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ISO 14001 Standard

HIMACHAL FUTURISTIC COMMUNICATIONS LTD.
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HFCL/SECT/18-19/
September 30, 2018

To

The Secretary The National Stock Exchange of India Limited, Exchange Plaza, 5 th Floor Plot no. C-1, Block G Bandra Kurla Complex, Bandra(East) MUMBAI- 400 051 Scrip Code : HFCL	The Secretary BSE Limited 27 th Floor Phiroze Jeejeebhoy Towers Dalal Street MUMBAI-400 001 Scrip Code : 500183
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Dear Sir,

Sub: Voting results and Consolidated Scrutinizer's Report of 31st Annual General Meeting

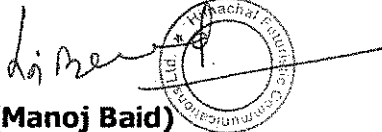
Pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results of 31st Annual General Meeting held on Saturday, 29th September, 2018 at 11:00 a.m. and Consolidated Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies(Management and Administration) Rules, 2014.

This is for your information and record purpose.

Thanking you,

Yours faithfully,

For **Himachal Futuristic Communications Limited**




(Manoj Baid)

Vice-President (Corporate) &
Company Secretary

Encl.: as above

HIMACHAL FUTURISTIC COMMUNICATIONS LIMITED

Format for Voting Results

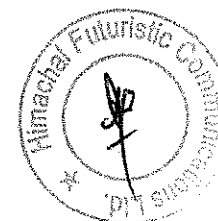
Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Annexure I

Date of the AGM/EGM		29/09/2018	
Total number of shareholders on record date		235990	
No. of shareholders present in the meeting either in person or through proxy:			
	Promoters and Promoter Group:	5	
	Public:	141	
No. of Shareholders attended the meeting through Video Conferencing			
	Promoters and Promoter Group:	NA	
	Public:	NA	

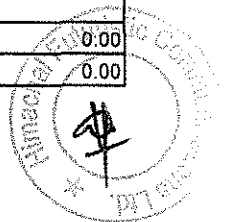
Agenda-wise disclosure (to be disclosed separately for each agenda item)

Sr. No. 1	(Ordinary)	Resolution No. 1 To receive, consider and adopt : a. Audited Financial Statements, Reports of the Board of Directors' and Auditors' b. Audited Consolidated Financial Statements and Auditors' Report						
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							
	Poll		232149727	48.91	232149727	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	474682198	232149727	48.91	232149727	0	100.00	0.00
Public - Institutions	E-Voting		40509481	51.85	40509481	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	78128438	40509481	51.85	40509481	0	100.00	0.00
Public - Non Institutions	E-Voting		81445810	11.86	81445790	20	100.00	0.00
	Poll		11427018	1.66	11427018	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	686566558	92872828	13.53	92872808	20	100.00	0.00
Total		1239377194	365532036	29.49	365532016	20	100.00	0.00



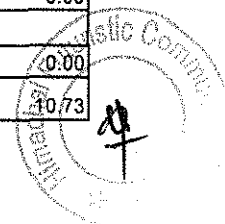
Sr. No. 2	(Ordinary)	Resolution No. 2 a To confirm payment of Dividends on 6.50% Cumulative Redeemable Preference Shares						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding 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							
	Poll		232149727	48.91	232149727	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	474682198	232149727	48.91	232149727	0	100.00	0.00
Public - Institutions	E-Voting		41382398	52.97	41382398	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	78128438	41382398	52.97	41382398	0	100.00	0.00
Public - Non Institutions	E-Voting		81446110	11.86	81432370	13740	99.98	0.02
	Poll		11427018	1.66	11427018	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	686566558	92873128	13.53	92859388	13740	99.99	0.01
Total		1239377194	366405253	29.56	366391513	13740	100.00	0.00

Sr. No. 3	(Ordinary)	Resolution No. 2 b To declare dividend of Re. 0.06 (Six paise only) i.e. 6% per equity share for the financial year ended 31st March, 2018						
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							
	Poll		232149727	48.91	232149727	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	474682198	232149727	48.91	232149727	0	100.00	0.00
Public - Institutions	E-Voting		41382398	52.97	41382398	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	78128438	41382398	52.97	41382398	0	100.00	0.00
Public - Non Institutions	E-Voting		81446110	11.86	81445080	1030	100.00	0.00
	Poll		11427018	1.66	11427018	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	686566558	92873128	13.53	92872098	1030	100.00	0.00
Total		1239377194	366405253	29.56	366404223	1030	100.00	0.00



