

11th September 2019

The Secretary
Bombay Stock Exchange Ltd

P.J. Towers, 25th Floor

Dalal Street,

MUMBAI -400 001 Scrip Code:532654 The Secretary

National Stock Exchange of India Ltd, Listing Dept. Exchange Plaza, 5th Fl. Plot No.C/1, G-Block

Bandra-Kurla Complex

Bandra (E)

<u>MUMBAI - 400 051</u>

Scrip Code: MCLEODRUSS

The Secretary
The Calcutta Stock Exchange Association Ltd

7, Lyons Range KOLKATA 700001

Scrip Code:10023930

Dear Sir,

Sub: VOTING RESULT OF THE 21ST ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD ON 9TH SEPTEMBER 2019

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith Voting Result in the prescribed format on various Resolutions placed before the Members at the $21^{\rm st}$ Annual General Meeting of the Company held on $9^{\rm th}$ September 2019 at Kolkata.

The Voting Result is in terms of the Report dated 10th September 2019 furished by Mr. A. K. Labh, a Practicing Company Secretary who was appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.

We trust you will find the Voting Result in order.

Thanking you,

Yours faithfully,

McLEOD RUSSEL INDIA LIMITED

(DEBANJAN SARKAR) COMPANY SECRETARY

Encl. as above.

Registered Office:

McLEOD RUSSEL INDIA LIMITED

Corporate Identity Number (CIN): L51109WB1998PLC087076 FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001 TELEPHONE: 033-2210-1221, 2248-9434 / 35, FAX: 91-33-2248-8114 / 6265`

E-mail: administrator@mcleodrussel.com Website: www.mcleodrussel.com

A Williamson Magor Group Enterprise

M-LEOD BUSSE	INDIA LIBERTED. ACM Assessed and Massive Community
WicleOD RUSSEL	INDIA LIMITED - AGM Attended and Voting Summary
·	Format for Voting Result
Date of the AGM	September 09,2019
Total Number of Shareholders on record date	61851
No. of shareholders present in the meeting either in person	
or through proxy:	
Promoter & Promoter group	2
Public	1162
Total	1164
No. of shareholders attended the meeting through Video	N.A.
Conferencing	
Promoter & Promoter group	
Public	
Total	

Adoption of the Audited Financial Statements of the Company for the Gnancial year ended 31st March 2019,

Agenda- wise disclosure (to be disclosed separately for agenda item)

			the Consolidate	d Financial Statemen	ts for the said Gi	nancial year and	the Reports of the Bo	oard of Directors and
			the Auditors.					
Whether pron	noter/promoter group are inter	ested in the						
agenda/resolu	ition ?							
		T			I.,	I	la. a a	No
Category	Mode of Voting	No. of shares		% of votes polled	No.of votes in	No of votes	% of votes in favour	
		held (1)	polled (2)	on outstanding	favour (4)	against (5)	on votes polled	on votes polled
				shares			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
				(3)=[(2)/(1)]*100				
Promoter &	E-Voting	28202913	11098825	39.35350	11098825	0	100.00000	
Promoter	Poll	1	0	0.00000		0		
Group	Postal Ballot (if applicable)		N.A.	0.00000		N.A.	N.A.	N.A.
_	Total		11098825	39.35350	11098825	0	100.00000	
Public -	E-Voting	38895847	4410070	11.33820	0	4410070		100.00000
Institutional	Poll		0		0	0		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4410070	11.33820	0	4410070		100.00000
Public - Non	E-Vote	37356975	356899	0.95540	297794	59105	83.43930	16.56070
Institution	Poll		1081761	2.89570	1081121	640	99.94080	0.05920
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1438660	3.85110	1378915	59745	95.84720	4.15280
Total		104455735	16947555	16.22463	12477740	4469815	73.62561	26.37439



2.				the casual vacancy c ppointment, shall no		nent of Mr. Rajed	ev Takru by rotation v	vho is not offering
Whether pron agenda/resolu	noter/promoter group are inte	rested in the						
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 & Promoter	E-Voting Poll	28202913	11098825 0	39.35350 0.00000	11098825 0	0	100.00000	
Group	Postal Ballot (if applicable) Total		N.A. 11098825	0.00000 39.35350	N.A. 11098825	N.A. 0	N.A. 100.00000	N.A.
Public - Institutional holders	E-Voting Poll Postal Ballot (if applicable)	38895847	10847566 0 N.A.		10847566 0 N.A.			N.A.
Public - Non	Total E-Vote	37356975	10847566 356899	27.88880	10847566 270338	0		24.25360
Institution	Poll Postal Ballot (if applicable)	3/3569/5	1081761 N.A.	2.89570 0.00000	1081117		99.94050	0.0595 N.A.
Total	Total	104455735	1438660 23385051	3.85110 22.38752	1351455 2329784 6		93.93850 99.62709	6.06150 0.3729 3
3.							ountants, as the Audins & Sells LLP., Charte	
Whether pron agenda/resolu	noter/promoter group are inte ution ?	rested in the						
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 &	E-Voting	28202913		39.35350				
Promoter Group	Poll Postal Ballot (if applicable) Total	-	N.A. 11098825	0.00000 0.00000 39.35350	N.A.	N.A. 0	N.A.	N.A.
Public - Institutional	E-Voting Poll	38895847	1098825	27.88880	-	0	100.00000	
holders	Postal Ballot (if applicable) Total		N.A. 10847566	N.A. 27.88880	N.A. 10847566	N.A.	N.A. 100.00000	N.A.
	1			2 255 12	050000		1	

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N.A.

