	58.195	2,71,30,751	215	99.9992	0.0008
Total		24,82,46,436	22,69,63,716	91.4268	22,66,05,702	3,58,014	99.8423	0.1577

Note : 5 Members with 17916 equity shares abstained from voting on the resolution no 3

Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Nikhil Dua DIN 00157919 as a Whole Time Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	17,61,94,906	8,80,97,454	50.0000	8,80,97,454	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8,80,97,454	50.0000	8,80,97,454	0	100.0000	0.0000
Public- Institutions	E-Voting	2,54,30,729	2,36,37,844	92.9499	1,98,64,729	37,73,115	84.0378	15.9621
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,36,37,844	92.9499	1,98,64,729	37,73,115	84.0378	15.9622
Public- Non Institutions	E-Voting	4,66,20,801	2,71,22,363	58.1765	2,71,22,143	220	99.9991	0.0008
	Poll		8,604	0.0185	8,604	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,71,30,967	58.195	2,71,30,747	220	99.9992	0.0008
Total		24,82,46,436	13,88,66,265	55.9389	13,50,92,930	37,73,335	97.2828	2.7172

Note :5 Members with 17915 equity shares abstained from voting on the resolution no 4. Votes of Mr. Nikhil Dua and his relatives being interested have not been considered for this resolution.

Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Ritesh Dua relative of directors as an Executive Vice President Finance of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	17,61,94,906	8,80,97,454	50.0000	8,80,97,454	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8,80,97,454	50.0000	8,80,97,454	0	100.0000	0.0000
Public- Institutions	E-Voting	2,54,30,729	2,33,53,277	91.8309	91,98,078	1,41,55,199	39.3866	60.6133
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,33,53,277	91.8309	91,98,078	1,41,55,199	39.3867	60.6133
Public- Non Institutions	E-Voting	4,66,20,801	2,71,22,363	58.1765	2,71,22,153	210	99.9992	0.0007
	Poll		8,604	0.0185	8,604	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,71,30,967	58.195	2,71,30,757	210	99.9992	0.0008
Total		24,82,46,436	13,85,81,698	55.8242	12,44,26,289	1,41,55,409	89.7855	10.2145

Note : 6 Members with 302482 equity shares abstained from voting on the resolution no 5. Votes of Mr. Ritesh Dua and his relatives being interested have not been considered for this resolution.

Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Gaurav Dua relative of director as an Executive Vice President Marketing of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	17,61,94,906	8,80,97,452	50.0000	8,80,97,452	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8,80,97,452	50.0000	8,80,97,452	0	100.0000	0.0000
Public- Institutions	E-Voting	2,54,30,729	2,33,53,277	91.8309	91,98,078	1,41,55,199	39.3866	60.6133
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,33,53,277	91.8309	91,98,078	1,41,55,199	39.3867	60.6133
Public- Non Institutions	E-Voting	4,66,20,801	2,71,22,363	58.1765	2,71,22,148	215	99.9992	0.0007
	Poll		8,604	0.0185	8,604	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,71,30,967	58.195	2,71,30,752	215	99.9992	0.0008
Total		24,82,46,436	13,85,81,696	55.8242	12,44,26,282	1,41,55,414	89.7855	10.2145

Note : 6 Members with 302482 equity shares abstained from voting on the resolution no 6. Votes of Mr. Gaurav Dua and his relatives being interested have not been considered for this resolution.

Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Nitin Dua relative of directors as an Executive Vice President Retail of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	17,61,94,906	8,80,97,454	50.0000	8,80,97,454	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8,80,97,454	50.0000	8,80,97,454	0	100.0000	0.0000
Public- Institutions	E-Voting	2,54,30,729	2,33,53,277	91.8309	91,98,078	1,41,55,199	39.3866	60.6133
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,33,53,277	91.8309	91,98,078	1,41,55,199	39.3867	60.6133
Public- Non Institutions	E-Voting	4,66,20,801	2,71,22,363	58.1765	2,71,22,138	225	99.9991	0.0008
	Poll		8,604	0.0185	8,604	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,71,30,967	58.195	2,71,30,742	225	99.9992	0.0008
Total		24,82,46,436	13,85,81,698	55.8242	12,44,26,274	1,41,55,424	89.7855	10.2145

Note : 6 Members with 302482 equity shares abstained from voting on the resolution no 7. Votes of Mr. Nitin Dua and his relatives being interested have not been considered for this resolution.



Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Rahul Dua relative of director as an Assistant Executive Vice President Manufacturing of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	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
Promoter and Promoter Group	E-Voting	17,61,94,906	8,80,97,452	50.0000	8,80,97,452	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		8,80,97,452	50.0000	8,80,97,452	0	100.0000	0.0000
Public- Institutions	E-Voting	2,54,30,729	2,33,53,277	91.8309	91,98,078	1,41,55,199	39.3866	60.6133
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,33,53,277	91.8309	91,98,078	1,41,55,199	39.3867	60.6133
Public- Non Institutions	E-Voting	4,66,20,801	2,71,22,363	58.1765	2,71,22,138	225	99.9991	0.0008
	Poll		8,604	0.0185	8,604	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,71,30,967	58.195	2,71,30,742	225	99.9992	0.0008
Total		24,82,46,436	13,85,81,696	55.8242	12,44,26,272	1,41,55,424	89.7855	10.2145

Note : 6 Members with 302482 equity shares abstained from voting on the resolution no 8. Votes of Mr.Rahul Dua and his relatives being interested have not been considered for this resolution.



**CONSOLIDATED SCRUTINIZER REPORT FOR REMOTE E-VOTING & INSTAPOLL i.e. E-VOTING AT ANNUAL GENERAL MEETING DURING 36<sup>TH</sup> ANNUAL GENERAL MEETING FOR RELAXO FOOTWEARS LIMITED**

**(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as Amended)**

To,

The Chairman,  
Relaxo Footwears Limited  
(CIN : L74899DL1984PLC019097)  
Aggarwal City Square, Plot No.-10,  
Manglam Place, District Centre,  
Sector-3, Rohini Delhi North West  
Delhi-110085

**Subject: Passing of Resolution(s) through remote e-voting and Instapoll i.e. e-voting at AGM electronically by the members during the 36<sup>th</sup> Annual General Meeting (AGM) of Relaxo Footwears Limited ("The Company") held on Thursday, the 24<sup>th</sup> September, 2020 at 10:30 A. M. through Video Conferencing ("VC") / Other Audio-Visual Means (OAVM")**

Dear Sir,

1. I, CS Baldev Singh Kashtwal, Practising Company Secretary (Holding Membership No. FCS 3616 and Certificate of Practice No. 3169) having office at 106, (1<sup>st</sup> Floor), Madhuban Tower, A-1, V. S. Block, Shakarpur Crossing, Delhi-110092 was appointed as the Scrutinizer by the Board of Directors of the Relaxo Footwears Limited ("the Company") at their meeting held on June 6, 2020 for the purpose of scrutinizing the process of voting through electronic means ("e-voting") i.e. remote e-voting and Instapoll i.e. e-voting at AGM by members during the Annual General Meeting on the resolutions contained in the Notice dated June 6, 2020 for 36<sup>th</sup> Annual General Meeting of the Members of the Company, held on Thursday, the September 24, 2020 at 10.30 a.m. through VC/OAVM, under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended by the General Circular No. 20/2020 dated May 5, 2020, read with circular dated April 8, 2020 and April 13, 2020 issued by the Ministry of Corporate Affairs (MCA) and in accordance with the circular dated May 12, 2020 issued by the Securities and Exchange Board of India (SEBI) (Applicable Circulars) providing relaxation for the manner in which the AGM shall be held and conducted. The Applicable Circulars provides for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 (CORONAVIRUS) pandemic.
2. The Company engaged M/s. KFin Technologies Private Limited as the Service Provider for extending the facility of remote e-voting and Instapoll i.e. e-voting during the AGM to the shareholders of the Company. The Service Provider provided a system for recording the votes of the shareholders electronically on all the eight (8) items mentioned in the notice dated June 6, 2020. The Company had also uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through remote e-voting and Instapoll. The Remote e-Voting facility was kept open from Monday, September 21, 2020 (09:00 A.M.) to Wednesday, September 23, 2020 (05:00 P.M.).
3. The cutoff date (Record date) for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was September 17, 2020.

**ICSI - UDIN : F003616A000764585**



4. As on the cutoff date there were 125480 Shareholders of the Company. The Notice was sent through email to 121212 Shareholders whose email id was made available by the two depositories.
5. Pursuant to the Applicable Circulars, the Notice sent through email contained the detailed procedure to be followed by the shareholders to cast their votes electronically.
6. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Amendment Rules, 2015, the Company also released an advertisement, which was published on Wednesday, the August 26, 2020 in Financial Express, English Newspaper and in Jansatta, Hindi Newspaper. The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v) (a) to (h).
7. Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.
8. At the 36<sup>th</sup> annual general meeting of the company held through VC / OAVM, on Thursday, September 24, 2020, after considering all the items of business, the facility to vote electronically i.e. through Instapoll was provided to facilitate those members who were attending the meeting through VC / OAVM but could not participate in the remote e-voting to record their votes.
9. Thereafter, the remote e-voting and e-voting by the members at the AGM, results were unblocked by me at around 12.30 P.M. on September 24, 2020 in the presence of two witnesses on the KFin Technologies Private Limited e-voting platform and the voting summary statement was downloaded pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015. After unblocking the total votes cast both through remote e-voting and Instapoll, were consolidated and the final Scrutinizer's Report was prepared

#### **Responsibility of the Management**

The Management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting including voting by electronic means for the resolutions stated in the Notice dated June 6, 2020.