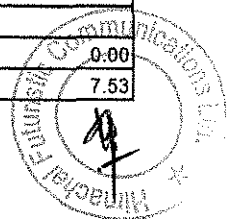
Sr. No. 4	(Special)	Resolution No. 3 To re-appoint Dr. Ranjeet Mal Kastia (DIN:00053059), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment as a Director						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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							
	Poll		232149727	48.91	232149727	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	474682198	232149727	48.91	232149727	0	100.00	0.00
Public - Institutions	E-Voting		41382398	52.97	13775802	27606596	33.29	66.71
	Poll							
	Postal Ballot (if applicable)							
	Total	78128438	41382398	52.97	13775802	27606596	33.29	66.71
Public - Non Institutions	E-Voting		81445709	11.86	81444259	1450	100.00	0.00
	Poll		11427018	1.66	11427018	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	686566558	92872727	13.53	92871277	1450	100.00	0.00
Total		1239377194	366404852	29.56	338796806	27608046	92.47	7.53

Sr. No. 5	(Special)	Resolution No. 4 To appoint Shri Mahendra Pratap Shukla (DIN: 00052977) as a Non-Executive Director and Chairman of the Company						
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							
	Poll		232149727	48.91	232149727	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	474682198	232149727	48.91	232149727	0	100.00	0.00
Public - Institutions	E-Voting		41382398	52.97	2061648	39320750	4.98	95.02
	Poll							
	Postal Ballot (if applicable)							
	Total	78128438	41382398	52.97	2061648	39320750	4.98	95.02
Public - Non Institutions	E-Voting		81445710	11.86	81444960	750	100.00	0.00
	Poll		11427018	1.66	11427018	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	686566558	92872728	13.53	92871978	750	100.00	0.00
Total		1239377194	366404853	29.56	327083353	39321500	89.27	10.73



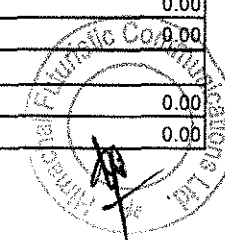
Sr. No. 6	(Special)	Resolution No. 5 To re-appoint Shri Mahendra Nahata (DIN:00052898) as Managing Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding 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							
	Poll			0.00				
	Postal Ballot (if applicable)							
	Total	474682198		0.00				
Public - Institutions	E-Voting		41382398	52.97	41382398	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	78128438	41382398	52.97	41382398	0	100.00	0.00
Public - Non Institutions	E-Voting		81418625	11.86	81417130	1495	100.00	0.00
	Poll		11427018	1.66	11427018	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	686566558	92845643	13.52	92844148	1495	100.00	0.00
Total		1239377194	134228041	10.83	134226546	1495	100.00	0.00

Sr. No. 7	(Ordinary)	Resolution No. 6 To appoint Shri Ranjeet Anandkumar Soni (DIN: 07977478) as a Nominee Director of the Company						
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							
	Poll		232149727	48.91	232149727	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	474682198	232149727	48.91	232149727	0	100.00	0.00
Public - Institutions	E-Voting		41382398	52.97	13775802	27606596	33.29	66.71
	Poll							
	Postal Ballot (if applicable)							
	Total	78128438	41382398	52.97	13775802	27606596	33.29	66.71
Public - Non Institutions	E-Voting		81436010	11.86	81435385	625	100.00	0.00
	Poll		11427018	1.66	11427018	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	686566558	92863028	13.53	92862403	625	100.00	0.00
Total		1239377194	366395153	29.56	338787932	27607221	92.47	7.53



Sr. No. 8	(Ordinary)	Resolution No. 7 To appoint Shri Surendra Singh Sirahi (DIN: 07595264) 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	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							
	Poll		232149727	48.91	232149727	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	474682198	232149727	48.91	232149727	0	100.00	0.00
Public - Institutions	E-Voting		41382398	52.97	41382398	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	78128438	41382398	52.97	41382398	0	100.00	0.00
Public - Non Institutions	E-Voting		81445710	11.86	81445060	650	100.00	0.00
	Poll		11427018	1.66	11427018	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	686566558	92872728	13.53	92872078	650	100.00	0.00
Total		1239377194	366404853	29.56	366404203	650	100.00	0.00

