

August 31, 2018

To, BSE Limited Security Code - 517385

National Stock Exchange of India Limited Symbol - SYMPHONY

Sub: Compliance under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

In compliance of Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith details of voting results (e-voting + ballot voting) of 31st Annual General Meeting (AGM) of the Company held on Friday, August 31, 2018:

| Date of the AGM | August 31, 2018 |
|--|-------------------------|
| Total number of shareholders on record/ cut off date | 24,384 |
| No. of shareholders present in the meeting either in | person or through proxy |
| Promoters and Promoter Group | 3 |
| Public | 75 |
| No. of Shareholders attended the meeting throug | gh Video Conferencing |
| Promoters and Promoter Group | |
| Public | Not arranged |
| T dbhc | |

| Agenda No. | Detail of Agenda | Resolution required: (Ordinary / Special) | Mode of voting: (E-voting + Polling Paper) | Remarks |
|---------------|---|--|--|--------------------------------------|
| 1 | Adoption of (a) Audited Standalone Financial Statement of the Company for the financial year ended on March 31, 2018 and the Reports of the Board of Directors and Auditors thereon; and (b) Audited Consolidated | Ordinary | E-voting + Polling Paper | Passed with requisite majority |

Email ID: companysecretary@symphonylimited.com

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AHMEDABAD



| | Financial Statement of the Company for the Financial year ended on March 31, 2018 together with the Report of the Auditors thereon. | | | |
|---|--|----------|-----------------------------|--------------------------------------|
| 2 | Confirmation to payment of three interim dividends aggregating to ₹ 3.00 per share and to declare a final dividend of ₹ 1.50 per share on equity shares for financial year ended on March 31, 2018. | Ordinary | E-voting + Polling Paper | Passed with requisite majority |
| 3 | Re-appointment of a Director in place of Mr. Nrupesh Shah, who retires by rotation, and being eligible, offers himself for re-appointment. | Ordinary | E-voting + Polling Paper | Passed with requisite majority |
| 4 | Ratification of appointment of Auditor and fixation of their remuneration. | Ordinary | E-voting + Polling Paper | Passed with requisite majority |
| 5 | Appointment of Mr. Ashish Deshpande as an Independent Director. | Ordinary | E-voting + Polling Paper | Passed with requisite majority |
| 6 | Creation of charge on assets of the Company including subsidiaries. | Special | E-voting + Polling Paper | Passed with requisite majority |

We are submitting herewith results of voting along with Scrutinizer Report as Annexure A and Annexure B respectively.

Please take the same on your record and oblige.

Thanking you,

Yours Truly,

For, Symphony Limited

Bong

Mayur Barvadiya Company Secretary

Encl.: as above

d R R AHMEDABAD *

Email ID: companysecretary@symphonylimited.com

"ANNEXURE- A"

