

GARWARE - WALL ROPES LTD.

Regd. Office & Factory : Plot No. 11, Block D-1, M.I.D.C., Chinchwad, Pune-411019. India.
 Telephone : (020) 30780000, Fax No. : (91-20) 30780341.
 E-mail : pune_admin@garwareropes.com

**NOTICE DECLARATING THE RESULT OF POSTAL BALLOT**

The Members of the Company are aware that pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, their approval was sought by means of Postal Ballot vide Notice dated 5th November, 2012, for the following:

Resolution No.	Subject matter
1.	<p>Special Resolution to alter the Articles of Association of the Company by</p> <p>i) inserting following clauses under Article 2 (Interpretation Clause), defining the words "Core Promoter" and "Promoter";</p> <p>ii) inserting Article 118A after the existing Article 118 relating to the appointment of non-retiring director;</p> <p>iii) substituting the existing Article 133 with new Article relating to number of directors retiring by rotation;</p> <p>iv) substituting the existing Article 151 with new Article relating to appointment of Chairman of the Board of Directors.</p>


Mr. S. V. Deulkar, scrutinizer, has submitted his report dated 29th January, 2013 ("the Report"), to the under signed. In accordance with the Report, the Result of Postal Ballot is as under:

Total No. of Shareholders: 12964 Total No. of Shareholders to whom Postal Ballots sent: 12964

Particulars	No. of Share holders	No. of Shares
Postal Ballot Forms received	544	12797847
Invalid Postal Ballot Forms rejected	26	23298
Valid Postal Ballot Forms	518	12774549
Votes cast in favour of the Resolution	472	12727132
Votes cast against the Resolution	46	47417
% votes in favour of Resolution	91.12	99.63
% votes against the Resolution	8.88	0.37

Accordingly, the Special Resolution as set out/ detailed in the Postal Ballot Notice dated 5th November, 2012 is hereby declared as passed by the Members of the Company with overwhelming majority.

Place: Pune
 Date: 31st January, 2013


 V. R. Garware
 Chairman and Managing Director
 Garware-Wall Ropes Ltd.

Telex : 25675445
Post : 25636847**S. V. Deulkar & Co.**Company Secretaries
111, Ashoknagar, Pune-411 007.Date: 29th January, 2013

To,
The Chairman,
Garware Walls Ropes Limited
Plot No. 11 Block D-1,
M.I.D.C. Chinchwad,
Pune 411019

Dear Sir,

Sub : Report on the Voting Process of the Postal Ballot

I, S. V. Deulkar proprietor of S. V. Deulkar & Co., thank you for appointing me for conducting the voting process of the Postal Ballots on the resolution relating to Special resolution for Alteration of Articles of the Company by (1) inserting two new clauses under article No. 2 and new Article 118A (2) substituting existing article 133 and 151 as set out in postal ballot notice dated 5th November, 2012 issued by Garware Wall Ropes Limited.

The Postal Ballots were received by me upto 25th January, 2013. I have scrutinized the Postal Ballots and my report is annexed herewith.

For S. V. Deulkar & Co.



S.V. Deulkar
Proprietor
C.P. No. 965




Encl: Postal Ballot Report

S. V. Deulkar
Company Secretary
63, Ashoknagar, Pune - 411 007.

Report on the Voting Process of the Postal Ballots on the resolution relating to Special resolution for Alteration of Articles of the Company by (1) inserting two new clauses under article No. 2 and new Article 118A (2) substituting existing article 133 and 151 as set out in postal ballot notice dated 5th November, 2012 issued by Garware Wall Ropes Limited.

I.	Total number of Shareholders	12964
II.	Total Shareholders to whom Postal Ballots send	12964
III.	Total shareholders who exercised their votes through Postal Ballots	544
	Total Folios	544
IV.	Number of Postal Ballots rejected	26
	Number of shareholders	26
	Number of shares	23298
V.	Total No. of Valid Postal Ballots	518
	Number of shareholders in favour	472
	Number of shareholders against	46
VI.	Shareholders in favour of the resolution as a percentage of voters who exercised their votes	91.12%
VII.	Total votes (in terms of number of voting rights/shares) exercised through Postal Ballots	12774549
VIII.	Number of votes in favour of the resolution	12727132
	Number of votes against the resolution	47417
IX.	Votes in favour of the resolution as a percentage of votes cast	99.63%


S. V. Deulkar
C.P. No. 965
Place: Pune
Date : 29th January, 2013

