



25<sup>th</sup> July, 2019

<b>National Stock Exchange of India Ltd.</b> Listing Department. Exchange Plaza, C-1, Block- G, Bandra Kurla Complex, Bandra (East) Mumbai-400 051. Fax No. 26598235/8237/8347. <b>Symbol: DELTACORP</b>	<b>BSE Ltd.,</b> Corporate Relation Department, Listing Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Facsimile No. 22723121/22722037/2041 <b>Scrip Code 532848</b>
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Dear Sirs/Madam,

**Sub:- Consolidated Results of Remote e-voting and voting by poll at Annual General Meeting of members of the Company held on 24<sup>th</sup> July, 2019 pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)**

Pursuant to Regulation 44 of the Listing Regulations, please find below consolidated results of remote e-voting and voting by poll at Annual General Meeting (AGM) of members of the Company held on 24<sup>th</sup> July, 2019:

Sr. No.	Particulars	
1	Date of the AGM	24 <sup>th</sup> July, 2019
2	Total number of shareholders on record date	88,900 as on Cut-Off date i.e. 17.07.2019
3	No. of shareholders present in the meeting either in person or through proxy	
	Promoters and Promoter Group	8
	Public	76
4	No. of Shareholders attended the meeting through Video Conferencing	No video conferencing facility was made available
5	Details of Agenda	Annexure-1



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# Annexure-1

**Resolution No. 1 :-** To receive, consider and adopt the Audited Financial Statements (Including the Consolidated Financial Statements) for the year ended 31<sup>st</sup> March, 2019 together with the Reports of the Board of Directors and the Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary					
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 outsta nding 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 again st on votes polled (7)= [(5)/(2)] *100
Promoter and Promoter Group	E-Voting	88797440	88392110	99.54	88392110	0	100.00	0.00
	*Poll		295667	0.33	295667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>88797440</b>	<b>99.88</b>	<b>88687777</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institution ns	E-Voting	70252716	50524535	71.92	50524535	0	100.00	0.00
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>70252716</b>	<b>71.92</b>	<b>50524535</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institution ns	E-Voting	111888030	40963	0.04	40852	111	99.73	0.27
	*Poll		29001390	25.92	29001390	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>111888030</b>	<b>25.96</b>	<b>29042242</b>	<b>111</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>270938186</b>	<b>168254665</b>	<b>62.10</b>	<b>168254554</b>	<b>111</b>	<b>100.00</b>	<b>0.00</b>



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**Resolution No. 2:-** Declaration of dividend @ 65% on Equity Share Capital (i.e. ₹ 0.65/- per Equity Share of ₹ 1/- each) for the Financial Year ended 31<sup>st</sup> March, 2019.

Resolution required: (Ordinary/ Special)			Ordinary					
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 outsta nding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)] *100	% of Votes again st on votes polled (7)= [(5)/(2)] *100
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Promoter and Promoter Group	E-Voting	88797440	88392110	99.54	88392110	0	100.00	0.00
	*Poll		295667	0.33	295667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>88797440</b>	<b>88687777</b>	<b>99.88</b>	<b>88687777</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Instituti ons	E-Voting	70252716	51524535	73.34	51524535	0	100.00	0.00
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>70252716</b>	<b>51524535</b>	<b>73.34</b>	<b>51524535</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Instituti ons	E-Voting	111888030	40963	0.04	40702	261	99.36	0.64
	*Poll		29001390	25.92	29001390	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>111888030</b>	<b>29042353</b>	<b>25.96</b>	<b>29042092</b>	<b>261</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>270938186</b>	<b>169254665</b>	<b>62.47</b>	<b>169254404</b>	<b>261</b>	<b>100.00</b>	<b>0.00</b>



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Resolution No. 3:- Re-appointment of Mr. Chetan Desai (DIN: 03595319) as a Director, retiring by rotation.

