September 29, 2018

The Manager,	The General Manager,
BSE LIMITED	**National Stock Exchange of India Limited**
Phiroze Jeejeebhoy Towers	Exchange Plaza,
Dalal Street	Bandra Kurla Complex, Bandra (E),
Mumbai – 400001	Mumbai – 400051
BSE Code: 533189	NSE Code: GOENKA

Company Name: Goenka Diamond and Jewels Limited

Subject: Submission of Proceedings, Scrutinizer's Report and Updation of Voting Results for the 28th Annual General Meeting held on September 29, 2018.

Dear Sirs,

The 28th Annual General Meeting of the Company held on Saturday, September 29, 2018 at 11.00 a.m. at Bungalow No. C-114, Shivaji Marg, Vijaypath, Tilak Nagar, Jaipur – 302004.

With regards to this, in compliance of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed following documents:

1. Proceedings of the 28th Annual General Meeting
2. Scrutinizer's Report
3. Updation of Voting result

Kindly take on record.

Thanking you.

Yours faithfully,
For **GOENKA DIAMOND & JEWELS LIMITED**

PARAG GUPTA
COMPANY SECRETARY AND COMPLIANCE OFFICER

Encl.: As above

GOENKA DIAMOND AND JEWELS LIMITED
Corp. Off.: 1305, Panchratna, Opera House, Mumbai 400 004, India *Tel.*: (022) 2361 3102, 2362 0222 *Fax* : (022) 2367 6020
Regd. Off.: 401, Panchratna, M.S.B. Ka Rasta, Johari Bazar, Jaipur 302 003, India *Tel.*: (0141) 2574175 *Fax* : (0141) 2573305
e-mail : accounts@goenkadiamonds.com *Website* : www.goenkadiamonds.com CIN : L36911RJ1990PLC005651

September 29, 2018

The Manager,	The General Manager,
BSE LIMITED	**National Stock Exchange of India Limited**
Phiroze Jeejeebhoy Towers	Exchange Plaza,
Dalal Street	Bandra Kurla Complex, Bandra (E),
Mumbai – 400001	Mumbai – 400051
BSE Code: 533189	NSE Code: GOENKA

Sub.: Proceedings of 28th Annual General Meeting dated September 29, 2018

The 28th Annual General Meeting of the Company was held on Saturday, September 29, 2018 at 11.00 a.m. at Bungalow No. C – 114, Shivaji Marg, Vijaypath, Tilak Nagar, Jaipur - 302004.

Mr. Nandlal Goenka, Chairman of the Company, chaired the proceedings of the Meeting.

The Chairman informed to the Members that in accordance with the provisions of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the remote e-voting facility through Karvy Computershare Private Limited ("Karvy") to enable the Members of the Company to cast / exercise their vote(s) electronically on the agenda items specified in the Notice of the 28th Annual General Meeting.

The remote e-voting period had commenced on 26th September, 2018 at 9.00 a.m. and ended on 28th September, 2018 at 5.00 p.m.

The Chairman informed the Members that the facility for voting through ballot paper is made available at the Meeting for Members who have not cast their vote through remote e-voting.

Thereafter, all the 6 resolutions required to be passed were proposed and seconded.

Thereafter, the Chairman ordered for voting through Ballot paper and requested Mr. Vishal N. Manseta, Scrutinizer for a conduct of the voting.

The Chairman announced that the e-voting result along with consolidated scrutinizer's report shall be placed on the website of the Company i.e. www.goenkadiamonds.com and also on www.evoting.karvy.com.

As per the scrutinizers report received by the chairman the resolutions which were put to vote by remote e-voting facility before the meeting and by poll at the meeting were passed with requisite majority. The resolutions were related to the following:

A. Ordinary Business

GOENKA DIAMOND & JEWELS LTD. MUMBAI

GOENKA DIAMOND AND JEWELS LIMITED
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Regd. Off.: 401, Panchratna, M.S.B. Ka Rasta, Johari Bazar, Jaipur 302 003, India *Tel.*: (0141) 2574175 *Fax* : (0141) 2573305
e-mail : accounts@goenkadiamonds.com *Website* : www.goenkadiamonds.com CIN : L36911RJ1990PLC005651

1. To consider and adopt the Audited Financial Statements of the Company on a standalone and consolidated basis, for the financial year ended March 31, 2018 including the Balance sheet as at March 31, 2018, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.(Ordinary resolution)

B. Special Business

2. To appoint M/s Ummed Jain & Co., (**Firm Regn. No.119250W**) Chartered Accountants, Mumbai and as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors ("the Board") to fix their remuneration.

