

**October 3, 2023**

The Secretary,  
Bombay Stock Exchange  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001.  
Fax No. 022 22723121

**Subject: Voting Results of 36<sup>th</sup> Annual General Meeting of the Company held on Friday, 29<sup>th</sup> September 2023, at 12.30 p.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").**

**Ref: BSE SCRIP CODE - 526853**

Dear Sir,

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the voting results of the business transacted at the 36<sup>th</sup> Annual General Meeting (AGM) held on Friday, 29<sup>th</sup> day of September 2023, at 12.30 p.m. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") in the format prescribed in Annexure - A.

We are also enclosing herewith, Combined Report by Scrutinizers on E-Voting and Voting at 36<sup>th</sup> Annual General Meeting (AGM) in Annexure – B.

Kindly acknowledge and take the same on record.

Thanking You

Yours faithfully,  
**For Bilcare Limited**

**Shreyans Bhandari**  
**Chairman & Managing Director**

Encl : As above

**ANNEXURE-A**

**BILCARE LIMITED**  
**36<sup>TH</sup> Annual General Meeting Voting Results**  
**Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements)**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1	Day & Date of AGM	Friday, 29 <sup>th</sup> September, 2023
2	Total number of shareholders on record date	20307
3	No. of Shareholders present in the meeting either in person or through proxy	Nil
	Promoter & Promoter Group	Nil
	Public	Nil
4	No. of Shareholders attended the meeting through Video Conferencing	35
	Promoter & Promoter Group	3
	Public	32

**5. Particulars of Resolutions passed:**

<b>Resolution No.</b>	<b>Details of Agenda/ Resolution Item</b>	<b>Resolution Ordinary/ Special</b>	<b>Mode of Voting</b>
1	Adoption of the Audited Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2023	<b>Ordinary Resolution</b>	E-voting, Voting during the Meeting
2	Appointment of M/s. Sharp and Tannan Associates, Chartered Accountants (Firm Registration No. 109983W) as Statutory Auditors of the Company	<b>Ordinary Resolution</b>	E-voting, Voting during the Meeting
3	Appointment of Ms. Kavita Bhansali (DIN: 05355200) as Director	<b>Ordinary Resolution</b>	E-voting, Voting during the Meeting
4	Appointment of Ms. Kavita Bhansali (DIN: 05355200) as an Executive Director of Company and payment of remuneration	<b>Special Resolution</b>	E-voting, Voting during the Meeting
5	Re-appointment of Mr. Rajesh Shankarrao Devane, (DIN 05320201) as an Independent Director of the Company	<b>Special Resolution</b>	E-voting, Voting during the Meeting
6	Approval for increase in the Remuneration of Mr. Mohan H. Bhandari, Chief Executive Officer	<b>Ordinary Resolution</b>	E-voting, Voting during the Meeting

All the Resolutions were passed with requisite majority. Agenda wise disclosure separately for each agenda item is attached below.

This is for your Information and Records.

Thanking You,  
**For Bilcare Limited**

**Shreyans Bhandari**  
**Chairman & Managing Director**

Bilcare Limited								
Resolution Required : (Ordinary)			1- Adoption of the Audited Financial Statements of the Company for the year ended 31st March, 2023					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7066611	4190490	59.2999	4190490	0	100.0000	0.0000
	Venue E-voting		1670999	23.6464	1670999	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5861489</b>	<b>82.9463</b>	<b>5861489</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	10000	0	0.0000	0	0	0.0000	0.0000
	Venue E-voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	16468620	5837508	35.4462	5837488	20	99.9997	0.0003
	Venue E-voting		1318	0.0080	1318	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5838826</b>	<b>35.4542</b>	<b>5838806</b>	<b>20</b>	<b>99.9997</b>	<b>0.0003</b>
<b>Total</b>		<b>23545231</b>	<b>11700315</b>	<b>49.6929</b>	<b>11700295</b>	<b>20</b>	<b>99.9998</b>	<b>0.0002</b>

