



PIL/MUM/PSC/Outcome.19th AGM/2014-15

30th September, 2014

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001
BSE Scrip Code: 532718

Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E) , Mumbai – 400 051
NSE Scrip Code: PRATIBHA

Sub. : Outcome of 19th Annual General Meeting

Dear Sir,

With reference to listing agreement with you, we wish to inform you that the Members of the Company in their 19th Annual General Meeting held on 30th September, 2014, have considered and approved the following:

Ordinary Businesses:

1. Adoption of Audited Accounts for the year 2013-14;
2. Declaration of final dividend of Rs.0.20 (10%) per share;
3. Re appointment of Mrs. Usha B. Kulkarni as director liable to retire by rotation;
4. Re appointment of M/s. Jayesh Sanghrajka & CO., Chartered Accountants, Mumbai as Statutory Auditors of the Company;

Special Businesses passed as Special Resolutions:

5. Appointment of Mr. Awinash M. Arondekar as an Independent Director;
6. Appointment of Mr. Shrikant T. Gadre as an Independent Director;
7. Appointment of Dr. Sunder Lall Dhingra as an Independent Director;
8. Appointment of Mr. V. Sivakumaran as an Independent Director;
9. Appointment of Mr. Vilas B. Parulekar as an Independent Director;
10. Reclassification of Authorised Share Capital.

In compliance with Clause 35(A) of the Listing Agreement, we hereby furnish the details regarding the voting results (e-voting and ballot voting) as **Annexure A** alongwith Scrutinizer's report on e-voting and on ballot voting.

Kindly take the same on record and oblige.

Thanking you,

Yours truly,
For Pratibha Industries Limited


Pankaj S. Chourasia
Company Secretary



Encl.: as above.

Pratibha Industries Limited

CIN: L45200MH1995PLC090760

Head Office : 14th Floor, Universal Majestic, Behind RBK School, Ghatkopar Mankhurd Link Road, Off Eastern Express Highway, Govandi, Mumbai – 400043, Maharashtra, INDIA

Regd. Office : Shrikant Chambers, 5th Floor, Phase II, Next to R.K.Studio, Sion Trombay Road, Chembur, Mumbai – 400071, Maharashtra, INDIA

Tel : +91-22-3955-9999 Fax : +91-22-3955-9900 Email : info@pratibhagroup.com URL : www.pratibhagroup.com



ANNEXURE – A

VOTING RESULTS OF 19TH ANNUAL GENERAL MEETING OF PRATIBHA INDUSTRIES LIMITED

In accordance with Clause 35A of the Listing Agreement, the Company had provided the e-voting and Ballot Voting facility to the shareholders. Mr. Dinesh Kumar Deora, Practising Company Secretary was appointed as Scrutinizer for e-voting and Ballot voting. Below are the voting results of the e-voting and ballot voting conducted at the 19th Annual General Meeting held on September 30, 2014.

Date of AGM	30th September, 2014
Total Number of Shareholders as on Record Date i.e. 22 nd August, 2014 for determining shareholders entitled to e-voting.	24,490
No. of shareholders present in the meeting either through person or through proxy	
- Promoters and Promoter group	-11
- Public	-31
No. of Shareholders attended the meeting through Video Conferencing	N.A.
- Promoters and Promoter group	
- Public	
Mode of Voting	E-voting & Ballot Voting

Detail of the Agenda: (1) To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2014, the reports of the Board of Directors and Auditors thereon.

Resolution required : Ordinary

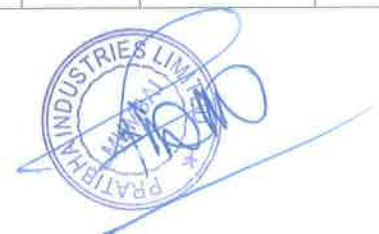
Mode of voting : E-voting & Ballot Voting

Promoter/Public	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
Promoter and Promoter Group	47,447,512	47,447,512	100.00	47,447,512	0	100.00	0.00
Public - Institutional holders	16,739,606	9,093,826	54.33	9,093,826	0	100.00	0.00
Public-Others	36,868,274	12,348	0.03	12,278	70	99.43	0.57
Total	101,055,392	56,553,686	55.96	56,553,616	70	100.00	0.00