   "RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s Ummed Jain & Co., (Reg. No.119250W), Chartered Accountants, Mumbai be and is hereby re-appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting ("AGM") till the conclusion of the next AGM"

   "FURTHER RESOLVED THAT the Board of Directors ("the Board") is authorised to fix it's remuneration".

   "FURTHER RESOLVED THAT any Director of the Company and the Company Secretary of the Company is be and hereby severally authorized to do all such acts and deeds and to execute all such documents and to submit certified true copy of this resolution wherever required"**(Special Resolution)**

3. Re-appointment of Mr. Navneet Goenka as Vice Chairman and Managing Director of the Company.
   "RESOLVED THAT pursuant to provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereof, the recommendations of Nomination & Remuneration Committee and the Board of Directors, the consent of Members of the Company be and is hereby accorded to the re-appointment of Mr. Navneet Goenka (DIN: 00164428) as Vice-Chairman and Managing Director of the Company for the period of five years with effect from April 1, 2018 on such terms and conditions as set out in this resolution and the explanatory statement annexed hereto and payment of such remuneration, as may be determined by the Board or a duly constituted Committee thereof, from time to time, within the maximum limits of remuneration for Managing Director approved by the Members of the Company".
   "RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company and Company Secretary of the Company be and is hereby authorized severally to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard". **(Ordinary resolution)**

GOENKA DIAMOND & JEWELS LTD. MUMBAI

4. Re-appointment of Mr. Nandlal Goenka as Chairman and Whole Time Director of the Company.

"RESOLVED THAT pursuant to provisions of Section 196, 197, 203 and other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification or re-enactment thereof) read with Schedule V thereof, the recommendations of Nomination & Remuneration Committee and the Board of Directors, the consent of Members of the Company be and is hereby accorded to the reappointment of Mr. Nandlal Goenka (DIN: 00125281) as a Whole-time Director and Chairman of the Company for the period of five years with effect from April 01, 2018 on such terms and conditions as set out in this resolution and the explanatory statement annexed hereto and payment of such remuneration, as may be determined by the Board or a duly constituted Committee thereof, from time to time, within the maximum limits of remuneration for Whole time Director approved by the Members of the Company."

"RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company and Company Secretary of the Company be and is hereby authorized severally to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard." **(Special Resolution)**

5. To appoint Mr. Bhau Sanjay Dhure as Non-Executive Independent Director of the Company.

"RESOLVED THAT pursuant to the provision of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Bhau Sanjay Dhure (DIN 08067074), who was appointed as an Additional Director (Independent) pursuant to the provisions of Section 161(1) of the Companies Act, 2013, at Board Meeting held on February 06, 2018 and holds office upto the conclusion of this Annual General Meeting as per the provisions of the companies Act, 2013. The Director meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for the term of five years and the term shall not be subject to retirement by rotation."

"RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and is hereby authorized severally to do all such acts and deeds and to execute all such documents as may be required for the purpose and to submit a Certified True copy of this resolution as and when required." **(Ordinary resolution)**

6. To appoint Mrs. Dhara Atul Shah as a Non-Executive Independent Director of the Company.

GOENKA DIAMOND MUMBAI

"**RESOLVED THAT** pursuant to the provision of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Dhara Atul Shah (DIN 08067855), who was appointed as an Additional Director (Independent) pursuant to the provisions of Section 161(1) of the Companies Act, 2013, at Board Meeting held on February 06, 2018 and holds office upto the conclusion of this Annual General Meeting as per the provisions of the companies Act, 2013 The Director meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for the term of five years and the term shall not be subject to retirement by rotation."

"**RESOLVED FURTHER THAT** the Board of Directors of the Company and Company Secretary of the Company be and is hereby authorized severally to do all such acts and deeds and to execute all such documents as may be required for the purpose and to submit a Certified True copy of this resolution as and when required." **(Ordinary resolution)**

Copy of the Scrutinizer's report along with requisite particulars of e-voting results as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 is enclosed for your information and record.

