



## FSN E-Commerce Ventures Limited

(formerly 'FSN E-Commerce Ventures Private Limited')

May 25, 2022

**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra – Kurla Complex,  
Bandra (E), Mumbai – 400 051

**BSE Limited**  
Corporate Relationship Department,  
2<sup>nd</sup> Floor, New Trading Wing,  
Rotunda Building, P.J. Towers,  
Dalal Street, Mumbai – 400 001

**Symbol: NYKAA**

**Scrip Code: 543384**

Dear Sirs,

**Sub: Disclosure of Voting Result - Postal Ballot Notice dated April 22, 2022**

The Company had sought approval of the members of the Company for the following matters:

S. No.	Description of Special Resolutions
1.	Approval for increase in borrowing powers of the Company under Section 180(l)(c) of the Companies Act, 2013
2.	Approval for creation of charge/mortgage on the assets of the Company under Section 180(l)(a) of the Companies Act, 2013
3.	Approval for increase in limits of investments/ loans/ guarantees/ securities under Section 186 of the Companies Act, 2013

Details of voting result of the Postal Ballot, conducted through remote e-voting process, in respect of resolutions contained in the Postal Ballot Notice dated April 22, 2022, is enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, together with the Scrutinizer's Report on the e-voting.

All the above-mentioned resolutions are passed with the requisite majority on May 24, 2022 (the last date for e-voting).

You are requested to take the same on record and disseminate on your website.

Thanking you,

Yours faithfully,

For **FSN E-Commerce Ventures Limited**

**Rajendra Punde**  
Head – Legal, Company Secretary & Compliance Officer  
Mem. No.: A9785



## FSN E-Commerce Ventures Limited

*(formerly 'FSN E-Commerce Ventures Private Limited')*

### Voting Results (Postal Ballot by way of remote e-voting) [As per Regulation 44(3) of Listing Regulations]

Date of the AGM/EGM	Not Applicable (Resolution passed through Postal Ballot on May 24, 2022)
Date of Postal Ballot Notice	April 22, 2022
Voting Start Date	April 25, 2022
Voting End Date	May 24, 2022
Total number of Members as on record date (i.e., April 22, 2022 – cut-off date for voting purpose):	3,09,083
No. of Members present in the meeting either in person or through proxy	Not Applicable (Resolution passed through Postal Ballot)
Promoters & Promoter Group	
Public	
No. of Members attended the meeting through Video Conferencing	Not Applicable (Resolution passed through Postal Ballot)
Promoters & Promoter Group	
Public	

**Agenda-wise disclosure****The Mode of voting for the resolution was remote e-voting.**

FSN E-Commerce Ventures Limited								
<b>Resolution Required : (Special)</b>			<b>1 - Approval for increase in borrowing powers of the Company under Section 180(l)(c) of the Companies Act, 2013</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
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	248565357	248565357	100.0000	248565357	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>248565357</b>	<b>100.0000</b>	<b>248565357</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	44330968	37612315	84.8443	26131785	11480530	69.4767	30.5233
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37612315</b>	<b>84.8443</b>	<b>26131785</b>	<b>11480530</b>	<b>69.4767</b>	<b>30.5233</b>
Public Non Institutions	E-Voting	181208551	126825145	69.9885	126823525	1620	99.9987	0.0013
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>126825145</b>	<b>69.9885</b>	<b>126823525</b>	<b>1620</b>	<b>99.9987</b>	<b>0.0013</b>
<b>Total</b>		<b>474104876</b>	<b>413002817</b>	<b>87.1121</b>	<b>401520667</b>	<b>11482150</b>	<b>97.2198</b>	<b>2.7802</b>

<b>Whether resolution is passed or not? (Yes/No):</b>	Yes
---	-----

*Note: The aforesaid resolution has been passed with the requisite majority.*



## FSN E-Commerce Ventures Limited

(formerly 'FSN E-Commerce Ventures Private Limited')

The Mode of voting for the resolution was remote e-voting.

