



Ref: CEL/NSEBSE/AGM/19092020

19<sup>th</sup> September, 2020

To,

Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051	Department of Corporate Services - Listing BSE Limited P. J. Towers, Dalal Street, Mumbai – 400 001
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**Re: Scrip Symbol: CENTUM/ Scrip Code: 517544**

Dear Sir/ Madam,

**Sub: Proceedings, Voting Results & Scrutinizer's Report of the Twenty Seventh Annual General Meeting**

The Twenty Seventh Annual General Meeting of the Company was held as scheduled on Friday, September 18, 2020 at 4:00 p.m. through Video Conferencing mode.

Mr. S.P. Nagarajan, Practicing Company Secretary was the scrutinizer for the E-voting and Instapoll and based on his report, all the resolutions were duly passed with requisite majority.

We are enclosing the following relating to the Twenty Seventh Annual General Meeting:

- Proceedings of the Annual General Meeting.
- Voting results (E-voting & Instapoll) of the Resolutions passed pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The report of the Scrutinizer on the voting results (E-voting & Instapoll) pursuant to provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014.

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**Centum Electronics Limited**

# 44, KHB Industrial Area, Yelahanka New Town, Bangalore - 560 106, Karnataka, India

Tel +91-(0)80-4143-6000 Fax +91-(0)80-4143-6005 [www.centumindia.com](http://www.centumindia.com)

CIN - L85110KA1993PLC013869



Kindly acknowledge the receipt of the same.

Yours faithfully,  
For **Centum Electronics Limited**

**Nagaraj K V**  
**Company Secretary & Compliance Officer**

Encl: as above

**CENTUM ELECTRONICS LIMITED**

**PROCEEDINGS OF THE 27<sup>TH</sup> ANNUAL GENERAL MEETING**

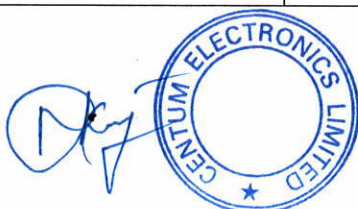
The Company had availed E-voting facility from M/s KFin Technologies Private Limited to enable Shareholders to vote in electronic form & Instapoll voting was enabled during the course of Video Conference Annual General Meeting. This is in accordance with the provisions of Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Shareholders raised queries in the meeting which were answered by the Chairman.

Sl No.	Description	Details				
1	Date of AGM	18-09-2020				
2	Cut-off date	11-09-2020				
3	Total number of Shareholders on cut-off date	8400				
4	No of Shareholders attended the meeting through Video Conference	46				
	<b>Shareholders</b>	<b>Present in person</b>	<b>Present through proxy</b>	<b>Total</b>	<b>Shares</b>	<b>% to capital</b>
	Promoter and Promoter Group	4	NA	4	7567863	58.73
	Public	42	NA	42	374270	2.91
	Total	46	NA	46	7942133	61.64
5	Out of above, number of Shareholders attended the meeting through Video Conferencing: <b>46</b>					

**DETAILS OF RESOLUTIONS PASSED AS PER THE AGM NOTICE:**

Resolution No	Description of the Resolutions passed	Mode of Voting	Result of Voting
1	Adoption of Financial Statements and Reports thereon for the financial year ended 31 <sup>st</sup> March, 2020. (Ordinary Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority
2	Declaration of Dividend. (Ordinary Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority



3	Re-appointment of Dr. Swarnalatha Mallavarapu, as a Director liable to retire by rotation. (Ordinary Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority
4	Approval of remuneration payable to M/s K.S. Kamalakara & Co., Cost Accountants, appointed as Cost Auditors for the financial year 2020-21. (Ordinary Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority
5	Appointment of Ms. Kavitha Dutt Chitturi (DIN: 00139274) as an Independent Director of the Company. (Ordinary Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority
6	Reappointment of Mr. Manoj Nagrath (DIN: 01974412) as an Independent Director of the Company. (Special Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority
7	Reappointment of Mr. Rajiv C Mody (DIN: 00092037) as an Independent Director of the Company. (Special Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority
8	Appointment of Mr. Nikhil Mallavarapu (DIN: 00288551) as Whole Time Director, designated as Executive Director of the Company. (Special Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority
9	Re-appointment of Mr. Apparao V Mallavarapu (DIN: 00286308) as Chairman and Managing Director of the Company (Special Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority
10	Approval for payment of Remuneration/ Commission to Non-Executive Directors of the Company (Ordinary Resolution)	E Voting & Instapoll	Resolution passed with Requisite Majority