Yours truly,
For **GOENKA DIAMOND & JEWELS LIMITED**

PARAG GUPTA
COMPANY SECRETARY AND COMPLIANCE OFFICER

Encl.: As above

GOENKA DIAMOND AND JEWELS LIMITED
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VISHAL N. MANSETA (B.Com, A. C. S.)
Practicing Company Secretary
Off. : 65/642, Gr. Flr., Shiv Sahkari C.H.S., MHB Colony, Mahavir Nagar, Nr. Link Rd., Kandivali (W), Mumbai - 67.
Tel. : 022 - 28696314 Mob. : 09987066314, 09321799780 Web : www.vishalmanseta.com
Email : vishal_manseta@rediffmail.com / vishal@vishalmanseta.com

To,
The Chairman,
Goenka Diamond and Jewels Limited,
401, Panchratna,
MSB Ka Rasta,
Johari Bazar,
Jaipur - 302003

Dear Sir,

Sub.: **Scrutinizer's Report E-voting and Poll conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rule, 2014**

I, Vishal N. Manseta, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Goenka Diamond and Jewels Limited vide resolution dated August 11, 2018,pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rule, 2014, to conduct the scrutiny of electronic voting process and scrutinizer of poll.

As required under Section 101 and 108 of the Companies Act, 2013, Notice dated August 11, 2018 along with Explanatory Statement under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the Ordinary/Special Resolutionsas mentioned below:

1. To consider and adopt the Audited Financial Statements of the Company on a standalone and consolidated basis, for the financial year ended March 31, 2018 including the Balance sheet as at March 31, 2018, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

2. To appoint M/s Ummed Jain & Co., (**Firm Reg. No.119250W**) Chartered Accountants, Mumbai as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration .

3. To Re-appoint Mr. Navneet Goenka (DIN: 00164428)as Vice-Chairman and Managing Director of the Company for the term of five years commencing from 1st April, 2018.

4. To Re-appoint Mr. Nandlal Goenka (DIN:00125281) as a Whole-time Director and Chairman of the Company for the term of five years commencing from 1st April, 2018.

5. To Appoint Mr. Bhau Sanjay Dhure (DIN 08067074) as an Non-Executive Independent Director for the term of five years.

6. To Appoint Mrs. DharaAtul Shah(DIN 08067855) as an Non-Executive Independent Director of the Company for the term of five years.

which were passed at the 28th **AnnualGeneral Meeting of the Company held on September 29, 2018.**

VISHAL MANSETA
M. No. 2[illegible]
C.P. No. 898[illegible]
COMPANY SECRETARY

The Company has also availed the e-voting' facility offered by Karvy Computershare Private Limited (**"KARVY"**) for conducting e-voting by the Shareholders of the Company.
The e-voting period commenced on Wednesday,September 26, 2018 at 9.00 a.m. and ended on Friday, September 28, 2018 at 5.00 p.m. and the KARVY e-voting platform was blocked thereafter.

I have scrutinized and reviewed the voting done through electronic meansand votes tendered therein and maintained a register in which necessary entries have been made in accordance with the above rules. I have also scrutinized the ballot papers submitted by the members at the meeting.

I now submit my Report as under on the result of the voting through electronic means and by poll in respect of the said Resolutions.

Date of AGM	**September 29, 2018**
Total number of shareholders on Record Date: Cut-off date for e-voting -	**13,658** **September 22, 2018**
No. of shareholders Present in meeting either in person or through proxy: Promoters and Promoters Group: Public:	 **5** **39**
No. of Shareholders attended the meeting through Video Conferencing:	**Not arranged**

<u>Agenda –wise</u>

Item No.	**Details of the Agenda**	**Resolution required (Ordinary/ Special)**	**Mode of Voting (~~Show of hands~~/Poll/~~Postal Ballot~~/E-voting)**	**Remarks**
1.	To consider and adopt the Audited Financial Statements of the Company on a standalone and consolidated basis, for the financial year ended March 31, 2018 including the Balance sheet as at March 31, 2018, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.	Ordinary	E-Voting and Poll	The resolution was passed with the requisite majority
2.	To appoint M/s Ummed Jain & Co.,(Firm Reg. No.119250W) Chartered Accountants, Mumbai as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration	Special	E-Voting and Poll	The resolution was passed with the requisite majority
3.	To Re-appoint Mr. Navneet Goenka	Ordinary	E-Voting and Poll	The resolution was passed with the requisite

VISHAL MANSETA
COMPANY SECRETARY

	(DIN: 00164428) as Vice-Chairman and Managing Director of the Company for the term of five years commencing from 1st April, 2018.			majority
4	To Re-appoint Mr. Nandlal Goenka (DIN:00125281) as a Whole-time Director and Chairman of the Company for the term of five years commencing from 1st April, 2018	Special	E-Voting and Poll	The resolution was passed with the requisite majority
5	To Appoint Mr. Bhau Sanjay Dhure (DIN 08067074) as an Non-Executive Independent Director for the term of five years	Ordinary	E-Voting and Poll	The resolution was passed with the requisite majority
6	To Appoint Mrs. DharaAtul Shah (DIN 08067855) as an Non-Executive Independent Director of the Company for the term of five years.	Ordinary	E-Voting and Poll	The resolution was passed with the requisite majority

