

GOODROCKE GROUP LTD.
(Script Code : 500166)

**Disclosure of voting results by listed entities in terms to
Clause 35A of the Listing Agreement**

Date of AGM	:	18th April, 2012
Total number of shareholders on Record Date (Book Closure 10/04/12 to 18/04/12)	:	13897
No. of Shareholders present in the meeting either in person or through proxy		
Promoter and Promoter Group	:	2
Public	:	190
No. of shareholders attended the meeting through Video Conferencing		
Promoter and Promoter Group	:	NIL
Public	:	NIL
Details of Agenda : (Resolution # 1)		
To consider and adopt the Profit & Loss Account of the Company for the year ended 31 st December, 2011 and Balance Sheet as at that date and the Reports of Directors and Auditors thereon.		
Resolution required (Ordinary / Special)	:	Ordinary
Mode of voting (Show of hands/Poll/Postal ballot/E-voting)	:	Show of hands

for **GOODROCKE GROUP LTD.**


D P Chakravarti

Vice President & Company Secretary

GOODROCKE GROUP LTD.
(Script Code : 500166)

**Disclosure of voting results by listed entities in terms to
Clause 35A of the Listing Agreement**

Date of AGM	:	18th April, 2012
Total number of shareholders on Record Date (Book Closure 10/04/12 to 10/04/12)	:	13897
No. of Shareholders present in the meeting either in person or through proxy		
Group	Promoter and Promoter	: 2
	Public	: 190
No. of shareholders attended the meeting through Video Conferencing		
Group	Promoter and Promoter	: NIL
	Public	: NIL
Details of Agenda : (Resolution # 2)		
To declare a Dividend for the year ended 31 st December, 2011.		
Resolution required (Ordinary / Special)	:	Ordinary
Mode of voting (Show of hands/Poll/Postal ballot/E-voting)	:	Show of hands

for **GOODROCKE GROUP LTD.**


D P Chakravarti
Vice President &
Company Secretary

GOODROCKE GROUP LTD.
(Script Code : 500166)

**Disclosure of voting results by listed entities in terms to
Clause 35A of the Listing Agreement**

Date of AGM	:	18th April, 2012
Total number of shareholders on Record Date (Book Closure 10/04/12 to 18/04/12)	:	13897
No. of Shareholders present in the meeting either in person or through proxy		
Group	Promoter and Promoter	: 2
	Public	: 190
No. of shareholders attended the meeting through Video Conferencing		
Group	Promoter and Promoter	: NIL
	Public	: NIL
Details of Agenda : (Resolution # 3)		
To appoint a Director in place of Mr. Peter John Field who retires by rotation and being eligible, offers himself for reappointment.		
Resolution required (Ordinary / Special)	:	Ordinary
Mode of voting (Show of hands/Poll/Postal ballot/E-voting)	:	Poll

↳

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	15984000	15984000	74.00%	15984000	0	74.00%	0.00%
Public - Institutional Holders	503503	0	0.00%	0	0	0.00%	0.00%
Public - Others	5112497	14919	0.07%	8545	6374	0.04%	0.03%
TOTAL	21600000	15998919	74.07%	15992545	6374	74.04%	0.03%

for **GOODROCKE GROUP LTD.**

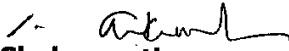

D P Chakravarti
Vice President &
Company Secretary

GOODROCKE GROUP LTD.
(Script Code : 500166)

**Disclosure of voting results by listed entities in terms to
Clause 35A of the Listing Agreement**

Date of AGM	:	18th April, 2012
Total number of shareholders on Record Date (Book Closure 10/04/12 to 18/04/12)	:	13897
No. of Shareholders present in the meeting either in person or through proxy		
Group Promoter and Promoter	:	2
Public	:	190
No. of shareholders attended the meeting through Video Conferencing		
Group Promoter and Promoter	:	NIL
Public	:	NIL
Details of Agenda : (Resolution # 4)		
To appoint a Director in place of Dr. Sudha Kaul who retires by rotation and being eligible, offers herself for reappointment.		
Resolution required (Ordinary / Special)	:	Ordinary
Mode of voting (Show of hands/Poll/Postal ballot/E-voting)	:	Show of hands

for **GOODROCKE GROUP LTD.**

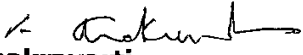

D P Chakravarti
Vice President &
Company Secretary

GOODROCKE GROUP LTD.
(Script Code : 500166)

**Disclosure of voting results by listed entities in terms to
Clause 35A of the Listing Agreement**

Date of AGM	:	18th April, 2012
Total number of shareholders on Record Date (Book Closure 10/04/12 to 18/04/12)	:	13897
No. of Shareholders present in the meeting either in person or through proxy		
Group	Promoter and Promoter	: 2
	Public	: 190
No. of shareholders attended the meeting through Video Conferencing		
Group	Promoter and Promoter	: NIL
	Public	: NIL
Details of Agenda : (Resolution # 5)		
To appoint Auditors and to authorize the Board of Directors to fix their remuneration.		
Resolution required (Ordinary / Special)	:	Ordinary
Mode of voting (Show of hands/Poll/Postal ballot/E-voting)	:	Show of hands

for **GOODROCKE GROUP LTD.**


D P Chakravarti
Vice President &
Company Secretary

GOODROCKE GROUP LTD.
(Script Code : 500166)


**Disclosure of voting results by listed entities in terms to
Clause 35A of the Listing Agreement**

Date of AGM	:	18th April, 2012
Total number of shareholders on Record Date (Book Closure 10/04/12 to 18/04/12)	:	13897
No. of Shareholders present in the meeting either in person or through proxy		
Promoter and Promoter Group	:	2
Public	:	190
No. of shareholders attended the meeting through Video Conferencing		
Promoter and Promoter Group	:	NIL
Public	:	NIL
Details of Agenda : (Resolution # 6)		
Appointment of Mr. Arjun Narain Singh as Managing Director & Chief Executive Officer of the Company for 3 years w.e.f. 1 st January, 2012 and to approve payment of remuneration to him.		
Resolution required (Ordinary / Special)	:	Special
Mode of voting (Show of hands/Poll/Postal ballot/E-voting)	:	Poll

/

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	15984000	15984000	74.00%	15984000	0	74.00%	0.00%
Public - Institutional Holders	503503	0	0.00%	0	0	0.00%	0.00%
Public Others	5112497	14919	0.07%	8635	6284	0.04%	0.03%
TOTAL	21600000	15998919	74.07%	15992635	6284	74.04%	0.03%

for **GOODROCKE GROUP LTD.**


D P Chakravarti
Vice President &
Company Secretary