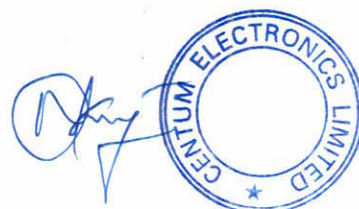
For CENTUM ELECTRONICS LIMITED

  
**Nagaraj K V**  
 Company Secretary

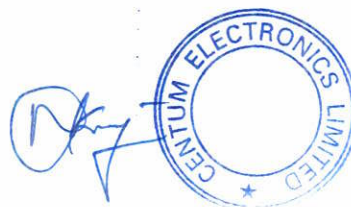


DETAILS OF RESOLUTIONS PASSED THROUGH E-VOTING & INSTAPOLL	
Date of the AGM/EGM	18-09-2020
Total number of shareholders on record date	8400
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	4
Public:	42

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Financial Statements and Reports thereon for the financial year ended 31st March, 2020									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,47,836	9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	43,60,467	2,49,780	5.7283	2,49,738	42	99.9831	0.0168	0	0
	Poll		38,621	0.8857	38,621	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,88,401	6.614	2,88,359	42	99.9854	0.0146	0	0
Total		1,28,84,781	88,12,615	68.3955	88,12,573	42	99.9995	0.0005	0	0

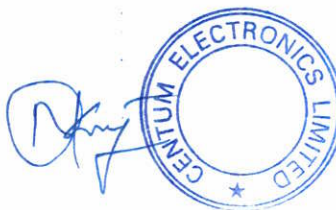


Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Dividend									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,47,836	9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	43,60,467	2,49,780	5.7283	2,49,738	42	99.9831	0.0168	0	0
	Poll		38,621	0.8857	38,621	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,88,401	6.614	2,88,359	42	99.9854	0.0146	0	0
Total		1,28,84,781	88,12,615	68.3955	88,12,573	42	99.9995	0.0005	0	0

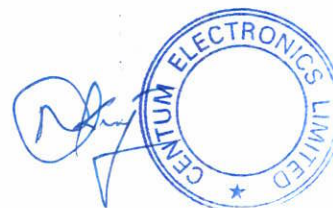




Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Retirement of Director by rotation									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,47,836	9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	43,60,467	2,49,780	5.7283	2,49,738	42	99.9831	0.0168	0	0
	Poll		38,621	0.8857	38,621	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,88,401	6.614	2,88,359	42	99.9854	0.0146	0	0
Total		1,28,84,781	88,12,615	68.3955	88,12,573	42	99.9995	0.0005	0	0

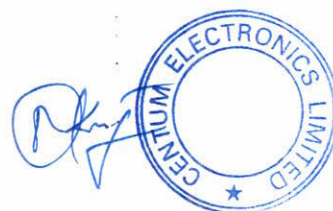


Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Remuneration payable to the Cost Auditors									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,47,836	9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	43,60,467	2,49,780	5.7283	2,49,738	42	99.9831	0.0168	0	0
	Poll		38,621	0.8857	38,621	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,88,401	6.614	2,88,359	42	99.9854	0.0146	0	0
Total		1,28,84,781	88,12,615	68.3955	88,12,573	42	99.9995	0.0005	0	0

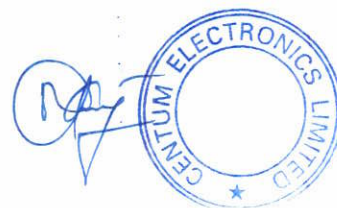




Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Ms. Kavitha Dutt Chitturi DIN 00139274 as an Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,47,836	9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	43,60,467	2,49,780	5.7283	2,49,738	42	99.9831	0.0168	0	0
	Poll		38,621	0.8857	38,621	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,88,401	6.614	2,88,359	42	99.9854	0.0146	0	0
Total		1,28,84,781	88,12,615	68.3955	88,12,573	42	99.9995	0.0005	0	0