Resolution required: (Ordinary/ Special)			Ordinary					
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 outsta nding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)] *100	% of Votes again st on votes polled (7)= [(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	88797440	88392110	99.54	88392110	0	100.00	0.00
	*Poll		295667	0.33	295667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>88797440</b>	<b>88687777</b>	<b>99.88</b>	<b>88687777</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutio ns	E-Voting	70252716	51524535	73.34	50872625	651910	98.73	1.27
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>70252716</b>	<b>51524535</b>	<b>73.34</b>	<b>50872625</b>	<b>651910</b>	<b>98.73</b>	<b>1.27</b>
Public- Non Institutio ns	E-Voting	111888030	40963	0.04	40848	115	99.72	0.28
	*Poll		29001390	25.92	29001390	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>111888030</b>	<b>29042353</b>	<b>25.96</b>	<b>29042238</b>	<b>115</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>270938186</b>	<b>169254665</b>	<b>62.47</b>	<b>168602640</b>	<b>652025</b>	<b>99.61</b>	<b>0.39</b>



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4. Resolution No. 4 :- Re-appointment of Mr. Rajesh Jaggi, (DIN: 00046853) as an Independent Director of the Company

Resolution required: (Ordinary/ Special)			Special					
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 outsta nding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)] *100	% of Votes again st on votes polled (7)= [(5)/(2)] *100
Promoter and Promoter Group	E-Voting	88797440	88392110	99.54	88392110	0	100.00	0.00
	*Poll		295667	0.33	295667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>88797440</b>	<b>99.88</b>	<b>88687777</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Instituti ons	E-Voting	70252716	51524535	73.34	41216734	10307801	79.99	20.01
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>51524535</b>	<b>73.34</b>	<b>41216734</b>	<b>10307801</b>	<b>79.99</b>	<b>20.01</b>
Public- Non Instituti ons	E-Voting	111888030	40963	0.04	40397	566	98.62	1.38
	*Poll		29001390	25.92	29001390	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>29042353</b>	<b>25.96</b>	<b>29041787</b>	<b>566</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>270938186</b>	<b>169254665</b>	<b>62.47</b>	<b>158946298</b>	<b>10308367</b>	<b>93.91</b>	<b>6.09</b>



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**Resolution No. 5 :-** Re-appointment of Mr. Ravinder Kumar Jain, (DIN: 00652148) as an Independent Director of the Company

Resolution required: (Ordinary/ Special)			Special					
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 outsta nding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes again st on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	88797440	88392110	99.54	88392110	0	100.00	0.00
	*Poll		295667	0.33	295667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>88797440</b>	<b>88687777</b>	<b>99.88</b>	<b>88687777</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutio ns	E-Voting	70252716	51524535	73.34	51524535	0	100.00	0.00
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>70252716</b>	<b>51524535</b>	<b>73.34</b>	<b>51524535</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutio ns	E-Voting	111888030	40963	0.04	40497	466	98.86	1.14
	*Poll		29001390	25.92	29001390	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>111888030</b>	<b>29042353</b>	<b>25.96</b>	<b>29041887</b>	<b>466</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>270938186</b>	<b>169254665</b>	<b>62.47</b>	<b>169254199</b>	<b>466</b>	<b>100.00</b>	<b>0.00</b>



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**Resolution No. 6 :-** Re-appointment of Ms. Alpana Piramal Chinai, (DIN: 00136144) as an Independent Director of the Company.

Resolution required: (Ordinary/ Special)			Special					
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 outsta nding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes again st on votes polled (7)= [(5)/(2)]*100
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Promoter and Promoter Group	E-Voting	88797440	88392110	99.54	88392110	0	100.00	0.00
	*Poll		295667	0.33	295667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>88797440</b>	<b>88687777</b>	<b>99.88</b>	<b>88687777</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutio ns	E-Voting	70252716	51524535	73.34	40992734	10531801	79.56	20.44
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>70252716</b>	<b>51524535</b>	<b>73.34</b>	<b>40992734</b>	<b>10531801</b>	<b>79.56</b>	<b>20.44</b>
Public- Non Institutio ns	E-Voting	111888030	35963	0.03	35467	496	98.62	1.38
	*Poll		29001390	25.92	29001390	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>111888030</b>	<b>29037353</b>	<b>25.95</b>	<b>29036857</b>	<b>496</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>270938186</b>	<b>169249665</b>	<b>62.47</b>	<b>158717368</b>	<b>10532297</b>	<b>93.78</b>	<b>6.22</b>



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**Resolution No. 7 :-** Re-appointment of Dr. Vrajesh Udani (DIN: 00021311) as an Independent Director of the Company.