Sr. No. 9	(Ordinary)	Resolution No. 8 To appoint Shri Ved Kumar Jain (DIN: 00485623) 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	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							
	Poll		232149727	48.91	232149727	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	474682198	232149727	48.91	232149727	0	100.00	0.00
Public - Institutions	E-Voting		41382398	52.97	41382398	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	78128438	41382398	52.97	41382398	0	100.00	0.00
Public - Non Institutions	E-Voting		81445710	11.86	81445590	120	100.00	0.00
	Poll		11427018	1.66	11427018	0	100.00	0.00
	Postal Ballot (if applicable)							
	Total	686566558	92872728	13.53	92872608	120	100.00	0.00
Total		1239377194	366404853	29.56	366404733	120	100.00	0.00





**CONSOLIDATED SCRUTINIZER REPORT FOR REMOTE E-VOTING & POLL
FOR HIMACHAL FUTURISTIC COMMUNICATIONS LIMITED
(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the
Companies (Management and Administration) Rules 2014 as amended by
Companies (Management and Administration) Amendment Rules, 2015**

To
THE CHAIRMAN OF THE MEETING
31ST ANNUAL GENERAL MEETING OF
HIMACHAL FUTURISTIC COMMUNICATIONS LIMITED
(CIN NO. : L64200HP1987PLC007466)
8, ELECTRONICS COMPLEX, CHAMBAGHAT
SOLAN – 173 213 (H. P.)

**SUBJECT : PASSING OF RESOLUTION(S) THROUGH ELECTRONIC VOTING AND POLL
CONDUCTED AT THE 31ST ANNUAL GENERAL MEETING OF HIMACHAL FUTURISTIC
COMMUNICATIONS LIMITED ("THE COMPANY") HELD ON SATURDAY, THE 29TH DAY OF
SEPTEMBER 2018 AT 11:00 A. M. AT MUSHROOM CENTRE, CHAMBAGHAT, SOLAN –
173213 (HIMACHAL PRADESH)**

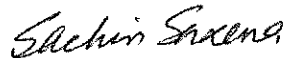
I, CS Baldev Singh Kashtwal, Practicing Company Secretary (Holding Membership No. FCS 3616 and Certificate of Practice No. 3169) having office at 106, (1st Floor), Madhuban Tower, A-1, V. S. Block, Shakarapur Crossing, Delhi-110092 was appointed as the Scrutinizer for the purpose of scrutinizing Annual General Meeting (AGM) voting process i.e. Remote e-Voting and Poll at the venue of AGM, under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 by the Board of Directors of the Himachal Futuristic Communications Limited at their meeting held on August 01, 2018 on the resolutions mentioned in the Notice dated 27th August, 2018 for 31st AGM of the Members of the Company held on Saturday, the 29th September, 2018 at 11:00 A.M. at Mushroom Centre, Chambaghat, Solan, Himachal Pradesh – 173 213.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for remote e-Voting to the shareholders from 26.09.2018 (09:00 A.M.) to 28.09.2018 (05:00 P.M.).

At the 31st Annual General Meeting of the Company held on September 29, 2018, the Chairman of the meeting had ordered for poll to facilitate the members present in the meeting who could not participate in the Remote e-voting to record their votes through the poll process.

After completion of Poll at the AGM at 11:50 A.M. votes cast by the members were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorisations / Proxies lodged with the Company. A detailed register was maintained containing the particulars of the shareholders who participated in Poll at AGM.

Thereafter, the Remote e-Voting results were unblocked by me on September 29, 2018 after the AGM of the company in the presence of two witnesses Mr. Sachin Saxena and Mr. Dushyant Gupta who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



(Sachin Saxena)
Witness – 1





(Dushyant Gupta)
Witness – 2

The consolidated result of the Remote e- Voting together with that of the Poll is as under:

RESOLUTION NO. 1

ORDINARY RESOLUTION TO RECEIVE, CONSIDER AND ADOPT (A) THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018, THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON; AND

(B) THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018 AND THE REPORT OF THE AUDITORS THEREON

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the nominal value of Re.1/- each. (No. of Votes)	% of Total valid votes received
Total Votes received under Remote e-Voting	169	12,28,28,608	33.60%
Total Votes received in Poll at the venue of AGM in physical ballot mode	137	24,35,77,745	66.64%
Total Number of Invalid Votes	1	1,000	---
Abstained from voting	2	8,73,317	-0.24%
Total Number of Valid Votes	303	36,55,32,036	100.00%
Total Number of Votes in favour of Resolution	302	36,55,32,016	100.00%
Total Number of Votes against the resolution	1	20	0.00

Therefore, the Resolution No. 1 has been approved with requisite majority.