| Resolution No. | 1 | | | | | | | |
|--|--|---|--|---|--|---|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - Adoption of (a) that date and the Reports of financial year ended on Mar | f the Board of Di | irectors and A | uditors thereon; and (I | b) Audited Consoli | dated Financial | Statement of Profit and | |
| 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 agains on votes polled (7)=[(5)/(2)]*100 |
| | E-Voting | | 52447740 | 99.9619 | 52447740 | 0 | 100.0000 | 0.000 |
| Promoter and Promoter Group | Poll | 52467740 | | | | 0 | 0.0000 | 0.00 |
| | Postal Ballot (if applicable) | - | 0 | | | | | 0.00 |
| | Total | | 52447740 | | | | | 0.00 |
| - Construction of the second | E-Voting | | 9713996 | | 9713996 | | the second se | 0.00 |
| ublic-Institutions | Poll | 10487913 | | and the second se | | and the second se | | 0.00 |
| | Postal Ballot (if applicable) | - 10407515 | 0 | | | | and the second sec | 0.00 |
| | Total | | 9713996 | | | | | 0.00 |
| | | | 1188518 | | | | the second se | 0.00 |
| ublic Non Institutions | E-Voting | 7001247 | | | | | | 0.00 |
| ublic- Non Institutions | Poll | 7001347 | | | | | | |
| | Postal Ballot (if applicable) | - | 0 | 0.0000 | | | | 0.00 |
| | Total | Carl Carl | 1211399 | and the second se | | | | 0.00 |
| | Total | 69957000 | 62272125 | 00 5887 | 62272110 | 75 | 100 0000 | 0.000 |
| | Total | 69957000 | 63373135 | 90.5887 | 63373110 | 25 | 100.0000 | 0.000 |
| Resolution No. | Total | 69957000 | 63373135 | 90.5887 | 63373110 | 25 | 100.0000 | 0.000 |
| Resolution No. Resolution required: (Ordinary/ Special) | | | | | | | | |
| Resolution required: (Ordinary/ Special) | 2 ORDINARY - To confirm payr | | | | | | | |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? | 2 ORDINARY - To confirm payr ended on March 31, 2018. | ment of three in | terim dividend | | | declare a final c | | es for financial yes % of Votes agains on votes polled (7)=[(5)/(2)]*100 |
| esolution required: (Ordinary/ Special) Vhether promoter/ promoter group are interested in the agenda/resolution? | 2 ORDINARY - To confirm payr ended on March 31, 2018. No | ment of three in | terim dividend | ds aggregating to Rs.3/ % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | /- per share and to No. of Votes – in favour (4) | declare a final o No. of Votes – against (5) | lividend on equity shar % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | es for financial ye % of Votes agains on votes polled (7)=[(5)/(2)]*100 |
| esolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? ategory | 2 ORDINARY - To confirm payr ended on March 31, 2018. No Mode of Voting | ment of three in | No. of votes polled (2) 52447740 | ds aggregating to Rs.3/ % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 | /- per share and to No. of Votes – in favour (4) 52447740 | declare a final o No. of Votes – against (5) 0 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 | es for financial ye % of Votes agains on votes polled (7)=[(5)/(2)]*100 0.00 |
| esolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? ategory | 2 ORDINARY - To confirm payr ended on March 31, 2018. No Mode of Voting E-Voting | No. of shares held (1) | No. of votes polled (2) 52447740 | ds aggregating to Rs.3/ % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 | /- per share and to No. of Votes – in favour (4) 000000000000000000000000000000000000 | declare a final o No. of Votes – against (5) 0 | lividend on equity shar % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 | es for financial ye % of Votes agains on votes polled (7)=[(5)/(2)]*100 0.00 0.00 |
| esolution required: (Ordinary/ Special) Vhether promoter/ promoter group are interested in the agenda/resolution? ategory | 2 ORDINARY - To confirm payr ended on March 31, 2018. No Mode of Voting E-Voting Poll | No. of shares held (1) | No. of votes polled (2) 52447740 | ds aggregating to Rs.3/ % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 | /- per share and to No. of Votes – in favour (4) 52447740 00000000000000000000000000000000 | declare a final o No. of Votes – against (5) 0 0 0 | lividend on equity shar % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000 | es for financial ye % of Votes again: on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 |
| esolution required: (Ordinary/ Special) /hether promoter/ promoter group are interested in the agenda/resolution? ategory | 2 ORDINARY - To confirm payr ended on March 31, 2018. No Mode of Voting E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) | No. of votes polled (2) 52447740 0 0 | ds aggregating to Rs.3/ % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 | /- per share and to No. of Votes – in favour (4) 52447740 00 00 52447740 | declare a final o No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | lividend on equity shar % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000 100.0000 | es for financial ye % of Votes again: on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 |
| esolution required: (Ordinary/ Special) /hether promoter/ promoter group are interested in the agenda/resolution? ategory romoter and Promoter Group | 2 ORDINARY - To confirm payr ended on March 31, 2018. No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total | No. of shares held (1) | terim dividend No. of votes polled (2) 52447740 0 52447740 9713996 | ds aggregating to Rs.3/ % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 99.9619 92.6209 | /- per share and to No. of Votes – in favour (4) 52447740 00 00 52447740 | declare a final o No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | lividend on equity shar % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 100.0000 | es for financial ye % of Votes again: on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 |
| esolution required: (Ordinary/ Special) Vhether promoter/ promoter group are interested in the agenda/resolution? ategory romoter and Promoter Group | 2 ORDINARY - To confirm payr ended on March 31, 2018. No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting | No. of shares held (1) 52467740 | terim dividend No. of votes polled (2) 52447740 0 52447740 9713996 | ds aggregating to Rs.3/ % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 99.9619 92.6209 0.00000 | /- per share and to No. of Votes - in favour (4) 52447740 00 52447740 9713996 | declare a final o No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | lividend on equity shar % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 100.0000 0.0000 | es for financial ye % of Votes agains on votes polled |
| esolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? ategory romoter and Promoter Group | 2 ORDINARY - To confirm payr ended on March 31, 2018. No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Poll | No. of shares held (1) 52467740 | terim dividend No. of votes polled (2) 52447740 0 52447740 9713996 0 0 | ds aggregating to Rs.3/ % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 99.9619 92.6209 0.00000 | /- per share and to No. of Votes - in favour (4) 52447740 00 52447740 9713996 00 00 | declare a final o No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | lividend on equity shar % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 100.0000 0.0000 0.0000 | es for financial ye % of Votes agains on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 |
| tesolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Fategory romoter and Promoter Group | 2 ORDINARY - To confirm payr ended on March 31, 2018. No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total Postal Ballot (if applicable) Total | No. of shares held (1) 52467740 | terim dividend No. of votes polled (2) 52447740 0 52447740 9713996 0 0 0 | ds aggregating to Rs.3/ % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 99.9619 92.6209 0.00000 0.00000 92.6209 | - per share and to No. of Votes – in favour (4) 52447740 00 52447740 9713996 00 9713996 | declare a final o No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | lividend on equity shar % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 100.0000 0.0000 0.0000 100.0000 | es for financial ye % of Votes again: on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions | 2 ORDINARY - To confirm payr ended on March 31, 2018. No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting | No. of shares held (1) 52467740 | terim dividend No. of votes polled (2) 52447740 0 52447740 9713996 0 0 9713996 1188519 | ds aggregating to Rs.3/ % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 99.9619 92.6209 0.00000 0.00000 92.6209 16.9756 | - per share and to No. of Votes – in favour (4) 52447740 00 52447740 9713996 00 9713996 1188496 | declare a final of No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | lividend on equity shar % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 100.0000 0.0000 0.0000 0.0000 0.0000 99.9980 | es for financial ye % of Votes again: on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions | 2 ORDINARY - To confirm payr ended on March 31, 2018. No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) 52467740 10487913 | terim dividend No. of votes polled (2) 52447740 0 52447740 9713996 0 0 9713996 1188519 | ds aggregating to Rs.3/ % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 99.9619 92.6209 0.0000 0.0000 92.6209 16.9756 0.3268 | - per share and to No. of Votes – in favour (4) 52447740 00 52447740 9713996 00 9713996 1188496 1188496 22879 | declare a final of No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | lividend on equity shar % of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100.0000 100.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 | es for financial ye % of Votes again: on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00 |
| | 2 ORDINARY - To confirm payr ended on March 31, 2018. No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting | No. of shares held (1) 52467740 10487913 | terim dividend No. of votes polled (2) 52447740 9713996 0 9713996 1188519 22879 | ds aggregating to Rs.3/ % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 99.9619 92.6209 0.0000 0.0000 92.6209 16.9756 0.3268 | - per share and to No. of Votes – in favour (4) 52447740 00 52447740 9713996 00 9713996 1188496 1188496 22879 00 | declare a final of No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | lividend on equity shar % of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100.0000 100.0000 0.0000 0.0000 0.0000 100.0000 0.0000 0.0000 0.0000 0.0000 | es for financial ye % of Votes again: on votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00 |