% of votes casted in favour of the Resolution: 100.00%

% of votes casted against the Resolution: 0.00%

Pratibha Industries Limited



CIN: L45200MH1995PLC090760

Head Office : 14th Floor, Universal Majestic, Behind RBK School, Ghatkopar Mankhurd Link Road, Off Eastern Express Highway, Govandi, Mumbai – 400043, Maharashtra, INDIA
 Regd. Office : Shrikant Chambers, 5th Floor, Phase II, Next to R K Studio, Sion Trombay Road, Chembur, Mumbai – 400071, Maharashtra, INDIA.

Tel : +91-22-3955-9999 Fax : +91-22-3955-9900 Email : info@pratibhagroup.com URL : www.pratibhagroup.com



Detail of the Agenda: (2) To declare dividend on equity shares;

Resolution required : Ordinary

Mode of voting : E-voting & Ballot Voting

Promoter/Public	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
Promoter and Promoter Group	47,447,512	47,447,512	100.00	47,447,512	0	100.00	0.00
Public - Institutional holders	16,739,606	9,093,826	54.33	9,093,826	0	100.00	0.00
Public-Others	36,868,274	12,333	0.03	12,328	5	99.96	0.04
Total	101,055,392	56,553,671	55.96	56,553,666	5	100.00	0.00

% of votes casted in favour of the Resolution: 100.00%

% of votes casted against the Resolution: 0.00%

Detail of the Agenda: (3) To appoint a Director in place of Mrs. Usha B. Kulkarni (DIN: 002520331), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment

Resolution required : Ordinary

Mode of voting : E-voting & Ballot Voting

Promoter/Public	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
Promoter and Promoter Group	47,447,512	47,447,512	100.00	47,447,512	0	100.00	0.00
Public - Institutional holders	16,739,606	9,093,826	54.33	9,093,826	0	100.00	0.00
Public-Others	36,868,274	12,348	0.03	10,891	1,457	88.20	11.80
Total	101,055,392	56,553,686	55.96	56,552,229	1,457	100.00	0.00

% of votes casted in favour of the Resolution: 100.00%

% of votes casted against the Resolution: 0.00%

Pratibha Industries Limited

CIN: L45200MH1995PLC090760

Head Office : 14th Floor, Universal Majestic, Behind RBK School, Ghatkopar Mankhurd Link Road, Off Eastern Express Highway, Govandi, Mumbai – 400043, Maharashtra, INDIA

Regd. Office : Shrikant Chambers, 5th Floor, Phase II, Next to R.K.Studio, Sion Trombay Road, Chembur, Mumbai – 400071, Maharashtra, INDIA

Tel : +91-22-3955-9999 Fax : +91-22-3955-9900 Email : info@pratibhagroup.com URL : www.pratibhagroup.com





Detail of the Agenda: (4) To appoint a M/s. Jayesh Sanghrajka & Co., Chartered Accountants, Mumbai as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company and to Fix their remuneration.

Resolution required : Ordinary
Mode of voting : E-voting & Ballot Voting

Promoter/Public	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
Promoter and Promoter Group	47,447,512	47,447,512	100.00	47,447,512	0	100.00	0.00
Public - Institutional holders	16,739,606	9,093,826	54.33	9,093,826	0	100.00	0.00
Public-Others	36,868,274	12,348	0.03	12,278	70	99.43	0.57
Total	101,055,392	56,553,686	55.96	56,553,616	70	100.00	0.00

% of votes casted in favour of the Resolution: 100.00%

% of votes casted against the Resolution: 0.00%

Detail of the Agenda: (5) To appoint Mr. Awinash Arondekar as an Independent Director