#### **Responsibility as a Scrutinizer**

My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer Report of the votes cast "in favour" and "against" the resolutions set out in the Notice of 36<sup>th</sup> Annual General Meeting dated June 6, 2020 based on the reports generated from the e-voting system provide by M/s KFin Technologies Private Limited, the authorised agency engaged by the Company for providing e-voting facility.

As a scrutinizer, the report of the e-voting carried by the shareholders was duly complied.

The result of e-voting is as under :-

**ICSI –UDIN : F003616A000764585**



**Agenda Item No. 1**

Ordinary Resolution for adoption of audited financial statements for the financial year ended on 31<sup>st</sup> March, 2020, Reports of the Board of Directors and auditors' thereon.

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	294	227059733	--
Total Votes received at the AGM through electronically (Instapoll)	12	8604	---
Less :- Abstained from Voting	8	1885255	--
Less Voted by the members	2	86705	---
Total Number of Invalid Votes	-	0	--
Total Number of Valid Votes	298	225096377	100.00
Total Number of Votes against the resolution	2	38696	0.0172
Total Number of Votes in favour of Resolution	296	225057681	99.9828

Therefore, the Resolution No. 1 has been approved with requisite majority.

**Agenda Item No. 2**

Ordinary Resolution to ratify to ratify payment of interim dividend of Rs.1.25/- per equity share for the financial year 2019-20

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	294	227059733	--
Total Votes received at the AGM through electronically (Instapoll)	12	8604	---
Less :- Abstained from Voting	3	17894	--
Less Voted by the members	2	86705	---
Total Number of Invalid Votes	-	0	--
Total Number of Valid Votes	303	226963738	100.00
Total Number of Votes against the resolution	4	46	0.0001
Total Number of Votes in favour of Resolution	299	226963692	99.9999

Therefore, the Resolution No. 2 has been approved with requisite majority.

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**Agenda Item No. 3**

Ordinary Resolution for appointment of a Director in place of Mr. Deval Ganguly (DIN:00152585) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible offers himself for re-appointment.

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	294	227059733	--
Total Votes received at the AGM through electronically (Instapoll)	12	8604	---
Less :- Abstained from Voting	5	17916	--
Less Voted by the members	2	86705	---
Total Number of Invalid Votes	-	0	--
Total Number of Valid Votes #	302	226963716	100.00
Total Number of Votes against the resolution	10	358014	0.1577
Total Number of Votes in favour of Resolution #	292	226605702	99.8423

#One Shareholder has voted both in favour and against the resolution.

Therefore, the Resolution No. 3 has been approved with requisite majority.

**Agenda Item No. 4**

Special Resolution for re-appointment of Mr. Nikhil Dua (DIN :00157919) as Whole -Time Director for a period of three years and payment of remuneration to him.

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	288*	138962281*	--
Total Votes received at the AGM through electronically (Instapoll)	12	8604	---
Less :- Abstained from Voting	5	17915	--
Less Voted by the members	2	86705	---
Total Number of Invalid Votes	-	0	--
Total Number of Valid Votes #	296*	138866265*	100.00
Total Number of Votes against the resolution	28	3773335	2.7172
Total Number of Votes in favour of Resolution #	268*	135092930*	97.2828

\*The votes of Mr. Mukand Lal Dua, Mr. Mukand Lal Dua (HUF), Mrs. Usha Dua, Mr. Ritesh Dua, Mr. Nitin Dua and Mr. Nikhil Dua have not been considered being interested in the resolution.

# One Shareholder has voted both in favour and against the resolution.

Therefore, the Resolution No. 4 has been approved with requisite majority.

