

September 29, 2021

The General Manager

Corporate Relations Department
Bombay Stock Exchange Limited
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai – 400 001

Scrip Code No. 532481

Mr. K Hari

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051

Scrip Code No. NOIDA TOLL EQ

Dear Sir/Madam,

Sub: Consolidated Voting Results on Resolutions as per the Notice of the 25th Annual General Meeting of Noida Toll Bridge Company Limited ('AGM') dated September 28, 2021

Please note that Resolution Nos. 1 to 5 as per the Notice dated September 04, 2021 of the 25th AGM held on September 28, 2021 have been passed by the shareholders with requisite majority. Further, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results, in the prescribed format, in respect of the votes cast through e-voting at the 25th AGM.

A copy of the Scrutinizer's Report containing consolidated voting results is enclosed herewith.
We request you to take the above information on record.

Thanking you,
For **Noida Toll Bridge Company Limited**

GaganSinghal
Company Secretary & Compliance Officer

	NOIDA TOLL BRIDGE COMPANY LIMITED
Date of the AGM/EGM	28-09-2021
Total number of shareholders on record date	61143
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company (including Consolidated Financial Statement) for the Financial Year ended March 31, 2021.									
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 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,90,95,007	4,90,95,007	100.0000	4,90,95,007	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,90,95,007	100.0000	4,90,95,007	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	30,92,100	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	13,40,07,895	3,36,401	0.2510	2,34,069	1,02,332	69.5803	30.4196	0	0
	Poll		2,098	0.0016	2,098	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,38,499	0.2526	2,36,167	1,02,332	69.7689	30.2311	0	0
Total		18,61,95,002	4,94,33,506	26.5493	4,93,31,174	1,02,332	99.7930	0.2070	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Dilip Lalchand Bhatia_x00D_ (DIN 01825694), who retires by rotation and, being_x00D_ eligible, offers himself for re-appointment.									
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 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,90,95,007	4,90,95,007	100.0000	4,90,95,007	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,90,95,007	100.0000	4,90,95,007	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	30,92,100	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	13,40,07,895	3,35,351	0.2502	2,11,755	1,23,596	63.1442	36.8557	0	0
	Poll		2,098	0.0016	2,098	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,37,449	0.2518	2,13,853	1,23,596	63.3734	36.6266	0	0
Total		18,61,95,002	4,94,32,456	26.5488	4,93,08,860	1,23,596	99.7500	0.2500	0	0

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for Appointment of Mr. Rakesh Chatterjee (DIN 00029365) as a Director of the Company.									
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 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	Votes Invalid	Votes Abstained

Promoter and Promoter Group	E-Voting	4,90,95,007	4,90,95,007	100.0000	4,90,95,007	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,90,95,007	100.0000	4,90,95,007	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	30,92,100	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	13,40,07,895	3,35,351	0.2502	2,13,405	1,21,946	63.6363	36.3636	0	0
	Poll		2,098	0.0016	2,098	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,37,449	0.2518	2,15,503	1,21,946	63.8624	36.1376	0	0
Total		18,61,95,002	4,94,32,456	26.5488	4,93,10,510	1,21,946	99.7533	0.2467	0	0

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for Appointment of Mr. Santanu Sen (DIN 09130460) as a Director of the Company.									
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 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,90,95,007	4,90,95,007	100.0000	4,90,95,007	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,90,95,007	100.0000	4,90,95,007	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	30,92,100	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
	E-Voting	13,40,07,895	3,34,818	0.2498	2,13,372	1,21,446	63.7277	36.2722	0	0
	Poll		2,098	0.0016	2,098	0	100.0000	0.0000	0	0

Public- Non Institutions	Postal Ballot (if applicable)	13,40,07,895	0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,36,916	0.2514	2,15,470	1,21,446	63.9536	36.0464	0	0
	Total	18,61,95,002	4,94,31,923	26.5485	4,93,10,477	1,21,446	99.7543	0.2457	0	0

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for enter into a contract/agreement with ITNL Toll Management Services Limited – a subsidiary of the Company.									
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 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	4,90,95,007	4,90,95,007	100.0000	4,90,95,007	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,90,95,007	100.0000	4,90,95,007	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	30,92,100	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	13,40,07,895	3,35,318	0.2502	2,17,548	1,17,770	64.8781	35.1218	0	0
	Poll		2,098	0.0016	2,098	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,37,416	0.2518	2,19,646	1,17,770	65.0965	34.9035	0	0
	Total	18,61,95,002	4,94,32,423	26.5487	4,93,14,653	1,17,770	99.7618	0.2382	0	0



