

**VOTING RESULT**

Date of the AGM	30 <sup>th</sup> September 2014
Total number of shareholders on record date	5,172
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	6 156
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	NA

**AGENDA-WISE**
**Mode of voting: E-voting and Poll**

**Resolution 1:- To receive, consider and adopt the Audited Profit and Loss Account of the Company for the year ended 31st March, 2014 and the Balance Sheet as on that date and the reports of the Board of Directors and Auditors thereon and also consolidated audited accounts as at 31<sup>st</sup> March, 2014**

Resolution required: Ordinary

Promoter/P ublic	No. of shares held (1)	No. of Votes polled* (2)	% of votes Polled on outstandin g 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 in against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	7763258	6673458	85.96%	6673458	Nil	100%	Nil
Public - Institutional Holders	10600	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	7126142	2412680	33.85%	2412579	101	99.99%	0.01%
<b>TOTAL</b>	<b>14900000</b>	<b>9086138</b>	<b>60.98%</b>	<b>9086037</b>	<b>101</b>	<b>99.99%</b>	<b>0.01%</b>



**FASHIONS LIMITED**A Govt. Recognised Export House  
CIN: L17112UP1993PLC022479*Men's fashion technology***Resolution No. 2 – To appoint a Director in place of Mr. Atul Mittal (DIN 00223366), who retires by rotation and being eligible, offers himself for re-appointment**

Resolution required: Ordinary

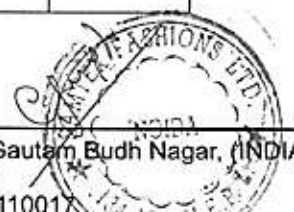
Promoter/P ublic	No. of shares held (1)	No. of Votes polled* (2)	% of votes Polled on outstandin g shares (3)=[(2)/(1)] ]*100	No. of Votes- in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes in against on votes polled (7)=[(5)/(2)] ]*100
Promoter and Promoter Group	7763258	6673458	85.96%	4336658	Nil	64.98%	Nil
Public - Institutional Holders	10600	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	7126142	2412680	33.85%	2412579	101	99.99%	0.01%
<b>TOTAL</b>	<b>14900000</b>	<b>9086138</b>	<b>60.98%</b>	<b>6749237</b>	<b>101</b>	<b>74.28</b>	<b>0.01%</b>

Remarks – Votes cast by Mr. Atul Mittal and his relatives in terms of provisions of Companies Act, 2013 are considered as invalid.

**Resolution No. 3 – To appoint M/s Aggarwal & Rampal, Chartered Accountants (Firm Registration No. 003072N) as Statutory Auditors of the Company, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration as the Board may decide, based on the recommendations of Audit Committee**

Resolution required: Ordinary

Promoter/P ublic	No. of shares held (1)	No. of Votes polled* (2)	% of votes Polled on outstandin g 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 in against on votes polled (7)=[(5)/(2)] ]*100
Promoter and Promoter Group	7763258	6673458	85.96%	6673458	Nil	100%	Nil
Public - Institutional Holders	10600	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	7126142	2412680	33.85%	2412579	101	99.99%	0.01%
<b>TOTAL</b>	<b>14900000</b>	<b>9086138</b>	<b>60.98%</b>	<b>9086037</b>	<b>101</b>	<b>99.99%</b>	<b>0.01%</b>



**FASHIONS LIMITED**

A Govt. Recognised Export House  
CIN: L17112UP1993PLC022479  
SPECIAL BUSINESS

*Men's fashion technology*

**Resolution No. 4 – Special Resolution for Appointment and remuneration of Mrs. Rita Mittal (DIN 03398410) as Managing Director of the Company**

Resolution required: Special

Promoter/ Public	No. of shares held (1)	No. of Votes polled* (2)	% of votes Polled on outstandin g 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 in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	7763258	6673458	85.96%	3336658	Nil	49.999%	Nil
Public - Institutional Holders	10600	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	7126142	2412680	33.85%	2412579	101	99.99%	0.01%
<b>TOTAL</b>	<b>14900000</b>	<b>9086138</b>	<b>60.98%</b>	<b>5749237</b>	<b>101</b>	<b>63.27%</b>	<b>0.01%</b>

Remarks – Votes cast by Mrs. Rita Mittal and her relatives in terms of provisions of Companies Act, 2013 are considered as invalid.

