



28th July, 2017

Corporate Relations Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400023
BSE Code No. 507880

Corporate Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block
Bandra – Kurla Complex, Bandra (E)
NSE Code – VIPIND

Dear Sir,

Sub: Submission of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that the 50th Annual General Meeting (AGM) of the Company was held on Friday, 28th July, 2017 at 2.30 p.m. at “NIWEC”, P-29, Street 14, MIDC, Satpur, Nashik – 422 007.

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made there under, as amended (“Rules”) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for remote e-voting to the shareholders as on 21st July, 2017 (being cut-off date for the purpose of e-voting) to cast their votes on the items of business stated in the AGM Notice. The remote e-voting system was open from Tuesday, 25th July, 2017 (9.00 am) to Thursday, 27th July, 2017 (5.00 pm).

The Company has now received the Consolidated Scrutinizer’s Report, confirming details of voting through remote e-voting and through poll at the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions are deemed to be passed on the date of AGM i.e. on 28th July, 2017.

A disclosure of voting results of the meeting in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the business considered and approved by the shareholders with an overwhelming majority is enclosed, together with the Scrutinizer’s consolidated report on e-voting. A copy of the same is also being placed on the website of the Company.

Thanking you,
Yours faithfully,

For V.I.P. Industries Limited

Anand Daga
Company Secretary & Head - Legal

Encl.: As above



Ragini Chokshi & Co.

Tel. : 022-2283 1120
022-2283 1134

Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com
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Consolidated Scrutinizer's Report

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

To,

The Chairman of 50th Annual General Meeting (AGM) of the Equity Shareholders of **V.I.P. Industries Limited** (the Company) Friday, 28th July, 2017 at 2.30 pm at the "NIWEC", P-29, Street 14, MIDC, Satpur, Nashik - 422 007, Maharashtra.

Dear Sir,

I, Ragini Chokshi, Partner of M/s. Ragini Chokshi & Co., a Company Secretary Firm having its registered office at 34 Kamer Bldg, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400001, has been appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice convening the 50th AGM held on Friday, 28th July, 2017 at 2:30 p.m. at the "NIWEC", P-29, Street 14, MIDC, Satpur, Nashik-422 007, Maharashtra.

The Notice dated 18th May, 2017 convening the AGM along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders in respect of the below mentioned resolutions to be passed at the AGM of the Company.

The Company had availed the remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot (Poll) at the venue of the Annual General Meeting to those Shareholders who attended the AGM and who had not voted electronically.

The Shareholders of the Company holding shares of the Company as on the "cut-off" date of 21st July, 2017 were entitled to vote on the resolutions as contained in the Notice of AGM of the Company.

The period for remote e-voting commenced on, Tuesday, July 25th, 2017 at 09:00 a.m. (I.S.T) and ended on Thursday, July 27th, 2017 at 5:00 p.m. (I.S.T).



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After the end of the remote e-voting period, I was provided access to details of the Shareholders who had opted for e-voting. The details such as the name of the Shareholder, folio no., and number of shares held by the him could be seen to ensure that these shareholders do not vote again at the AGM. However the manner in which the votes were cast by the members were not available.

Further, the Chairman announced the e-voting at the AGM Venue for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me.

The locked ballot box was subsequently opened in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.

S.M. Parekh

Name: Mr. Sahil Parekh

Mayuri Joshi

Name: Ms. Mayuri Joshi

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The votes cast through e-voting were unblocked after the AGM in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.

S.M. Parekh

Name: Mr. Sahil Parekh

Mayuri Joshi

Name: Ms. Mayuri Joshi

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of CDSL and also the ballot forms received during the poll process at the AGM.



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Resolution No. 1: Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company on standalone and consolidated basis for the financial year ended March 31, 2017 together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	62	94054033	100.00
Physical Ballot	33	574019	100.00
Total	95	94628052	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Physical Ballot	0	0	0.00
Total	0	0	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



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Resolution No. 2: Ordinary Resolution: Confirmation of payment of interim dividend on equity shares for the financial year 2016-17.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	68	97062075	100.00
Physical Ballot	33	574019	100.00
Total	101	97636094	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Physical Ballot	0	0	0.00
Total	0	0	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



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Resolution No.3: Ordinary Resolution: Declaration of final dividend on equity shares for the financial year 2016-17.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	68	97062075	100.00
Physical Ballot	33	574019	100.00
Total	101	97636094	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Physical Ballot	0	0	0.00
Total	0	0	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