RESOLUTION NO. 2

(a) ORDINARY RESOLUTION FOR CONFIRMATION OF DIVIDEND ON CUMULATIVE REDEEMABLE PREFERENCE SHARES FOR THE FINANCIAL YEAR 2017-2018

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the nominal value of Re.1/- each. (No. of Votes)	% of Total valid votes received
Total Votes received under Remote e-Voting	169	12,28,28,608	33.52%
Total Votes received in Poll at the venue of AGM in physical ballot mode	137	24,35,77,745	66.48%
Total Number of Invalid Votes	1	1,000	---
Abstained from voting	1	100	---
Total Number of Valid Votes	304	36,64,05,253	100.00%
Total Number of Votes in favour of Resolution	294	36,63,91,513	100.00%
Total Number of Votes against the resolution	10	13,740	0.00

Therefore, the Resolution No. 2 (a) has been approved with requisite majority.



RESOLUTION NO. 2**(b) ORDINARY RESOLUTION FOR DECLARATION OF DIVIDEND OF RS. 0.06 (SIX PAISA ONLY) i.e. 6% PER EQUITY SHARE FOR THE FINANCIAL YEAR 2017-2018**

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the nominal value of Re.1/- each. (No. of Votes)	% of Total valid votes received
Total Votes received under Remote e-Voting	169	12,28,28,608	33.52%
Total Votes received in Poll at the venue of AGM in physical ballot mode	137	24,35,77,745	66.48%
Total Number of Invalid Votes	1	1,000	---
Abstained from voting	1	100	---
Total Number of Valid Votes	304	36,64,05,253	100.00%
Total Number of Votes in favour of Resolution	302	36,64,04,223	100.00%
Total Number of Votes against the resolution	2	1,030	0.00

Therefore, the Resolution No. 2 (b) has been approved with requisite majority.

RESOLUTION NO. 3

SPECIAL RESOLUTION FOR RE-APPOINTMENT OF DR. RANJEET MAL KASTIA (DIN : 00053059) AS A DIRECTOR OF THE COMPANY WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the nominal value of Re.1/- each. (No. of Votes)	% of Total valid votes received
Total Votes received under Remote e-Voting	169	12,28,28,608	33.52%
Total Votes received in Poll at the venue of AGM in physical ballot mode	137	24,35,77,745	66.48%
Total Number of Invalid Votes	1	1,000	---
Abstained from voting	3	501	---
Total Number of Valid Votes	302	36,64,04,852	100.00%
Total Number of Votes in favour of Resolution	259	33,87,96,806	92.47%
Total Number of Votes against the resolution	43	2,76,08,046	7.53%

Therefore, the Resolution No. 3 has been approved with requisite majority.



RESOLUTION NO. 4**SPECIAL RESOLUTION FOR APPOINTMENT OF SHRI MAHENDRA PRATAP SHUKLA (DIN : 00052977) AS NON-EXECUTIVE DIRECTOR AND CHAIRMAN OF THE COMPANY**

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the nominal value of Re.1/- each. (No. of Votes)	% of Total valid votes received
Total Votes received under Remote e-Voting	169	12,28,28,608	33.52%
Total Votes received in Poll at the venue of AGM in physical ballot mode	137	24,35,77,745	66.48%
Total Number of Invalid Votes	1	1,000	---
Abstained from voting	2	500	----
Total Number of Valid Votes	303	36,64,04,853	100.00%
Total Number of Votes in favour of Resolution	253	32,70,83,353	89.27%
Total Number of Votes against the resolution	50	3,93,21,500	10.73%

Therefore, the Resolution No. 4 has been approved with requisite majority.