**Resolution No. 5 – Special Resolution for Re-Appointment and remuneration of Mr. Atul Mittal (DIN 00223366) as Joint Managing Director of the Company**

Resolution required: Special

Promoter/ Public	No. of shares held (1)	No. of Votes polled* (2)	% of votes Polled on outstandin g 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 in against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	7763258	6673458	85.96%	4336658	Nil	64.98%	Nil
Public - Institutional Holders	10600	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	7126142	2412680	33.85%	2412577	103	99.99%	0.01%
<b>TOTAL</b>	<b>14900000</b>	<b>9086138</b>	<b>60.98%</b>	<b>6749235</b>	<b>103</b>	<b>74.28</b>	<b>0.01%</b>

Remarks – Votes cast by Mr. Atul Mittal and his relatives in terms of provisions of Companies Act, 2013 are considered as invalid.



## FASHIONS LIMITED

A Govt. Recognised Export House  
CIN: L17112UP1993PLC022479

*Men's fashion technology*

**Resolution No. 6 – Ordinary Resolution for Appointment of Mr. Avadhesh Prasad Mathur (DIN 00267731) as an Independent, Non Executive Director of the Company**

Resolution required: Ordinary

Promoter/P ublic	No. of shares held (1)	No. of Votes polled* (2)	% of votes Polled on outstandin g 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 in against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	7763258	6673458	85.96%	6673458	Nil	100%	Nil
Public - Institutional Holders	10600	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	7126142	2412680	33.85%	2412577	103	99.99%	0.01%
<b>TOTAL</b>	<b>14900000</b>	<b>9086138</b>	<b>60.98%</b>	<b>9086035</b>	<b>103</b>	<b>99.99%</b>	<b>0.01%</b>

**Resolution No. 7 – Ordinary Resolution for Appointment of Mr. Surendra Kumar Gupta (DIN 00223035) as an Independent Non Executive Director of the Company**

Resolution required: Ordinary

Promoter/ Public	No. of shares held (1)	No. of Votes polled* (2)	% of votes Polled on outstandin g 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 in against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	7763258	6673458	85.96%	6673458	Nil	100%	Nil
Public - Institutional Holders	10600	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	7126142	2412680	33.85%	2412577	103	99.99%	0.01%
<b>TOTAL</b>	<b>14900000</b>	<b>9086138</b>	<b>60.98%</b>	<b>9086035</b>	<b>103</b>	<b>99.99%</b>	<b>0.01%</b>



## FASHIONS LIMITED

A Govt. Recognised Export House  
 Resolution No. 8 - Ordinary Resolution for Appointment of Mr. Ranjan Ohri (DIN  
 CIN 117113UP1993PLC022479  
 02534078) as an Independent Non Executive Director of the Company

Resolution required: Ordinary

Promoter/ Public	No. of shares held (1)	No. of Votes polled* (2)	% of votes Polled on outstandin g 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 in against on votes polled (7)=[(5)/(2)] ]*100
Promoter and Promoter Group	7763258	6673458	85.96%	6673458	Nil	100%	Nil
Public - Institutional Holders	10600	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	7126142	2412680	33.85%	2412577	103	99.99%	0.01%
<b>TOTAL</b>	<b>14900000</b>	<b>9086138</b>	<b>60.98%</b>	<b>9086035</b>	<b>103</b>	<b>99.99%</b>	<b>0.01%</b>


Resolution No. 9 – Special Resolution for alteration of Article of the Company by inserting new Article 111A, pursuant to Section 14 and other applicable provisions of the Companies Act, 2013