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99.68370

99.98054

N.A.

1.09580

0.05910

0.31630

0.01946

Public - Non

Institution

Total

E-Vote

Total

Postal Ballot (if applicable)



4.				ers. Lodha & Co., Cha ars and to authorize t			. ,	for a period of 5
Whether pron agenda/resolu	noter/promoter group are inte ition ?	rested in the						0
Category	Mode of Voting	No. of shares held (1)	polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)		% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter &	E-Voting	28202913	11098825	39.35350	11098825	0	100.00000	
Promoter	Poll	1	0	0.00000	0	0		
Group	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		11098825	39.35350	11098825	0	100.00000	
Public -	E-Voting	38895847	10847566	27.88880	10847566	0	100.00000	
Institutional	Poll		0		0	0		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10847566	27.88880	10847566	0	100.00000	
Public - Non	E-Vote	37356975	356899	0.95540	352988	3911	98.90420	1.09580
Institution	Poll	_	1081761	2.89570		638	99.94100	0.05900
	Postal Ballot (if applicable)	_	N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1438660	3.85110	1434111	4549	99.68380	0.31620
Total		104455735	23385051	22.38752	23380502	4549	99.98055	0.01945

Whether promagenda/resolu	noter/promoter group are intention ?	rested in the						0
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 &	E-Voting	28202913	11098825	39.35350	11098825	0	100.00000	
Promoter	Poli		0	0.00000	Ō	0		
Group	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		11098825	39.35350	11098825	0	100.00000	
Public -	E-Voting	38895847	4410070	11.33820	413884	3996186	9.38500	90.61500
Institutional	Poll		0		0	0		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4410070	11.33820	413884	3996186	9.38500	90.61500
Public - Non	E-Vote	37356975	356899	0.95540	270198	86701	75.70710	24.29290
Institution	Poll		1081761	2.89570	1081325	436	99.95970	0.04030
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1438660	3.85110	1351523	87137	93.94320	6.05680
Total		104455735	16947555	16.22463	12864232	4083323	75.90612	24.09388

To appoint Mrs. Arundhuti Dhar as an Independent Director of the Company.

5.



6.			To appoint Mr.	Raj Vardhan as an Ind	dependent Direc	ctor of the Comp	any.	
Whether pron agenda/resolu	noter/promoter group are interaction?	rested in the						
Category	Mode of Voting	No. of shares held (1)	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 &	E-Voting	28202913	11098825	39.35350	11098825	0	100.00000	
Promoter	Poll	1	0	0.00000	0	0		
Group	Postal Ballot (if applicable)	1	N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		11098825	39.35350	11098825	0	100.00000	
Public -	E-Voting	38895847	4410070	11.33820	4410070	0	100.00000	-
Institutional	Poll	1	0		0	0		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4410070	11.33820	4410070	0	100.00000	
Public - Non	E-Vote	37356975	356899	0.95540	270198	86701	75.70710	24.29290
Institution	Poll		1081761	2.89570	1081325	436	99.95970	0.04030
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1438660	3.85110	1351523	87137	93.94320	6.05680
Total		104455735	16947555	16.22463	16860418	87137	99.48584	0.51416
7.			To appoint Mr.	Suman Bhowmik as a	ın Independent	Director of the C	ompany.	

Whether pron agenda/resolu	noter/promoter group are inte ition?	rested in the						0
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 &	E-Voting	28202913	11098825	39.35350	11098825	0	100.00000	
Promoter	Poll		0	0.00000	0	0		
Group	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		11098825	39.35350	11098825	0	100.00000	
Public -	E-Voting	38895847	4410070	11.33820	4410070	0	100.00000	
Institutional	Poli		0		0	0		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		4410070	11.33820	4410070	0	100.00000	
Public - Non	E-Vote	37356975	356899	0.95540	270198	86701	75.70710	24.29290
Institution	Poll	_	1081761	2.89570	1081325	436	99.95970	0.04030
	Postal Ballot (if applicable)	_	N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1438660	3.85110	1351523	87137	93.94320	6.05680
Total		104455735	16947555	16.22463	16860418	87137	99.48584	0.51416