FSN E-Commerce Ventures Limited								
Resolution Required : (Special)			2 - Approval for creation of charge/mortgage on the assets of the Company under Section 180(l)(a) of the Companies Act, 2013					
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	248565357	248565357	100.0000	248565357	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>248565357</b>	<b>100.0000</b>	<b>248565357</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	44330968	37612315	84.8443	24076536	13535779	64.0124	35.9876
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37612315</b>	<b>84.8443</b>	<b>24076536</b>	<b>13535779</b>	<b>64.0124</b>	<b>35.9876</b>
Public Non Institutions	E-Voting	181208551	126825082	69.9885	126822812	2270	99.9982	0.0018
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>126825082</b>	<b>69.9885</b>	<b>126822812</b>	<b>2270</b>	<b>99.9982</b>	<b>0.0018</b>
<b>Total</b>		<b>474104876</b>	<b>413002754</b>	<b>87.1121</b>	<b>399464705</b>	<b>13538049</b>	<b>96.7220</b>	<b>3.2780</b>

Whether resolution is passed or not? (Yes/No):  Yes

Note: The aforesaid resolution has been passed with the requisite majority.



# FSN E-Commerce Ventures Limited

(formerly 'FSN E-Commerce Ventures Private Limited')

The Mode of voting for the resolution was remote e-voting.

FSN E-Commerce Ventures Limited								
Resolution Required : (Special)			3 - Approval for increase in limits of investments/ loans/ guarantees/ securities under Section 186 of the Companies Act, 2013					
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	248565357	248565357	100.0000	248565357	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>248565357</b>	<b>100.0000</b>	<b>248565357</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	44330968	37612315	84.8443	21465162	16147153	57.0695	42.9305
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37612315</b>	<b>84.8443</b>	<b>21465162</b>	<b>16147153</b>	<b>57.0695</b>	<b>42.9305</b>
Public Non Institutions	E-Voting	181208551	126825145	69.9885	126823650	1495	99.9988	0.0012
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>126825145</b>	<b>69.9885</b>	<b>126823650</b>	<b>1495</b>	<b>99.9988</b>	<b>0.0012</b>
<b>Total</b>		<b>474104876</b>	<b>413002817</b>	<b>87.1121</b>	<b>396854169</b>	<b>16148648</b>	<b>96.0899</b>	<b>3.9101</b>

Whether resolution is passed or not? (Yes/No):  Yes

Note: The aforesaid resolution has been passed with the requisite majority.



**S. ANANTHA & VED LLP**  
(Registered with Limited Liability)

Company Secretaries LLP IN : AAH - 8229  
C - 316, 3rd Floor, Nirmal Avior - Galaxy  
LBS Marg, Mulund (W), Mumbai - 400 080  
www.sanantha.com; info@sanantha.com  
Tel: (+91 22) 2591 3041

**Report of Scrutinizer**  
**[Pursuant to Section 110 of the Companies Act, 2013 and the Companies**  
**(Management and Administration) Rules, 2014]**

**To**  
**The Chairperson**  
**FSN E-COMMERCE VENTURES LIMITED**  
**(CIN: L52600MH2012PLC230136)**  
**104, Vasan Udyog Bhavan, Sun Mill Compound,**  
**Tulsi Pipe Road, Lower Parel, Mumbai - 400 013**

Dear Mam,

**Sub: Result of the Postal Ballot conducted to obtain the approval of Shareholders of FSN E-Commerce Ventures Limited (the 'Company')**

I, Sachin Sharma (Membership No. ACS 46900/CP. No.20423), Designated Partner of M/s S. Anantha & Ved LLP (LLPIN:AAH-8229), Practicing Company Secretaries, Mumbai, was appointed as the Scrutinizer by the Company for conducting the Postal Ballot by way of remote e-voting process, carried out as per Section 108 and 110 of Companies Act, 2013 ('Act') read with the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 20/2021, 10/2021, 39/2020, 33/2020, 22/2020, 17/2020 and 14/2020 dated December 8, 2021, June 23, 2021, December 31, 2020, September 28, 2020, June 15, 2020, April 13, 2020 and April 8, 2020 respectively, issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and in line with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015"), in connection with the passing of the resolutions as mentioned in the Notice of Postal Ballot dated Friday, April 22, 2022.

In view of the situation arising due to COVID-19 pandemic and lockdown, MCA has issued Circulars giving certain relaxations in the provisions of the Act and the Rules for facilitating passing of ordinary and special resolutions by the Companies, realizing the challenges faced by the Companies in providing physical Postal Ballot voting facility to shareholders. The result along with Scrutinizer's report will simultaneously be posted on the Company's website- [www.nykaa.com](http://www.nykaa.com) and website of Link Intime - <https://instavote.linkintime.co.in.>, besides communicating the same to the National Stock Exchange of India Limited and BSE Limited. The voting results along with the Scrutinizer's Report will also be displayed at the Registered Office of the Company.