RESOLUTION NO. 5**SPECIAL RESOLUTION FOR RE-APPOINTMENT OF SHRI MAHENDRA NAHATA (DIN : 00052898) AS THE MANAGING DIRECTOR OF THE COMPANY**

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the nominal value of Re.1/- each. (No. of Votes)	% of Total valid votes received
Total Votes received under Remote e-Voting	169	12,28,28,608	91.51%
Total Votes received in Poll at the venue of AGM in physical ballot mode	137	24,35,77,745	181.46%
Total Number of Invalid Votes	1	1,000	---
Abstained from voting	9	23,21,77,312*	-172.97%
Total Number of Valid Votes	296	13,42,28,041	100.00%
Total Number of Votes in favour of Resolution	285	13,42,26,546	100.00%
Total Number of Votes against the resolution	11	1,495	0.00

* Note : M/s MN Ventures Pvt. Ltd., M/s Nextwave Communications Pvt. Ltd., M/s Fitcore Tech-Solutions Pvt. Ltd., Shri Mahendra Nahata and Shri Anant Nahata, holding 23,21,49,727 equity shares, being related parties to the resolution pertaining to the re-appointment of Shri Mahendra Nahata as the Managing Director of the Company, have abstained from voting for the aforesaid resolution.

Therefore, the Resolution No. 5 has been approved with requisite majority.



RESOLUTION NO. 6**ORDINARY RESOLUTION FOR APPOINTMENT OF SHRI RANJEET ANANDKUMAR SONI (DIN : 07977478) AS NOMINEE DIRECTOR OF IDBI**

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the nominal value of Re.1/- each. (No. of Votes)	% of Total valid votes received
Total Votes received under Remote e-Voting	169	12,28,28,608	33.52%
Total Votes received in Poll at the venue of AGM in physical ballot mode	137	24,35,77,745	66.48%
Total Number of Invalid Votes	1	1,000	---
Abstained from voting	4	10,200	---
Total Number of Valid Votes	301	36,63,95,153	100.00%
Total Number of Votes in favour of Resolution	263	33,87,87,932	92.47%
Total Number of Votes against the resolution	38	2,76,07,221	7.53%

Therefore, the Resolution No. 6 has been approved with requisite majority.

RESOLUTION NO. 7**ORDINARY RESOLUTION FOR APPOINTMENT OF SHRI SURENDRA SINGH SIROHI (DIN : 07595264) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the nominal value of Re.1/- each. (No. of Votes)	% of Total valid votes received
Total Votes received under Remote e-Voting	169	12,28,28,608	33.52%
Total Votes received in Poll at the venue of AGM in physical ballot mode	137	24,35,77,745	66.48%
Total Number of Invalid Votes	1	1,000	---
Abstained from voting	2	500	---
Total Number of Valid Votes	303	36,64,04,853	100.00%
Total Number of Votes in favour of Resolution	298	36,64,04,203	100.00%
Total Number of Votes against the resolution	5	650	0.00

Therefore, the Resolution No. 7 has been approved with requisite majority.



RESOLUTION NO. 8

ORDINARY RESOLUTION FOR APPOINTMENT OF SHRI VED KUMAR JAIN (DIN : 00485623) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Particulars	No. of Members who cast their votes.	No. of Equity Shares of the nominal value of Re.1/- each. (No. of Votes)	% of Total valid votes received
Total Votes received under Remote e-Voting	169	12,28,28,608	33.52%
Total Votes received in Poll at the venue of AGM in physical ballot mode	137	24,35,77,745	66.48%
Total Number of Invalid Votes	1	1,000	---
Abstained from voting	2	500	---
Total Number of Valid Votes	303	36,64,04,853	100.00%
Total Number of Votes in favour of Resolution	301	36,64,04,733	100.00%
Total Number of Votes against the resolution	2	120	0.00

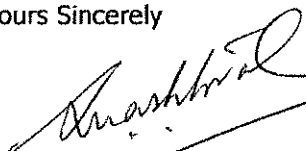

Therefore, the Resolution No. 8 has been approved with requisite majority.

After taking into consideration the result of both remote e-voting and poll at the AGM Venue, all the resolutions stand passed with the requisite majority.


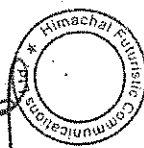
I hereby confirm that I am maintaining the registers received from the service provider both electronically and manually, in respect of the votes cast through Remote e- voting and poll by the shareholders of the Company. I have handed over all the relevant records to the Shri Manoj Baid Vice-President (Corporate) and Company Secretary of the Company, who is authorised for its safe keeping.

Thanking you

Yours Sincerely



BALDEV SINGH KASHTWAL
PRACTISING COMPANY SECRETARY
SCRUTINIZER
C. P. NO. 3169

Date : 30.09.2018
Place : New Delhi

**Counter signed by Shri Manoj Baid Vice-President (Corporate)
& Company Secretary Authorised by the Chairman of the Meeting**