	_							
Whether pror agenda/resol	noter/promoter group are inte ution ?	rested in the						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 &	E-Voting	28202913	11098825	39.35350	11098825	0	100.00000	
Promoter	Poll	1	0	0.00000	0	0		
Group	Postal Ballot (if applicable)	1	N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
·	Total	1	11098825	39.35350	11098825	0	100.00000	
Public -	E-Voting	38895847	10847566	27.88880	0	10847566		100.00000
Institutional	Poil	1	0		0	0	_	
holders	Postal Ballot (if applicable)	1	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	1	10847566	27.88880	0			100.00000
Public - Non	E-Vote	37356975	356899	0.95540	269938		75.63430	
Institution	Poli	1	1081761	2.89570	1081125	636	99.94120	
	Postal Ballot (if applicable)	1	N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total	1	1438660	3.85110		87597	93.91120	
		104455735	23385051	22.38752		10935163	53.23866	
Total 9.		104455735		on for approval of wa		emuneration pai	d to Mr. Aditya Khait	
Total 9.		104455735	Special Resoluti		aiver of excess re		d to Mr. Aditya Khait	
9.	noter/promoter group are inte		Special Resoluti	on for approval of wa	aiver of excess re		d to Mr. Aditya Khait	an as the Managing
9 . Whether pror	- '		Special Resoluti	on for approval of wa	aiver of excess re	arch 2017.	% of votes in favour on votes polled (6)=[(4)/(2)]*100	
9 . Whether pror agenda/resol	ution?	rested in the	Special Resoluti Director of the No. of votes polled (2)	on for approval of water the year the year water th	niver of excess river ended 31st Ma	No of votes	% of votes in favour on votes polled	Yes % of votes against on votes polled [7]=[{5}/{2}]*100
9 . Whether pror agenda/resoli Category	Mode of Voting	No. of shares	Special Resoluti Director of the No. of votes polled (2)	on for approval of water the year the year water 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	Yes % of votes against on votes polled [7]=[{5}/{2}]*100
9 . Whether proragenda/resolution Category Promoter &	Mode of Voting E-Voting	No. of shares	Special Resoluti Director of the No. of votes polled (2)	on for approval of wood on for approval of wood on the year 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	Yes % of votes against on votes polled [7]=[{5}/{2}]*100
9 . Whether proragenda/resolution Category Promoter & Promoter	Mode of Voting E-Voting Poll	No. of shares	Special Resoluti Director of the No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 39.35350 0.00000	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	Yes % of votes against on votes polled (7)=[{5}/{2}]*100
9 . Whether proragenda/resolution Category Promoter & Promoter	Mode of Voting E-Voting Poll Postal Ballot (if applicable)	No. of shares	No. of votes polled (2) 11098825 0 N.A.	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4) 11098825 N.A.	No of votes against (5) O O N.A.	% of votes in favour on votes polled (6)=[(4)/(2)]*100	Yes % of votes against on votes polled (7)=[{5}/{2}]*100
9 . Whether proragenda/resolution Category Promoter & Promoter Group	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1)	No. of votes polled (2) 11098825 0 N.A.	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 39.35350 0.00000 39.35350	No.of votes in favour (4) 11098825 0 N.A.	No of votes against (5) 0 0 N.A. 0 10847566	% of votes in favour on votes polled (6)=[(4)/(2)]*100	Yes % of votes against on votes polled (7)=[{5}/{2}]*100
9 . Whether proragenda/resolution Category Promoter & Promoter Group Public -	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting	No. of shares held (1)	No. of votes polled (2) 11098825 0 N.A. 11098825 10847566	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 39.35350 0.00000 39.35350	No.of votes in favour (4) 11098825 0 N.A. 11098825	No of votes against (5) 0 0 N.A. 0 10847566	% of votes in favour on votes polled (6)=[(4)/(2)]*100	Yes % of votes against on votes polled (7)=[{5}/{2}]*100
9. Whether proragenda/resolo Category Promoter & Promoter Group Public - Institutional	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	No. of shares held (1)	No. of votes polled (2) 11098825 0 N.A. 11098825 00847566	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 39.35350 0.00000 39.35350 27.88880	No.of votes in favour (4) 11098825 0 N.A. 11098825	No of votes against (5) 0 0 N.A. 0 10847566 0 N.A.	% of votes in favour on votes polled (6)=[(4)/(2)]*100 100.00000 N.A.	Yes % of votes against on votes polled (7)=[{5}/{2}]*100 N.A.
9. Whether proragenda/resolo Category Promoter & Promoter Group Public - Institutional	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 39.35350 0.00000 39.35350 27.88880 N.A.	No.of votes in favour (4) 11098825 0 N.A. 11098825 0 N.A.	No of votes against (5) 0 0 N.A. 0 10847566 0 N.A.	% of votes in favour on votes polled (6)=[(4)/(2)]*100 100.00000 N.A.	Yes % of votes against on votes polled (7)=[{5}/{2}]*100 N.A. 100.00000
9 . Whether proragenda/resolo Category Promoter & Promoter Group Public - Institutional holders	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1) 28202913	No. of votes Director of the	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 39.35350 0.00000 39.35350 27.88880 N.A. 27.88880	No.of votes in favour (4) 11098825 0 N.A. 11098825 0 N.A. 0 264389	No of votes against (5) 0 0 N.A. 0 10847566 0 N.A.	% of votes in favour on votes polled (6)=[(4)/(2)]*100 100.00000 N.A. 100.000000	Yes % of votes against on votes polled (7)=[{5}/{2}]*100 N.A. 100.00000 25.92050
9. Whether proragenda/resolo Category Promoter & Promoter Group Public - Institutional holders Public - Non	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Vote	No. of shares held (1) 28202913	No. of votes polled (2) 11098825 0 N.A. 11098825 0 N.A. 1109885 10847566 0 N.A. 10847566 356899	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 39.35350 0.00000 39.35350 27.88880 N.A. 27.88880 0.95540	No.of votes in favour (4) 11098825 0 N.A. 11098825 0 N.A. 0 264389 1081122	No of votes against (5) 0 0 0 N.A. 0 10847566 0 N.A. 10847566	% of votes in favour on votes polled (6)=[(4)/(2)]*100 100.00000 N.A. 100.000000 N.A. 74.07950	Yes % of votes against on votes polled (7)=[{5}/{2}]*100 N.A. 100.00000 25.92050
9. Whether proragenda/resolo Category Promoter & Promoter Group Public - Institutional holders Public - Non	E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Vote Poll	No. of shares held (1) 28202913	No. of votes polled (2) 11098825 0 N.A. 11098825 10847566 0 N.A. 10847566 356899 1081761	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 39.35350 0.00000 39.35350 27.88880 N.A. 27.88880 0.95540 2.89570	No.of votes in favour (4) 11098825 0 N.A. 11098825 0 N.A. 0 264389 1081122 N.A.	No of votes against (5) 0 0 0 N.A. 0 10847566 0 N.A. 10847566 92510 639	% of votes in favour on votes polled (6)=[(4)/(2)]*100 100.00000 N.A. 100.000000 N.A. 74.07950 99.94090	Yes % of votes against on votes polled (7)=[{5}/{2}]*100 N.A. 100.00000 25.92050 0.05910 N.A.