On account of threat posed by this pandemic and in terms of the MCA Circulars, the Company had sent the Postal Ballot Notice in only electronic form to those shareholders whose email id was registered with the Depositories and Link Intime India Private Limited ('the RTA') and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members as per the exemptions provided in the MCA circulars mentioned above. Accordingly, the communication of the assent or dissent of the Members had to take place through the E-voting system only.

All the required instructions in relation to e-voting by the shareholders were duly mentioned in the Notice sent to the shareholders of the Company through e-mail, wherever e-mail ids were available.



As per applicable provisions of the Companies Act, 2013 and Rules made thereunder, SEBI (LODR) Regulations, 2015 and as provided in the MCA circulars mentioned above, an advertisement was published by the Company in The Free Press Journal (English) and Navshakti (Vernacular -Marathi) newspapers, on April 24, 2022, informing about dispatch of the Postal Ballot Notice by e-mail.

The Company and the RTA had uploaded the Notice together with the explanatory statement on their respective website - [www.nykaa.com](http://www.nykaa.com) and <https://instavote.linkintime.co.in>. The Company had generated Event Number: 220107 on the RTA for casting votes through e-voting mode.

The Shareholders holding the shares as on the “cut-off” date i.e., Friday, April 22, 2022, were entitled to vote on the proposed resolutions through e-voting.

The remote e-voting period of thirty (30) days commenced on Monday, April 25, 2022 at 9.00 A.M. (IST) and ended on Tuesday, May 24, 2022 at 5.00 P.M. (IST) for the shareholders exercising their vote through remote e-voting. The remote e-voting module was disabled by the RTA for voting thereafter. All votes cast by e-voting received upto Tuesday, May 24, 2022 at 5.00 P.M. (IST) being last date fixed by the Company for exercise of vote by e-voting, were considered for my scrutiny.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI (LODR) Regulations, 2015, relating to the items being placed for approval of the shareholders through Postal Ballot by e-voting.

My responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize the e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on votes cast through e-voting as also the reports generated from the e-voting system provided by Link Intime India Private Limited ("RTA").

The Report of the Postal Ballot was duly compiled and accordingly the results of Postal Ballot through remote e-voting for the following resolutions are as under:

**1. Approval for increase in borrowing powers of the Company under Section 180(l)(c) of the Companies Act, 2013:**

**“RESOLVED THAT** in supersession of the earlier Special Resolution passed by the Members at the Extra-Ordinary General Meeting held on July 28, 2021 and pursuant to Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with the Rules, if any, made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act") and the provisions of the Articles of Association of the Company, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall include any Committee which the Board may have constituted or hereinafter constitute, to exercise its powers, including the powers conferred by this Resolution) to borrow such sum(s) of money(ies), in Indian Rupees and/or in any foreign currency from time to time, at its discretion, with or without security, and upon such terms and conditions as the Board may think fit, for the purpose of the business of the Company, such that the money(ies) to be borrowed together with the money(ies) already borrowed by the Company (apart from the temporary loans obtained/ to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and Securities premium of the Company, provided that the total amount so borrowed (apart from the temporary loans obtained/ to be obtained from the Company's bankers in the ordinary course of business) and outstanding at any point of time shall not exceed a sum of Rs. 3,000 crores (Rupees Three



Thousand Crores) or the aggregate of the paid-up capital, free reserves and securities premium of the Company, whichever is higher.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to sign and execute such document(s) / deed(s) / writing(s) / paper(s) / agreement(s) as may be required, to settle any question, difficulty or doubt that may arise in respect of the aforesaid borrowings and generally to do all acts, deeds, matters and things that may be deemed necessary, proper, expedient or incidental, in its absolute discretion for the purpose of giving effect to this resolution."