| Resolution No. | 3 | | | | | | | 0 |
|--|---|---|---|---|--|-------------------------------|---|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - Re-appointmen | t of Mr. Nrupes | h Shah, a Dire | ctor retiring by rotation | n. | | Sec. Stand | Philips Para |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | AND 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 |
| | E-Voting | | 52447740 | 99.9619 | 52447740 | C | 100.0000 | 0.000 |
| Promoter and Promoter Group | Poll | 52467740 | 0 | 0.0000 | 00 | C | 0.0000 | 0.000 |
| | Postal Ballot (if applicable) | 1 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.000 |
| | Total | A STATES | 52447740 | 99.9619 | 52447740 | C | 100.0000 | 0.000 |
| | E-Voting | | 9713996 | 92.6209 | 9713996 | C | 100.0000 | 0.000 |
| Public- Institutions | Poll | 10487913 | | 0.0000 | 00 | C | 0.0000 | 0.000 |
| | Postal Ballot (if applicable) | 1 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.000 |
| | Total | I STATISTICS | 9713996 | 92.6209 | 9713996 | C | 100.0000 | 0.000 |
| | E-Voting | | 1188512 | 16.9755 | 1188486 | 26 | 99.9978 | 0.002 |
| Public- Non Institutions | Poll | 7001347 | 22879 | 0.3268 | 22879 | C | 100.0000 | 0.000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | C | 0.0000 | 0.000 |
| and the second | Total | THE STREET | 1211391 | 17.3023 | 1211365 | 26 | 99.9979 | 0.0021 |
| The second s | Total | 69957000 | 63373127 | 90.5887 | 63373101 | 26 | 100.0000 | 0.0000 |
| | | | | | | | | |
| The second state of the | | | | | | | | |
| Resolution No. | 4 | | | | | | | |
| Resolution No. Resolution required: (Ordinary/ Special) | 4 ORDINARY - Ratification of a | ppointment of | Auditor and fix | kation of their remuner | ration. | | | |
| | 4 ORDINARY - Ratification of a No | ppointment of | Auditor and fiv | kation of their remune | ration. | | | |
| Resolution required: (Ordinary/ Special) | THE THE STREET STREET | | | % 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 | on votes polled (7)=[(5)/(2)]*100 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? | No | No. of shares | No. of votes | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | against (5) | on votes polled (6)=[(4)/(2)]*100 | on votes polled (7)=[(5)/(2)]*100 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | No Mode of Voting | No. of shares | No. of votes polled (2) 52447740 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | against (5) | on votes polled (6)=[(4)/(2)]*100 100.0000 | on votes polled (7)=[(5)/(2)]*100 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? | No Mode of Voting | No. of shares held (1) | No. of votes polled (2) 52447740 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 | No. of Votes – in favour (4) 52447740 00 | against (5) C | on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 | on votes polled (7)=[(5)/(2)]*100 0 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | No Mode of Voting | No. of shares held (1) | No. of votes polled (2) 52447740 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 | No. of Votes – in favour (4) 52447740 00 | against (5) | on votes polled (6)=[(4)/(2)]*100 100.0000 0.00000 0.00000 | on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total | No. of shares held (1) | No. of votes polled (2) 52447740 0 0 0 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 99.9619 | No. of Votes – in favour (4) 52447740 00 52447740 | against (5) | on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 | on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group | No Mode of Voting E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) | No. of votes polled (2) 52447740 0 0 52447740 9713996 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 99.9619 | No. of Votes – in favour (4) 52447740 00 52447740 9713996 | against (5) | on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 100.0000 | on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 0 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group | No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting | No. of shares held (1) 52467740 | No. of votes polled (2) 52447740 0 0 52447740 9713996 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 99.9619 92.6209 | No. of Votes – in favour (4) 52447740 00 52447740 9713996 00 | against (5) | on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 100.0000 0.00000 | on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group | No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll | No. of shares held (1) 52467740 | No. of votes polled (2) 52447740 0 0 52447740 9713996 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 99.9619 92.6209 0.00000 0.00000 | No. of Votes – in favour (4) 52447740 00 52447740 9713996 00 00 | against (5) | on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 100.0000 0.00000 0.00000 0.00000 | on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group | No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total | No. of shares held (1) 52467740 | No. of votes polled (2) 52447740 0 0 52447740 9713996 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 99.9619 92.6209 0.00000 0.00000 92.6209 | No. of Votes – in favour (4) 52447740 00 52447740 9713996 00 00 | against (5) | on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 100.0000 0.00000 0.00000 100.0000 | on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) 52467740 | No. of votes polled (2) 52447740 0 0 52447740 9713996 0 0 9713996 1188512 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 99.9619 92.6209 0.00000 0.00000 92.6209 16.9755 | No. of Votes – in favour (4) 52447740 000 52447740 9713996 000 9713996 1188488 | against (5) | on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000 0.00000 0.000000 | (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions | No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Poll | No. of shares held (1) 52467740 10487913 | No. of votes polled (2) 52447740 0 0 52447740 9713996 0 0 9713996 1188512 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 99.9619 92.6209 0.00000 92.6209 16.9755 0.3268 | No. of Votes – in favour (4) 52447740 000 52447740 9713996 000 9713996 1188488 22879 | against (5) | on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 0.0000 0.00000 100.0000 100.0000 100.0000 100.0000 100.0000 | on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions | No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable) Total E-Voting | No. of shares held (1) 52467740 10487913 | No. of votes polled (2) 52447740 0 0 52447740 9713996 0 0 9713996 1188512 22879 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 99.9619 92.6209 0.0000 92.6209 16.9755 0.3268 0.0000 | No. of Votes – in favour (4) 52447740 000 52447740 9713996 000 9713996 1188488 22879 000 | against (5) | on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 0.0000 0.0000 100.0000 100.0000 100.0000 0.0000 0.00000 0.00000 | on votes polled (7)=[(5)/(2)]*100 0 0.0000 0 0.0000 |