of the Company for three years w.e.f. 1st April 2017.

Special Resolution for approval of the remuneration payable to Mr. Aditya Khaitan as the Managing Director



10.			Special Resoluti the available lin		n 180(1)(c) of th	e Companies Ac	t, 2013, authorizing b	orrowing beyond
Whether pronagenda/resolu	noter/promoter group are inte ition ?	rested in the						C
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 &	E-Voting	28202913	11098825	39.35350	11098825	0	100.00000	
Promoter	Poll		0	0.00000				
Group	Postal Ballot (if applicable)	-	N.A.	0.00000		N.A.	N.A.	N.A.
атоир	Total		11098825	39.35350		0		14.71.
Public -	E-Voting	38895847	4410070	11.33820			100.0000	100.00000
Institutional	Poll	30033047	0	11.55620	0	 		100.00000
holders	Postal Ballot (if applicable)	-	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
noiders	Total	-	4410070	11.33820			14.7.	100.00000
Public - Non	E-Vote	37356975	356899	0.95540		96301	73.01730	26.98270
Institution	Poll	3,3505,3	1081761	2.89570		640	99.94080	0.05920
iiistitutioii	Postal Ballot (if applicable)	1	N.A.	0.00000		N.A.		N.A.
	Total	-	1438660	3.85110			93.26170	6.73830
Total		104455735	16947555 Special Resoluti	16.22463	12440544 on 186 of the Cor	4507011 npanies Act, 203	73.40613	26.59387
11.	noter/promoter group are inte		16947555 Special Resoluti	16.22463	12440544 on 186 of the Cor	4507011 npanies Act, 203	73.40613	26.59387
11 . Whether pron	noter/promoter group are inte		16947555 Special Resoluti	16.22463	12440544 on 186 of the Cor	4507011 mpanies Act, 20: yond the availab	73.40613	26.59387
11 . Whether pron agenda/resolu	noter/promoter group are inte	rested in the	Special Resolutinvestments, pr	16.22463 ion in terms of Section oviding guarantees and the section oviding shares	n 186 of the Cor and securities be No.of votes in favour (4)	wpanies Act, 20: yond the available No of votes against (5)	73.40613 13, authorizing giving ole limit. % of votes in favour on votes polled (6)=[(4)/(2)]*100	26.59387 loans, making % of votes against on votes polled
Whether pron agenda/resolu Category	noter/promoter group are inte ation ? Mode of Voting	rested in the No. of shares held (1)	Special Resolutinvestments, pr	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	n 186 of the Cor and securities be No.of votes in favour (4)	Mpanies Act, 20: yond the available No of votes against (5)	73.40613 13, authorizing giving ole limit. % of votes in favour on votes polled (6)=[{4}/{2}]*100	26.59387 loans, making (% of votes against on votes polled
Whether pron agenda/resolu Category	moter/promoter group are intention? Mode of Voting E-Voting	rested in the No. of shares held (1)	Special Resolutinvestments, properties of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	Mpanies Act, 20: yond the available No of votes against (5)	73.40613 13, authorizing giving ole limit. % of votes in favour on votes polled (6)=[{4}/{2}]*100	26.59387 loans, making % of votes against on votes polled
Whether pron agenda/resolu Category Promoter & Promoter	moter/promoter group are integration? Mode of Voting E-Voting Poll	rested in the 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)	73.40613 13, authorizing giving ole limit. % of votes in favour on votes polled (6)=[{4}/{2}]*100 100.00000 N.A.	26.59387 loans, making (% of votes against on votes polled (7)=[(5)/(2)]*100
Whether pron agenda/resolu Category Promoter & Promoter	moter/promoter group are intention? Mode of Voting E-Voting Poll Postal Ballot (if applicable)	rested in the No. of shares held (1)	No. of votes polled (2) 11098825 N.A.	% of votes polled on outstanding shares (3)=[{2}/(1)]*100 39.35350 0.00000 39.35350	No.of votes in favour (4) 11098825	No of votes against (5) O N.A.	73.40613 13, authorizing giving ole limit. % of votes in favour on votes polled (6)=[{4)/(2)]*100 100.00000 N.A. 100.00000	26.59387 loans, making (% of votes against on votes polled (7)=[(5)/(2)]*100
Whether pron agenda/resolu Category Promoter & Promoter Group	moter/promoter group are integration? Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1)	No. of votes polled (2) 11098825 N.A.	16.22463 ion in terms of Section oviding guarantees and on outstanding shares (3)=[{2}/(1)]*100 39.35350 0.00000 39.35350 27.88880	No.of votes in favour (4) 11098825	No of votes against (5) 0 N.A.	73.40613 13, authorizing giving ole limit. % of votes in favour on votes polled (6)=[{4}/{2}]*100 100.00000 N.A. 100.00000	26.59387 loans, making % of votes against on votes polled (7)=[(5)/(2)]*100 N.A.
