



## GRAVITA INDIA LTD.

Corp. Office : 402, Gravita Tower, A-27 B, Shanti Path,  
Tilak Nagar, JAIPUR-302 004, Rajasthan (INDIA)  
Phone : +91-141- 2623266, 2622697 FAX : +91-141-2621491  
E-mail : info@gravitaindia.com Web. : www.gravitaindia.com  
CIN : L29308RJ1992PLC006870

21<sup>st</sup> September, 2019

GIL/2019-20/057

To,

The BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400 001 Fax No.: 022-22722041 Scrip Code- 533282	The Listing Department The National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra- Kurla Complex Bandra(east) Mumbai- 400 051 Fax No.: 022-26598237/38 Company Code- GRAVITA
--	---

**Sub: Scrutinizer's Report of 27<sup>th</sup> Annual General Meeting**

**Dear Sir/Ma'am,**

With reference to the captioned subject please find enclosed Scrutinizer's Report of 27<sup>th</sup> Annual General Meeting.

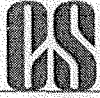
Kindly take the above on record and oblige.

Yours Faithfully  
For **Gravita India Limited**

*Nitin Gupta*  
**Nitin Gupta**  
(Company Secretary)  
(FCS-9984)



**Encl: As above**



**Pradeep Pincha**  
*Practicing Company Secretary*

**Scrutinizer's Report**

**Consolidated Report on remote e-Voting and voting through Ballot Papers**

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, amended as on date]

To,  
The Chairman  
Gravita India Limited  
Saurabh, Chittora Road, Harsulia Mod,  
Diggi-Malpura Road, Tehsil-Phagi, Jaipur  
Rajasthan-303904

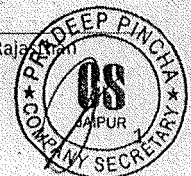
**Sub: Consolidated Scrutinizer's Report on remote e-voting and voting through Ballot Papers at the 27<sup>th</sup> Annual General Meeting (AGM) of Gravita India Limited held on Friday, 20<sup>th</sup> September, 2019 at 11.00 a.m. conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended as on date.**

Dear Sir,

I was appointed as the Scrutinizer by the Board of Directors of Gravita India Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended as on date, to scrutinize the remote e-voting process and voting through Ballot Papers in respect of Ordinary and Special Business proposed at 27<sup>th</sup> Annual General Meeting (AGM) of the Company held on Friday, 20<sup>th</sup> September, 2019 at 11.00 a.m. at "Saurabh", Chittora Road, Harsulia Mod, Diggi-Malpura Road, Tehsil-Phagi, Jaipur-303904 (Rajasthan).

In connection to above, I submit my report as under:

- The Company appointed Central Depository Services Limited (herein after referred to as "CDSL") as the agency to provide the remote e-Voting facility to the Members of the Company in connection with the 27<sup>th</sup> AGM of the Company.
- The Company completed the dispatch of Notice of AGM together with the Annual Report either by e-mails at their registered email address or physical copies at the registered address through permitted mode to the Members of the Company on 27<sup>th</sup> day of August, 2019.





# Pradeep Pincha

Practicing Company Secretary

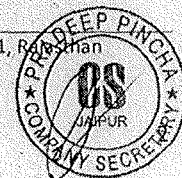
- The remote e-Voting facility was made available from Tuesday, the 17<sup>th</sup> day of September, 2019 from 9:00 a.m. (IST) and ends on Thursday, the 19<sup>th</sup> day of September, 2019 at 5:00 p.m. (IST) for the person(s), whose name is recorded in the Register of Member or in the Register of Beneficial owners maintained by the depositories as on the cut-off date i.e. 13<sup>th</sup> day of September, 2019.
- At the 27<sup>th</sup> AGM of the Company held on 20<sup>th</sup> September, 2019, the Chairman of the Meeting informed the members present at the Meeting to record their votes through ballot papers circulated to them, who could not participate through remote e-voting.
- After the conclusion of 27<sup>th</sup> AGM of the Company a final electronic report of remote e-Voting was generated by unblocking the votes cast through remote e-Voting facility in presence of two witnesses viz. Mr. Akshit Kr. Jangid and Mr. Hitesh Sadhwani who are not in the employment of the Company.
- Thereafter, the voting done through remote e-Voting and Ballot papers, were reconciled with the records maintained by the RTA of the Company i.e. Karvy Fintech Pvt. Ltd. and the authorizations/proxies lodged with the Company and result of the scrutiny of the above consolidated voting process in respect of the resolutions as set-out in the Notice of 27<sup>th</sup> AGM of the Company dated 14<sup>th</sup> August, 2019 are reproduced herein under:

## Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the:

- a) Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019 together with the reports of the Board of Directors and Auditors thereon.
- b) Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019 together with the report of Auditors thereon:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	267592	0.50	0	0.00	0
Ballot Papers at AGM	52743812	99.50	0	0.00	0
<b>TOTAL</b>	<b>53011404</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>





