

July 28, 2023

**National Stock Exchange of India Limited** 

Exchange Plaza, Plot No. C/1, G Block, Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051.

Symbol: L&TFH Security Code No.: 533519

**BSE Limited** 

Corporate Relations Department,

1st Floor, New Trading Ring,

P. J. Towers, Dalal Street,

Mumbai - 400 001.

Kind Attn: Head - Listing Department / Dept of Corporate Communications

Sub: Details of voting results with respect to the Fifteenth Annual General Meeting

Dear Sir / Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed the details of voting results with respect to the Fifteenth Annual General Meeting of the Company held on Friday, July 28, 2023 at 4:00 p.m. through electronic mode (video conference or other audio visual means) as per the format prescribed.

Also, please find enclosed, for your records the report issued by the Scrutinizer i.e., Mr. S. N. Ananthasubramanian, Practicing Company Secretary.

Further, the results are also being uploaded on website of the Company at www.ltfs.com.

We request you to take the aforesaid on records.

Thanking you,

Yours faithfully,

For L&T Finance Holdings Limited

Apurva Rathod
Company Secretary and Compliance Officer

Encl: as above

www.ltfs.com



#### **DETAILS OF VOTING RESULTS**

Date of the Annual General Meeting	Friday, July 28, 2023
Total no. of shareholders as on record date	6,91,791
(i.e. Friday, July 21, 2023 - cut-off date for	
voting purpose)	
No. of shareholders present in the meeting	
either in person or through proxy:	
a. Promoters and Promoter Group	Not Applicable
b. Public	Not Applicable
No. of shareholders attended the meeting	
through Video Conferencing*:	
a. Promoters and Promoter Group	1
b. Public	68

<sup>\*</sup> Video conferencing includes video conference and other audio visual means

#### **AGENDA - WISE**

The mode of voting on all the resolutions was:

- 1. Remote e-voting conducted between Tuesday, July 25, 2023 from 9:30 a.m. (IST) to Thursday, July 27, 2023 to 5:00 p.m. (IST); and
- 2. Voting through electronic means conducted during the Annual General Meeting.

The details of voting for each resolution are given in **Annexure I**.

For L&T Finance Holdings Limited

Apurva Rathod
Company Secretary and Compliance Officer

Encl: As above



#### Annexure I

Category V	l in the	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –	% of Votes in	% of Votes
Category V		held		Polled on outstanding				% of Votes
		[1]		I		Against	favour on votes polled	% of Votes against on votes polled
Е			[2]	[3]={[2]/[1]}* 100	[4]	[5]	[6]={[4]/[2]}*1 00	[7]={[5]/[2]}* 100
[-	E-Voting		1,63,92,29,920	100	1,63,92,29,920	-	100	-
Promoter Po	Poll	1,63,92,29,920	-	-	-	-	-	-
Promoter Po	Postal Ballot		-	-	-	-	-	-
	Total .		1,63,92,29,920	100	1,63,92,29,920	-	100	-
E-	E-Voting		28,83,35,239	59.6558	28,78,22,419	5,12,820	99.8221	0.1779
Public Po	Poll		-	-	-	-	-	-
Institutions Po	Postal Ballot	48,33,31,650	-	-	-	-	-	-
To	Total .		28,83,35,239	59.6558	28,78,22,419	5,12,820	99.8221	0.1779
E-	E-Voting		27,24,955	0.7559	27,23,707	1,248	99.9542	0.0458
	Poll		8,21,218	0.2278	8,20,993	225	99.9726	0.0274
1 404 40	Postal Ballot	36,05,07,941	-	-	-	-	-	-
To	Total .		35,46,173	0.9837	35,44,700	1,473	99.9585	0.0415
Total		2,48,30,69,511	1,93,11,11,332	77.7711	1,93,05,97,039	5,14,293	99.9734	0.0266