Resolution required: (Ordinary/ Special)			Special					
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 outsta nding shares (3)= [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes again st on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	88797440	88392110	99.54	88392110	0	100.00	0.00
	*Poll		295667	0.33	295667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>88797440</b>	<b>88687777</b>	<b>99.88</b>	<b>88687777</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutio ns	E-Voting	70252716	51524535	73.34	51524535	0	100.00	0.00
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>70252716</b>	<b>51524535</b>	<b>73.34</b>	<b>51524535</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutio ns	E-Voting	111888030	35963	0.03	35497	466	98.70	1.30
	*Poll		29001390	25.92	29001390	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>111888030</b>	<b>29037353</b>	<b>25.95</b>	<b>29036887</b>	<b>466</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>270938186</b>	<b>169249665</b>	<b>62.47</b>	<b>169249199</b>	<b>466</b>	<b>100.00</b>	<b>0.00</b>



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**Resolution No. 8 :- Approval of Related Party Transaction(s) with Daman Hospitality Private Limited.**

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outsta nding 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 again st on votes polled (7)= [(5)/(2)] *100
Promoter and Promoter Group	E-Voting	88797440	0	0	0	0	0	0.00
	*Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		0	0	0	0	0.00	0.00
	<b>Total</b>	<b>88797440</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
Public- Instituti ons	E-Voting	70252716	51524535	73.34	51524535	0	100.00	0.00
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>70252716</b>	<b>51524535</b>	<b>73.34</b>	<b>51524535</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Instituti ons	E-Voting	111888030	40863	0.04	40591	272	99.33	0.67
	*Poll		8387269	7.50	8387234	35	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>111888030</b>	<b>8428132</b>	<b>7.54</b>	<b>8427825</b>	<b>307</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>270938186</b>	<b>59952667</b>	<b>22.12</b>	<b>59952360</b>	<b>307</b>	<b>100.00</b>	<b>0.00</b>



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**Resolution No. 9 :- Approval of 'Delta Employees Stock Appreciation Rights Plan 2019'.**

Resolution required: (Ordinary/ Special)			Special					
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 outsta nding 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 again st on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	88797440	88392110	99.54	88392110	0	100.00	0.00
	*Poll		295667	0.33	295667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>88797440</b>	<b>99.88</b>	<b>88687777</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Instituti ons	E-Voting	70252716	50524535	71.92	45353388	5171147	89.77	10.23
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>50524535</b>	<b>71.92</b>	<b>45353388</b>	<b>5171147</b>	<b>89.77</b>	<b>10.23</b>
Public- Non Instituti ons	E-Voting	111888030	40953	0.04	37893	3060	92.53	7.47
	*Poll		29001390	25.92	29001350	40	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>111888030</b>	<b>25.96</b>	<b>29039243</b>	<b>3100</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>270938186</b>	<b>168254655</b>	<b>62.10</b>	<b>163080408</b>	<b>5174247</b>	<b>96.92</b>	<b>3.08</b>



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 Tardeo Road, Haji Ali,  
 Mumbai - 400 034.  
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Phone : +91 22 4079 4700  
 Fax : +91 22 4079 4777  
 Email : secretarial@deltin.com  
 CIN : L65493PN1990PLC058817

# **DELTA** CORP LIMITED

**Resolution No. 10 :-** Approve grant of employee stock appreciation rights to the Employees/ Directors of the subsidiary company(ies) under Delta Employees Stock Appreciation Rights Plan 2019.