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| Resolution No. | 5 | | | | | | | |
|--|--|---|--|---|--|--|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - Appointment of | f Mr. Ashish Des | hpande as an | Independent Director. | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | Max Mit | | | | |
| 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 |
| | E-Voting | - | 52447740 | 99.9619 | 52447740 | 0 | 100.0000 | 0.0000 |
| Promoter and Promoter Group | Poll | 52467740 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | 1 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | The second second | 52447740 | 99.9619 | 52447740 | 0 | 100.0000 | 0.0000 |
| | E-Voting | | 9713996 | 92.6209 | 9713996 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | Poll | 10487913 | | | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | - | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | Under March | 9713996 | 92.6209 | 9713996 | 0 | 100.0000 | 0.0000 |
| | E-Voting | | 1188512 | 16.9755 | 1188489 | 23 | 99.9980 | 0.0019 |
| Public- Non Institutions | Poll | 7001347 | 22879 | and the second se | 22879 | 0 | | 0.0000 |
| | Postal Ballot (if applicable) | - | 0 | | 00 | 0 | | the second se |
| | Total | T SA TA MARY | 1211391 | | 1211368 | 23 | 99.9981 | 0.0019 |
| | Total | 69957000 | the second second second second | | 63373104 | 23 | the second s | 0.0000 |
| | TOTAL | 03337000 | 03373127 | 90.5007 | 05575104 | and a start of the | 100.0000 | 0.0000 |
| Resolution No. | 6 | 03337000 | 05575127 | 30.3007 | 03373104 | 23 | 100.0000 | 0.0000 |
| | 6 | | | | 03373104 | 23 | 100.0000 | |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? | 6 SPECIAL - Creation of Charge No | | | | 03373104 | | | |
| Resolution required: (Ordinary/ Special) | 6 SPECIAL - Creation of Charge | e on assets of th | e Company in | | No. of Votes – in favour (4) | | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? | 6 SPECIAL - Creation of Charge No | on assets of th | e Company in | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in | 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 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | 6 SPECIAL - Creation of Charge No Mode of Voting | on assets of th | e Company in No. of votes polled (2) 52447740 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 | No. of Votes – in favour (4) | No. of Votes – against (5) 0 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100) 100.0000 | % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | 6 SPECIAL - Creation of Charge No Mode of Voting E-Voting | No. of shares held (1) | e Company in No. of votes polled (2) 52447740 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 | No. of Votes – in favour (4) 52447740 | No. of Votes – against (5) 0 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.0000 | % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? | 6 SPECIAL - Creation of Charge No Mode of Voting E-Voting Poll | No. of shares held (1) | e Company in No. of votes polled (2) 52447740 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 | No. of Votes – in favour (4) 52447740 00 00 | No. of Votes – against (5) 0 0 0 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 | % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | 6 SPECIAL - Creation of Charge No Mode of Voting E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) | e Company in No. of votes polled (2) 52447740 0 0 | cluding subsidiaries. % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 99.9619 | No. of Votes – in favour (4) 52447740 00 00 | No. of Votes – against (5) 0 0 0 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 0.0000 100.0000 | % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group | 6 SPECIAL - Creation of Charge No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total | No. of shares held (1) | e Company in No. of votes polled (2) 52447740 0 0 52447740 9713996 | cluding subsidiaries. % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 99.9619 | No. of Votes – in favour (4) 52447740 00 00 52447740 | No. of Votes – against (5) 0 0 0 0 4024636 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 | % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 0.0000 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group | 6 SPECIAL - Creation of Charge No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting | No. of shares held (1) 52467740 | e Company in No. of votes polled (2) 52447740 0 0 52447740 9713996 | cluding subsidiaries. % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 99.9619 92.6209 | No. of Votes – in favour (4) 52447740 00 00 52447740 5689360 | No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 0.0000 0.0000 0.0000 100.0000 58.5686 | % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.0000 41.4313 0.00000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group | 6 SPECIAL - Creation of Charge No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll | No. of shares held (1) 52467740 | e Company in No. of votes polled (2) 52447740 0 0 52447740 9713996 | cluding subsidiaries. % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 99.9619 92.6209 0.0000 0.0000 | No. of Votes – in favour (4) 52447740 00 52447740 5689360 00 | No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 58.5686 0.0000 | % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 41.4313 0.00000 0.00000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | 6 SPECIAL - Creation of Charge No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) 52467740 | e Company in No. of votes polled (2) 52447740 0 52447740 9713996 0 0 0 | cluding subsidiaries. % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 99.9619 92.6209 0.0000 0.0000 | No. of Votes – in favour (4) 52447740 00 52447740 5689360 00 00 | No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 58.5686 0.00000 58.5687 | % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 41.4313 0.0000 0.0000 41.4313 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions | 6 SPECIAL - Creation of Charge No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total | No. of shares held (1) 52467740 | e Company in No. of votes polled (2) 52447740 0 52447740 9713996 0 0 9713996 | cluding subsidiaries. % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 99.9619 92.6209 0.0000 0.0000 92.6209 | No. of Votes – in favour (4) 52447740 00 52447740 5689360 00 00 5689360 | No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 58.5686 0.00000 58.5687 | % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 41.4313 0.0000 0.0000 41.4313 0.0000 41.4313 0.0000 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions | 6 SPECIAL - Creation of Charge No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting | No. of shares held (1) 52467740 10487913 | e Company in No. of votes polled (2) 52447740 0 52447740 9713996 0 0 9713996 1188512 | cluding subsidiaries. % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 99.9619 92.6209 0.0000 0.0000 92.6209 16.9755 | No. of Votes – in favour (4) 52447740 00 52447740 5689360 00 5689360 1188483 | No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 58.5686 0.00000 58.5687 99.9975 99.9912 | % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 41.4313 0.0000 41.4313 0.0000 41.4313 0.0000 41.4313 0.0002 41.4313 |
| Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group | 6 SPECIAL - Creation of Charge No Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) 52467740 10487913 | e Company in No. of votes polled (2) 52447740 0 52447740 9713996 0 0 9713996 1188512 | cluding subsidiaries. % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.9619 0.0000 0.0000 99.9619 92.6209 0.0000 0.0000 92.6209 16.9755 0.3268 0.0000 | No. of Votes – in favour (4) 52447740 00 52447740 5689360 00 5689360 00 5689360 1188483 22879 | No. of Votes – against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100.0000 58.5686 0.00000 58.5687 99.9975 99.9912 0.0000 | % of Votes against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 41.4313 0.0000 41.4313 0.0000 41.4313 0.0000 41.4313 0.0002 41.4313 0.0002 40.0087 0.0000 |