		noter group are a/resolution?	No								
Category Mode of Voting		No. of shares held	On I		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			
	E-Voting		1,63,92,29,920	100	1,63,92,29,920	-	100	-			
Promoter and Promoter Group	Poll		-	-	-	-	-	-			
	Postal Ballot	1,63,92,29,920	-	-	-	-	-	-			
	Total		1,63,92,29,920	100	1,63,92,29,920	-	100	-			
	E-Voting		33,82,56,510	69.9843	33,82,56,510	-	100	-			
	Poll		-	-	-	-	-	-			
Public Institutions	Postal Ballot	48,33,31,650	-	-	-	-	-	-			
	Total		33,82,56,510	69.9843	33,82,56,510	-	100	-			
	E-Voting		27,24,955	0.7559	27,24,137	818	99.97	0.0300			
	Poll		8,21,218	0.2278	8,20,993	225	99.9726	0.0274			
Public Non nstitutions	Postal Ballot	36,05,07,941	-	-	-	-	-	-			
	Total		35,46,173	0.9837	35,45,130	1,043	99.9706	0.0294			
Total		2,48,30,69,511	1,98,10,32,603	79.7816	1,98,10,31,560	1,043	99.9999	0.0001			



Resolution	Required:	(Ordinary)			r in place of Mr. F g eligible, offers			9798), who			
Whether pr are interest agenda/res	ted in the	omoter group	No								
Category	Mode of Voting	No. of shares held	No. 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	1,63,92,29,920	1,63,92,29,920	100	1,63,92,29,920	-	100	-			
	Poll		-	-	-	-	-	-			
	Postal Ballot		-	-	-	-	-	-			
·	Total		1,63,92,29,920	100	1,63,92,29,920	-	100	-			
	E-Voting		33,82,56,510	69.9843	30,71,44,734	3,11,11,776	90.8023	9.1977			
Public	Poll		-	-	-	-	-	-			
Institutions	Postal Ballot	48,33,31,650	-	-	-	-	-	-			
	Total		33,82,56,510	69.9843	30,71,44,734	3,11,11,776	90.8023	9.1977			
	E-Voting		27,24,935	0.7559	27,21,053	3,882	99.8575	0.1425			
Public	Poll		8,21,218	0.2278	8,20,993	225	99.9726	0.0274			
Non Institutions	Postal Ballot	36,05,07,941	-	-	-	-	-	-			
	Total		35,46,153	0.9837	35,42,046	4,107	99.8842	0.1158			
Total		2,48,30,69,511	1,98,10,32,583	79.7816	1,94,99,16,700	3,11,15,883	98.4293	1.5707			
*Votes ment	tioned agair	nst Poll are the vote	s casted electronic	cally through e	-voting during the	AGM					



Resolution R	equired ։ (Տլ	pecial)	4 - Re-appoint Director of the		Rajani R. Gupte	(DIN: 0317	2965) as an	Independent			
Whether proi		oter group are resolution?	No								
Category	Mode of Voting	No. of shares held	No. of votes polled	Dollod on		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			
	E-Voting		1,63,92,29,920	100	1,63,92,29,920	-	100	-			
Promoter and Promoter Group	Poll	1	-	-	-	-	-	-			
	Postal Ballot	1,63,92,29,920	-	-	-	-	-	-			
	Total	1	1,63,92,29,920	100	1,63,92,29,920	-	100	-			
	E-Voting		33,82,56,510	69.9843	33,12,55,820	70,00,690	97.9304	2.0696			
D. J. II.	Poll	1	-	-	-	-	-	-			
Public Institutions	Postal Ballot	48,33,31,650	-	-	-	-	-	-			
	Total	1	33,82,56,510	69.9843	33,12,55,820	70,00,690	97.9304	2.0696			
	E-Voting		27,24,935	0.7559	27,20,544	4,391	99.8389	0.1611			
Duddie Nee	Poll	1	8,21,218	0.2278	8,20,993	225	99.9726	0.0274			
Public Non Institutions	Postal Ballot	36,05,07,941	-	-	-	-	-	-			
	Total	1	35,46,153	0.9837	35,41,537	4,616	99.8698	0.1302			
Total		2,48,30,69,511	1,98,10,32,583	79.7816	1,97,40,27,277	70,05,306	99.6464	0.3536			