Bilcare Limited								
Resolution Required : (Ordinary)			2 - Appointment of M/s. Sharp and Tannan Associates, Chartered Accountants (Firm Registration No. 109983W) as Statutory Auditors of the Company					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7066611	4190490	59.2999	4190490	0	100.0000	0.0000
	Venue E-voting		1670999	23.6464	1670999	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5861489</b>	<b>82.9463</b>	<b>5861489</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	10000	0	0.0000	0	0	0.0000	0.0000
	Venue E-voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	16468620	5837508	35.4462	5837488	20	99.9997	0.0003
	Venue E-voting		1318	0.0080	1318	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5838826</b>	<b>35.4542</b>	<b>5838806</b>	<b>20</b>	<b>99.9997</b>	<b>0.0003</b>
<b>Total</b>		<b>23545231</b>	<b>11700315</b>	<b>49.6929</b>	<b>11700295</b>	<b>20</b>	<b>99.9998</b>	<b>0.0002</b>

Bilcare Limited								
Resolution Required : (Ordinary)			3 - Appointment of Ms. Kavita Bhansali (DIN: 05355200) as Director					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7066611	0	0.0000	0	0	0.0000	0.0000
	Venue E-voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	10000	0	0.0000	0	0	0.0000	0.0000
	Venue E-voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	16468620	5734797	34.8226	5728977	5820	99.8985	0.1015
	Venue E-voting		1318	0.0080	1318	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5736115</b>	<b>34.8306</b>	<b>5730295</b>	<b>5820</b>	<b>99.8985</b>	<b>0.1015</b>
<b>Total</b>		<b>23545231</b>	<b>5736115</b>	<b>24.3621</b>	<b>5730295</b>	<b>5820</b>	<b>99.8985</b>	<b>0.1015</b>

Bilcare Limited								
Resolution Required : (Special)			4 - Appointment of Ms. Kavita Bhansali (DIN: 05355200) as an Executive Director of Company and payment of remuneration					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7066611	0	0.0000	0	0	0.0000	0.0000
	Venue E-voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	10000	0	0.0000	0	0	0.0000	0.0000
	Venue E-voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	16468620	5734797	34.8226	5728976	5821	99.8985	0.1015
	Venue E-voting		1318	0.0080	1308	10	99.2413	0.7587
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5736115</b>	<b>34.8306</b>	<b>5730284</b>	<b>5831</b>	<b>99.8983</b>	<b>0.1017</b>
<b>Total</b>		<b>23545231</b>	<b>5736115</b>	<b>24.3621</b>	<b>5730284</b>	<b>5831</b>	<b>99.8983</b>	<b>0.1017</b>

Bilcare Limited								
Resolution Required : (Special)			5 - Re-appointment of Mr. Rajesh Shankarrao Devene, (DIN 05320201) as an Independent Director of the Company					
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7066611	4190490	59.2999	4190490	0	100.0000	0.0000
	Venue E-voting		1670999	23.6464	1670999	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5861489</b>	<b>82.9463</b>	<b>5861489</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	10000	0	0.0000	0	0	0.0000	0.0000
	Venue E-voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	16468620	5837507	35.4462	5831687	5820	99.9003	0.0997
	Venue E-voting		1318	0.0080	1318	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5838825</b>	<b>35.4542</b>	<b>5833005</b>	<b>5820</b>	<b>99.9003</b>	<b>0.0997</b>
<b>Total</b>		<b>23545231</b>	<b>11700314</b>	<b>49.6929</b>	<b>11694494</b>	<b>5820</b>	<b>99.9503</b>	<b>0.0497</b>