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ANNEXURE - B

CONSOLIDATED REPORT OF SCRUTINIZER

ON

REMOTE E-VOTING AND POLL

[Pursuant to Section 108 and Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014 and Rule 20 (3) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To,

The Chairman,

31st Annual General Meeting of the
Equity Shareholders of Symphony Limited,
Held on 31st August, 2018 at 10.00 a .m. at
Ahmedabad Management Association, ATIRA Campus,
Dr. Vikram Sarabhai Marg, Ahmedabad – 380015

Dear Sir,

I, Ashish C. Doshi, Partner of SPANJ & ASSOCIATES, Company Secretaries in Practice having office at TF/1, Anison Bldg, 3rd Floor, State Bank of India Lane, Swastik Soc., Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad-380 009 appointed as a scrutinizer of **SYMPHONY LIMITED** ("the Company") for the purpose of scrutinizing the poll and remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on poll and remote e-voting carried out Pursuant to Section 108 and Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 on the below mentioned resolution(s), at the 31st Annual General Meeting ("AGM") of the Members of SYMPHONY LIMITED held on Friday, August 31, 2018 at 10:00 a.m. at Ahmedabad Management Association, Dr. Vikram Sarabhai Marg, Ahmedabad – 380 015, submit our report as under:

If/1, Anison Complex, 3rd Floor, SBI Lane, Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad-380 009 Ph: 079-26421414, 26421555, e-mail: <u>csdoshiac@gmail.com</u>M: 098250 64740,

- 1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by use of ballots by the shareholders on the resolutions proposed in the Notice of the 31st Annual General Meeting of the Company is the responsibility of the management. Our responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Karvy Computershare Private Limited (Karvy) and the report generated electronically for voting by use of ballots at the meeting.
- In accordance with the Notice of 31st Annual General Meeting sent to shareholders, the voting through electronic means/ remote e-voting started on 27th August, 2018 (9:00 am) and ended on 30th August, 2018 (5:00 pm).
- 3. The Equity Shareholders holding shares as on the "cut off" date i.e. 24th August, 2018 were entitled to vote on the proposed resolutions (Item no. 01 to 06 as set out in the Notice of the 31st Annual General Meeting of the Equity Shareholders of Symphony Limited).
- 4. After the close of period for remote e-voting, the details of members, such as their names, folio Nos, Number of shares held, who had casted votes through remote e-voting, were downloaded from the e-voting website of Karvy Computershare Private Limited (<u>https://evoting.karvy.com</u>) for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the 31st AGM.
- 5. At the 31st AGM after declaration of poll by the chairman, two ballot boxes for polling were locked in my presence with due identification mark placed by me.
- 6. The locked ballot boxes were opened in my presence and in presence of two witnesses Mr. Shashank Dhamseiya (83, Dhanlaxmi Society, Opp. CMC, Odhav Road, Ahmedabad 382415) and Mr. Jitendra Liya (K-303, Karnavati Enclave, Opp. Shrinand City-3, Near Doon School, New Manianagar, Ahmedabad 382449) who are not in the employment of the Company, and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Boxes being unlocked in their presence. The poll papers were reconciled with the records maintained by M/s. Karvy Computershare Private Limited the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