Resolution R	equired : (S <sub>l</sub>	pecial)	5 - Amendmen Company.	t to the obje	ct clause of the	Memorand	um of Associa	ation of the			
Whether pror interested in		oter group are resolution?	No								
Category	Mode of Voting	No. of shares held	Polled on		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			
	E-Voting	1,63,92,29,920	1,63,92,29,920	100	1,63,92,29,920	-	100	-			
Promoter and Promoter Group	Poll		-	-	-	-	-	-			
	Postal Ballot		-	-	-	-	-	-			
	Total	1	1,63,92,29,920	100	1,63,92,29,920	-	100	-			
	E-Voting		33,82,56,510	69.9843	33,82,56,510	-	100	-			
Public	Poll	1	-	-	-	-	-	-			
Institutions	Postal Ballot	48,33,31,650	-	-	-	-	-	-			
	Total	1	33,82,56,510	69.9843	33,82,56,510	-	100	-			
	E-Voting		27,24,935	0.7559	27,11,440	13,495	99.5048	0.4952			
Public Non	Poll	1	8,21,218	0.2278	8,20,993	225	99.9726	0.0274			
Institutions	Postal Ballot	36,05,07,941	-	-	-	-	-	-			
	Total		35,46,153	0.9837	35,32,433	13,720	99.6131	0.3869			
Total		2,48,30,69,511	1,98,10,32,583	79.7816	1,98,10,18,863	13,720	99.9993	0.0007			



Resolution R	equired : (S	pecial)	6 - Alteration of Articles of Association of the Company.  No								
Whether pror interested in		oter group are resolution?									
Category	Mode of Voting	No. of shares held	No. of votes polled	Bollod on		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			
	E-Voting		1,63,92,29,920	100	1,63,92,29,920	-	100	-			
Promoter and Promoter Group	Poll	1,63,92,29,920	-	-	-	-	-	-			
	Postal Ballot		-	-	-	-	-	-			
	Total	1	1,63,92,29,920	100	1,63,92,29,920	-	100	-			
	E-Voting		33,82,56,510	69.9843	33,82,56,510	-	100	-			
Public	Poll	1	-	-	-	-	-	-			
Institutions	Postal Ballot	48,33,31,650	-	-	-	-	-	-			
	Total	1	33,82,56,510	69.9843	33,82,56,510	-	100	-			
	E-Voting		27,24,935	0.7559	27,20,844	4,091	99.8499	0.1501			
Public Non	Poll	1	8,21,218	0.2278	8,20,993	225	99.9726	0.0274			
Institutions	Postal Ballot	36,05,07,941	-	-	-	-	-	-			
	Total	7	35,46,153	0.9837	35,41,837	4,316	99.8783	0.1217			
Total		2,48,30,69,511	1,98,10,32,583	79.7816	1,98,10,28,267	4,316	99.9998	0.0002			



10/25-26, 2nd Floor, Brindaban, Thane (W) – 400 601 T: +91 22 25345648 | +91 22 25432704 E: snaco@snaco.net |W: www.snaco.net ICSI Unique Code: P1991MH040400

July 28, 2023

To.

The Chairman

**L&T Finance Holdings Limited** 

CIN: L67120MH2008PLC181833

Brindavan, Plot No. 177, C.S.T. Road,

Kalina, Santacruz (East), Mumbai – 400 098

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your Members during the 15<sup>th</sup> Annual General Meeting of your Company held on Friday, July 28, 2023 through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Digitally signed by ANANTHASUBRAMANIAN NARAYANAN SATYAMANGALAM Date: 2023.07.28 19:00:58 +05'30'



APURVA
NEERAJ
RATHOD

S. N. Ananthasubramanian

**Founding Partner** 



# **SCRUTINIZER'S REPORT**

Name of the Company	L&T Finance Holdings Limited
Type of Meeting	15 <sup>th</sup> Annual General Meeting
Day, Date & Time	Friday, July 28, 2023 at 4.00 p.m.
Deemed Venue	Registered office situated at
	Brindavan, Plot No. 177, C.S.T. Road, Kalina,
	Santacruz (East), Mumbai – 400 098
Mode	Through Video Conferencing ("VC") / Other
	Audio Visual Means ("OVAM")

# 1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members at the Annual General Meeting ("AGM") of L&T Finance Holdings Limited (hereinafter referred to as 'the Company') held on Friday, July 28, 2023 at 4.00 p.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions, based on the reports generated from the electronic voting system.