Bilcare Limited								
Resolution Required : (Ordinary)			6 - Approval for increase in the Remuneration of Mr. Mohan H. Bhandari, Chief Executive Officer					
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
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	7066611	0	0.0000	0	0	0.0000	0.0000
	Venue E-voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	10000	0	0.0000	0	0	0.0000	0.0000
	Venue E-voting		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	16468620	5734797	34.8226	5728976	5821	99.8985	0.1015
	Venue E-voting		1318	0.0080	1308	10	99.2413	0.7587
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>5736115</b>	<b>34.8306</b>	<b>5730284</b>	<b>5831</b>	<b>99.8983</b>	<b>0.1017</b>
<b>Total</b>		<b>23545231</b>	<b>5736115</b>	<b>24.3621</b>	<b>5730284</b>	<b>5831</b>	<b>99.8983</b>	<b>0.1017</b>

***BILCARE LIMITED***

***Combined Scrutinizer's Report on Remote  
E-Voting and E-Voting at the  
36<sup>th</sup> Annual General Meeting  
held on Friday, 29<sup>th</sup> September, 2023***

***By***

***Ghatpande & Ghatpande Associates  
Company Secretaries  
FRN No. P2019MH077200***

***Dated 29<sup>th</sup> September, 2023***



# GHATPANDE & GHATPANDE ASSOCIATES

COMPANY SECRETARIES

**Shekhar Ghatpande**  
B.Com., D.T.L., FCS  
**Prabhanjan Ghatpande**  
B.E.(E & TC), ACS

**Office :**  
13, 'Saraswati', 3rd Floor,  
93, Rambaug Colony, Paud Road,  
Kothrud, Pune - 411 038

Tel. : 8669602650 Mob. : 9422089343 | 9665334993 Email : shekhar\_fcs1659@yahoo.com | pcs.ghatpande@yahoo.com

## Scrutinizer's Report

[Pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014] & Regulation 44 of SEBI [Listing Obligation & Disclosure Requirements] Regulations 2015, including amendments thereunder

To,  
The Chairman  
Bilcare Limited  
1028, Shirol, Rajgurunagar,  
Pune- 410505

Dear Sir,

**Subject: Combined Scrutinizer's Report on Remote E-Voting and Venue E-Voting at 36<sup>th</sup> Annual General Meeting held on Friday, 29<sup>th</sup> September, 2023 at 12.30 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)**

I, Shekhar Ghatpande, Partner of Ghatpande & Ghatpande Associates Company Secretaries in Practice, having Membership No FCS: 1659 and CP: 782 and having FRN: P2019MH077200 and Peer Review No.: 1503/2021 and having our office at 13A, Saraswati Sadan, 3<sup>rd</sup> Floor Rambaug Colony, Paud Road, Kothrud, Pune - 411038 have been appointed as a Scrutinizer by the Board of Directors of Bilcare Limited (the Company) at its meeting held on Wednesday, 6<sup>th</sup> September, 2023 for the purpose of scrutinizing the Remote E- Voting and Venue E-Voting conducted at the 36<sup>th</sup> Annual General Meeting (AGM) held on Friday, 29<sup>th</sup> September, 2023 at 12.30 P.M through Video Conferencing (VC) / Other Audio Visual Means (OAVM) pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 issued by the Ministry of Corporate Affairs and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, issued by the Securities and Exchange Board of India (SEBI) that provides relaxation for the manner in which the AGM shall be held and conducted. Hence, in compliance with the Circulars and the Secretarial Standards-2 issued by the Institute of Company Secretaries of India on General Meetings, the AGM of the Company was held through Video Conferencing (VC).



The Circulars inter-alia provide 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. Further pursuant to these Circulars physical attendance of members had been dispensed with and accordingly the facility for appointment of proxies by the members was also dispensed with. Members who attended the meeting through VC or OAVM were counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

We submit herewith our Report as under: -

**1) Members Present:**

For the said Annual General Meeting, 35 shareholders were present.