Resolution required: (Ordinary/ Special)			Special					
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 (3)= [(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Promoter and Promoter Group	E-Voting	88797440	88392110	99.54	88392110	0	100.00	0.00
	*Poll		295667	0.33	295667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>88797440</b>	<b>88687777</b>	<b>99.88</b>	<b>88687777</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting	70252716	50524535	71.92	45944388	4580147	90.93	9.07
	*Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>70252716</b>	<b>50524535</b>	<b>71.92</b>	<b>45944388</b>	<b>4580147</b>	<b>90.93</b>	<b>9.07</b>
Public-Non Institutions	E-Voting	111888030	40953	0.04	37763	3190	92.21	7.79
	*Poll		29001390	25.92	29001350	40	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>111888030</b>	<b>29042343</b>	<b>25.96</b>	<b>29039113</b>	<b>3230</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>270938186</b>	<b>168254655</b>	<b>62.10</b>	<b>163671278</b>	<b>4583377</b>	<b>97.28</b>	<b>2.72</b>



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 Mumbai - 400 034. Email : secretarial@deltin.com  
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\* Poll indicates vote by Ballot Paper at the Venue of AGM.

Please find attached consolidated report of Scrutinizer on remote e-voting and poll.

You are requested to take the same on your record and oblige.

Thanking You.

Yours faithfully

**For Delta Corp Limited**

A handwritten signature in black ink, appearing to read 'Dilip Vaidya', is written over the typed name.

**Dilip Vaidya**  
**Company Secretary & GM - Secretarial**  
**FCS NO.7750**  
**Encl- As above**

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**Consolidated Scrutinizer's Report on Remote e-Voting and voting through physical ballot conducted at the Twenty Eighth (28<sup>th</sup>) Annual General Meeting of Delta Corp Limited held on July 24, 2019.**

To,  
The Chairman,  
**Delta Corp Limited**  
Bayside Mall, 2<sup>nd</sup> Floor,  
Tardeo Road, Haji Ali,  
Mumbai 400034.

**Twenty Eighth Annual General Meeting of the Members of Delta Corp Limited held on Wednesday, July 24, 2019 at 02.30 p.m. at Vivanta By Taj – Blue Diamond, 11, Koregaon Road, Pune – 411 001.**

Dear Sir,

The Board of Directors of **Delta Corp Limited** (the Company) at its meeting held on June 15, 2019 has appointed me as the "Scrutinizer" to scrutinize remote e-voting process as well as the physical ballots received from the members of the Company at the venue of the Annual General Meeting (AGM) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical ballot voting on the resolutions contained in the aforesaid notice of the Twenty Eighth AGM of the Members of the Company dated June 15, 2019 read with the corrigendum dated July 19, 2019. My responsibility is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions as specified in the Notice of AGM dated June 15, 2019 based on the report generated from the remote e-voting system provided by National Securities Depository Limited (NSDL/ Service Provider), the authorized agency to provide e-voting facility and report generated by the STA for voting conducted at the venue of the AGM through ballot papers. I hereby submit my report as under:



1. The Company had appointed NSDL as the Service Provider, for extending the facility of Remote e-Voting to the Members of the Company. Freedom Registry Limited is the Share Transfer Agent (STA) of the Company.
2. NSDL has provided a system for recording the votes of the members electronically on all the items of the business (Ordinary and Special) sought to be transacted at the Twenty Eighth AGM of the Company which was held on Wednesday, July 24, 2019.
3. The Cut-off date for the purpose of identifying Members who were entitled to vote on resolutions was considered as July 17, 2019.
4. As prescribed in Rule 20(4)(v) of Companies (Management and Administration) Rules, 2014 as amended, the Company had also released notice through newspaper Advertisement in 'Times of India' dated July 01, 2019 and in 'Maharashtra Times' dated July 01, 2019. Further, the Company has also released an advertisement in "'Times of India' and in "'Maharashtra Times' dated July 20, 2019 for the corrigendum to the notice of the 28<sup>th</sup> AGM dated July 24, 2019.
5. In terms of the Clause (vi) of the Sub Rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014 as amended, the Remote e-Voting facility was kept open for 3 (Three) days i.e. from Sunday, July 21, 2019, at 9:00 a.m. IST till Tuesday, July 23, 2019 at 5:00 p.m. IST.
6. At the end of the voting period on July 23, 2019 at 5.00 p.m. IST, the voting portal of the Service Provider was blocked forthwith.
7. At the venue of the Twenty Eighth AGM of the Company held on July 24, 2019, the facility to vote through Ballot Paper had been provided to facilitate to cast votes to those members who were present in the meeting but could not participate in the Remote E- Voting to cast their votes.
8. On July 24, 2019, after counting of the votes casted at the venue of the AGM through ballot paper, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Madhuri Deokar and Mr. Saurabh Gangadhare who acted as the witnesses, as prescribed in Sub-Rule 4(xii) of the said Rule 20.
9. The empty ballot box kept for the purpose of casting of votes was sealed in my presence with due identification mark placed by me. After the voting at the AGM was concluded the sealed ballot box was subsequently opened in my presence and of the two witnesses, as mentioned above and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Share Transfer Agents of the Company and the authorisations/ proxies lodged with the Company. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
10. The details of the Consolidated Results of the Remote e-Voting together with voting conducted at venue of the AGM by way of Ballot Papers are as under:





Details	Remote e-Voting	Voting through Ballot Paper	Total Voting
Number of Members who cast their votes	89	99	188
Total number of Shares held by them	13,99,57,608	2,93,42,102	16,92,99,710
Valid votes	As per details provided under each one of the resolution mentioned hereunder		
Invalid Votes	Various as mentioned under each of the resolution		

**Note:** Percentage of votes cast "in favour" or "against" the resolutions is calculated based on the valid votes cast through remote e-voting or physical voting.

#### Item No. 1 (Ordinary Resolution)

Adoption of Audited Financial Statements (Standalone and Consolidated) for the year ended March 31, 2019.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E- Voting	13,89,57,497	82.59	111	0.00	0
Physical Voting	2,92,97,057	17.41	0	0.00	45,045
<b>Total</b>	<b>16,82,54,554</b>	<b>100.00</b>	<b>111</b>	<b>0.00</b>	<b>45,045</b>

#### Item No. 2 (Ordinary Resolution)

To declare dividend on Equity Shares for the financial year ended March 31, 2019.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E- Voting	13,99,57,347	82.69	261	0.00	0
Physical Voting	2,92,97,057	17.31	0	0.00	45,045
<b>Total</b>	<b>16,92,54,404</b>	<b>100.00</b>	<b>261</b>	<b>0.00</b>	<b>45,045</b>

#### Item No. 3 (Ordinary Resolution)

To appoint a director in place of Mr. Chetan Desai (DIN: 03595319), who retires by rotation and being eligible, offers himself for re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E- Voting	13,93,05,583	82.30	6,52,025	0.39	0
Physical Voting	2,92,97,057	17.31	0	0.00	45,045
<b>Total</b>	<b>16,86,02,640</b>	<b>99.61</b>	<b>6,52,025</b>	<b>0.39</b>	<b>45,045</b>



**Item No. 4 (Special Resolution)**

Re-appointment of Mr. Rajesh Jaggi (DIN: 00046853) as an Independent Director of the Company for a term w.e.f July 28, 2019 up to July 27, 2024.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E-Voting	12,96,49,241	76.60	1,03,08,367	6.09	0
Physical Voting	2,92,97,057	17.31	0	0.00	45,045
<b>Total</b>	<b>15,89,46,298</b>	<b>93.91</b>	<b>1,03,08,367</b>	<b>6.09</b>	<b>45,045</b>