**Total number of e-Votes considered in connection with the passing of the above-mentioned Special Resolution:**

Sr. No.	Particulars	No. of e-Votes	No of Equity Shares	% to Total valid Votes
A	Votes in favour of the Resolution	545	40,15,20,667	97.22
B	Votes against the Resolution	117	1,14,82,150	2.78
C	<b>Total Valid Votes (A + B)</b>	<b>662</b>	<b>41,30,02,817</b>	<b>100.00</b>

*Notes: i) Two (2) Folios holding in aggregate 233 Equity Shares of face value of Re.1/- each of the Company, voted partially in favour and partially against the above resolution.*

*ii) One (1) Folio holding 2 Equity Shares of face value of Re.1/- each of the Company, voted 1 Equity Share in favor, and did not exercise the option to vote for 1 Equity Share in the above resolution.*

*iii) Two (2) Folios holding 3,514 Equity Shares of face value of Re.1/- each of the Company, voted 2 Equity Shares against, and did not exercise the option to vote for 3,512 Equity Shares in the above resolution.*

*iv) Eleven (11) Folios holding in aggregate 50,237 Equity Shares of Face Value of Re.1/- each of the Company, abstained from voting in the above resolution.*

*v) Based on the aforesaid result, we report that, the aforesaid Special Resolution at Item No.1, as contained in the Notice of Postal Ballot dated April 22, 2022 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2013.*

**(2) Approval For Creation Of Charge/Mortgage On The Assets Of The Company, Under Section 180(1)(a) Of The Companies Act, 2013:**

**"RESOLVED THAT** in supersession of the Special Resolution passed by the Members at the Extra-Ordinary General Meeting held on July 28, 2021 and pursuant to Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 read with the Rules, if any, made there under, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act") and any other applicable laws and provisions of the Articles of Association of the Company, consent of the company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers, including the powers conferred by this resolution) for creation of mortgage(s)/charge(s)/hypothecation(s)/security(ies) in addition to existing mortgage(s)/ charge(s)/ hypothecation(s)/ security(ies) created by the Company in such form and manner and with such ranking and at such time and on such terms, as the Board may in its absolute discretion determine, on all or any of the movable and/or immovable properties, tangible or intangible assets of the Company, both present and future and/or the whole or any part of the undertaking(s) of the Company together with the power to take over the substantial assets of the Company in certain events in favour of the Lender(s), Agent(s) and Trustee(s) and other bodies/persons, to secure the borrowings of the Company and/or the Company's subsidiaries, availed/to be availed by way of loan(s) and/or Securities (comprising fully/ partly Convertible Debentures and / or Non-Convertible Debentures with or without detachable or non-detachable Warrants and/or secured premium notes and/or floating rates, notes/bonds or other debt instruments), issued / to be issued by the Company, from time to time, within the overall limits of the borrowing powers of the Board as determined from time to time by the members of the





Company, pursuant to Section 180(1)(c) and all other applicable provisions, if any, of the Act, together with interest at the respective agreed rates, additional interest, compound interest, accumulated interest, liquidated damages, commitment charges, premia on prepayment, remuneration of the Agent(s) / Trustee(s), premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s) / Deed(s) and Agreement (s)/ Debenture Trust Deed(s) or any other document, entered into / to be entered into between the Company and the Lender(s) / Agent(s) and Trustee(s), in respect of the said loans / borrowings / securities and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board of Directors or Committee thereof and the Lender(s) / Agent(s) / Trustee(s), as the case may be.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to finalise, settle and execute such documents / deeds / writings / papers / agreements as may be required and to do all such acts, deeds, matters 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 regard to creating mortgages / charges/hypothecation/security as aforesaid."

**Total number of e-Votes considered in connection with the passing of the above-mentioned Special Resolution:**

Sr. No.	Particulars	No. of e-Votes	No of Equity Shares	% to Total valid Votes
A	Votes in favour of the Resolution	528	39,94,64,705	96.72
B	Votes against the Resolution	131	1,35,38,049	3.28
C	<b>Total Valid Votes (A + B)</b>	<b>659</b>	<b>41,30,02,754</b>	<b>100.00</b>

*Notes: i) One (1) Folio holding in aggregate 12 Equity Shares of face value of Re.1/- each of the Company, voted partially in favour and partially against the above resolution.*

*ii) Two (2) Folios holding 26 Equity Shares of face value of Re.1/- each of the Company, voted 8 Equity Share in favor, and did not exercise the option to vote for 18 Equity Shares in the above resolution.*

*iii) Three (3) Folios holding 3,516 Equity Shares of face value of Re.1/- each of the Company, voted 3 Equity Shares against, and did not exercise the option to vote for 3,513 Equity Shares in the above resolution.*