Hardwort

Name: Shashank Dhamseiya

Name: Jitendra Liya

If/1, Anison Complex, 3rd Floor, SBI Lane, Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad-380 009 Ph : 079-26421414, 26421555, e-mail: csdoshiac@gmail.comM : 098250 64740



- 7. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The poll papers were considered invalid on the grounds of mismatch of signature and invalid Power of Attorney given by shareholder which was not containing powers to remain present and vote on behalf of the shareholder. The same were not considered in calculation.
- 8. After counting the votes casted by the members and proxy holders present at 31st AGM, through polling paper, the Votes casted through remote e-voting were unblocked on 31st August, 2018 around 11.38 am in the presence of two witnesses, Mr. Shashank Dhamseiya (83, Dhanlaxmi Society, Opp. CMC, Odhav Road, Ahmedabad 382415) and Mr. Jitendra Liya (K-303, Karnavati Enclave, Opp. Shrinand City-3, Near Doon School, New Manianagar, Ahmedabad 382449) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Hechen

Name: Shashank Dhamseiya

Beug

Name: Jitendra Liya

- Thereafter, the details containing inter- alia, list of equity Shareholders, who voted "For" and "Against", were downloaded from the remote e – Voting website of Karvy Computershare Private Limited (<u>https://evoting.karvy.com</u>)
- 10. Based from reports generated from the e-voting website of Karvy Computershare Private Limited (<u>https://evoting.karvy.com</u>) and voting through polling paper at the 31st AGM, the Consolidated results of the remote e-voting and poll are as under :

If/1, Anison Complex, 3rd Floor, SBI Lane, Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad-380 009 Ph: 079-26421414, 26421555, e-mail: <u>csdoshiac@gmail.com</u>M: 098250 64740



 a) Resolution No. 1 - Adoption of (a) Audited Standalone Financial Statement of Profit and Loss for the financial year ended on March 31, 2018, Balance Sheet as at that date and the Reports of the Board of Directors and Auditors thereon; and (b) Audited Consolidated Financial Statement of Profit and Loss for the financial year ended on March 31, 2018, Balance Sheet as at that date together with the report of Auditors thereon.

(i) Voted in favour of the resolution:

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of Votes cast | % of total number of valid votes cast |
|-----------------|--|-------------------------|---|
| Remote E-voting | 130 | 63350231 | 100.0000 |
| Poll | 25 | 22879 | 99.9913 |
| Total | 155 | 63373110 | - |

(ii) Voted against of the resolution:

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of Votes cast | % of total number of valid votes cast |
|-----------------|--|-------------------------|---|
| Remote E-voting | 2 | 23 | 0.0000 |
| Poll | 1 | 2 | 0.0087 |
| Total | 3 | 25 | - |

(iii) Invalid Votes:

| Type of Voting | Total Number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes cast |
|-----------------|---|-------------------------------|
| Remote E-voting | 0 | 0 |
| Poll | 10 | 43226 |
| Total | 10 | 43226 |

(iv) Abstained from Voting:

| Type of Voting | Total Number of members (in person or by proxy) who abstained from Voting | Total Number of Votes |
|-----------------|---|--------------------------|
| Remote E-voting | 1 | 1 |
| Poll | 0 | 0 |
| Total | 1 | 1 |

Tf/1, Anison Complex, 3rd Floor, SBI Lane, Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad-380 009 Ph : 079-26421414, 26421555, e-mail: <u>csdoshiac@gmail.com</u>M : 098250 64740



b) Resolution No. 2 – To confirm payment of three interim dividends aggregating to ₹ 3/- per share and to declare a final dividend on equity shares for financial year ended on March 31, 2018

(i) Voted in favour of the resolution:

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of Votes cast | % of total number of valid votes cast |
|-----------------|--|-------------------------|---|
| Remote E-voting | 131 | 63350232 | 100.0000 |
| Poll | 25 | 22879 | 100.0000 |
| Total | 156 | 63373111 | - |

(ii) Voted against of the resolution:

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of Votes cast | % of total number of valid votes cast |
|-----------------|--|-------------------------|---|
| Remote E-voting | 2 | 23 | 0.0000 |
| Poll | 0 | 0 | 0.0000 |
| Total | 2 | 23 | - |

(iii) Invalid Votes:

| Type of Voting | Total Number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes cast |
|-----------------|---|-------------------------------|
| Remote E-voting | 0 ' | 0 |
| Poll | 10 | 43226 |
| Total | 10 | 43226 |

(iv) Abstained from Voting:

| Type of Voting Total Number of members (in person or by proxy) who abstained from Voting | | Total Number of Votes |
|---|---|--------------------------|
| Remote E-voting | 0 | 0 |
| Poll | 1 | 2 |
| Total | 1 | 2 |

Tf/1, Anison Complex, 3rd Floor, SBI Lane, Nr. Stadium Circle, C. G. Road, Navrangpura, Ahmedabad-380 009 Ph: 079-26421414, 26421555, e-mail: csdoshiac@gmail.comM: 098250 64740



a) Resolution No. 3 - Re-appointment of Mr. Nrupesh Shah, a Director retiring by rotation.