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Resolution No.4: Ordinary Resolution: Re-appointment of Mr. Ashish Saha (DIN: 05173103) who retires by rotation.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	68	97062075	100.00
Physical Ballot	33	574019	100.00
Total	101	97636094	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Physical Ballot	0	0	0.00
Total	0	0	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



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Resolution No.5: Ordinary Resolution: Ratification of appointment of M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration Number: 012754N/N500016) as Statutory Auditors of the Company and fixing of their remuneration.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	68	97062075	100.00
Physical Ballot	33	574019	100.00
Total	101	97636094	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Physical Ballot	0	0	0.00
Total	0	0	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



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Resolution No.6: Ordinary Resolution: Appointment of Mr. Dilip G. Piramal [DIN – 00032012] as the Chairman & Managing Director of the Company for a period of 2 (two) years w.e.f 25th March , 2017 upto 24th March , 2019.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	66	96624787	99.5495
Physical Ballot	33	574019	100.00
Total	97	97198806	99.5521

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	437288	0.4505
Physical Ballot	0	0	0.00
Total	2	437288	0.4479

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



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Resolution No.7: Ordinary Resolution: Appointment of Ms. Radhika Piramal [DIN – 02105221] as the Vice Chairperson & Executive Director of the Company for a period of 2 (two) years w.e.f. 7th April, 2017 upto 6th April, 2019.

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	68	97062075	100.00
Physical Ballot	33	574019	100.00
Total	101	97636094	100.00

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	0	0	0.00
Physical Ballot	0	0	0.00
Total	0	0	0.00

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-Voting	NIL	NIL
Physical Ballot	NIL	NIL



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All the resolutions sated above from 01 to 07 have been passed with requisite majority.

The electronic data and all other relevant records relating to remote e-voting and electronic voting system at the AGM venue is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman & Managing Director considers, approves and signs the minutes of the AGM.

Thanking you,
Yours faithfully,

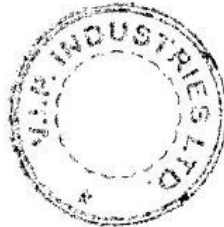
For Ragini Chokshi & Co.

R. K. Chokshi
Ragini Chokshi
(Partner)
ICSI M. NO.: 2390
ICSI C.P. NO.: 1436



Place: Nashik
Date: 28th July, 2017

Countersigned
For V.I.P. INDUSTRIES LIMITED



[Signature]
CHAIRMAN & MANAGING DIRECTOR
(DIN – 00032012)
50th ANNUAL GENERAL MEETING

V.I.P. Industries Limited

Format for Voting Results

Date of the AGM	28th July, 2017
Total number of shareholders on record date	42572
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	11
Public:	37
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	

Agenda- wise disclosure

Resolution No. 1: Adoption of Audited Financial Statements of the Company on Standalone and Consolidated basis for the financial year ended 31st March, 2017 together with the Reports of the Board of Directors and the Auditors thereon

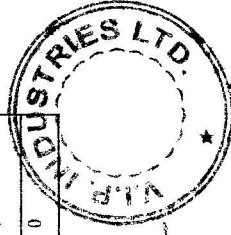
Resolution required: (Ordinary/ Special)

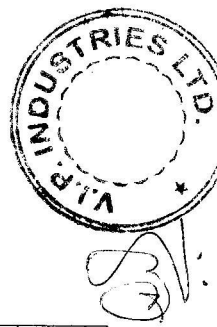
Ordinary

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	74196520	71705585	96.64	71705585	0	100	0
	Poll		2257435	3.04	2257435	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total			73963020	99.68	73963020	0	100
Public- Institutions	E-Voting	29264043	22345919	76.35	22345919	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total			22345919	76.35	22345919	0	100
Public- Non Institutions	E-Voting	37856752	2529	0.00	2529	0	100	0
	Poll		4250	0.01	4250	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total			6779	0.01	6779	0	0
Total		141317315	96315718	68.15	96315718	0	100	0





Resolution No. 2: Confirmation of payment of interim dividend on equity shares for the financial year 2016-17.