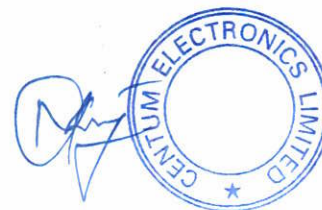


Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Manoj Nagrath DIN 01974412 as an Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,47,836	9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	43,60,467	2,49,780	5.7283	2,49,736	44	99.9823	0.0176	0	0
	Poll		38,621	0.8857	38,621	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,88,401	6.614	2,88,357	44	99.9847	0.0153	0	0
Total		1,28,84,781	88,12,615	68.3955	88,12,571	44	99.9995	0.0005	0	0



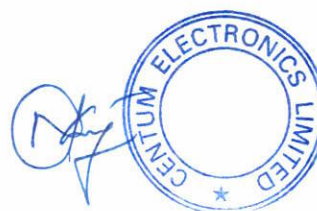


Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Rajiv C Mody DIN 00092037 as an Independent Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,47,836	9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	43,60,467	2,49,780	5.7283	2,49,736	44	99.9823	0.0176	0	0
	Poll		38,621	0.8857	38,621	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,88,401	6.614	2,88,357	44	99.9847	0.0153	0	0
Total		1,28,84,781	88,12,615	68.3955	88,12,571	44	99.9995	0.0005	0	0

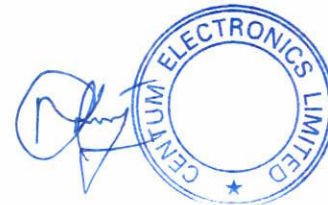




Resolution No.	8									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Nikhil Mallavarapu DIN 00288551 as Whole Time Director, designated as Executive Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,47,836	9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	43,60,467	2,49,780	5.7283	2,49,738	42	99.9831	0.0168	0	0
	Poll		38,621	0.8857	38,621	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,88,401	6.614	2,88,359	42	99.9854	0.0146	0	0
Total		1,28,84,781	88,12,615	68.3955	88,12,573	42	99.9995	0.0005	0	0


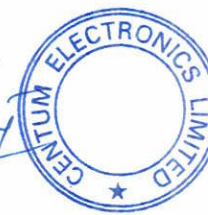


Resolution No.	9									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Apparao V Mallavarapu DIN 00286308 as Chairman and Managing Director of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,47,836	9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	43,60,467	2,49,780	5.7283	2,49,738	42	99.9831	0.0168	0	0
	Poll		38,621	0.8857	38,621	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,88,401	6.614	2,88,359	42	99.9854	0.0146	0	0
Total		1,28,84,781	88,12,615	68.3955	88,12,573	42	99.9995	0.0005	0	0





Resolution No.	10									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for payment of Remuneration Commission to Non-Executive Directors of the Company									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	75,76,478	75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		75,76,478	100.0000	75,76,478	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,47,836	9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		9,47,736	99.9894	9,47,736	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	43,60,467	2,49,780	5.7283	2,49,738	42	99.9831	0.0168	0	0
	Poll		38,621	0.8857	38,621	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,88,401	6.614	2,88,359	42	99.9854	0.0146	0	0
Total		1,28,84,781	88,12,615	68.3955	88,12,573	42	99.9995	0.0005	0	0



**S.P. NAGARAJAN** M.Com., A.C.S., L.L.B.  
Company Secretary in Wholetime Practice

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### **Consolidated Scrutinizer's Report**

(Pursuant to the provisions of Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendment Rules, 2015]

To,  
The Chairman of 27<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Centum Electronics Limited held on Friday, 18<sup>th</sup> September 2020 at 4:00 P.M. (IST) through Video Conferencing ("VC")

Dear Sir,

I, S P Nagarajan, Company Secretary in Wholetime Practice, have been appointed as the Scrutinizer by the Board of Directors of Centum Electronics Limited ('the Company') for the purpose of scrutinizing the electronic voting (e-voting) process provided to the members of the Company at the 27<sup>th</sup> Annual General Meeting (AGM) in compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 through:

- i) the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015;
- ii) e-voting process during the AGM (voting during the 27<sup>th</sup> AGM) pursuant to the provisions of Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended;

in a fair and transparent manner and ascertaining the requisite majority on remote e-voting, and e-voting (voting during the 27<sup>th</sup> AGM) as per the provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and as per the provisions of Secretarial Standard-2 (SS-2) on "General Meetings", issued by the Institute of Company Secretaries of India (ICSI) pursuant to Section 118 (10) of the Companies Act, 2013, on the resolutions set out in the Notice under Items numbered 1 to 10 of the Notice of the 27<sup>th</sup> AGM of the members of the Company dated 28<sup>th</sup> July 2020.



The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) with regard to voting through electronic means (by remote e-voting prior to the AGM and e-voting during the AGM) on the resolutions proposed in the Notice of the 27<sup>th</sup> AGM of the Company is the responsibility of the management.

The e-voting facility for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) was provided by KFin Technologies Private Limited (KFin) (Formerly Karvy Fintech Private Limited).

My responsibility as a Scrutinizer is to render Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained/invalid" votes, if any on the resolutions contained in the Notice of AGM, based on the reports generated from the remote e- voting system and e-voting system during the AGM provided by KFin and the authorizations lodged with the Company, in tandem with the reconciliation of the records maintained by the Company / KFin Technologies Private Limited (KFin) (Registrar and Share Transfer Agent (RTA) of the Company).

**DISPATCH OF NOTICE CONVENING THE MEETING THROUGH ELECTRONIC MODE:**

In compliance with the circulars issued by the Ministry of Corporate Affairs ("MCA") dated 5<sup>th</sup> May 2020 read with circulars dated 8<sup>th</sup> April 2020 and 13<sup>th</sup> April 2020 and SEBI Circular dated 12<sup>th</sup> May 2020, Notice of the AGM dated 28<sup>th</sup> July 2020 was sent through electronic mode to the members whose e-mail addresses were registered with the Company/ Depositories. The Notice of the AGM was also made available on the Company's website, websites of the Stock Exchanges and on the website of KFin.

**CUT-OFF DATE:**

The members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Friday, 11<sup>th</sup> September 2020, were entitled to vote on the resolutions as set out in the Notice of the 27<sup>th</sup> AGM of the Company. The voting rights of members were in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 11<sup>th</sup> September 2020.

**REMOTE E-VOTING:**

The remote e-voting facility for e-voting prior to the AGM was provided by KFin Technologies Private Limited (KFin).



The remote e-voting period was open for three days which commenced on Tuesday, 15<sup>th</sup> September 2020 at 9:00 A.M. and concluded on Thursday, 17<sup>th</sup> September 2020 at 5:00 P.M. on <https://www.evoting.karvy.com/>.

**E-VOTING AT THE 27<sup>th</sup> AGM:**

The facility for e-voting at the AGM was provided by KFin Technologies Private Limited (KFin).

Members, present at the AGM held through VC facility and who had not cast their vote on the resolutions through remote e-voting and were otherwise not barred from doing so, were eligible to vote through e-voting system during the AGM.

In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its circulars dated 5<sup>th</sup> May 2020 read with circulars dated 8<sup>th</sup> April 2020 and 13<sup>th</sup> April 2020 permitted convening the AGM through VC. Accordingly, in compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the 27<sup>th</sup> AGM of the Company was held through VC. As the AGM was held through VC and physical attendance of members was dispensed with, the facility for appointment of proxies by the members was not made available for the AGM.

**COUNTING PROCESS:**

After closure of voting process at the AGM, the votes cast through remote e-voting prior to the date of AGM and the votes cast through e-voting at the AGM were unblocked and downloaded from the e-voting website of KFin (<https://www.evoting.karvy.com/>) in the presence of two witnesses present through virtual means, who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of KFin were scrutinized and reviewed, the votes were counted, and the results were prepared.

I have issued separate Scrutinizer's Report dated 19<sup>th</sup> September 2020 on the results of remote e- voting and e-voting during the 27<sup>th</sup> AGM on the resolutions contained in the Notice to the 27<sup>th</sup> AGM of the members of the Company.

I submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting and e- voting during the AGM as detailed hereunder:-





**Item 1: Ordinary Resolution**

1. To receive, consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2020, including the audited Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and notes to financial statements for the year ended on that date along with the reports of the Board of Directors and Auditor's thereon.

Total Number of members voted	Total Number of votes cast
<b>49</b>	<b>88,12,615</b>

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,73,952	99.56	42	0	-
E-voting during the AGM	38,621	0.44	0	-	-
<b>Total</b>	<b>88,12,573</b>	<b>100</b>	<b>42</b>	<b>0</b>	<b>-</b>

The Resolution as mentioned in Item 1 of the Notice of the 27th AGM stands passed with requisite majority as an Ordinary Resolution.

**Item 2: Ordinary Resolution**

2. To declare a final Dividend of Rs.2.50 per equity share (i.e. 25%) of Rs.10/- each for the financial year 2019-20.

Total Number of members voted	Total Number of votes cast
<b>49</b>	<b>88,12,615</b>

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,73,952	99.56	42	0	-
E-voting during the AGM	38,621	0.44	0	-	-
<b>Total</b>	<b>88,12,573</b>	<b>100</b>	<b>42</b>	<b>0</b>	<b>-</b>

The Resolution as mentioned in Item 2 of the Notice of the 27th AGM stands passed with requisite majority as an Ordinary Resolution.



**Item 3: Ordinary Resolution**

3. To appoint a director in place of Dr. Swarnalatha Mallavarapu (DIN: 00288771) who retires by rotation and being eligible, offers herself for re-appointment.

Total Number of members voted	Total Number of votes cast
<b>49</b>	<b>88,12,615</b>

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,73,952	99.56	42	0	-
E-voting during the AGM	38,621	0.44	0	-	-
<b>Total</b>	<b>88,12,573</b>	<b>100</b>	<b>42</b>	<b>0</b>	<b>-</b>

The Resolution as mentioned in Item 3 of the Notice of the 27<sup>th</sup> AGM stands passed with requisite majority as an Ordinary Resolution.

**Item 4: Ordinary Resolution**

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**Remuneration payable to M/s. K.S. Kamalakara & Co., Cost Accountants of the Company for the financial year 2020-21.**

**“RESOLVED THAT** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. K.S. Kamalakara & Co., Cost Accountants (Registration No. 10625), appointed as Cost Auditors by the Board of Directors to audit the cost records of the Company for the financial year 2020-21, be paid a remuneration of Rs.1,00,000 (Rupees One Lakh) per annum plus applicable taxes and out-of-pocket expenses that may be incurred during the course of audit.



Total Number of members voted	Total Number of votes cast
<b>49</b>	<b>88,12,615</b>

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,73,952	99.56	42	0	-
E-voting during the AGM	38,621	0.44	0	-	-
<b>Total</b>	<b>88,12,573</b>	<b>100</b>	<b>42</b>	<b>0</b>	<b>-</b>

The Resolution as mentioned in Item 4 of the Notice of the 27<sup>th</sup> AGM stands passed with requisite majority as an Ordinary Resolution.

#### **Item 5: Ordinary Resolution**

5. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

#### **Appointment of Ms. Kavitha Dutt Chitturi (DIN: 00139274) as an Independent Director of the Company**

**“RESOLVED THAT** pursuant to Section 149, 150, 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 applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Ms. Kavitha Dutt Chitturi (DIN: 00139274), who was appointed as an Additional Director of the Company by the Board of Directors with effect from March 25, 2020, who holds office until the date of the ensuing Annual General Meeting and relating to whom the Company has received a Notice under Section 160(1) of the Companies Act, 2013 signifying the intention to propose her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office up to five consecutive years commencing from 25th March, 2020, whose office shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”





Total Number of members voted	Total Number of votes cast
<b>49</b>	<b>88,12,615</b>

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,73,952	99.56	42	0	-
E-voting during the AGM	38,621	0.44	0	-	-
<b>Total</b>	<b>88,12,573</b>	<b>100</b>	<b>42</b>	<b>0</b>	<b>-</b>

The Resolution as mentioned in Item 5 of the Notice of the 27<sup>th</sup> AGM stands passed with requisite majority as an Ordinary Resolution.