**Item No. 5 (Special Resolution)**

Re-appointment of Mr. Ravinder Kumar Jain (DIN: 00652148) as an Independent Director of the Company for a term w.e.f July 28, 2019 up to July 27, 2024.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E-Voting	13,99,57,142	82.69	466	0.00	0
Physical Voting	2,92,97,057	17.31	0	0.00	45,045
<b>Total</b>	<b>16,92,54,199</b>	<b>100.00</b>	<b>466</b>	<b>0.00</b>	<b>45,045</b>

**Item No.6 (Special Resolution)**

Re-appointment of Ms. Alpana Piramal Chinai (DIN: 00136144) as an Independent Director of the Company for a term w.e.f July 28, 2019 up to July 27, 2024.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E-Voting	12,94,20,311	76.47	1,05,32,297	6.22	0
Physical Voting	2,92,97,057	17.31	0	0.00	45,045
<b>Total</b>	<b>15,87,17,368</b>	<b>93.78</b>	<b>1,05,32,297</b>	<b>6.22</b>	<b>45,045</b>

**Item No.7 (Special Resolution)**

Re-appointment of Dr. Vrajesh Udani (DIN: 00021311) as an Independent Director of the Company for a term w.e.f March 10, 2020 up to March 9, 2025.



Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E-Voting	13,99,52,142	82.69	466	0.00	0
Physical Voting	2,92,97,057	17.31	0	0.00	45,045
<b>Total</b>	<b>16,92,49,199</b>	<b>100.00</b>	<b>466</b>	<b>0.00</b>	<b>45,045</b>

#### Item No.8 (Special Resolution)

Approval of related party transactions with Daman Hospitality Private Limited.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E-Voting	5,15,65,126	86.00	272	0.00	8,83,92,110
Physical Voting	83,87,234	14.00	35	0.00	2,09,54,833
<b>Total</b>	<b>5,99,52,360</b>	<b>100.00</b>	<b>307</b>	<b>0.00</b>	<b>10,93,46,943</b>

#### Item No.9 (Special Resolution)

Approval of 'Delta Employees Stock Appreciation Rights Plan 2019'.

Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E-Voting	13,37,83,391	79.51	51,74,207	3.08	0
Physical Voting	2,92,97,017	17.41	40	0.00	45,045
<b>Total</b>	<b>16,30,80,408</b>	<b>96.92</b>	<b>51,74,247</b>	<b>3.08</b>	<b>45,045</b>

#### Item No.10 (Special Resolution)

To approve grant of employee stock appreciation rights to the Employees/ Directors of the subsidiary companies of the Company under 'Delta Employees Stock Appreciation Rights Plan 2019'.

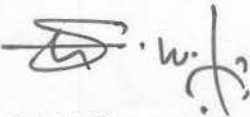
Manner of Voting	Votes in favour of the resolution		Votes Resolution against		Invalid/Abstain Votes Nos.
	Nos.	%	Nos.	%	
Remote E-Voting	13,43,74,261	79.87	45,83,337	2.72	0
Physical Voting	2,92,97,017	17.41	40	0.00	45,045
<b>Total</b>	<b>16,36,71,278</b>	<b>97.28</b>	<b>45,83,377</b>	<b>2.72</b>	<b>45,045</b>



All the Resolutions mentioned in the Twenty Eighth AGM Notice dated June 15, 2019 as per the details above stand passed under Remote e-Voting and voting conducted at AGM by way of Ballot Papers with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that, I am maintaining the Registers/records received from the Service Provider both electronically and manually, in respect of the votes cast through Remote e-voting and voting conducted at the AGM by way of Ballot Papers by the Members of the Company. The Ballot Papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping, after the Chairman signs the Minutes of the Twenty Eighth AGM.

Thanking you,  
Yours truly,



**Ashish Kumar Jain**  
**Practicing Company Secretary**  
**FCS: 6058 COP: 6124**



**Date: 25<sup>th</sup> July, 2019**  
**Place: Mumbai**



**To be counter signed by the Chairman**

**Date : 25<sup>th</sup> July, 2019**  
**Place: Mumbai**

**Witnesses:**



**Ms. Madhuri Deokar**



**Mr. Saurabh Gangadhare**