

# SHETRON LIMITED THE NAME BEHIND THE NAMES

### 10th August, 2023

The Listing Manager
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Dear Sirs,

Sub: Report of the Scrutinizer and Voting Results under Regulation 44 of SEBI (LODR) Regulations, 2015

#### Ref: Scrip Code 526137

Pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015, please find enclosed **voting results** (remote e-voting and e-voting at the Annual General Meeting) and **Scrutinizer's Report** on the resolutions passed by the members at 43<sup>rd</sup> Annual General Meeting ('AGM') held on **Tuesday**, 8<sup>th</sup> **day of August**, 2023 at 11:00 **AM** IST through Video Conference ('VC') or Other Audio Visual Means ('OAVM'). All the Resolutions were passed with requisite majority.

Further, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 we are taking steps to host on the website of the Company and CDSL the voting results of the 43<sup>rd</sup> AGM.

Please take the documents on record and kindly treat this as compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you

Yours sincerely

For Shetron Limited

SHIPRA Digitally signed by SHIPRA SAHA

SAHA
Date: 2023.08.10
14:07:19 +05'30'

Shipra Saha

Company Secretary and Compliance Officer



VIJAYAKRISHNA K T BBM, LLB, FCS, ACMA Company Secretary # 496/4, II Floor, 10th Cross Near Bashyam Circle, Sadashivanagar, Bangalore - 560 080, INDIA

Tel: +91 80 23610847 e-mail: vijaykt@vjkt.in

ktvijaykrishna@gmail.com

#### SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies (Management & Administration) Rules, 2014]

To
Mr. Diwakar Sanku Shetty
Chairman
Shetron Limited
Plot No 1, Bommasandra Industrial Area
Hosur Main Road
Bangalore- 560099

Dear Sir,

FCS - 1788

CP - 980

I, Vijayakrishna K T, Company Secretary in Whole-Time Practice (FCS No.1788, CP No. 980), having office at # 496/4, 2<sup>nd</sup> Floor, 10<sup>th</sup> Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru— 560080, duly appointed as Scrutinizer by Shetron Limited ('the Company') for the purpose of scrutinizing the e-voting prior to the AGM ('remote e-voting') and electronic voting ('e-voting') at the 43<sup>rd</sup>Annual General Meeting held on Tuesday, August 08, 2023 at 11.00 AMIST held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, hereby furnish my Report to you.

The Notice dated 27<sup>th</sup> June, 2023, as confirmed by the Company was sent to the Shareholders in respect of the below-mentioned resolutions passed at the Annual General Meeting (AGM) of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA vide General Circular No: 10/2022 and 11/2022 on December 28 2022, No. 2/2022 dated May 5, 2022, General Circular No. Circular No. 19/2021 dated December 8, 2021, 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, and General Circular No. 20/2020 dated May 5, 2020 (collectively "MCA Circulars"), (collectively "MCA Circulars"), and Securities and Exchange Board of India ("SEBI") vide its Circular no.

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Kes: No. 66, Sathyanarayana Layout, West of Chord Road, III Stage, Bangalore - 560 079, INDIA Tel: +91 80 23221564 SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020, read with Circular no. 15, January dated CMD2/CIR/P/2021/11 SEBI/HO/CFD/CMD2/CIR/P/2022/ 62 dated May 13, 2022 and SEBI/HO/CFD/PoD-SEBI/HO/CFD/ 2/P/CIR/2023/4 dated January 5, 2023. The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and e-voting at the Annual General Meeting venue for the resolutions proposed in the Notice of 43rd Annual General Meeting. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes casts in "favour" or "against" on the resolutions proposed in the Notice convening the 43rd Annual General Meeting of the Company .The e-voting facility both for remote e-voting and e-voting at the AGM were provided by Central Depository Services (India) Limited (CDSL).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for three days from 5<sup>th</sup> August, 2023 (9.00 A.M. IST) till 7<sup>th</sup> August, 2023(5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

After declaration of voting by Chairman, the Shareholders present at the AGM through VC/OAVM voted through e-voting facility at the AGM provided by CDSL at the AGM.

The Members holding Equity Shares as on the "cut-off date" i.e., 1<sup>st</sup>August, 2023 were entitled to vote on the resolutions proposed in the Notice calling the 43<sup>rd</sup>Annual General Meeting.