#### **Item 6: Special Resolution**

6. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution.

#### **Re-appointment of Mr. Manoj Nagrath (DIN: 01974412) as an Independent Director of the Company**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) 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) read with Schedule IV of the Act and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Mr. Manoj Nagrath (DIN: 01974412), Independent Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director and who is eligible for reappointment, be and is hereby re-appointed as an Independent Director of the Company to hold office for second term of five consecutive years commencing from August 7, 2020 to August 6, 2025 or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines and whose office shall not be liable to retire by rotation.



**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”

Total Number of members voted	Total Number of votes cast
<b>49</b>	<b>88,12,615</b>

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,73,950	99.56	44	0	0
E-voting during the AGM	38,621	0.44	0	-	-
<b>Total</b>	<b>88,12,571</b>	<b>100</b>	<b>44</b>	<b>0</b>	<b>-</b>

The Resolution as mentioned in Item 6 of the Notice of the 27<sup>th</sup> AGM stands passed with requisite majority as a Special Resolution.

#### **Item 7: Special Resolution**

7. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution.

#### **Re-appointment of Mr. Rajiv C Mody (DIN: 00092037) as an Independent Director of the Company**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) 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) read with Schedule IV of the Act and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Mr. Rajiv C Mody (DIN: 00092037), Independent Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director and who is eligible for reappointment, be and is hereby re-appointed as an Independent Director of the Company to hold office for second term of five consecutive years commencing from August 7, 2020 to August 6, 2025 or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines and whose office shall not be liable to retire by rotation.



**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”

Total Number of members voted	Total Number of votes cast
<b>49</b>	<b>88,12,615</b>

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,73,950	99.56	44	0	0
E-voting during the AGM	38,621	0.44	0	-	-
<b>Total</b>	<b>88,12,571</b>	<b>100</b>	<b>44</b>	<b>0</b>	<b>-</b>

The Resolution as mentioned in Item 7 of the Notice of the 27<sup>th</sup> AGM stands passed with requisite majority as a Special Resolution.

#### **Item 8: Special Resolution**

8. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution.

**Appointment of Mr. Nikhil Mallavarapu (DIN: 00288551) as Whole Time Director, designated as Executive Director of the Company**

**“RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) and the Articles of Association of the Company, Mr. Nikhil Mallavarapu (DIN: 00288551), who was appointed as an Additional Director of the Company with effect from 13th February, 2020 and who holds office till the date of the Annual General Meeting in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company.





**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), Regulation 17(6)(e) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) and the Articles of Association of the Company, approval of the members be and is hereby accorded for appointment of Mr. Nikhil Mallavarapu (DIN: 00288551) as Whole Time Director, designated as Executive Director of the Company for a period of Five Years with effect from February 13, 2020 on the terms and conditions including remuneration as detailed out in the explanatory statement attached to the notice.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate based on the recommendation of the Nomination & Remuneration Committee, provided that such variation or increase as the case may be is within the overall limits specified in Schedule V & the relevant provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** in the event of any loss or inadequacy of profits in any financial year during his tenure, the Company shall pay Mr. Nikhil Mallavarapu, the remuneration by way of salary, perquisites, commission or any other allowances as specified above and in accordance with the limits specified under the Companies Act, 2013 (including any statutory modifications or re-enactments thereof, for the time being in force) or such other limits as may be prescribed by the Government from time to time in this regard, as minimum remuneration.

**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution."

Total Number of members voted	Total Number of votes cast
<b>49</b>	<b>88,12,615</b>

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,73,952	99.56	42	0	-
E-voting during the AGM	38,621	0.44	0	-	-
<b>Total</b>	<b>88,12,573</b>	<b>100</b>	<b>42</b>	<b>0</b>	<b>-</b>



The Resolution as mentioned in Item 8 of the Notice of the 27<sup>th</sup> AGM stands passed with requisite majority as a Special Resolution.