Resolution required : Special
Mode of voting : E-voting & Ballot Voting

Promoter/Public	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
Promoter and Promoter Group	47,447,512	47,447,512	100.00	47,447,512	0	100.00	0.00
Public - Institutional holders	16,739,606	9,093,826	54.33	9,093,826	0	100.00	0.00
Public-Others	36,868,274	12,348	0.03	11,391	957	92.25	7.75
Total	101,055,392	56,553,686	55.96	56,552,729	957	100.00	0.00

% of votes casted in favour of the Resolution: 100.00%

% of votes casted against the Resolution: 0.00%

Pratibha Industries Limited

CIN: L45200MH1995PLC090760

Head Office : 14th Floor, Universal Majestic, Behind RBK School, Ghatkopar Mankhurd Link Road, Off Eastern Express Highway, Govandi, Mumbai – 400043, Maharashtra, INDIA
 Regd. Office : Shrikant Chambers, 5th Floor, Phase II, Next to R.K.Studio, Sion Trombay Road, Chembur, Mumbai – 400071, Maharashtra, INDIA.

Tel : +91-22-3955-9999 Fax : +91-22-3955-9900 Email : info@pratibhagroup.com URL : www.pratibhagroup.com





Detail of the Agenda: (6) To appoint Mr. Shrikant T. Gadre as an Independent Director.
Resolution required : Special
Mode of voting : E-voting & Ballot Voting

Promoter/Public	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
Promoter and Promoter Group	47,447,512	47,447,512	100.00	47,447,512	0	100.00	0.00
Public - Institutional holders	16,739,606	9,093,826	54.33	9,093,826	0	100.00	0.00
Public-Others	36,868,274	12,348	0.03	11,391	957	92.25	7.75
Total	101,055,392	56,553,686	55.96	56,552,729	957	100.00	0.00

% of votes casted in favour of the Resolution: 100.00%
% of votes casted against the Resolution: 0.00%

Detail of the Agenda: (7) To appoint Dr. Sunder Lall Dhingra as an Independent Director.
Resolution required : Special
Mode of voting : E-voting & Ballot Voting

Promoter/Public	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
Promoter and Promoter Group	47,447,512	47,447,512	100.00	47,447,512	0	100.00	0.00
Public - Institutional holders	16,739,606	9,093,826	54.33	9,093,826	0	100.00	0.00
Public-Others	36,868,274	12,338	0.03	11,235	1,103	91.06	8.94
Total	101,055,392	56,553,676	55.96	56,552,573	1,103	100.00	0.00

% of votes casted in favour of the Resolution: 100.00%
% of votes casted against the Resolution: 0.00%

Pratibha Industries Limited

CIN: L45200MH1995PLC090760

Head Office : 14th Floor, Universal Majestic, Behind RBK School, Ghatkopar Mankhurd Link Road, Off Eastern Express Highway, Govandi, Mumbai – 400043, Maharashtra, INDIA
 Regd. Office : Shrikant Chambers, 5th Floor, Phase II, Next to R.K.Studio, Sion Trombay Road, Chembur, Mumbai – 400071, Maharashtra, INDIA.

Tel : +91-22-3955-9999 Fax : +91-22-3955-9900 Email : info@pratibhagroup.com URL : www.pratibhagroup.com





Detail of the Agenda: (8) To appoint Mr. Vaidyanathan Sivakumaran as an Independent Director.

Resolution required : Special

Mode of voting : E-voting & Ballot Voting

Promoter/Public	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
Promoter and Promoter Group	47,447,512	47,447,512	100.00	47,447,512	0	100.00	0.00
Public - Institutional holders	16,739,606	9,093,826	54.33	9,093,826	0	100.00	0.00
Public-Others	36,868,274	12,348	0.03	10,520	1,828	85.20	14.80
Total	101,055,392	56,553,686	55.96	56,551,858	1,828	100.00	0.00

% of votes casted in favour of the Resolution: 100.00%

% of votes casted against the Resolution: 0.00%

Detail of the Agenda: (9) To appoint Mr. Vilas B. Parulekar as an Independent Director.