The voting details of the resolutions passed at the meeting are as under:

Sr. No.	Particulars	In favour of the Ordinary/~~Special~~ Resolution(s)			Against Ordinary/~~Special~~ Resolution(s)		
		Number of Members	Number of Shares	% of total number of votes cast	Number of Members	Number of Shares	% of total number of votes cast
1	To consider and adopt the Audited Financial Statements of the Company on a standalone and consolidated basis, for the financial year ended March 31, 2018 including the Balance sheet as at March 31, 2018, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.	**53**	**14,20,66,028**	**99.99%**	**1**	**8,900**	**0.01%**
2	To appoint M/s Ummed Jain & Co.,(Firm Reg. No.119250W) Chartered Accountants, Mumbai as the Statutory Auditor of the Company to hold office from the conclusion of this	**53**	**14,20,66,028**	**99.99%**	**1**	**8,900**	**0.01%**

VISHAL MANSETA
M.No. 25183
C.P.No. 8981
COMPANY SECRETARY

	Directors to fix their remuneration						
3	To Re-appoint Mr. Navneet Goenka (DIN: 00164428) as Vice-Chairman and Managing Director of the Company for the term of five years commencing from 1st April, 2018.	52	5,09,39,153	99.98%	1	8,900	0.02%
4.	To Re-appoint Mr. Nandlal Goenka (DIN:00125281) as a Whole-time Director and Chairman of the Company for the term of five years commencing from 1st April, 2018.	52	13,64,65,403	99.99%	1	8,900	0.01%
5	To Appoint Mr. Bhau Sanjay Dhure (DIN 08067074) as an Non-Executive Independent Director for the term of five years.	53	14,20,66,028	99.99%	1	8,900	0.01%
6.	To Appoint Mrs. DharaAtul Shah (DIN 08067855) as an Non-Executive Independent Director of the Company for the term of five years.	53	14,20,66,028	99.99%	1	8,900	0.01%

As per e-voting report of Karvy one member holding 1,500 shares has abstained from voting.

The Chairman of the company may declare the results of the e-voting and Poll.

For **Vishal N. Manseta**
(Practicing Company Secretary)

Vishal N. Manseta
ACS No.: 25183
C.P. No.:8981
Date: September 29, 2018
Place: Mumbai

VISHAL MANSETA
M.No.25183
C.P.No.8981
COMPANY SECRETARY

Voting Results for AGM held on September 29, 2018
(Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date ofg AGM	29.09.2018
Total number of shareholders on record date	13658
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	39
No. of Shareholders attended the meeting through Video Conferencing	**Not arranged**
Promoters and Promoter Group:	N.A
Public:	N.A

Item No. 1: 1. Agenda- wise disclosure: To consider and adopt the Audited Financial Statements of the Company on a standalone and consolidated basis, for the financial year ended March 31, 2018 including the Balance sheet as at March 31, 2018, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	E-Voting	182,429,250	141,277,500	77.44%	141,277,500	-	100.00%	0.00%
and Promoter Group	Poll		18,750.00	0.01%	18,750.00	-	0.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	182,429,250	141,296,250	100.00%	141,296,250	-	100.00%	0.00%
Public-	E-Voting	34,200,629.00	-	0.00%	-	-	0.00%	0.00%
Institutions	Poll		-	0.00%	-	-	0.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	34,200,629.00	-	0.00%	-	-	0.00%	0.00%
Public-	E-Voting	100,370,121	757,224	0.75%	748,324	8,900	98.82%	1.18%
Non Institutions	Poll		21,454	0.02%	21,454	-	100.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	100,370,121	778,678	0.78%	769,778	8,900	98.86%	1.14%
Total		317,000,000	142,074,928	44.82%	142,066,028	8,900	99.99%	0.01%

Item No. 2: Agenda- wise disclosure: To appoint M/s Ummed Jain & Co., (Firm Reg. No.119250W) Chartered Accountants, Mumbai as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorize the Board of Directors to fix their remuneration

Resolution required: (Ordinary/ Special)			Special Resolution					
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	182,429,250	141,277,500	77.44%	141,277,500	-	100.00%	0.00%
	Poll		18,750.00	0.01%	18,750.00	-	0.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	182,429,250	141,296,250	100.00%	141,296,250	-	100.00%	0.00%
Public- Institutions	E-Voting	34,200,629.00	-	0.00%	-	-	0.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	34,200,629.00	-	0.00%	-	-	0.00%	0.00%
Public- Non Institutions	E-Voting	100,370,121	757,224	0.75%	748,324	8,900	98.82%	1.18%
	Poll		21,454	0.02%	21,454	-	100.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	100,370,121	778,678	0.78%	769,778	8,900	98.86%	1.14%
Total		317,000,000	142,074,928	44.82%	142,066,028	8,900	99.99%	0.01%