Whether pron agenda/resolu Category Promoter & Promoter Group	moter/promoter group are integration? Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting	No. of shares held (1)	No. of votes polled (2) 11098825 N.A. 11098825 10847566	16.22463 ion in terms of Section oviding guarantees and on outstanding shares (3)=[{2}/(1)]*100 39.35350 0.00000 39.35350 27.88880	No.of votes in favour (4) 11098825 N.A.	No of votes against (5) 0 N.A.	73.40613 13, authorizing giving ole limit. % of votes in favour on votes polled (6)=[{4}/{2}]*100 100.00000 N.A. 100.00000	26.59387 loans, making % of votes against on votes polled (7)=[(5)/(2)]*100 N.A.
Whether pronagenda/resolu Category Promoter & Promoter Group Public - Institutional	moter/promoter group are integration? Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	No. of shares held (1)	16947555 Special Resoluti investments, pr No. of votes polled (2) 11098825 0 N.A. 11098825 10847566 0	16.22463 ion in terms of Section oviding guarantees and section oviding guarantees and section oviding guarantees and section of the section	No.of votes in favour (4) 11098825 N.A. N.A.	No of votes against (5) 0 N.A. 0 10847566 0 N.A.	73.40613 13, authorizing giving ole limit. % of votes in favour on votes polled (6)=[{4}/{2}]*100 100.00000 N.A. 100.00000	26.5938: loans, making % of votes against on votes polled (7)=[(5)/(2)]*100 N.A.
Whether pronagenda/resolu Category Promoter & Promoter Group Public - Institutional	moter/promoter group are integration? Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1)	16947555 Special Resoluti investments, pr No. of votes polled (2) 11098825 0 N.A. 11098825 10847566 0 N.A. 10847566	16.22463 ion in terms of Section oviding guarantees and section oviding guarantees and section oviding guarantees and section of the section	No.of votes in favour (4) 11098825 N.A. N.A.	No of votes against (5) 0 0 N.A. 0 10847566	73.40613 13, authorizing giving ole limit. % of votes in favour on votes polled (6)=[{4}/{2}]*100 100.00000 N.A. 100.00000	26.5938: loans, making % of votes against on votes polled (7)=[(5)/(2)]*100 N.A.
Whether pronagenda/resolu Category Promoter & Promoter Group Public - Institutional holders	moter/promoter group are integration? Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	rested in the No. of shares held (1) 28202913 38895847	16947555 Special Resoluti investments, pr No. of votes polled (2) 11098825 0 N.A. 11098825 10847566 0 N.A. 10847566	16.22463 ion in terms of Section oviding guarantees and section oviding guarantees and section oviding guarantees and section of the section	No.of votes in favour (4) 11098825 N.A. 11098825 N.A. 0 N.A.	No of votes against (5) 0 0 N.A. 0 10847566 96301	73.40613 13, authorizing giving one limit. % of votes in favour on votes polled (6)=[{4}/{2}]*100 100.00000 N.A. 100.00000 N.A. 73.01730	26.5938: loans, making % of votes against on votes polled (7)=[(5)/(2)]*100 N.A. 100.00000
Whether pronagenda/resolu Category Promoter & Promoter Group Public - Institutional holders Public - Non	moter/promoter group are integration? Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Vote	rested in the No. of shares held (1) 28202913 38895847	16947555 Special Resoluti investments, pr No. of votes polled (2) 11098825 0 N.A. 11098825 10847566 0 N.A. 10847566 356899	16.22463 ion in terms of Section oviding guarantees and section oviding guarantees and section oviding guarantees and section of the section	No.of votes in favour (4) 11098825 N.A. 11098825 N.A. 12440544	No of votes against (5) 0 0 N.A. 0 10847566 96301	73.40613 13, authorizing giving ole limit. % of votes in favour on votes polled (6)=[{4}/{2}]*100 100.00000 N.A. 100.00000 N.A. 73.01730	26.5938: loans, making % of votes against on votes polled (7)=[(5)/(2)]*100 N.A. 100.00000 N.A.
Whether pronagenda/resolu Category Promoter & Promoter Group Public - Institutional holders Public - Non	moter/promoter group are integration? Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Vote Poll	rested in the No. of shares held (1) 28202913 38895847	16947555 Special Resoluti investments, prince streets, prince	16.22463 ion in terms of Section oviding guarantees and oviding guarantees and on outstanding shares [3]=[{2}/(1)]*100 39.35350 0.00000 39.35350 27.88880 N.A. 27.88880 0.95540 2.89570 0.00000	No.of votes in favour (4) 11098825 N.A. 11098825 0 N.A. 11098825 0 N.A.	No of votes against (5) No.A. 10847566 96301 636 N.A.	73.40613 13, authorizing giving ole limit. % of votes in favour on votes polled (6)=[{4}/{2}]*100 100.00000 N.A. 100.00000 N.A. 73.01730 99.94120	26.5938 loans, making % of votes against on votes polled (7)=[(5)/(2)]*100 N.A. 100.0000 26.9827 0.0588