Resolution required : Special

Mode of voting : E-voting & Ballot Voting

Promoter/Public	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
Promoter and Promoter Group	47,447,512	47,447,512	100.00	47,447,512	0	100.00	0.00
Public - Institutional holders	16,739,606	9,093,826	54.33	9,093,826	0	100.00	0.00
Public-Others	36,868,274	12,348	0.03	10,520	1,828	85.20	14.80
Total	101,055,392	56,553,686	55.96	56,551,858	1,828	100.00	0.00

% of votes casted in favour of the Resolution: 100.00%

% of votes casted against the Resolution: 0.00%



Pratibha Industries Limited

CIN: L45200MH1995PLC090760

Head Office : 14th Floor, Universal Majestic, Behind RBK School, Ghatkopar Mankhurd Link Road, Off Eastern Express Highway, Govandi, Mumbai – 400043, Maharashtra, INDIA
Regd. Office : Shrikant Chambers, 5th Floor, Phase II, Next to R.K.Studio, Sion Trombay Road, Chembur, Mumbai – 400071, Maharashtra, INDIA.

Tel : +91-22-3955-9999 Fax : +91-22-3955-9900 Email : info@pratibhagroup.com URL : www.pratibhagroup.com



Detail of the Agenda: (10) To reclassify Authorized Share Capital of the Company and amend Memorandum of Association of the Company.

Resolution required : Special

Mode of voting : E-voting & Ballot Voting

Promoter/Public	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
Promoter and Promoter Group	47,447,512	47,447,512	100.00	47,447,512	0	100.00	0.00
Public - Institutional holders	16,739,606	9,093,826	54.33	9,093,826	0	100.00	0.00
Public-Others	36,868,274	12,348	0.03	10,874	1,474	88.06	11.94
Total	101,055,392	56,553,686	55.96	56,552,212	1,474	100.00	0.00

% of votes casted in favour of the Resolution: 100.00%

% of votes casted against the Resolution: 0.00%

All the resolutions with respect to the agenda items were passed by requisite majority. The Resolutions as approved by the members of the Company in terms of the AGM notice dated 14th August, 2014 will form part of the minutes of the Annual General Meeting.

Kindly take the same on record and oblige.

Thanking you,

Yours truly,
For Pratibha Industries Limited



Pankaj S. Chourasia
Company Secretary

Pratibha Industries Limited

CIN: L45200MH1995PLC090760

Head Office : 14th Floor, Universal Majestic, Behind RBK School, Ghatkopar Mankhurd Link Road, Off Eastern Express Highway, Govandi, Mumbai – 400043, Maharashtra, INDIA
Regd. Office : Shrikant Chambers, 5th Floor, Phase II, Next to R.K.Studio, Slon Trombay Road, Chembur, Mumbai – 400071, Maharashtra, INDIA.

Tel : +91-22-3955-9999 Fax : +91-22-3955-9900 Email : info@pratibhagroup.com URL : www.pratibhagroup.com

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

OFFICE : ROOM NO.2, 1ST FLOOR, 13, DINKAR NIWAS, NAVI WADI, DADI SETH AGIARY LANE, OFF
CHIRA BAZAR ROAD, MUMBAI-400002
TEL NOS. 22074916

CONSOLIDATED REPORT OF THE SCRUTINIZER

The Chairman
Of the Annual General Meeting of the Shareholders of
PRATIBHA INDUSTRIES LIMITED
Shrikant Chambers, Phase-II, Next to R.K. Studio,
Sion Trombay Road, Chembur,
Mumbai-400071

Sub: *Resolutions proposed at the Annual General Meeting –Consolidated Report on Voting through electronic means in terms of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as well as voting through ballot.*

Dear Sir,

I, Dinesh Kumar Deora, Company Secretary in practice (Membership no. FCS 5683, COP No. 4119) have been appointed as Scrutinizer as per company letter dated 14th August, 2014 for the purpose of scrutinizing voting by electronic means as well as by way of ballot, on all the resolutions at the Annual General Meeting of the Shareholders of the Company to be held on Tuesday, 30th September, 2014 at 3.00 p.m. at The Bombay Presidency Golf Club Limited, Dr. C.G. Road, Chembur, Mumbai-400071 (the AGM) hereby submit my **consolidated report** on voting, for the said AGM, as under:

- 1) Pursuant to section 101 and 108 of the Companies Act, 2013 ("the Act") and Rule 20(3)(1) of the Companies (Management & Administration) Rules, 2014, the Notices convening the Annual General Meeting including the Statement under section 102 of the Act were dispatched to all the members of the company through permitted means on 5th September, 2014 and subsequently the notice was also placed on the website of the company i.e. www.pratibhagroup.com. The Members of the Company were given an option to vote electronically on e-voting platform provided by National Securities Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com> as also by way of ballot. The ballot paper was a part of the annual report of the Company, which could be filled in and submitted by those shareholders who did not have access to e-voting. The ballot facility was also made available at the venue of the AGM.
- 2) The public advertisement with respect to conducting of voting through electronic means was published in an English newspaper and a regional language newspaper.
- 3) The notice clearly indicated the process and manner of voting by electronic means including step wise procedure for voting in a secure manner.
- 4) The e-voting period commenced on Wednesday, 24th September, 2014 at 10.00 a.m. and ended on Friday, 26th September, 2014 at 6.00 p.m.



DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

OFFICE : ROOM NO.2, 1ST FLOOR, 13, DINKAR NIWAS, NAVI WADI, DADI SETH AGIARY LANE, OFF
CHIRA BAZAR ROAD, MUMBAI-400002
TEL NOS. 22074916

- 5) The members of the Company as on the "cut -off" date i.e. August 22, 2014 were entitled to vote on the resolutions at the ensuing Annual General Meeting.
- 6) Accordingly, the electronic votes cast were taken into account and at the end of the voting period i.e. on 26th September, 2014 at 6.00 p.m. the NSDL portal was blocked for voting.
- 7) The votes cast were unblocked in the presence of two witnesses on 26th September, 2014.
- 8) A register has been maintained electronically to record the assent or dissent received mentioning the particulars of name, address, folio no. or client id of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential rights, the question of maintaining the list of shares with differential voting rights did not arise.
- 9) The corporate member who has participated in the e-voting has provided the scanned copy of the resolution passed at their Board of Directors' meeting for authorization to attend and vote at the annual general meeting, including voting by electronic means.
- 10) The option of voting by ballot was provided by the Company to those shareholders who did not have access to e-voting. The fact was clearly mentioned in the notice of the AGM. The ballot paper, attached to the annual report of the Company for the financial year 2013-14, was to be duly filled in, signed and delivered to the undersigned by shareholders who desired to vote but did not have access to e-voting. Such shareholders were also provided the facility to vote through ballot at the AGM. The ballot container containing ballot papers was delivered to the undersigned. The undersigned scrutinized the ballot papers, classified them as valid and invalid and further classified valid ballot papers in to for and against each resolution. An electronic register is maintained giving the details of the name, address, folio / client ID no etc. for each shareholder who has exercised his vote through ballot.

The proposed resolutions for which this AGM of the shareholders is being held and the option of voting by electronic means as well as by ballot is provided and the summary of the total votes cast "FOR" and "AGAINST" each resolution by electronic means as well as by ballot is as follows:

Item No. 1:

ADOPTION OF AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2014, THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON



DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.**COMPANY SECRETARIES**

OFFICE : ROOM NO.2, 1ST FLOOR, 13, DINKAR NIWAS, NAVI WADI, DADI SETH AGIARY LANE, OFF
CHIRA BAZAR ROAD, MUMBAI-400002

TEL NOS. 22074916

Particulars	No. of shareholders/ Votes		No. of shares/ Votes		% of shares/ votes		Total votes	
	e- voting	ballot	e-voting	ballot	e- voting	Ballot	No.	%
(a) Total Votes cast	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(b) Invalid votes	-	-	-	-	-	-	-	-
(c) Total Valid Votes	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(d) Votes "FOR" the resolution	29	25	9101984	47451632	100.00	100.00	56556616	100.00
(e) Votes "AGAINST" the resolution	3	0	70	0	0	0	70	0