At the end of the voting period on 7<sup>th</sup>August, 2023 (5.00 P.M. IST), the voting portal of CDSL was blocked forthwith.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 8<sup>th</sup>August, 2023, in presence of Mr. Parameshwar G Bhat and Mr. Sharan Kumar S who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing inter alia, the list of members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of CDSL i.e. www.evotingindia.comand based on such reports.

Ta. Castfolio wise) members have cast their votes through remote e-voting.

b. 1 (folio wise) member has cast votes through e-voting at the Annual General Meeting. The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under.

### **ORDINARY BUSINESS:**

Item No.1: Adoption of Financial Statements for the year ended 31st March, 2023and the Reports of the Board of Directors and Auditors thereon:

### **Ordinary Resolution:**

Particulars		Percentage					
	Remote e-voting		e-voting at the AGM		Total		on Valid votes
	No of member s voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
	33	5785307	1	100	34	5785407	100.00
Assent	(40)	7000	0	0	0	0	0
Dissent	0	0	1	100	34	5785407	100.00
Total	33	5785307	1	100	34	0700101	
Abstained/ Invalid	-	-	-	-	-	_	

Item No.2: Appointment of Mr.Kartik Manohar Nayak (DIN: 00477686)Director, who retires by rotation and being eligible, offers himself for re-appointment:

### Ordinary Resolution:

Particulars		No. of votes contained in							
·	Remote e-voting		e-voting at the AGM		Total		on Valid votes		
	No. of member s voted	No. of Votes cast (shares)	No. of member s voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)			
Assent	33	5785307	1	100	34	5785407	100.00		
	0	0	0	0	0	0	0		
Dissent			- 4	100	34	5785407	100.00		
Total	33	5785307	1	100	34	0700407	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
Abstained/	-		-	-1	-	-	-		

		4.5	
Invalid			
Invalid	Name of the second second		

Item No.3: To confirm Interim Dividend of Re 0.50 (5%) and to declare Final Dividend of Re. 0.50 (5%) per Equity Share of Rs. 10/- for the financial year 2022-23:

# Ordinary Resolution:

		No	. of votes	contained	in		Percentage	
r	Remote E-voting		e-voting at the		Total		on Valid votes	
	No. of member s voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)		
	33	5785307	1	100	34	5785407	100.00	
Assent			0	0	0	0		
Dissent	0	0	0	100	34	5785407	100.00	
Total	33	5785307	1	100	34	0100.00	_	
Abstained/ Invalid	-	-	-	-	-			

### SPECIAL BUSINESS:

Item No.4:Appointment of Dr. Mita Dixit (DIN: 08198165) as Director in the category of Independent Director of the Company:

### Special Resolution:

	1	No	. of votes	contained	in		Percentage
Particulars			e-voting at the AGM		Total		on Valid votes
	No. of member s voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
	22	5785307	1	100	34	5785407	100.00
Assent	33	5765507	1	Name of the last o	0	0	0
Dissent	0	0	0	0	U	U	

				100	24	5785407	100.00
Total	33	5785307	1	100	34	3703407	-
Abstained/ Invalid	Ī	-	-	-	-	-	

Item No.5:Re-appointment of Mr. Diwakar Sanku Shetty (DIN: 00432755) as Executive Chairman and Whole Time Director:

# Special Resolution:

			Percentage on Valid				
n	Remote e-voting			e-voting at the AGM		Total	
	No. of member s voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
1	33	5785307	1	100	34	5785407	100.00
Assent	0_0000000000000000000000000000000000000		0	0	0	0	0
Dissent	0	0	0	10000	34	5785407	100.00
Total	33	5785307	1	100	34	3700101	
Abstained/ Invalid	-	-	-	•	-	-	

Item No.6: Ratification of the Remuneration of the Cost Auditors of the Company for the Financial Year 2023-24:

# Ordinary Resolution:

		No	. of votes	contained	in		Percentage
Particulars			e-voting at the AGM		Total		on Valid votes
	No. of member s voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	33	5785307	1	100	34	5785407	100.00
Assent		0	0	0	0	0	0
Dissent	0		- 4	100	34	5785407	100.00
Total	33	5785307	1	100	34	0700101	
Abstained/	-	-	-	-	-	-	1/2

Invalid			

Based on the foregoing, the resolution numbers from 01 to 06 in respect of Notice of 43<sup>nd</sup> Annual General Meeting may be deemed to have been **passed by Requisite Majority**.