Resolution required: (Ordinary/ Special) Ordinary
 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	74196520	71705585	96.64	71705585	0	100	0
	Poll		2257435	3.04	2257435	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public- Institutions	Total	29264043	73963020	99.68	73963020	0	100	0
	E-Voting		25353961	86.63	25353961	0	100	0
	Poll		0	0	0	0	0	0
Public- Non Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	37856752	25353961	86.63	25353961	0	100	0
	E-Voting		2529	0.00	2529	0	100	0
Public- Non Institutions	Poll		4250	0.01	4250	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	141317315	6779	0.01	6779	0	100	0
Total		141317315	99323760	70.28	99323760	0	100	0

Resolution No. 3: Declaration of final dividend on equity shares for the financial year 2016-17.

Resolution required: (Ordinary/ Special) Ordinary
 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	74196520	71705585	96.64	71705585	0	100	0
	Poll		2257435	3.04	2257435	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public- Institutions	Total	29264043	73963020	99.68	73963020	0	100	0
	E-Voting		25353961	86.63	25353961	0	100	0
	Poll		0	0	0	0	0	0
Public- Non Institutions	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	37856752	25353961	86.63	25353961	0	100	0
	E-Voting		2529	0.00	2529	0	100	0
Public- Non Institutions	Poll		4250	0.01	4250	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	141317315	6779	0.01	6779	0	100	0
Total		141317315	99323760	70.28	99323760	0	100	0



Resolution No. 4: Re-appointment of Mr. Ashish Saha (DIN-05173103) as a Director to retire by rotation and being eligible, seeks re-appointment

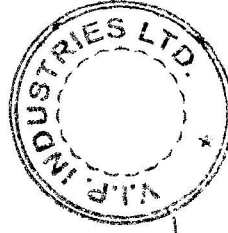
Resolution required: (Ordinary/ Special) Ordinary

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	74196520	71705585	96.64	71705585	0	100	0
	Poll		2257435	3.04	2257435	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		73963020	99.68	73963020	0	100	0
Public- Institutions	E-Voting	29264043	25353961	86.63	25353961	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		25353961	86.63	25353961	0	100	0
Public- Non Institutions	E-Voting	37856752	2529	0.00	2529	0	100	0
	Poll		4250	0.01	4250	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		6779	0.01	6779	0	100	0
Total		141317315	99323760	70.28	99323760	0	100	0

Resolution No. 5: Ratification of appointment of M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants as Statutory Auditors of the Company and payment of remuneration to them.

Resolution required: (Ordinary/ Special) Ordinary

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	74196520	71705585	96.64	71705585	0	100	0
	Poll		2257435	3.04	2257435	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		73963020	99.68	73963020	0	100	0
Public- Institutions	E-Voting	29264043	25353961	86.63	25353961	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		25353961	86.63	25353961	0	100	0
Public- Non Institutions	E-Voting	37856752	2529	0.00	2529	0	100	0
	Poll		4250	0.01	4250	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		6779	0.01	6779	0	100	0
Total		141317315	99323760	70.28	99323760	0	100	0



Resolution No. 6: Appointment of Mr. Dilip G. Piramal (DIN-00032012) as the Chairman & Managing Director of the Company.

Resolution required: (Ordinary/ Special) Ordinary

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	74196520	71705585	96.64	71705585	0	100	0
	Poll		2257435	3.04	2257435	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		73963020	99.68	73963020	0	100	0
Public- Institutions	E-Voting	29264043	25353961	86.63	24916673	437288	98.28	1.72
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		25353961	86.63	24916673	437288	98.28	1.72
Public- Non Institutions	E-Voting	37856752	2529	0.00	2529	0	100	0
	Poll		4250	0.01	4250	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		6779	0.01	6779	0	100	0
Total		141317315	99323760	70.28	98866472	437288	99.56	0.44

Resolution No. 7: Appointment of Ms. Radhika Piramal (DIN-02105221) as the Vice Chairperson & Executive Director of the Company.

Resolution required: (Ordinary/ Special) Ordinary

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	74196520	71705585	96.64	71705585	0	100	0
	Poll		2257435	3.04	2257435	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		73963020	99.68	73963020	0	100	0
Public- Institutions	E-Voting	29264043	25353961	86.63	25353961	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		25353961	86.63	25353961	0	100	0
Public- Non Institutions	E-Voting	37856752	2529	0.00	2529	0	100	0
	Poll		4250	0.01	4250	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		6779	0.01	6779	0	100	0
Total		141317315	99323760	70.28	98866472	437288	99.56	0.44