Item No. 2:**DECLARATION OF DIVIDEND**

Particulars	No. of shareholders/ Votes		No. of shares/ Votes		% of shares/ votes		Total votes	
	e- voting	ballot	e-voting	ballot	e- voting	Ballot	No.	%
(a) Total Votes cast	32	25	9102039	47451632	100.00	100.00	56553671	100.00
(b) Invalid votes	-	-	-	-	-	-	-	-
(c) Total Valid Votes	32	25	9102039	47451632	100.00	100.00	56553671	100.00
(d) Votes "FOR" the resolution	31	25	9102034	47451632	100.00	100.00	56553666	100.00
(e) Votes "AGAINST" the resolution	1	0	5	0	0	0	5	0

Item No.3:**RE-APPOINTMENT OF MRS. USHA B. KULKARNI**

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.**COMPANY SECRETARIES**

OFFICE : ROOM NO.2, 1ST FLOOR, 13, DINKAR NIWAS, NAVI WADI, DADI SETH AGIARY LANE, OFF
CHIRA BAZAR ROAD, MUMBAI-400002
TEL NOS. 22074916

Particulars	No. of shareholders/ Votes		No. of shares/ Votes		% of shares/ votes		Total votes	
	e- voting	ballot	e-voting	ballot	e- voting	Ballot	No.	%
(a) Total Votes cast	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(b) Invalid votes	-	-	-	-	-	-	-	-
(c) Total Valid Votes	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(d) Votes "FOR" the resolution	26	25	9100597	47451632	99.99	100.00	56552229	100.00
(e) Votes "AGAINST" the resolution	6	0	1457	0	0.01	0	1457	0

Item No.4:**APPOINTMENT OF AUDITORS**

Particulars	No. of shareholders/ Votes		No. of shares/ Votes		% of shares/ votes		Total votes	
	e- voting	ballot	e-voting	ballot	e- voting	Ballot	No.	%
(a) Total Votes cast	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(b) Invalid votes	-	-	-	-	-	-	-	-
(c) Total Valid Votes	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(d) Votes "FOR" the resolution	29	25	9101984	47451632	100.00	100.00	56556616	100.00
(e) Votes "AGAINST" the resolution	3	0	70	0	0	0	70	0

Item No. 5:

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.**COMPANY SECRETARIES**

OFFICE : ROOM NO.2, 1ST FLOOR, 13, DINKAR NIWAS, NAVI WADI, DADI SETH AGIARY LANE, OFF
CHIRA BAZAR ROAD, MUMBAI-4000002
TEL NOS. 22074916

APPOINTMENT OF MR. AWINASH ARONDEKAR AS AN INDEPENDENT DIRECTOR

Particulars	No. of shareholders/ Votes		No. of shares/ Votes		% of shares/ votes		Total votes	
	e- voting	ballot	e-voting	ballot	e- voting	Ballot	No.	%
(a) Total Votes cast	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(b) Invalid votes	-	-	-	-	-	-	-	-
(c) Total Valid Votes	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(d) Votes "FOR" the resolution	27	25	9101097	47451632	100.00	100.00	56552729	100.00
(e) Votes "AGAINST" the resolution	5	0	957	0	0	0	957	0

Item No. 6:**APPOINTMENT OF MR. SHRIKANT T. GADRE AS AN INDEPENDENT DIRECTOR**

Particulars	No. of shareholders/ Votes		No. of shares/ Votes		% of shares/ votes		Total votes	
	e- voting	ballot	e-voting	ballot	e- voting	Ballot	No.	%
(a) Total Votes cast	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(b) Invalid votes	-	-	-	-	-	-	-	-
(c) Total Valid Votes	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(d) Votes "FOR" the resolution	27	25	9101097	47451632	100.00	100.00	56552729	100.00
(e) Votes "AGAINST" the resolution	5	0	957	0	0	0	957	0