Resolution required: Special

Promoter/ Public	No. of shares held (1)	No. of Votes polled* (2)	% of votes Polled on outstandin g 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 in against on votes polled (7)=[(5)/(2)] ]*100
Promoter and Promoter Group	7763258	6673458	85.96%	6673458	Nil	100%	Nil
Public - Institutional Holders	10600	Nil	Nil	Nil	Nil	Nil	Nil
Public- others	7126142	2412680	33.85%	2412577	103	99.99%	0.01%
<b>TOTAL</b>	<b>14900000</b>	<b>9086138</b>	<b>60.98%</b>	<b>9086035</b>	<b>103</b>	<b>99.99%</b>	<b>0.01%</b>

\* No of votes polled denotes total votes cast through e-voting and poll at Annual General Meeting

For and on behalf of  
 Samtex Fashions Limited

  
 Kamini Gupta  
 Company Secretary & GM Finance  
 Membership No. F5882



# DEEPAK KUKREJA & ASSOCIATES

## COMPANY SECRETARIES

### COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR M/S SAMTEX FASHIONS LIMITED

To,

The Chairman  
M/s Samtex Fashion Limited  
Plot No. 134-135, Noida Special Economic Zone  
Phase-II, Noida -201305

**Sub: Combined Scrutinizer Report in respect of passing of Resolution(s) through electronic mode and poll conducted at the 21<sup>st</sup> Annual General Meeting of M/s Samtex fashions Limited (the Company) held on 30<sup>th</sup> day of September, 2014**

Dear Sir,

The Board of the Company at its meeting held on 13<sup>th</sup> August, 2014 had appointed me as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the e-voting process. The e-voting window was open from 10.00 a.m. on Thursday, the 25<sup>th</sup> day of September, 2014 upto 6:00 p.m. on Saturday, the 27<sup>th</sup> day of September, 2014.

The Chairman of the Annual General Meeting (AGM) has appointed me as the scrutinizer pursuant to section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, for the poll held at the 21<sup>st</sup> Annual General Meeting of the Company held on September 30, 2014.

The Company had engaged Central Depository Services (India) Limited (CDSL) as the service provider, for extending the facility of electronic voting to the shareholders of the Company. The e-voting results were unblocked by me on September 28, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated **September 29, 2014** attached herewith.



At the 21st Annual General Meeting of the Company held on September 30, 2014, the Chairman of the Company had suo moto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. For further details kindly refer to my Scrutinizer's report in the prescribed form MGT 13 dated **October 1, 2014.**

As on 22<sup>nd</sup> August, 2014, the cut-off date there were 5,172 Shareholders of the Company which were entitled to vote on the resolutions placed for the approval of the shareholders through e voting as well as poll conducted at the 21<sup>st</sup> Annual General Meeting of the Company. The Paid up Share Capital of the Company as on cut-off date was Rs. 149,000,000 into 14,900,000 equity shares of Rs. 10/- each.

The result of the E- voting together with that of the poll is as under:

#### **ORDINARY BUSINESS**

**Resolution No. 1 – To receive, consider and adopt the Audited Profit and Loss Account of the Company for the year ended 31st March, 2014 and the Balance Sheet as on that date and the reports of the Board of Directors and Auditors thereon and also consolidated audited accounts as at 31<sup>st</sup> March, 2014**

#### **(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast (shares) through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
36	9085023	29	1014	9086037	99.99%	60.98%

#### **(II) VOTED AGAINST THE RESOLUTION:**



**DEEPAK KUKREJA & ASSOCIATES  
COMPANY SECRETARIES**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	2	101	101	0.01%	0.01%

**(III) INVALID VOTES OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

**RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**Resolution No. 2 – To appoint a Director in place of Mr. Atul Mittal (DIN 00223366), who retires by rotation and being eligible, offers himself for re-appointment**

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
31	6748223	27	1014	6749237	99.99%	45.29%





**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	2	101	101	0.01%	0.01%

**(III) INVALID VOTES OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
5*	2336800	0	0	0

**\*REMARKS:** Votes cast by Mr. Atul Mittal and his relatives in terms of provision of Companies Act, 2013 are considered as invalid.

**RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**Resolution No. 3 – To appoint M/s Aggarwal & Rampal, Chartered Accountants (Firm Registration No. 003072N) as Statutory Auditors of the Company, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration as the Board may decide, based on the recommendations of Audit Committee**

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company



**DEEPAK KUKREJA & ASSOCIATES  
COMPANY SECRETARIES**

36	9085023	27	1014	9086037	99.99%	60.98%
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**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	2	101	101	0.01%	0.01%

**(III) INVALID VOTES OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

**RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**SPECIAL BUSINESS**

**Resolution No. 4 – Special Resolution for Appointment and remuneration of Mrs. Rita Mittal (DIN 03398410) as Managing Director of the Company**

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company



**DEEPAK KUKREJA & ASSOCIATES  
COMPANY SECRETARIES**

29	5748223	27	1014	5749237	99.99%	38.58%
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**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	2	101	101	0.01%	0.01%

**(III) INVALID VOTES OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
7*	3336800	0	0	0

**\*REMARKS:** Votes cast by Mrs. Rita Mittal and his relatives in terms of provision of Companies Act, 2013 are considered as invalid.

**RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**Resolution No. 5 – Special Resolution for Re-Appointment and remuneration of Mr. Atul Mittal (DIN 00223366) as Joint Managing Director of the Company**

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company

**DEEPAK KUKREJA & ASSOCIATES  
COMPANY SECRETARIES**

31	6748223	26	1012	6749235	99.99%	45.29%
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**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	3	103	103	0.01%	0.01%

**(III) INVALID VOTES OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
5*	2336800	0	0	0

\*REMARKS: Votes cast by Mr. Atul Mittal and his relatives in terms of provision of Companies Act, 2013 are considered as invalid.

**RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**Resolution No. 6 – Ordinary Resolution for Appointment of Mr. Avadhesh Prasad Mathur (DIN 00267731) as an Independent, Non Executive Director of the Company**

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
36	9085023	26	1012	9086035	99.99%	50.98%

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	3	103	103	0.01%	0.01%

**(III) INVALID VOTES OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

**RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**Resolution No. 7 – Ordinary Resolution for Appointment of Mr. Surendera Kumar Gupta (DIN 00223035) as an Independent Non Executive Director of the Company**

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
36	9085023	26	1012	9086035	99.99%	60.98%



**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	3	103	103	0.01%	0.01%

**(III) INVALID VOTES OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

**RESULT**

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**Resolution No. 8 – Ordinary Resolution for Appointment of Mr. Raman Ohri (DIN 02534078) as an Independent Non Executive Director of the Company**

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
36	9085023	26	1012	9086035	99.99%	60.98%



**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	3	103	103	0.01%	0.01%

**(III) INVALID VOTES OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

**RESULT**

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the ordinary Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**Resolution No. 9 – Special Resolution for alteration of Article of the Company by inserting new Article 111A, pursuant to Section 14 and other applicable provisions of the Companies Act, 2013**

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company

**DEEPAK KUKREJA & ASSOCIATES  
COMPANY SECRETARIES**

36	9085023	26	1012	9086035	99.99%	60.98%
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**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	3	103	103	0.01%	0.01%

**(III) INVALID VOTES OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
0	0	0	0	0

**RESULT**

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

A Compact Disc (CD) containing a list of equity shareholders who voted “For”/ “Against” and those whose votes were declared invalid for each resolution is enclosed.

The relevant records relating to E – Voting and Poll were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.





DEEPAK KUKREJA & ASSOCIATES  
COMPANY SECRETARIES

Remarks

Apart from the above mentioned resolution wise invalid ballot papers, there were also 2 (two) invalid Ballot papers due to not shareholder as on current date and signature missing.

Thanking you

Yours Sincerely

For DEEPAK KUKREJA & ASSOCIATES  
COMPANY SECRETARIES



DEEPAK KUKREJA  
SCRUTINIZER

(Practicing Company Secretary)

31/36, Basement, Old Rajinder Nagar

Delhi - 110060

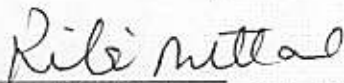
FCS No: 4140

CP No: 8265



Date : October 1, 2014

Place : New Delhi



Signed by Chairman, Mrs. Rita Mittal  
Chairman of the Meeting