# 2. Dispatch of Notice convening the AGM

2.1. Pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), an advertisement was published in Financial Express (English Newspaper)



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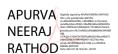


and Loksatta (Marathi Newspaper) on July 01, 2023 specifying the date & time of the AGM, availability of the notice on the Company's website and website of Stock Exchanges, manner of registration of email ids by the Members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

- 2.2. The Company hosted the detailed notice of AGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on July 04, 2023.
- 2.3. The Company has informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link Intime India Private Limited, Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM dated June 08, 2023 on July 04, 2023 by e-mail to 6,39,921 Members who had registered their email ids with the Company/ Depositories.
- 2.4. As informed to us, no Member has registered his/her email-id pursuant to the advertisement made by the Company.

#### 3. Cut-off date

3.1 Voting rights with respect to the agenda items were reckoned as on **Friday, July 21, 2023**, being the cut-off date for the purpose of deciding the entitlement of Members for remote e-voting and e-voting during the AGM.



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## 4. Remote e-voting process

### 4.1. Agency

The Company appointed Central Depository Services Limited (CDSL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.

# 4.2. Remote e-voting period

Remote e-voting platform was open from 9.30 a.m. (IST) on Tuesday, July 25, 2023 till 5.00 p.m. (IST) on Thursday, July 27, 2023 and Members were required to cast their votes electronically conveying their assent or dissent, as the case may be in respect of the resolutions on the remote e-voting platform provided by CDSL.

# 5. Voting at the AGM

- 5.1. In line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of the AGM, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.
- 5.2. Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the Members who had cast their votes through remote e-voting.



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#### 6. **Counting Process**

- 6.1. On completion of e-voting at the AGM, we unblocked the results of the remote e-voting and e-voting by Members at the AGM, on the CDSL evoting platform and downloaded the results for scrutiny.
- 6.2. All the votes cast by the Members were found to be valid.

#### 7. Results

- 7.1. Consolidated results with respect to the agenda items as set out in the Notice of the AGM dated June 08, 2023 is enclosed herewith.
- 7.2. Based on the aforesaid results, we report that 3 (Three) Ordinary Resolutions as set out in Item Nos. 1 to 3 and 3 (Three) Special Resolutions as set out in Item Nos. 4 to 6 of the Notice of the AGM dated **June 08, 2023** have been passed with the requisite majority.

#### For S. N. ANANTHASUBRAMANIAN & Co.

**Company Secretaries** 

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019

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Date: 2023.07.28 19:04:16 +05'30'

S. N. Ananthasubramanian

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**Founding Partner** 

ICSI UDIN: F004206E000699791





FCS 4206

# **CONSOLIDATED RESULTS**

Item No. 1: To consider and adopt the audited standalone financial statements of the Company together with the report of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2023 and audited consolidated financial statements of the Company together with the report of the Auditors thereon for the financial year ended March 31, 2023.

Remote e-voting Particulars		e-voting	Voting at	the AGM	То	Percentage	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	734	1,92,97,76,046	5	8,20,993	739	1,93,05,97,039	99.9734%
Dissent	16	5,14,068	1	225	17	5,14,293	0.0266%
Total	750	1,93,02,90,114	6	8,21,218	756	1,93,11,11,332	100.0000%

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated June 08, 2023 has been **passed with requisite majority.** 

#### For S. N. ANANTHASUBRAMANIAN & Co.

**Company Secretaries** 

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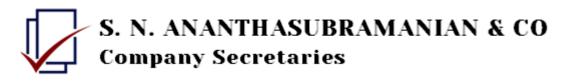
S. N. Ananthasubramanian