Item No. 7:**APPOINTMENT OF DR. SUNDER LALL DHINGRA AS AN INDEPENDENT DIRECTOR**

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.**COMPANY SECRETARIES**

OFFICE : ROOM NO.2, 1ST FLOOR, 13, DINKAR NIWAS, NAVI WADI, DADI SETH AGIARY LANE, OFF
CHIRA BAZAR ROAD, MUMBAI-4000002
TEL NOS. 22074916

Particulars	No. of shareholders/ Votes		No. of shares/ Votes		% of shares/ votes		Total votes	
	e- voting	ballot	e-voting	ballot	e- voting	Ballot	No.	%
(a) Total Votes cast	31	25	9102044	47451632	100.00	100.00	56553676	100.00
(b) Invalid votes	-	-	-	-	-	-	-	-
(c) Total Valid Votes	31	25	9102044	47451632	100.00	100.00	56553676	100.00
(d) Votes "FOR" the resolution	25	25	9100941	47451632	100.00	100.00	56552573	100.00
(e) Votes "AGAINST" the resolution	6	0	1103	0	0	0	1103	0

Item No. 8:

APPOINTMENT OF MR. VAIDYANATHAN SIVAKUMARAN AS AN INDEPENDENT DIRECTOR

Particulars	No. of shareholders/ Votes		No. of shares/ Votes		% of shares/ votes		Total votes	
	e- voting	ballot	e-voting	ballot	e- voting	Ballot	No.	%
(a) Total Votes cast	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(b) Invalid votes	-	-	-	-	-	-	-	-
(c) Total Valid Votes	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(d) Votes "FOR" the resolution	26	25	9100226	47451632	100.00	100.00	56551858	100.00
(e) Votes "AGAINST" the resolution	6	0	1828	0	0	0	1828	0

Item No. 9:

DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.**COMPANY SECRETARIES**

OFFICE : ROOM NO.2, 1ST FLOOR, 13, DINKAR NIWAS, NAVI WADI, DADI SETH AGIARY LANE, OFF
CHIRA BAZAR ROAD, MUMBAI-4000002
TEL NOS. 22074916

APPOINTMENT OF MR. VILAS B. PARULEKAR AS AN INDEPENDENT DIRECTOR

Particulars	No. of shareholders/ Votes		No. of shares/ Votes		% of shares/ votes		Total votes	
	e- voting	ballot	e-voting	ballot	e- voting	Ballot	No.	%
(a) Total Votes cast	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(b) Invalid votes	-	-	-	-	-	-	-	-
(c) Total Valid Votes	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(d) Votes "FOR" the resolution	26	25	9100226	47451632	100.00	100.00	56551858	100.00
(e) Votes "AGAINST" the resolution	6	0	1828	0	0	0	1828	0

Item No. 10:

RECLASSIFICATION OF AUTHORIZED SHARE CAPITAL

Particulars	No. of shareholders/ Votes		No. of shares/ Votes		% of shares/ votes		Total votes	
	e- voting	ballot	e-voting	ballot	e- voting	Ballot	No.	%
(a) Total Votes cast	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(b) Invalid votes	-	-	-	-	-	-	-	-
(c) Total Valid Votes	32	25	9102054	47451632	100.00	100.00	56553686	100.00
(d) Votes "FOR" the resolution	26	25	9100580	47451632	100.00	100.00	56552212	100.00
(e) Votes "AGAINST" the resolution	6	0	1474	0	0	0	1474	0



DINESH KUMAR DEORA B.Com, F.C.S., A.C.A.

COMPANY SECRETARIES

OFFICE : ROOM NO.2, 1ST FLOOR, 13, DINKAR NIWAS, NAVI WADI, DADI SETH AGIARY LANE, OFF
CHIRA BAZAR ROAD, MUMBAI-400002
TEL NOS. 22074916

The data sheet relating to e-voting, ballot papers and other related papers/ registers, records are in the safe custody of the undersigned and they will be handed over to the Chairman of the company once the Minutes are approved and signed.

Thank you,

Yours faithfully,



DINESH KUMAR DEORA
PRACTISING COMPANY SECRETARY

FCS 5683/ CP 4119

Place : Mumbai
Date : 30/09/2014