**2) Responsibility and E-voting Agency:**

The compliance with the provisions of Companies Act, 2013 and Rules made there under read along with the Circulars mentioned above and SEBI Regulations, 2015 relating to remote E-Voting and E-Voting during the Annual General Meeting by the Shareholders on the Resolutions proposed in the Notice of the 36<sup>th</sup> AGM of the Company is the responsibility of the management. As a Scrutinizer my responsibility was to ensure that the process of remote E-Voting and voting electronically at the AGM is conducted in a fair and transparent manner and to render a consolidated report to the Chairman on the Resolutions proposed at the AGM, based on the Remote E-voting Report downloaded by us from the E voting portal and the Report of Venue Voting and Attendance Register provided by the Linkintime India Private Limited, who are also the Registrar and Share Transfer Agent of the Company.

**3) Notice of AGM and Advertisement:**

In accordance with the notice of the 36<sup>th</sup> AGM sent to the Shareholders by way of Email dated 8<sup>th</sup> September, 2023 and the Newspaper Advertisement published on 10<sup>th</sup> September, 2023 pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 as amended from time to time, and the Circulars mentioned above, the remote e-voting period remained open from Tuesday, 26<sup>th</sup> September 2023, 9.00 A.M. (IST) to Thursday, 28<sup>th</sup> September 2023, 5.00 PM (IST).

**4) Cutoff Date:**

The Shareholders holding Equity Shares as on the "Cut Off" date i.e. Thursday, 21<sup>st</sup> September 2023 were entitled to vote on the proposed Resolutions mentioned at Item Nos. 1 to 6 as set out in the Notice dated 6<sup>th</sup> September 2023 convening the 36<sup>th</sup> Annual General Meeting of the Company.



**5) EVSN and E-Voting Process:**

The Event No. allotted by Linkintime India Private Limited for Electronic Voting was 230569.

The remote E-voting System was blocked forthwith at the end of the remote E-voting period. The votes cast through remote E-voting and votes cast at the time of AGM were unblocked on Friday, 29<sup>th</sup> September, 2023 at around 1.10 P.M. after conclusion of the AGM in the presence of two witnesses viz. Ms. Vaibhavi Joshi presently residing at Sai Vihar, Karve Nagar, Pune- 411052 and Ms Akanksha Bhardwaj presently residing at Flat No. 1, Shiv Prasad Apartment, Paud Road, Kothrud, Pune- 411038 who are not in the employment of the Company. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "for" and "against", were downloaded from the E-voting website of Linkintime India Private Limited ([insta.vote.linkintime.co.in](https://insta.vote.linkintime.co.in)).

**6) Voting at AGM:**

After declaration of commencement of E- voting during the conduct of the AGM, the Shareholders who had not voted through the remote E-voting process were instructed to cast their vote on the E-voting platform provided by E-voting website of Linkintime India Private Limited ([insta.vote.linkintime.co.in](https://insta.vote.linkintime.co.in)). After the conclusion of the AGM the details containing inter-alia, list of Equity Shareholders, who voted "for" and "against" at venue voting were provided separately by Linkintime India Private Limited by providing the Link for downloading the same. As there is no system in the E-voting portal provided by Linkintime India Private Limited to verify the same, we have downloaded the excel file available from the link on their Official Website and have relied upon the same, in-spite of the fact that it was available other than from the official login of the Scrutinizer. The votes cast through remote E-voting and E-voting conducted during the meeting was combined for the purpose of our Report.

**7) E-Voting counting and Results:**

We submit herewith our Combined Final Report of the Remote E-Voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM is as under:



Details	Remote E-Voting	Voting through Electronic means at AGM	Total Voting
	For Item Nos. 1 to 6	For Item Nos. 1 to 6	For Item Nos. 1 to 6
No. of Members who cast their votes	41	13	54
Total number of shares held by them	1,00,28,147	16,72,317	1,17,00,464
Valid votes	As per details provided under each one of the Resolution (s) mentioned hereunder		
Abstained less voted	As mentioned under each of the Resolution		
Invalid votes	NIL		

**Note:** (\*) Percentage of votes cast in favor or against the resolutions is calculated based on the valid votes cast through remote E-Voting and through electronic voting at the AGM considering the Votes abstained on certain Resolutions in which the Promoters and the Other Shareholders were interested.