Item No. 3: 3. Agenda- wise disclosure: To Re-appoint Mr. Navneet Goenka (DIN: 00164428) as Vice-Chairman and Managing Director of the Company for the term of five years commencing from 1st April, 2018.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	182,429,250	50,150,625	27.49%	50,150,625	-	100.00%	0.00%
	Poll		18,750.00	0.01%	18,750.00	-	0.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	182,429,250	50,169,375	100.00%	50,169,375	-	100.00%	0.00%
Public- Institutions	E-Voting	34,200,629.00	-	0.00%	-	-	0.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	34,200,629.00	-	0.00%	-	-	0.00%	0.00%
Public- Non Institutions	E-Voting	100,370,121	757,224	0.75%	748,324	8,900	98.82%	1.18%
	Poll		21,454	0.02%	21,454	-	100.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	100,370,121	778,678	0.78%	769,778	8,900	98.86%	1.14%
Total		317,000,000	50,948,053	16.07%	50,939,153	8,900	99.98%	0.02%

Item No. 4: To Re-appoint Mr. Nandlal Goenka (DIN:00125281) as a Whole-time Director and Chairman of the Company for the term of five years commencing from 1st April, 2018.

Resolution required: (Ordinary/ Special)			Special Resolution					
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	182,429,250	135,676,875	74.37%	135,676,875	-	100.00%	0.00%
	Poll		18,750.00	0.01%	18,750.00	-	0.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	182,429,250	135,695,625	100.00%	135,695,625	-	100.00%	0.00%
Public-Institutions	E-Voting	34,200,629.00	-	0.00%	-	-	0.00%	0.00%
	Poll		-	0.00%	-	-	0.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	34,200,629.00	-	0.00%	-	-	0.00%	0.00%
Public-Non Institutions	E-Voting	100,370,121	757,224	0.75%	748,324	8,900	98.82%	1.18%
	Poll		21,454	0.02%	21,454	-	100.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	100,370,121	778,678	0.78%	769,778	8,900	98.86%	1.14%
Total		317,000,000	136,474,303	43.05%	136,465,403	8,900	99.99%	0.01%

Item No. 5: To Appoint Mr. Bhau Sanjay Dhure (DIN 08067074) as an Non-Executive Independent Director for the term of five years.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	E-Voting	182,429,250	141,277,500	77.44%	141,277,500	-	100.00%	0.00%
and Promoter Group	Poll		18,750.00	0.01%	18,750.00	-	0.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	182,429,250	141,296,250	100.00%	141,296,250	-	100.00%	0.00%
Public-	E-Voting	34,200,629.00	-	0.00%	-	-	0.00%	0.00%
Institutions	Poll		-	0.00%	-	-	0.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	34,200,629.00	-	0.00%	-	-	0.00%	0.00%
Public-	E-Voting	100,370,121	757,224	0.75%	748,324	8,900	98.82%	1.18%
Non Institutions	Poll		21,454	0.02%	21,454	-	100.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	100,370,121	778,678	0.78%	769,778	8,900	98.86%	1.14%
Total		317,000,000	142,074,928	44.82%	142,066,028	8,900	99.99%	0.01%

Item No. 5: To Appoint Mrs. Dhara Atul Shah (DIN 08067855) as an Non-Executive Independent Director of the Company for the term of five years.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	E-Voting	182,429,250	141,277,500	77.44%	141,277,500	-	100.00%	0.00%
and Promoter Group	Poll		18,750.00	0.01%	18,750.00	-	0.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	182,429,250	141,296,250	100.00%	141,296,250	-	100.00%	0.00%
Public-	E-Voting	34,200,629.00	-	0.00%	-	-	0.00%	0.00%
Institutions	Poll		-	0.00%	-	-	0.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	34,200,629.00	-	0.00%	-	-	0.00%	0.00%
Public-	E-Voting	100,370,121	757,224	0.75%	748,324	8,900	98.82%	1.18%
Non Institutions	Poll		21,454	0.02%	21,454	-	100.00%	0.00%
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	100,370,121	778,678	0.78%	769,778	8,900	98.86%	1.14%
Total		317,000,000	142,074,928	44.82%	142,066,028	8,900	99.99%	0.01%