12 .			Ratification of r March 2020.	emuneration payable	to the Cost Aud	itors of the Com	pany for the financial	year ending 31st
Whether pronagenda/resolu	noter/promoter group are interution?	ested in the						0.
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)		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 &	E-Voting	28202913	11098825	39.35350	11098825	0	100.00000	
Promoter	Poll		0	0.00000	0	0		
Group	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		11098825	39.35350	11098825	0	100.00000	
Public -	E-Voting	38895847	10847566	27.88880	10847566	0	100.00000	
Institutional	Poll		0		0	0		
holders	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		10847566	27.88880	10847566	0	100.00000	
Public - Non	E-Vote	37356975	356899	0.95540	270334	86565	75.74520	24.25480
Institution	Poil		1081761	2.89570	1081122	639	99.94090	0.05910
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		1438660	3.85110	1351456	87204	93.93850	6.06150
Total		104455735	23385051	22.38752	23297847	87204	99.62710	0.37290

MCLEOD RUSSEL INDIA LIMITED

DEBANJAN SARKAR
COMFANY SECRETARY

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A. K. LABH & Co.

Company Secretaries

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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

The Chairman
of the 21st Annual General Meeting of
Mcleod Russel India Limited
Four Mangoe Lane
Surendra Mohan Ghosh Sarani
Kolkata-700001

Dear Sir,

I, Atul Kumar Labh, Practicing Company Secretary (FCS – 4848 / CP - 3238) and proprietor of M/s. A. K. Labh & Co., Company Secretaries, Kolkata was appointed as the scrutinizer in connection with the 21st Annual General Meeting of the members of "*Mcleod Russel India Limited*" ("*Company*") held on Monday, 9th September, 2019 at Uttam Mancha, 10/1/1, Manohar Pukur Road, Hazra, Kolkata – 700026 at 10.30 A.M. for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority for the said voting as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated 19th July, 2019. My responsibility as a scrutinizer for the remote e-voting and voting through physical ballots is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through physical ballots as provided by M/s. Maheshwari Datamatics Private Limited, the agencies engaged by the Company to provide remote e-voting / physical ballot facilities.