On the letter head

Consolidated Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014, as amended)

To,
The Chairman,
**25th Annual General Meeting of the Equity Shareholders of
NOIDA TOLL BRIDGE COMPANY LIMITED**
Held on Tuesday, September 28, 2021
At 10:30 a.m. Through
Video Conferencing/ Other Audio Visual Means

Consolidated Scrutinizer's Report on voting by Remote E-voting and E-voting facility to the Shareholders present at the Annual General Meeting of Noida Toll Bridge Company Limited held on Tuesday, 28th September, 2021 at 10:30 am. through Video Conferencing (VC)/other audio Visual means (OAVM) in respect of the resolutions (businesses) contained in the Notice dated September 5, 2021

Dear Sir(s),

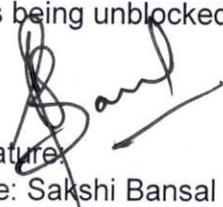
I, Sanjay Kumar, Managing Partner of Kumar Wadhwa & Company, Company Secretaries in practice, having office at C-1/113, Ground Floor, Sector-11, Rohini, New Delhi-110085, appointed by the Board of Noida Toll Bridge Company Limited ("the Company"), having its Registered office at The Toll Plaza, DND Flyway, Mayur Vihar Link Road, Delhi - 110091, as Scrutinizer for the purpose of scrutinizing the e-voting process ("remote e-voting") and electronic voting (e-voting) conducted at the 25th Annual General Meeting ("AGM") held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") on Tuesday, 28th September, 2021 at 10:30 a.m. (IST) on the below mentioned resolutions pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We hereby submit our report as under:-

1. The AGM is held in compliance with the MCA Circular dated May 5, 2020 read with Circulars dated April 8, 2020, April 13, 2020 and General Circular No. 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 the validity of which has been extended till December 31, 2021 by SEBI, vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 ("SEBI Circulars") regarding holding of the AGM through Video Conferencing (VC)/Other Audi-Visual Means (OAVM), without the physical presence of the Members at a common venue and as confirmed by the Company, the Notice of the AGM along with the Annual Report 2020-21 has being sent on September 5, 2021 only through electronic mode to those Members whose e-mail addresses are registered with the Company, RTA or CDSL/NSDL ("Depositories").



2. The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-Voting (which includes remote e-voting and the electronic voting, provided at the AGM) to the Members on the resolutions proposed in the Notice calling the 25th AGM of the Company was the responsibility of the Management. My responsibility as a Scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner, and render a Consolidated Scrutinizers Report on the voting to the Chairman on the resolutions.
3. The e-voting facility both for e-voting prior to the AGM (Remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by National Securities Depository Limited ("NSDL")
4. The Shareholders who are holding shares as on the "cut-off" date i.e. Tuesday, 21st September, 2021 were entitled to vote through e-Voting on the Resolutions No's 1 to 5 as set out in the Notice of 25th AGM issued pursuant to the Section 101 of the Companies Act, 2013.
5. The Remote e-voting period commenced on Saturday, 25th September, 2021 at 09:00 a.m. (IST) and concluded on Monday, 27th September, 2021 at 05:00 p.m. (IST) and the NSDL Remote e-voting portal was blocked thereafter.
6. At the 25th AGM of the Company held on Tuesday, September 28, 2021, the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the Remote e-voting to record their votes on the resolutions to be passed.
7. After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through Remote e-voting prior to the date of AGM were unblocked on Tuesday, 28th September, 2021 after 11:45 a.m. (IST) in the presence of two witnesses, Ms. Sakshi Bansal (Q-33, Budh Vihar, Phase-1, Delhi- 110086) and Mr. Abhishek Kumar Singh (KH. No. 31/20, Nangli Poon, New Delhi- 110036) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature: 

Name: Sakshi Bansal

Signature: 

Name: Abhishek Kumar Singh

8. I hereby submit a Consolidated Scrutinizers Report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 25th AGM based on the scrutiny of Remote e-voting and the electronic voting at the AGM and votes cast therein based on the data downloaded from the electronic voting system by the National Securities Depository Limited ("NSDL").
9. The results of the Remote e-voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:

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1. RESOLUTION NO. 1 AS AN ORDINARY RESOLUTION

To receive, consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Report of the Auditors thereon.

