

हिंदी केवल एक भाषा नहीं बल्कि हमारी राष्ट्रीय पहचान है।

**ITI LIMITED**  
(A Govt. of India Undertaking)



**आईटीआई लिमिटेड**  
(भारत सरकार का उपक्रम)

Ref: K/AGM/NSE&BSE/2020  
Date: 05.12.2020

The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400 001  
Scrip Code: 523610

The Manager  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (E)  
Mumbai- 400 051  
Scrip Code: ITI

Dear Sir/Madam,

Sub: Scrutinisers Report with details of remote e-voting & e-voting at the 70<sup>th</sup> Annual General Meeting (AGM) held on 04.12.2020.

Ref: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the above, we enclose herewith the Scrutiniser's Report on voting results of the 70<sup>th</sup> Annual General Meeting (AGM) of the Company held on Friday, 04<sup>th</sup> December 2020 on remote e-voting and e-voting during the AGM.

Thanking you

Yours faithfully  
For ITI Limited

S Shanmuga Priya  
Company Secretary

Encl: as above

ITI Limited, Registered and Corporate Office, ITI Bhavan, Doorvaninagar, Bengaluru-560 016, India

आईटीआई लिमिटेड, पंजीकृत एवं निगमित कार्यालय, आईटीआई भवन, दुरवाणीनगर, बेंगलूर 560 016, भारत

Phone : +(91) (80) 2581 4466, Fax : +(91) (080) 2561 7525, Website : www.itilttd.in

CIN : L32202KA1950GOI000640

ITI Limited



**D VENKATESWARLU**  
Practicing Company Secretary

**Form No: MGT-13**

**Report of Scrutinizer**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]**

**The Chairman**  
**ITI LIMITED**  
**CIN: L32202KA1950GOI000640**  
**Registered & Corporate Office:**  
**ITI Bhavan, Dooravaninagar,**  
**Bangalore 560 016**

**Sub: 70<sup>th</sup> Annual General Meeting of the Equity Shareholders of ITI LIMITED (CIN: L32202KA1950GOI000640) held on Friday, 04<sup>th</sup> December 2020 at 11:30 A.M through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM')**

Dear Sir,

I, D Venkateswarlu, Practicing Company Secretary, Bengaluru was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing:

- (i) the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (ii) E-Voting process at the AGM.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the Seventieth Annual General Meeting of the Equity Shareholders dated 04<sup>th</sup> December 2020. My responsibility as a Scrutinizer for the E-voting process is restricted to furnishing of Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM.



**D VENKATESWARLU**  
Practicing Company Secretary

**I submit my report as under:**

1. The remote E-Voting period remained open from 01<sup>st</sup> December 2020 at 10.00 am to 03<sup>rd</sup> December 2020 at 05.00 pm.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to MCA Circular No.20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.
3. The voting rights were reckoned as on Friday, November 27, 2020 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by Central Depository Services (India) Limited (CDSL) had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
5. The shareholders present at the AGM & who had not voted in remote e-voting were provided with e-voting facility by Central Depository Services (India) Limited (CDSL)
6. After the conclusion of the Annual General Meeting, the votes cast through e-voting (both remote and during AGM) were unblocked on December 04, 2020 at 01.25 P.M. in the presence of two witnesses.
7. Based on the data provided by Central Depository Services (India) Limited (CDSL) e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



**D VENKATESWARLU**  
Practicing Company Secretary

Item No. in Notice of the AGM	Particulars of business	Votes in favour of the resolution			Votes against the resolution		
		No. of Members votes	No. of votes cast by them	% of No. of valid votes	No. of Members votes	No. of votes cast by them	% of No. of valid votes
<b>Item No. 1</b> (Ordinary Resolution) Adoption of audited standalone and consolidated financial statements for the year ended 31.03.2020 and the Reports of the Board of Directors and Auditors thereon	Remote E-voting	30	23204	0.00	1	34112	0.00
	E-Voting at AGM	17	835423230	100.00	0	0	0.00
	<b>Total</b>	<b>47</b>	<b>835446434</b>	<b>100.00</b>	<b>1</b>	<b>34112</b>	<b>0.00</b>
<b>Item No. 2</b> (Ordinary Resolution) Re-appointment of Shri Shashi Prakash Gupta (DIN: 08254999), who retires by rotation	Remote E-voting	28	23136	0.00	3	34180	0.00
	E-Voting at AGM	17	835423230	100.00	0	0	0.00
	<b>Total</b>	<b>45</b>	<b>835446366</b>	<b>100.00</b>	<b>3</b>	<b>34180</b>	<b>0.00</b>
<b>Item No. 3</b> (Ordinary Resolution) Fixation of remuneration of Statutory and Branch Auditor for the financial year 2020-21	Remote E-voting	31	57316	0.00	0	0	0.00
	E-Voting at AGM	17	835423230	100.00	0	0	0.00
	<b>Total</b>	<b>48</b>	<b>835480546</b>	<b>100.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>Item No. 4</b> (Ordinary Resolution) Appointment of Shri Rajeev Srivastava (DIN: 08921307), as Director Finance of the Company	Remote E-voting	29	23186	0.00	2	34130	0.00
	E-Voting at AGM	17	835423230	100.00	0	0	0.00
	<b>Total</b>	<b>46</b>	<b>835446416</b>	<b>100.00</b>	<b>2</b>	<b>34130</b>	<b>0.00</b>
<b>Item No. 5</b> (Ordinary Resolution) Ratification of remuneration payable to the Cost Auditors for the financial year 2020-21	Remote E-voting	30	57266	0.00	1	50	0.00
	E-Voting at AGM	17	835423230	100.00	0	0	0.00
	<b>Total</b>	<b>47</b>	<b>835480496</b>	<b>100.00</b>	<b>1</b>	<b>50</b>	<b>0.00</b>



**D VENKATESWARLU**  
Practicing Company Secretary

8. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.

9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

10. All the resolutions mentioned in the Notice of the AGM as per the voting results as detailed above stands passed under remote e-voting and e-voting at the AGM with the requisite majority.

11. The Company may accordingly declare the result of the voting through remote e-voting and e-voting at the AGM to the respective authorities.

Thanking you

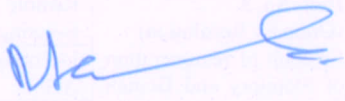
Yours faithfully

VENKATESW Digitally signed by  
VENKATESWARLU DASARI  
Date: 2020.12.04 18:37:38  
+05'30'  
ARLU DASARI

**D VENKATESWARLU**  
**Company Secretary**  
**FCS: 8554 CP NO: 7773**

**Date: 04<sup>th</sup> December 2020**  
**Place: Bangalore**

**UDIN: F008554B001405532**

  
**R.M. AGARWAL**  
Chairman & Managing Director  
ITI Limited  
Registered & Corporate Office  
ITI Bhavan, Dooravaninagar  
BENGALURU - 560 016