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I submit my report as under:

- 1. The remote e-voting period remained open from 10.00 A.M. IST on Thursday, the 5th September, 2019 up to 5.00 P.M. IST on Sunday, the 8th September, 2019.
- 2. The Shareholders holding shares as on the "cut off" date, i.e. 2nd September, 2019 were entitled to vote on the proposed 12 (Twelve) resolutions as mentioned in the Notice dated 19th July, 2019 of the Annual General Meeting of the Company.
- 3. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.
- 4. The locked ballot box was subsequently opened in my presence and poll/ballot papers were diligently scrutinized. The poll/ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
- 5. The votes were unblocked on Monday, the 9th September, 2019 around 12:15 P.M. after the completion of the Annual General Meeting in the presence of two witnesses, namely, Ms. Rachana Agarwal, residing at 162/2, Benaras Road, Salkia, Howrah 711106 and Mrs. Anushree Dasgupta residing at 28/N Dwijen Mukherjee Road, Behala, Kolkata 700060, who are not in employment of the Company.
- 6. The ballots which were incomplete and/or which were otherwise found defective have been treated as invalid.
- 7. The combined result of the remote e-voting [EVSN: 190731003] and votes casted through physical ballot papers distributed at the AGM venue are as under:





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<A> ORDINARY BUSINESS:

a) Resolution 1

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2019, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	70	11396619	
Voting by ballot	33	1081121	
Total	103	12477740	73.63%

(ii) Voted against the Resolution:

% of total number of valid votes cast	Number of votes cast by them	Number of Members voted	Mode of voting
	4469175	21	Remote e-voting
	640	6	Voting by ballot
26.37%	4469815	27	Total

Total number of members whose votes were declared invalid	Total number of votes cast by them
31	17529285





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b) Resolution 2: Ordinary Resolution

To resolve that the casual vacancy caused by retirement of Mr. Rajeev Takru (holding DIN: 00023796) by rotation who is not offering himself for reappointment, shall not be filled up

(i) Voted in favour of the Resolution:

Mode of voting	, Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	78	22216729	
Voting by ballot	33	1081117	
Total	111	23297846	99.63%

(ii) Voted against the Resolution:

% of total number of valid votes cast	Number of votes cast by them	Number of Members voted	Mode of voting
	86561	16	Remote e-voting
	644	6	Voting by ballot
0.37%	87205	22	Total

Total number of members whose votes were declared invalid	Total number of votes cast by them
31	17529285





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c) Resolution 3: Ordinary Resolution

To approve the appointment of Messrs. Lodha & Co., Chartered Accountants, as the Auditors of the Company to fill the casual vacancy caused by the resignation of Deloitte Haskins & Sells LLP, Chartered Accountants

(i) Voted in favour of the Resolution:

Mode of voting	, Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	81	22299379	
Voting by ballot	34	1081122	
Total	115	23380501	99.98%

(ii) Voted against the Resolution:

% of total number of valid votes cast	Number of votes cast by them	Number of Members voted	Mode of voting
	3911	13	Remote e-voting
	639	5	Voting by ballot
0.02%	4550	18	Total

Total number of members whose votes were declared invalid	Total number of votes cast by them
31	17529285





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d) Resolution 4: Ordinary Resolution

To appoint Messrs. Lodha & Co., Chartered Accountants, as the Auditors of the Company for a period of 5 consecutive years and to authorize the Board of Directors to fix their remuneration

(i) Voted in favour of the Resolution:

Mode of voting	, Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	81	22299379	
Voting by ballot	35	1081123	
Total	116	23380502	99.98%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	3911	
Voting by ballot	4	638	
Total	17	4549	0.02%

Total number of members whose votes were declared invalid	Total number of votes cast by them
31	17529285





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 SPECIAL BUSINESS:

e) Resolution 5: Ordinary Resolution

To appoint Mrs. Arundhuti Dhar (holding DIN: 03197285) as an Independent Director of the Company

(i) Voted in favour of the Resolution:

% of total number of valid votes cast	Number of votes cast by them	Number of Members voted	Mode of voting
	11782907	73	Remote e-voting
	1081325	36	Voting by ballot
75.91%	12864232	109	Total

(ii) Voted against the Resolution:

% of total number of valid votes	Number of votes cast by them	Number of Members voted	Mode of voting
cast			
	4082887	18	Remote e-voting
	436	3	Voting by ballot
24.09%	4083323	21	Total

Total number of members whose votes were declared invalid	Total number of votes cast by them
15	14045183





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f) Resolution 6: Ordinary Resolution

To appoint Mr. Raj Vardhan (holding DIN: 08513917) as an Independent Director of the Company

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	74	15779093	
Voting by ballot	36	1081325	
Total	110	16860418	99.49%

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

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	17	86701	
Voting by ballot	3	436	
Total	20	87137	0.51%

Total number of members whose votes were declared invalid	Total number of votes cast by them
15	14045183