(i) Voted in favour of the resolution:

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of Votes cast | % of total number of valid votes cast |
|-----------------|--|-------------------------|---|
| Remote E-voting | 129 | 63350222 | 100.0000 |
| Poll | 25 | 22879 | 100.0000 |
| Total | 154 | 63373101 | |

(ii) Voted against of the resolution:

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of Votes cast | % of total number of valid votes cast |
|-----------------|--|-------------------------|---|
| Remote E-voting | 3 | 26 | 0.0000 |
| Poll | 0 | 0 | 0.0000 |
| Total | 3 | • 26 | |

(iii) Invalid Votes:

| Type of Voting | Total Number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes cast |
|-----------------|---|-------------------------------|
| Remote E-voting | 0 | 0 |
| Poll | 10 | 43226 |
| Total | 10 | 43226 |

(iv) Abstained from Voting:

| Type of Voting | Total Number of members (in person or by proxy) who abstained from Voting | Total Number of Votes |
|-----------------|---|--------------------------|
| Remote E-voting | 1 | 7 |
| Poll | 1 . | 2 |
| Total | 2 | 9 |

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 b) Resolution No. 4 – Ratification of appointment of Auditor and fixation of their remuneration.

(i) Voted in favour of the resolution:

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of Votes cast | % of total number of valid votes cast |
|-----------------|--|-------------------------|---|
| Remote E-voting | 129 | 63350224 | 100.0000 |
| Poll | 25 | 22879 | 100.0000 |
| Total | 154 | 63373103 | • |

(ii) Voted against of the resolution:

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of Votes cast | % of total number of valid votes cast |
|-----------------|--|-------------------------|---|
| Remote E-voting | 3 | 24 | 0.0000 |
| Poll | 0 | 0 | 0.0000 |
| Total | 3 | 24 | |

(iii) Invalid Votes:

| Type of Voting | Total Number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes cast |
|-----------------|---|-------------------------------|
| Remote E-voting | 0 . | 0 |
| Poll | 10 | 43226 |
| Total | 10 | 43226 |

(iv) Abstained from Voting:

| Type of Voting | Total Number of members (in person or by proxy) who abstained from Voting | Total Number of Votes |
|-----------------|---|--------------------------|
| Remote E-voting | 1 | 7 |
| Poll | 1 | 2 |
| Total | . 2 | 9 |

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c) Resolution No. 5 - Appointment of Mr. Ashish Deshpande as an Independent Director.

(i) Voted in favour of the resolution:

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of Votes cast | % of total number of valid votes cast |
|-----------------|--|-------------------------|---|
| Remote E-voting | 130 | 63350225 | 100.0000 |
| Poll | 25 | 22879 | 100.0000 |
| Total | 155 | 63373104 | - |

(ii) Voted against of the resolution:

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of Votes cast | % of total number of valid votes cast |
|-----------------|--|-------------------------|---|
| Remote E-voting | 2 | 23 | 0.0000 |
| Poll | 0 | 0 | 0.0000 |
| Total | 2 | 23 | |

(iii) Invalid Votes:

| Type of Voting | Total Number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes cast |
|-----------------|---|-------------------------------|
| Remote E-voting | 0 | 0 |
| Poll | 10 | 43226 |
| Total | 10 | 43226 |

(iv) Abstained from Voting:

| Type of Voting | Type of Voting Total Number of members (in person or by proxy) who abstained from Voting | |
|-----------------|--|-----|
| Remote E-voting | 1 | 7 |
| Poll | 1 | 2 . |
| Total | 2 | 9 |

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d) Resolution No. 6 - Creation of Charge on assets of the Company including subsidiaries.

(i) Voted in favour of the resolution:

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of Votes cast | % of total number of valid votes cast |
|-----------------|--|-------------------------|---|
| Remote E-voting | 78 | 59325583 | 93.6470 |
| Poll | 25 | 22879 | 99.9913 |
| Total | 103 | 59348462 | - |

(ii) Voted against of the resolution:

| Type of Voting | Number of members present and voting (in person or by proxy) | Number of Votes cast | % of total number of valid votes cast |
|-----------------|--|-------------------------|---|
| Remote E-voting | 54 | 4024665 | 6.3530 |
| Poll | 1 | 2 | 0.0087 |
| Total | 55 | 4024667 | |

(iii) Invalid Votes:

| Type of Voting | Total Number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes cast |
|-----------------|---|-------------------------------|
| Remote E-voting | 0 | 0 |
| Poll | 10 | 43326 |
| Total | 10 | 43326 |

(iv) Abstained from Voting:

| Type of Voting | Total Number of members (in person or by proxy) who abstained from Voting | | Total Number of Votes |
|-----------------|---|----------|--------------------------|
| Remote E-voting | 1 | | 7 |
| Poll | 0 | 1. T. S. | 0 |
| Total | 1 | | 7 |

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- A Compilation of Data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 12. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,

Date: 31st August, 2018

Place : Ahmedabad

ASHISH C DOSHI, PARTNER SPANJ & ASSOCIATES Company Secretaries ACS/FCS No.: F3544 COP No.: 2356

Countersigned: For Symphony Limited

Achal Bakeri

Managing Director

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FORM NO. MGT-13 Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To, The Chairman, 31st Annual General Meeting of the Equity Shareholders of Symphony Limited, Held on 31st August, 2018 at 10.00 a .m. at Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015.