All the relevant records relating to remote e-voting and e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary of the Company for preserving safely.

Thanking You

Yours Sincerely

Vijayakrishna KT

Company Secretary

FCS No.: 1788 C. P. No.: 980

UDIN: FOOI 788 FOOO 774331

FCS - 1788

CP - 980

Bangalore

Date: 10.08.2023 Place: Bengaluru

Witnesses:

1) Mr. Parameshwar G Bhat

2) Mr. Sharankumar S

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General information about company						
Scrip code	526137					
NSE Symbol	N.A.					
MSEI Symbol	N.A.					
ISIN	INE278C01010					
Name of the company	SHETRON LIMITED					
Type of meeting	AGM					
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	08-08-2023					
Start time of the meeting	11:00 AM					
End time of the meeting	11:34 AM					

Prev

Next

### Home

### Validate

Scrutinizer Details							
Name of the Scrutinizer	VIJAYAKRISHNA K T						
Firms Name	VIJAYAKRISHNA K T						
Qualification	CS						
Membership Number	FCS 1788						
Date of Board Meeting in which appointed	15-05-2023						
Date of Issuance of Report to the company	10-08-2023						

Prev

Next

Home Validate

Voting results					
Record date	01-08-2023				
Total number of shareholders on record date	4466				
No. of shareholders present in the meeting either in person or through property	су				
a) Promoters and Promoter group	0				
b) Public	0				
No. of shareholders attended the meeting through video conferencing					
a) Promoters and Promoter group	7				
b) Public	21				
No. of resolution passed in the meeting	6				
Disclosure of notes on voting results	Add Notes				

Prev

			Res	olution (1)					
	Resc	olution required: (Or	dinary / Special)	Ordinary					
Whether	promoter/promoter group are i	nterested in the age	nda/resolution?			No			
Description of resolution considered				Adop	tion of Financial Stat	ements for the year	ended 31st March,	2023.	
Category	Mode of voting	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)				(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		5773808	99.9360	5773808	0	100.0000	0.0000	
Promoter and	Poll	5777508	0	0.0000	0	0	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	5777508	5773808	99.9360	5773808	0	100.0000	0.0000	
	E-Voting		0	0.0000	0	0	0	0	
Public-	Poll	100	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	100	0	0.0000	0	0	0.0000	0.0000	
	E-Voting		11599	0.3596	11599	0	100.0000	0.0000	
Public- Non	Poll	3225692	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	3225692	11599	0.3596	11599	0	100.0000	0.0000	
Total         9003300         5785407         64.2587         5785407				0	100.0000	0.0000			
				W	hether resolution is	Pass or Not.	Υ	es	
					Disclosure of	notes on resolution	Add 1	Notes	

tins neids are optional				
Details of Invalid Votes				
Category	No. of Votes			
Promoter and Promoter Group	0			
Public Insitutions	0			
Public - Non Insitutions	0			

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			Res	olution (2)					
	Resc	olution required: (Or	dinary / Special)	Ordinary					
Whether	promoter/promoter group are i	nterested in the age	nda/resolution?			No			
Description of resolution considered						himself for re-appointment.			
Category	Mode of voting  No. of shares held  No. of votes polled on outstanding shares  No. of votes polled on outstanding shares  No. of votes – in favour against					% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		5773808	99.9360	5773808	0	100.0000	0.0000	
Promoter and	Poll	5777508	0	0.0000	0	0	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	5777508	5773808	99.9360	5773808	0	100.0000	0.0000	
	E-Voting		0	0.0000	0	0	0	0	
Public-	Poll	100	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	100	0	0.0000	0	0	0.0000	0.0000	
	E-Voting		11599	0.3596	11599	0	100.0000	0.0000	
Public- Non	Poll	3225692	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	3225692	11599	0.3596	11599	0	100.0000	0.0000	
resel	Total         9003300         5785407         64.2587         5785407         0								
				W	hether resolution is	Pass or Not.	Y	es	
					Disclosure of	notes on resolution	Add I	Notes	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	0				