## ORDINARY BUSINESS:

### i) Item No. 1 of the Notice (As an Ordinary Resolution):

Adoption of the Standalone and Consolidated Audited Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2023, the Reports of Directors' and Auditors' thereon.

Category	No. of Votes Cast in favor of the Resolution				No. of Votes Cast against the Resolution				Abstained/ Less voted
	Remote E-Voting	Voting through Electronic means at AGM i.e. Venue e- Voting	Total		Remote E-Voting	Voting through Electroni c means at AGM i.e. Venue e- Voting	Total		
			Nos.	% to total Votes Cast			Nos.	% to total Votes Cast	
Total Votes Entitled	1,17,00,464								
Total Votes Cast	1,17,00,315								
Promoter / Promoter Group	41,90,490	16,70,999	58,61,489	50.10	-	-	-	-	-
Public Shareholders	58,37,488	1,318	58,38,806	49.90	20(*)	-	20	0.00%	Less Voted- 149
TOTAL:	1,00,27,978	16,72,317	1,17,00,295	100.00	20	-	20	0.00%	149

(\*) The % of the shares held by the shareholder who has casted the vote against the Resolution comes to 0.00017% i.e. less than 0.01% and hence, considered as 0.00%



**ii) Item No. 2 of the Notice (As an Ordinary Resolution):**

Appointment of M/s. Sharp and Tannan Associates, Chartered Accountants (Firm Registration No. 109983W) as Statutory Auditors of the Company.

Category	No. of Votes Cast in favor of the Resolution				No. of Votes Cast against the Resolution				Abstained /Less voted
	Remote E-Voting	Voting through Electronic means at AGM i.e. Venue e-Voting	Total		Remote E-Voting	Voting through Electronic means at AGM i.e. Venue e-Voting	Total		
			Nos.	% to total Votes Cast			Nos.	% to total Votes Cast	
Total Votes Entitled	1,17,00,464								
Total Votes Cast	1,17,00,315								
Promoter / Promoter Group	41,90,490	16,70,999	58,61,489	50.10	-	-	-	-	-
Public Shareholders	58,37,488	1,318	58,38,806	49.90	20 (*)	-	20	0.00%	Less Voted- 149
TOTAL:-	1,00,27,978	16,72,317	1,17,00,295	100.00	20	-	20	0.00%	149

(\*) The % of the shares held by the shareholder who has casted the vote against the Resolution comes to 0.00017% i.e. less than 0.01% and hence, considered as 0.00%

**SPECIAL BUSINESS:**

**iii) Item No. 3 of the Notice (As an Ordinary Resolution):**

Appointment of Ms. Kavita Bhansali (DIN: 05355200) as a Director, liable to retire by rotation.

Category	No. of Votes Cast in favor of the Resolution				No. of Votes Cast against the Resolution				Abstained/ Less voted
	Remote E-Voting	Voting through Electronic means at AGM i.e. Venue e- Voting	Total		Remot e E- Votin g	Voting through Electronic means at AGM i.e. Venue e- Voting	Total		
			Nos.	% to total Votes Cast			Nos.	% to total Votes Cast	
Total Votes Entitled	1,17,00,464								
Total Votes Cast	57,36,115								
Promoter / Promoter Group	-	-	-	0.00	-	-	-	-	Abstained 58,61,489
Public Shareholders	57,28,977	1,318	57,30,295	99.90	5,820	-	5,820	0.10	Abstained 1,02,711 Less voted- 149
TOTAL:-	57,28,977	1,318	57,30,295	99.90	5,820	-	5,820	0.10	59,64,498



**iv) Item No. 4 of the Notice (As a Special Resolution):**

Appointment of Ms. Kavita Bhansali (DIN: 05355200) as an Executive Director of the Company and payment of remuneration.