*iv) Thirteen (13) Folios holding in aggregate 50,282 Equity Shares of Face Value of Re.1/- each of the Company, abstained from voting in the above resolution.*

*v) Based on the aforesaid result, we report that, the aforesaid Special Resolution at Item No.2, as contained in the Notice of Postal Ballot dated April 22, 2022 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2013.*

**(3) Approval For Increase in Limits of Investments / Loans/ Guarantees/Securities Under Section 186 of The Companies Act, 2013:**

**"RESOLVED THAT** in supersession of the Special Resolution passed by the Members at the Extra-Ordinary General Meeting held on July 28, 2021 and pursuant to the provisions of Section 186 of the Companies Act, 2013 read with Rules, if any, made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act") other applicable provisions of law and the provisions of the Articles of Association of the Company and subject to such approvals, consents, sanctions and permissions as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers, including the powers conferred by this resolution) to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in



connection with a loan to any other body corporate or person; and (iii) make further investment in and/or acquire by way of subscription, purchase or otherwise, the securities of other body corporate, from time to time and in one or more tranches, for such an amount that the aggregate of the loans and investments so far made, the amounts for which guarantee or security so far provided in connection with a loan to any other body corporate or person, along with the investment, loan, guarantee or security proposed to be made or given by the Company exceeds the limits prescribed under Section 186 of the Act, viz., 60% of the Company's paid-up share capital, free reserves and securities premium account or 100% of the Company's free reserves and securities premium account, whichever is more, upon such terms and conditions as the Board may in its absolute discretion deem beneficial and in the interest of the Company, provided that the amount of such total loans or investments made, guarantees given and securities provided, other than to wholly owned subsidiaries of the Company, shall not at any time exceed Rs. 3,000 Crores (Rupees Three Thousand Crores).

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to decide and finalise in its absolute discretion the nature of each such investment including terms and conditions and quantum thereof, with power to transfer, sell or otherwise dispose of the same, from time to time and take all decisions and steps in respect of the above loans, guarantees and securities including the timing, amount and other terms and conditions of such loans, guarantees and securities and varying the same either in part or in full as it may deem appropriate and to do all such acts, deeds, matters and things, as may be necessary and/or expedient to give effect to this resolution."



**Total number of e-Votes considered in connection with the passing of the above-mentioned Special Resolution:**

Sr. No.	Particulars	No. of e-Votes	No of Equity Shares	% to Total valid Votes
A	Votes in favour of the Resolution	525	39,68,54,169	96.09
B	Votes against the Resolution	139	1,61,48,648	3.91
C	<b>Total Valid Votes (A + B)</b>	<b>664</b>	<b>41,30,02,817</b>	<b>100.00</b>

*Notes: i) Two (2) Folios holding in aggregate 16 Equity Shares of face value of Re.1/- each of the Company, voted partially in favour and partially against the above resolution.*

*ii) Three (3) Folios holding 28 Equity Shares of face value of Re.1/- each of the Company, voted 9 Equity Share in favor, and did not exercise the option to vote for 19 Equity Shares in the above resolution.*

*iii) Two (2) Folios holding 3,514 Equity Shares of face value of Re.1/- each of the Company, voted 2 Equity Shares against, and did not exercise the option to vote for 3,512 Equity Shares in the above resolution.*

*iv) Nine (9) Folios holding in aggregate 50,219 Equity Shares of Face Value of Re.1/- each of the Company, abstained from voting in the above resolution.*

*v) Based on the aforesaid result, we report that, the aforesaid Special Resolution at Item No.3, as contained in the Notice of Postal Ballot dated April 22, 2022 has been passed with requisite majority by the Members of the Company in accordance with the provisions of the Companies Act, 2013.*

**For S. ANANTHA & VED LLP**  
**Company Secretaries**

SACHIN  
HUKUMCHAND  
SHARMA

Digitally signed by SACHIN  
HUKUMCHAND SHARMA  
Date: 2022.05.25 20:37:59  
+05'30'



**Sachin Hukumchand Sharma**  
**CP No.: 20423**  
**UDIN: A046900D000390584**

**Date : May 25, 2022**  
**Place : Mumbai**

**Countersigned by**

**Rajendra Punde**  
**Head - Legal, Company Secretary & Compliance Officer**  
**Mem. No.: A9785**

**Date : May 25, 2022**  
**Place : Mumbai**