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**Agenda Item No. 5**

Special Resolution for re-appointment of Mr. Ritesh Dua (Relative of Director) as Executive Vice President (Finance) of the Company

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	288*	138962281*	--
Total Votes received at the AGM through electronically (Instapoll)	12	8604	---
Less :- Abstained from Voting	6	302482	--
Less Voted by the members	2	86705	---
Total Number of Invalid Votes	-	0	--
Total Number of Valid Votes #	295*	138581698*	100.00
Total Number of Votes against the resolution	34	14155409	10.2145
Total Number of Votes in favour of Resolution #	261*	124426289*	89.7855

\*The votes of Mr. Mukand Lal Dua, Mr. Mukand Lal Dua (HUF), Mrs. Usha Dua, Mr. Nikhil Dua, Mr. Nitin Dua and Mr. Ritesh Dua have not been considered being interested in the resolution.

# One Shareholder has voted both in favour and against the resolution.

Therefore, the Resolution No. 5 has been approved with requisite majority.

**Agenda Item No. 6**

Special Resolution for re-appointment of Mr. Gaurav Dua (Relative of Director) as an Executive Vice President (Marketing) of the Company

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	288*	138962279*	--
Total Votes received at the AGM through electronically (Instapoll)	12	8604	---
Less :- Abstained from Voting	6	302482	--
Less Voted by the members	2	86705	---
Total Number of Invalid Votes	-	0	--
Total Number of Valid Votes #	295*	138581696*	100.00
Total Number of Votes against the resolution	34	14155414	10.2145
Total Number of Votes in favour of Resolution #	261*	124426282*	89.7855

\*The votes of Mr. Ramesh Kumar Dua, Mr. Ramesh Kumar Dua (HUF), Mrs. Lalita Dua, Ms. Sakshi Dua, Mr. Rahul Dua and Mr. Gaurav Dua have not been considered being interested in the resolution.

# One Shareholder has voted both in favour and against the resolution.

Therefore, the Resolution No. 6 has been approved with requisite majority.

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**Agenda Item No. 7**

Special Resolution for re-appointment of Mr. Nitin Dua (Relative of Director) as an Executive Vice President (Retail) of the Company

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	288*	138962281*	--
Total Votes received at the AGM through electronically (Instapoll)	12	8604	---
Less :- Abstained from Voting	6	302482	--
Less Voted by the members	2	86705	---
Total Number of Invalid Votes	-	0	--
Total Number of Valid Votes	294*	138581698*	100.00
Total Number of Votes against the resolution	34	14155424	10.2145
Total Number of Votes in favour of Resolution	260*	124426274*	89.7855

\*The votes of Mr. Mukand Lal Dua, Mr. Mukand Lal Dua (HUF), Mrs. Usha Dua, Mr. Nikhil Dua, Mr. Ritesh Dua and Mr. Nitin Dua have not been considered being interested in the resolution.

Therefore, the Resolution No. 7 has been approved with requisite majority.

**Agenda Item No. 8**

Special Resolution For re-appointment of Mr. Rahul Dua (Relative of Director) as an Assistant Executive Vice President (Manufacturing) of the Company

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the Nominal Value of Rs.1/- each. (No. of Votes)	% of Total Valid Votes Received
Total Votes received by electronic mode (Remote e-voting)	288*	138962279*	--
Total Votes received at the AGM through electronically (Instapoll)	12	8604	---
Less :- Abstained from Voting	6	302482	--
Less Voted by the members	2	86705	---
Total Number of Invalid Votes	-	0	--
Total Number of Valid Votes	294*	138581696*	100.00
Total Number of Votes against the resolution	34	14155424	10.2145
Total Number of Votes in favour of Resolution	260*	124426272*	89.7855

\*The votes of Mr. Ramesh Kumar Dua, Mr. Ramesh Kumar Dua (HUF), Mrs. Lalita Dua, Ms. Sakshi Dua Mr. Gaurav Dua and Mr. Rahul Dua have not been considered being interested in the resolution.

Therefore, the Resolution No. 8 has been approved with requisite majority.

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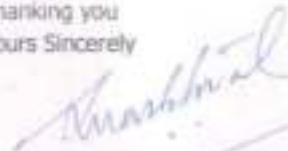


All the eight Resolutions stand passed under remote e-voting and Instapoll with the requisite majority and, hence, deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the soft copy of the registers received from the service provider in respect of the votes cast through remote e-voting and Instapoll by way of electronic means by the members of the company.

All other relevant records relating to remote e-voting and Instapoll shall remain in the safe custody of the scrutinizer and will be hand over to the company until the Chairman considers, approves and signs the minutes. You may kindly declare the results accordingly.

Thanking you  
Yours Sincerely



**CS BALDEV SINGH KASHTWAL**  
**PRACTISING COMPANY SECRETARY**  
**SCRUTINIZER**  
**C. P. NO. 3169**  
**ICSI - UDIN : F003616A000764585**

Date : September 25, 2020  
Place : Delhi



Counter Signed by the Chairman of the Meeting