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g) Resolution 7: Ordinary Resolution

To appoint Mr. Suman Bhowmik (holding DIN: 08514585) as an Independent Director of the Company

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	74	15779093	
Voting by ballot	36	1081325	
Total	110	16860418	99.49%

(ii) Voted against the Resolution:

% of total number of valid votes cast	Number of votes cast by them	Number of Members voted	Mode of voting
	86701	17	Remote e-voting
	436	3	Voting by ballot
0.51%	87137	20	Total

Total number of members whose votes were declared invalid	Total number of votes cast by them
15	14045183





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h) Resolution 8: Special Resolution

Approval of the remuneration payable to Mr. Aditya Khaitan (holding DIN: 00023788) as the Managing Director of the Company for three years w.e.f. 1st April, 2017

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	68	11368763	
Voting by ballot	. 36	1081125	
Total	104	12449888	53.24%

(ii) Voted against the Resolution:

% of total number of valid votes cast	Number of votes cast by them	Number of Members voted	Mode of voting
	10934527	26	Remote e-voting
	636	3	Voting by ballot
46.76%	10935163	29	Total

Total number of rnembers whose votes were declared invalid	Total number of votes cast by them
31	17529285





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i) Resolution 9: Special Resolution

Approval of waiver of excess remuneration paid to Mr. Aditya Khaitan (holding DIN: 00023788) as the Managing Director of the Company for the year ended 31st March, 2017

(i) Voted in favour of the Resolution:

Mode of voting	, Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	67	11363214	
Voting by ballot	34	1081122	
Total	101	12444336	53.21%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	27	10940076	
Voting by ballot	5	639	
Total	32	10940715	46.79%

Total number of members whose votes were declared invalid	Total number of votes cast by them
31	17529285





FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

40, Weston Street, 3rd Floor, Kolkata - 700 013 © (033) 2221-9381, Fax: (033) 2221-9381

Mobile : 98300-55689

e-mail: aklabh@aklabh.com / aklabhcs@gmail.com

Website: www.aklabh.com

j) Resolution 10: Special Resolution

Approval under Section 180(1)(c) of the Companies Act, 2013 authorizing borrowing beyond the available limit

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	65	11359423	,
Voting by ballot	33	1081121	
Total	98	12440544	73.41%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	26	4506371	- Additional and the second of
Voting by ballot	6	640	
Total	32	4507011	26.59%

Total number of members whose votes were declared invalid	Total number of votes cast by them
31	17529285





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k) Resolution 11: Special Resolution

Approval under Section 186 of the Companies Act, 2013, authorizing giving loans, making investments, providing guarantees and securities beyond the available limit

(i) Voted in favour of the Resolution:

Mode of voting	, Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	65	11359423	
Voting by ballot	36	1081125	
Total	101	12440548	53.20%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	29	10943867	
Voting by ballot	3	636	
Total	32	10944503	46.80%

Total number of members whose votes were declared invalid	Total number of votes cast by them
31	17529285





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A. K. LABH & Co.

Company Secretaries

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l) Resolution 12: Ordinary Resolution

Ratification of remuneration payable to the Cost Auditors of the Company for the financial year ending 31st March, 2020

(i) Voted in favour of the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	78	22216725	
Voting by ballot	34	1081122	
Total	112	23297847	99.63%

(ii) Voted against the Resolution:

Mode of voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	16	86565	
Voting by ballot	5	639	
Total	21	87204	0.37%

Total number of members whose votes were declared invalid	Total number of votes cast by them
31	17529285





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A. K. LABH & Co.

Company Secretaries

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- 8. All the resolutions proposed hereinabove, except Resolution Nos. 8, 9, 10 and 11 have been passed with requisite majority.
- 9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in my safe custody until the Chairman of the meeting considers, approves and signs the minutes in this regard and thereafter it will be handed over to the Company Secretary as authorised by the Board of Directors for safe keeping.

Kolkata

Thanking You,

Yours truly

For A. K. LABH & Co.

Company Secretaries

(CS A. K. LABH)

Practicing Company Secretary

FCS - 4848 / CP No. - 3238

Place: Kolkata

Dated: 10.09.2019



FCS, ACMA (ICAI), MBA, M.Com., ACSI (Lond) DIM, DHRD, PGHDSM, DIRPM Practicing Company Secretary



A. K. LABH & Co.

Company Secretaries

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Mobile: 98300-55689

e-mail: aklabh@aklabh.com / aklabhcs@gmail.com

Website: www.aklabh.com

Witness:

1. Rachana Agarwal.

(Rachana Agarwal) 162/2, Benaras Road Salkia, Howrah 711106

Despupler (Anushree Dasgupia)

28/N, Dwijen Mukherjee Road, Behala

Kolkata - 700060

Received the Report of the Scrutinizer

For Mcleod Russel India Limited

(Debanjan Sarkar)

Company Secretary