**Resolution No. 2: Ordinary Resolution**

To declare a final dividend on equity shares for the financial year 2018-19:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	267592	0.50	0	0.00	0
Ballot Papers at AGM	52743812	99.50	0	0.00	0
<b>TOTAL</b>	<b>53011404</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

**Resolution No. 3: Ordinary Resolution**

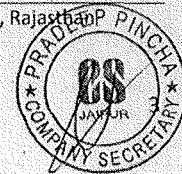
To appoint a Director in place of Mr. Rajat Agrawal (DIN-00855284), who retires by rotation and being eligible, offers himself for re-appointment:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	1029554	1.91	150	0.00	0
Ballot Papers at AGM	52743812	98.09	0	0.00	0
<b>TOTAL</b>	<b>53773366</b>	<b>100.00</b>	<b>150</b>	<b>0.00</b>	<b>0</b>

**Resolution No. 4: Ordinary Resolution**

To appoint Statutory Auditors of the Company, and to fix their remuneration:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	1029554	1.91	150	0.00	0
Ballot Papers at AGM	52743812	98.09	0	0.00	0
<b>TOTAL</b>	<b>53773366</b>	<b>100.00</b>	<b>150</b>	<b>0.00</b>	<b>0</b>





**Resolution No. 5: Ordinary Resolution**

Appointment of Mr. Yogesh Malhotra (DIN: 05332393) as a Director of the Company:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	1029704	1.91	0	0.00	0
Ballot Papers at AGM	52743812	98.09	0	0.00	0
<b>TOTAL</b>	<b>53773516</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

**Resolution No. 6: Special Resolution**

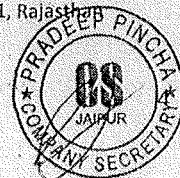
Appointment of Mr. Yogesh Malhotra (DIN: 05332393) as Whole-time Director of the company and fixation of remuneration:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	1029704	1.91	0	0.00	0
Ballot Papers at AGM	52743812	98.09	0	0.00	0
<b>TOTAL</b>	<b>53773516</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

**Resolution No. 7: Special Resolution**

Approval of remuneration of Mr. Rajat Agrawal (DIN: 00855284), Managing Director in terms of Regulation 17(6) (e) of SEBI Amended Listing Regulations for the remaining tenure of his appointment:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote E-voting	1029554	1.91	150	0.00	0
Ballot Papers at AGM	52743812	98.09	0	0.00	0
<b>TOTAL</b>	<b>53773366</b>	<b>100.00</b>	<b>150</b>	<b>0.00</b>	<b>0</b>





# Pradeep Pincha

Practicing Company Secretary

## Resolution No. 8: Special Resolution

Approval of remuneration of Dr. Mahavir Prasad Agarwal (DIN: 00188179), Whole-time Director in terms of Regulation 17(6) (e) of SEBI Amended Listing Regulations for the remaining tenure of his appointment:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote voting E-	1029704	1.91	0	0.00	0
Ballot Papers at AGM	52743812	98.09	0	0.00	0
<b>TOTAL</b>	<b>53773516</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

## Resolution No. 9: Ordinary Resolution

Payment of Remuneration to Cost Auditors for Financial Year 2019-2020:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote voting E-	1029704	1.91	0	0.00	0
Ballot Papers at AGM	52743812	98.09	0	0.00	0
<b>TOTAL</b>	<b>53773516</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>

## Resolution No. 10: Special Resolution

Re-appointment of Mrs. Chanchal Chadha Phadnis (DIN: 07133840) as an Independent Director for a second term of 5 (five) years:

Manner of Voting through	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes
	No. of shares	Percentage	No. of shares	Percentage	No. of shares
Remote voting E-	1029554	1.91	150	0.00	0
Ballot Papers at AGM	52743812	98.09	0	0.00	0
<b>TOTAL</b>	<b>53773366</b>	<b>100.00</b>	<b>150</b>	<b>0.00</b>	<b>0</b>





# Pradeep Pincha

Practicing Company Secretary

All the Resolutions mentioned in the Notice of 27<sup>th</sup> AGM as per the details above stand passed under remote e-voting and voting through Ballot Papers at the AGM with the requisite majority.

All relevant records of remote e-voting and physical mode (voting through Ballot Papers) shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 27<sup>th</sup> Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the company for safe keeping.

Thanking you,  
Yours faithfully,

FCS Pradeep Pincha  
M. No. FCS 5369  
C. P. No.:4426



Dated: 20/09/2019  
Place: Jaipur

**Witness:**

**Akshat Kr. Jangid**  
Address: 108, 1st Floor, Shree Mension,  
G-23, Kamla Marg, C-Scheme,  
Jaipur- 302 001 (Rajasthan)

**Hitesh Sadhwani**  
Address: 108, 1st Floor, Shree Mension,  
G-23, Kamla Marg, C-Scheme,  
Jaipur- 302 001 (Rajasthan)

**Countersigned by:**