Category	No. of Votes Cast in favor of the Resolution				No. of Votes Cast against the Resolution				Abstained/ Less voted
	Remote E-Voting	Voting through Electronic means at AGM	Total		Remot e E- Voting	Voting through Electronic means at AGM	Total		
			Nos.	% to total Votes Cast			Nos.	% to total Votes Cast	
Total Votes Entitled	1,17,00,464								
Total Votes Cast	57,36,115								
Promoter / Promoter Group	-	-	-	-	-	-	-	-	Abstained 58,61,489
Public Shareholders	57,28,976	1,308	57,30,284	99.90	5,821	10	5,831	0.10	Abstained 1,02,711 Less Voted- 149
TOTAL:-	57,28,976	1,308	57,30,284	99.90	5,821	10	5,831	0.10	59,64,349

**v) Item No. 5 of the Notice (As a Special Resolution):**

Re-appointment of Mr. Rajesh Shankarrao Devane, (DIN 05320201) as an Independent Director of the Company.

Category	No. of Votes Cast in favor of the Resolution				No. of Votes Cast against the Resolution				Abstained/ Less voted
	Remote E-Voting	Voting through Electronic means at AGM	Total		Remote E-Voting	Voting through Electronic means at AGM	Total		
			Nos.	% to total Votes Cast			Nos.	% to total Votes Cast	
Total Votes Entitled	1,17,00,464								
Total Votes Cast	1,17,00,314								
Promoter / Promoter Group	41,90,490	16,70,999	58,61,489	50.11	-	-	-	-	-
Public Shareholders	58,31,687	1,318	58,33,005	49.84	5,820	-	5,820	0.05	Less Voted- 150
TOTAL:-	1,00,22,177	16,72,317	1,16,94,494	99.95	5,820	-	5,820	0.05	150



**vi) Item No. 6 of the Notice (As an Ordinary Resolution):**

Approval for increase in the Remuneration of Mr. Mohan H. Bhandari, Chief Executive Officer

Category	No. of Votes Cast in favor of the Resolution				No. of Votes Cast against the Resolution				Abstained/ Less voted
	Remote E-Voting	Voting through Electronic means at AGM	Total		Remote E-Voting	Voting through Electronic means at AGM	Total		
			Nos.	% to total Votes Cast			Nos.	% to total Votes Cast	
Total Votes Entitled	1,17,00,464								
Total Votes Cast	57,36,115								
Promoter / Promoter Group	-	-	-	-	-	-	-	-	Abstained 58,61,489
Public Shareholders	57,28,976	1,308	57,30,284	99.90	5,821	10	5,831	0.10	Abstained- 1,02,711 Less Voted- 149
TOTAL:-	57,28,976	1,308	57,30,284	99.90	5,821	10	5,831	0.10	59,64,349

**Notes: -**

- All the Resolutions mentioned in the AGM Notice dated 6<sup>th</sup> September 2023 at Item Nos. 1 to 6 as per the details above stands passed by requisite majority under Remote E-voting and voting conducted at AGM electronically and are considered to be passed on the date of the AGM.
- The details of shareholders and their voting is annexed herewith as Annexure-I which forms part of this report.

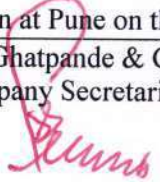


**8) Electronic Data and relevant Records:**

All electronic data and relevant records relating to E-voting shall remain in our safe custody until the Chairman considers, approves, signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the Chairman or Company Secretary of the Company for safe keeping thereafter.

Given at Pune on this Friday, 29<sup>th</sup> September, 2023 at 6.30 P.M.

For Ghatpande & Ghatpande Associates  
Company Secretaries

  
Shekhar Ghatpande  
Partner

Scrutinizer

Membership No FCS: 1659, CP: 782

FRN: P2019MH077200

Peer Review No.: 1503/2021

UDIN: F001659E001130809



Witness:

1) Ms. Vaibhavi Joshi



2) Ms. Akanksha Bhardwaj



  
**GHATPANDE & GHATPANDE ASSOCIATES**  
**COMPANY SECRETARIES**  
Flat No.13, Saraswati Sadan,  
Plot No.93, Rambaug Colony,  
Aud Road, Kothrud, PUNE-411 038  
Phone : 8669602650