**Item 9: Special Resolution**

9. To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution.

**Re-appointment of Mr. Apparao V Mallavarapu (DIN: 00286308) as Chairman and Managing Director of the Company**

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), Regulation 17(6)(e) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) and the Articles of Association of the Company, approval of the members be and is hereby accorded to re-appoint Mr. Apparao V Mallavarapu (DIN: 00286308), as Chairman and Managing Director of the Company for a further period of Five Years with effect from 1st August, 2020 on the terms and conditions including remuneration as detailed out in the explanatory statement attached to the notice.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate based on the recommendation of the Nomination & Remuneration Committee, provided that such variation or increase as the case may be is within the overall limits specified in Schedule V & the relevant provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** in the event of any loss or inadequacy of profits in any financial year during his tenure, the Company shall pay Mr. Apparao V Mallavarapu, the remuneration by way of salary, perquisites, commission or any other allowances as specified above and in accordance with the limits specified under the Companies Act, 2013 (including any statutory modifications or re-enactments thereof, for the time being in force) or such other limits as may be prescribed by the Government from time to time in this regard, as minimum remuneration.

**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”



Total Number of members voted	Total Number of votes cast
<b>49</b>	<b>88,12,615</b>

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,73,952	99.56	42	0	-
E-voting during the AGM	38,621	0.44	0	-	-
<b>Total</b>	<b>88,12,573</b>	<b>100</b>	<b>42</b>	<b>0</b>	<b>-</b>

The Resolution as mentioned in Item 9 of the Notice of the 27<sup>th</sup> AGM stands passed with requisite majority as a Special Resolution.

#### **Item 10: Ordinary Resolution**

10. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

#### **Approval for payment of Remuneration/ Commission to Non-Executive Directors of the Company**

**“RESOLVED THAT** pursuant to the provisions of Section 197, 198 and any other applicable provisions of the Companies Act, 2013 (“Act”) (including any statutory modification(s) or reenactment thereof for the time being in force), Regulation 17(6) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) and the Articles of Association of the Company, the approval of the members be and is hereby accorded for the payment of remuneration/ commission of Rs.5,00,000/- (Rupees Five Lakhs) annually, commencing from 1st April, 2020, to each of the Non-Executive Directors including Independent Directors for their guidance/counsel to the Company, on matters relating to the Corporate Affairs.

**RESOLVED FURTHER THAT** the above remuneration shall be in addition to the fee payable to the director(s) for attending the Meetings of the Board or Committee thereof or for any other purpose whatsoever as may be decided by the Board of Directors and reimbursement of expenses for participation in the Board and other Meetings.

**RESOLVED FURTHER THAT** the Board of Directors and Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary, proper or expedient to give effect to this resolution.”





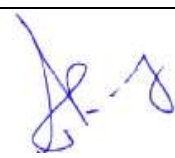
Total Number of members voted	Total Number of votes cast
<b>49</b>	<b>88,12,615</b>

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	87,73,952	99.56	42	0	-
E-voting during the AGM	38,621	0.44	0	-	-
<b>Total</b>	<b>88,12,573</b>	<b>100</b>	<b>42</b>	<b>0</b>	<b>-</b>

The Resolution as mentioned in Item 10 of the Notice of the 27<sup>th</sup> AGM stands passed with requisite majority as an Ordinary Resolution.

I hereby confirm that the relevant records in respect of the votes cast through remote e-voting and e-voting during the 27<sup>th</sup> AGM by the members of the Company shall remain in my safe custody until the Chairman or a director authorized in this regard considers, approves and signs the minutes of the said AGM and thereafter, I shall return the relevant records for safe keeping to the Company Secretary or any other person authorized by the Board for this purpose.

Thanking you,  
Yours faithfully

<b>Place: Bangalore</b>	<b>Signature</b> :  <b>Name of the Company Secretary: S.P.NAGARAJAN</b>
<b>Date: 19<sup>th</sup> September 2020</b>	<b>ACS Number : 10028</b> <b>CP Number : 4738</b> <b>UDIN : A010028B000735051</b>
<b>Peer reviewed Unit - bearing Unique Identification Number: I2002KR300400</b>	



  
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