**Founding Partner** 

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ICSI UDIN: F004206E000699791





# Item No. 2: To declare dividend on Equity Shares.

Particulars	Remote e-voting		Voting at the AGM		То	Percentage	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	742	1,98,02,10,567	5	8,20,993	747	1,98,10,31,560	99.9999%
Dissent	10	818	1	225	11	1,043	0.0001%
Total	752	1,98,02,11,385	6	8,21,218	758	1,98,10,32,603	100.0000%

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated June 08, 2023 has been **passed with requisite majority.** 

# For S. N. ANANTHASUBRAMANIAN & Co.

**Company Secretaries** 

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S. N. Ananthasubramanian

Founding Partner

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Item No. 3: To appoint a Director in place of Mr. R. Shankar Raman (DIN: 00019798), who retires by rotation, and being eligible, offers himself for reappointment.

Remote e-voting Particulars		e-voting	Voting at	the AGM	То	Percentage	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	647	1,94,90,95,707	5	8,20,993	652	1,94,99,16,700	98.4293%
Dissent	109	3,11,15,658	1	225	110	3,11,15,883	1.5707%
Total	756	1,98,02,11,365	6	8,21,218	762	1,98,10,32,583	100.0000%

<sup>\*</sup>Five (5) Members have not cast all their votes in same manner.

Based on the aforesaid result, we report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated June 08, 2023 has been passed with requisite majority.

## For S. N. ANANTHASUBRAMANIAN & Co.

**Company Secretaries** 

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Date: 2023.07.28 19:08:26 +05'30'

S. N. Ananthasubramanian

**Founding Partner** 

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ICSI UDIN: F004206E000699791





Item No. 4: To approve re-appointment of Dr. Rajani R. Gupte (DIN: 03172965) as an Independent Director of the Company with effect from June 28, 2023 for a period of 5 consecutive years till June 27, 2028.

Particulars	Remote	e-voting	Voting at	the AGM	То	Percentage	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	699	1,97,32,06,284	5	8,20,993	704	1,97,40,27,277	99.6464%
Dissent	52	70,05,081	1	225	53	70,05,306	0.3536%
Total	751	1,98,02,11,365	6	8,21,218	757	1,98,10,32,583	100.0000%

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 4** of the Notice of the AGM dated June 08, 2023 has been **passed with requisite majority.** 

#### For S. N. ANANTHASUBRAMANIAN & Co.

**Company Secretaries** 

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S. N. Ananthasubramanian

**Founding Partner** 

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ICSI UDIN: F004206E000699791





Item No. 5: To amend the object clause of the Memorandum of Association of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	729	1,98,01,97,870	5	8,20,993	734	1,98,10,18,863	99.9993%
Dissent	22	13,495	1	225	23	13,720	0.0007%
Total	751	1,98,02,11,365	6	8,21,218	757	1,98,10,32,583	100.0000%

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 5** of the Notice of the AGM dated June 08, 2023 has been **passed with requisite majority.** 

# For S. N. ANANTHASUBRAMANIAN & Co.

**Company Secretaries** 

Digitally signed by ANANTHASUBRAMANIAN NARAYANAN SATYAMANGALAM Date: 2023.07,28 19:11:08 +05'30'

S. N. Ananthasubramanian

**Founding Partner** 

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# Item No. 6: To alter Articles of Association of the Company.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	726	1,98,02,07,274	5	8,20,993	731	1,98,10,28,267	99.9998
Dissent	25	4,091	1	225	26	4,316	0.0002
Total	751	1,98,02,11,365	6	8,21,218	757	1,98,10,32,583	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 6** of the Notice of the AGM dated June 08, 2023 has been **passed with requisite majority.** 

# For S. N. ANANTHASUBRAMANIAN & Co. Company Secretaries

Digitally signed by ANANTHASUBRAMANIAN NARAYANAN SATYAMANGALAM Date: 2023.07.28 19:12:31 +05'30'

S. N. Ananthasubramanian

**Founding Partner** 

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