Dear Sir,

I, Ashish C. Doshi, Partner of SPANJ & ASSOCIATES, Company Secretaries in Practice having office at TF/1, Anison Bldg, 3rd Floor, State Bank of India Lane, Swastik Soc., Nr. Stadium Circle, C.G.Road, Navrangpura, Ahmedabad-380 009 appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 31st Annual General Meeting ("AGM") of the Members of **SYMPHONY LIMITED** ("the Company") held on Friday, August 31, 2018 at 10:00 a.m. at Ahmedabad Management Association, Dr. Vikram Sarabhai Marg, Ahmedabad – 380 015, submit my report as under:

- After the time fixed for closing of the poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- 2. The locked ballot boxes were opened in my presence and in presence of two witnesses, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Karvy Computershare Private Limited, the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The poll papers were considered invalid on the grounds of mismatch of signature and invalid Power of Attorney given by shareholder which was not containing powers to remain present and vote on behalf of the shareholder. The same were not considered in calculation.

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- 4. The result of the Poll is as under:
 - a) Resolution No. 1 Adoption of (a) Audited Standalone Financial Statement of Profit and Loss for the financial year ended on March 31, 2018, Balance Sheet as at that date and the Reports of the Board of Directors and Auditors thereon; and (b) Audited Consolidated Financial Statement of Profit and Loss for the financial year ended on March 31, 2018, Balance Sheet as at that date together with the report of Auditors thereon.

| (i) Voted in favour of the resolution | on: | |
|---|------------------------------|--|
| Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| 25 | 22879 | 99.9913 |

| (ii) Voted against the resolution: | | 1. 10 Mar |
|---|------------------------------|--|
| Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| 1 | 2 | 0.0087 |

| (iii) Invalid Votes: | |
|---|------------------------------------|
| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
| 10 | 43226 |

b) Resolution No. 2 – To confirm payment of three interim dividends aggregating to ₹ 3/- per share and to declare a final dividend on equity shares for financial year ended on March 31, 2018

| (i) Voted in favour of the resolution | on: | and the second second |
|---|---------------------------------|--|
| Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| 25 | 22879 | 100.00 |

| Number of members present and Voting (in person or by proxy) | Number cast by | er of votes them | % of total number of valid votes cast |
|---|----------------|---------------------|--|
| 0 | | 0 | 0.00 |
| One Shareholder holding 2 shares abstained | from voting. | for this resolution | on |
| (iii) Invalid Votes: | | | - And Andrews |
| Total number of members (in perso proxy) whose votes were declared | | Total num them | ber of votes cast by |
| 10 | | | 43226 |

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c) Resolution No. 3 - Re-appointment of Mr. Nrupesh Shah, a Director retiring by rotation.

| (i) Voted in favour of the resolution | on: | |
|---|---------------------------------|--|
| Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| 25 | 22879 | 100.00 |

| (ii) Voted against the resolution: Number of members present and Voting (in person or by proxy) | Number of votes cast by them | | % of total number of valid votes cast 0.00 |
|---|------------------------------|------------------------------------|--|
| 0 | | | |
| One Shareholder holding 2 shares | abstained f | rom voting | for this resolution |
| (iii) Invalid Votes: | | 0.5.944.00 | |
| Total number of members (in person or by proxy) whose votes were declared invalid | | Total number of votes cast by them | |

43226

d) Resolution No. 4 - Ratification of appointment of Auditor and fixation of their remuneration.

10

| (i) Voted in favour of the resolution | on: | |
|---|---------------------------------|--|
| Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| 25 | 22879 | 100.00 |

| (ii) Voted against the resolution: | | |
|---|--------------------------------|--|
| Number of members present and Voting (in person or by proxy) | Number of votes ' cast by them | % of total number of valid votes cast |
| 0 | 0 | 0.00 |

One Shareholder holding 2 shares abstained from voting for this resolution

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| · 10 | 43226 |

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e) Resolution No. 5 – Appointment of Mr. Ashish Deshpande as an Independent Director.

| (i) Voted in favour of the resolution | on: | |
|---|---------------------------------|--|
| Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| 25 | 22879 | 100.00 |

| (ii) Voted against the resolution: | | | |
|---|---------------------|------------------------------------|--|
| Number of members present and Voting (in person or by proxy) | Number cast by t | of votes hem | % of total number of valid votes cast |
| 0 | 0 | | 0.00 |
| One Shareholder holding 2 shares (iii) Invalid Votes: | abstained, | from voting | g for this resolution |
| Total number of members (in person or by proxy) whose votes were declared invalid | | Total number of votes cast by them | |
| 10 | | | 43226 |

f) Resolution No. 6 - Creation of Charge on assets of the Company including subsidiaries.

| (i) Voted in favour of the resolution | n: | 2/ |
|---|---------------------------------|--|
| Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| 25 | 22879 | 99.9913 |

| (ii) Voted against the resolution: | | |
|---|---------------------------------|--|
| Number of members present and Voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
| 1 | 2 | 0.0087 |

| (iii) Invalid Votes: | |
|---|------------------------------------|
| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
| 10 | 43226 |

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- A Compilation of Data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,

Date: 31st August, 2018

Place : Ahmedabad

Countersigned: For Symphony Limited

Adhal Bakeri

Managing Director



ASHISH C DOSHI, PARTNER SPANJ & ASSOCIATES Company Secretaries ACS/FCS No.: F3544 COP No.: 2356

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