(i) Voted in favour of Resolution:

Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	197	49329076	100.00
Electronic voting at the AGM	5	2098	0.00
TOTAL	202	49331174	100.00

(ii) Voted against the Resolution:

Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	32	102332	100.00
Electronic voting at the AGM	0	0	0.00
TOTAL	32	102332	100.00

(iii) Invalid Votes

Particulars of Voting	Total number of Members whose votes were declared invalid	Total number of votes held by them
Remote e-voting	0	0
Electronic voting at the AGM	0	0
TOTAL	0	0



2. RESOLUTION NO. 2 AS AN ORDINARY RESOLUTION

To appoint a Director in place of Mr. Dilip Lalchand Bhatia (DIN 01825694), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of Resolution:

Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	183	49306762	100.00
Electronic voting at the AGM	5	2098	0.00
TOTAL	188	49308860	100.00

(ii) Voted against the Resolution:

Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	44	123596	100.00
Electronic voting at the AGM	0	0	0.00
TOTAL	44	123596	100.00

(iii) Invalid Votes

Particulars of Voting	Total number of Members whose votes were declared invalid	Total number of votes held by them
Remote e-voting	0	0
Electronic voting at the AGM	0	0
TOTAL	0	0



3. RESOLUTION NO. 3 AS AN ORDINARY RESOLUTION

Appointment of Mr. Rakesh Chatterjee (DIN 00029365) as a Director

(i) Voted in favour of Resolution:

Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	186	49308412	100.00
Electronic voting at the AGM	5	2098	0.00
TOTAL	191	49310510	100.00

(ii) Voted against the Resolution:

Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	41	121946	100.00
Electronic voting at the AGM	0	0	0.00
TOTAL	41	121946	100.00

(iii) Invalid Votes

Particulars of Voting	Total number of Members whose votes were declared invalid	Total number of votes held by them
Remote e-voting	0	0
Electronic voting at the AGM	0	0
TOTAL	0	0



4. RESOLUTION NO. 4 AS AN ORDINARY RESOLUTION

Appointment of Mr. Santanu Sen (DIN 09130460) as a Nominee Director

(i) Voted in favour of Resolution:

Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	185	49308379	100.00
Electronic voting at the AGM	5	2098	0.00
TOTAL	190	49310477	100.00

(ii) Voted against the Resolution:

Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	40	121446	100.00
Electronic voting at the AGM	0	0	0.00
TOTAL	40	121446	100.00

(iii) Invalid Votes

Particulars of Voting	Total number of Members whose votes were declared invalid	Total number of votes held by them
Remote e-voting	0	0
Electronic voting at the AGM	0	0
TOTAL	0	0



5. RESOLUTION NO. 5 AS AN ORDINARY RESOLUTION

To enter into a contract/agreement with ITNL Toll Management Services Limited – a subsidiary of the Company

(i) Voted in favour of Resolution:

Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	195	49312555	100.00
Electronic voting at the AGM	5	2098	0.00
TOTAL	200	49314653	100.00

(ii) Voted against the Resolution:

Particulars of Voting	Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	31	117770	100.00
Electronic voting at the AGM	0	0	0.00
TOTAL	31	117770	100.00

(iii) Invalid Votes

Particulars of Voting	Total number of Members whose votes were declared invalid	Total number of votes held by them
Remote e-voting	0	0
Electronic voting at the AGM	0	0
TOTAL	0	0



Based on the foregoing, the Resolutions No. (s) 1 to 5 have been passed with the requisite majority.

All the relevant records of Voting is under our safe custody until the Chairman considers, approves and signs the Minutes of the 25th Annual General Meeting and the same shall be handed over to the Chairman or the Company Secretary of the Company for safe keeping.

Thanking You,

Sincerely

For Kumar Wadhwa & Company
(Practicing Company Secretaries)


Sanjay Kumar
(Managing Partner)
M.NO: 9211
COP No. - 7027
UDIN: F009211C001027261
Place: Delhi
Date: 28th September, 2021



Countersigned by:
For Noida Toll Bridge Company Limited

Gagan Singhal
Company Secretary and Compliance Officer