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	Resolution (3)								
	Resc	olution required: (Or	dinary / Special)	Ordinary					
Whether	promoter/promoter group are i	nterested in the age	nda/resolution?			No			
Description of resolution considered				To confirm Interi	m Dividend of Re.0.5 Equity Share of R	50 (5%) and to decla s.10/- for the financ		Re. 0.50 (5%) per	
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	
	E-Voting		5773808	99.9360	5773808	0	100.0000	0.0000	
Promoter and	Poll	5777508	0	0.0000	0	0	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	5777508	5773808	99.9360	5773808	0	100.0000	0.0000	
	E-Voting		0	0.0000	0	0	0	0	
Public-	Poll	100	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	100	0	0.0000	0	0	0.0000	0.0000	
	E-Voting		11599	0.3596	11599	0	100.0000	0.0000	
Public- Non	Poll	3225692	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	3225692	11599	0.3596	11599	0	100.0000	0.0000	
10000	Total         9003300         5785407         64.2587         5785407         0					100.0000	0.0000		
				W	hether resolution is	s Pass or Not.	Y	es	
					Disclosure of	notes on resolution	Add 1	Notes	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	0				

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			Reso	olution (4)					
	Reso	olution required: (Or	dinary / Special)	Special					
Whether	Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered			Appointment o	f Dr. Mita Dixit (DIN: Dir	: 08198165) as Director of the Compa	υ,	of Independent		
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	
	E-Voting		5773808	99.9360	5773808	0	100.0000	0.0000	
Promoter and	Poll	5777508	0	0.0000	0	0	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	5777508	5773808	99.9360	5773808	0	100.0000	0.0000	
	E-Voting		0	0.0000	0	0	0	0	
Public-	Poll	100	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	100	0	0.0000	0	0	0.0000	0.0000	
	E-Voting		11599	0.3596	11599	0	100.0000	0.0000	
Public- Non	Poll	3225692	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	3225692	11599	0.3596	11599	0	100.0000	0.0000	
	Total	9003300	5785407	64.2587	5785407	0	100.0000	0.0000	
				W	hether resolution is	s Pass or Not.	Y	es	
					Disclosure of	notes on resolution	1 bbA	Notes	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	0				

			Reso	olution (5)					
	Resc	olution required: (Or	dinary / Special)	Special					
Whether	Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
	Description of resolution considered			Re-appointment o	f Mr. Diwakar Sanku	Shetty (DIN: 004327 Time Director.	755) as Executive Ch	airman and Whole	
Category	Mode of voting  No. of shares held  No. of votes polled  no outstanding shares					% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		5773808	99.9360	5773808	0	100.0000	0.0000	
Promoter and	Poll	5777508	0	0.0000	0	0	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	5777508	5773808	99.9360	5773808	0	100.0000	0.0000	
	E-Voting		0	0.0000	0	0	0	0	
Public-	Poll	100	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	100	0	0.0000	0	0	0.0000	0.0000	
	E-Voting		11599	0.3596	11599	0	100.0000	0.0000	
	Poll	3225692	0	0.0000	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	3225692	11599	0.3596	11599	0	100.0000	0.0000	
10000	Total	9003300	5785407	64.2587	5785407	0	100.0000	0.0000	
				W	hether resolution is	s Pass or Not.	Y	es	
					Disclosure of	notes on resolution	1 bbA	Notes	

Details of Invalid Votes				
Category	No. of Votes			
Promoter and Promoter Group	0			
Public Insitutions	0			
Public - Non Insitutions	0			

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	Resolution (6)							
	Reso	lution required: (Or	dinary / Special)			Ordinary		
Whether	Whether promoter/promoter group are interested in the agenda/resolution?			No				
Description of resolution considered			Ratification of the Remuneration of the Cost Auditors of the Company for the Financial Year 2023- 24.					
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
	E-Voting	5777508	5773808	99.9360	5773808	0	100.0000	0.0000
Promoter and Promoter Group	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5777508	5773808	99.9360	5773808	0	100.0000	0.0000
Public- Institutions	E-Voting	100	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	100	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	3225692	11599	0.3596	11599	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3225692	11599	0.3596	11599	0	100.0000	0.0000
notell .	Total         9003300         5785407         64.2587         5785407         0				100.0000	0.0000		
	Whether resolution is Pass or Not.				Yes			
					Disclosure of	notes on resolution	Add 1	Votes

Details of Invalid Votes				
Category	No. of Votes			
Promoter and Promoter Group	0			
Public Insitutions	0			
Public - Non Insitutions	0			