

**ANNEXURE - 1**

**VOTING RESULTS**

Date of Annual General Meeting	:	1 August 2014
Total number of Shareholders on Record Date	:	21284

No. of Shareholders present in the meeting either in person or through Proxy	:	59
Promoters and Promoter Group	:	3
Public	:	56

No. of Shareholders attended the meeting through Video Conferencing	:	NA
Promoters and Promoter Group	:	NA
Public	:	NA



**In case of Poll / Postal Ballot / E 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
<b>Resolution No. 1 - i) Adoption of Audited Financial Statements for the financial year ended 31st March 2014, the reports of the Board of Directors and Auditors thereon; and ii) Adoption of Audited Consolidated Financial Statement of the Company for the financial year ended 31st March 2014 (Ordinary).</b>							
<b>Mode of Voting (E-voting)</b>							
Promoter and Promoter Group	101089037	101089037	100	101089037	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	225592	225592	100	224802	790	99.65	0.35
<b>Total (A)</b>	<b>101314629</b>	<b>101314629</b>	<b>100</b>	<b>101313839</b>	<b>790</b>	<b>100.00</b>	<b>0.00</b>

<b>Mode of Voting (Poll)</b>							
Promoter and Promoter Group	414796	414796	100	414796	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	80446	80446	100	80446	0	100	0
<b>Total (B)</b>	<b>495242</b>	<b>495242</b>	<b>100</b>	<b>495242</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Result (A+B)</b>	<b>101809871</b>	<b>101809871</b>	<b>100</b>	<b>101809081</b>	<b>790</b>	<b>100.00</b>	<b>0.00</b>

<b>Resolution No. 2 - To declare dividend on equity shares of the financial year ended 31st March 2014 (Ordinary).</b>							
<b>Mode of Voting (E-voting)</b>							
Promoter and Promoter Group	101089037	101089037	100	101089037	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	225592	225592	100	224797	795	99.65	0.35
<b>Total (A)</b>	<b>101314629</b>	<b>101314629</b>	<b>100</b>	<b>101313834</b>	<b>795</b>	<b>100.00</b>	<b>0.00</b>



Mode of Voting (Poll)							
Promoter and Promoter Group	414796	414796	100	414796	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	80446	80446	100	80446	0	100	0
Total (B)	495242	495242	100	495242	0	100	0

Result (A+B)	101809871	101809871	100	101809076	795	100.00	0.00
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Resolution No. 3 - To appoint a Director in place of Mr. Mohan Lal Lohia (DIN: 00918397), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment (Ordinary).

Mode of Voting (E-voting)							
Promoter and Promoter Group	101089037	101089037	100	101089037	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	157599	157599	100	88806	68793	56.35	43.65
Total (A)	101246636	101246636	100	101177843	68793	99.93	0.00

Mode of Voting (Poll)							
Promoter and Promoter Group	414796	414796	100	414796	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	80446	80446	100	80446	0	100	0
Total (B)	495242	495242	100	495242	0	100	0

Result (A+B)	101741878	101741878	100	101673085	68793	99.93	0.07
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**Resolution No 4 - To appoint M/s B S R and Associates, Chartered Accountants (ICAI Firm Registration No. 128901W) as Statutory Auditors of the Company and to fix their remuneration (Ordinary).**

Mode of Voting (E-voting)							
Promoter and Promoter Group	101089037	101089037	100	101089037	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	225587	225587	100	224797	800	99.65	0.35
<b>Total (A)</b>	<b>101314624</b>	<b>101314624</b>	<b>100</b>	<b>101313834</b>	<b>800</b>	<b>100.00</b>	<b>0.00</b>

Mode of Voting (Poll)							
Promoter and Promoter Group	414796	414796	100	414796	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	80446	80446	100	80446	0	100	0
<b>Total (B)</b>	<b>495242</b>	<b>495242</b>	<b>100</b>	<b>495242</b>	<b>0</b>	<b>100</b>	<b>0</b>

<b>Result (A+B)</b>	<b>101809866</b>	<b>101809866</b>	<b>100</b>	<b>101809076</b>	<b>800</b>	<b>100.00</b>	<b>0.00</b>
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**Resolution No. 5 - Appointment of Mr. Ashok Kumar Ladha (DIN: 00089360) as an Independent Director (Ordinary).**

Mode of Voting (E-voting)							
Promoter and Promoter Group	101089037	101089037	100	101089037	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	225332	225332	100	224272	1060	99.53	0.47
<b>Total (A)</b>	<b>101314369</b>	<b>101314369</b>	<b>100</b>	<b>101314369</b>	<b>1060</b>	<b>100.00</b>	<b>0.00</b>

Mode of Voting (Poll)							
Promoter and Promoter Group	414796	414796	100	414796	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	80446	80446	100	80446	0	100	0
<b>Total (B)</b>	<b>495242</b>	<b>495242</b>	<b>100</b>	<b>495242</b>	<b>0</b>	<b>100</b>	<b>0</b>

<b>Result (A+B)</b>	<b>101809611</b>	<b>101809611</b>	<b>100</b>	<b>101809611</b>	<b>1060</b>	<b>100.00</b>	<b>0.00</b>
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Resolution No. 6 - Appointment of Mr. Suman Jyoti Khaitan (DIN: 00023370) as an Independent Director (Ordinary).							
Mode of Voting (E-voting)							
Promoter and Promoter Group	101089037	101089037	100	101089037	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	225332	225332	100	224272	1060	99.53	0.47
<b>Total (A)</b>	<b>101314369</b>	<b>101314369</b>	<b>100</b>	<b>101314369</b>	<b>1060</b>	<b>100.00</b>	<b>0.00</b>

Mode of Voting (Poll)							
Promoter and Promoter Group	414796	414796	100	414796	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	80446	80446	100	80446	0	100	0
<b>Total (B)</b>	<b>495242</b>	<b>495242</b>	<b>100</b>	<b>495242</b>	<b>0</b>	<b>100</b>	<b>0</b>

<b>Result (A+B)</b>	<b>101809611</b>	<b>101809611</b>	<b>100</b>	<b>101809611</b>	<b>1060</b>	<b>100.00</b>	<b>0.00</b>
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Resolution No. 7 - Appointment of Dr. Arvind Pandalai (DIN: 00352809) as an Independent Director (Ordinary).							
Mode of Voting (E-voting)							
Promoter and Promoter Group	101089037	101089037	100	101089037	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	225342	225342	100	224292	1050	99.53	0.47
<b>Total (A)</b>	<b>101314379</b>	<b>101314379</b>	<b>100</b>	<b>101314379</b>	<b>1050</b>	<b>100.00</b>	<b>0.00</b>

Mode of Voting (Poll)							
Promoter and Promoter Group	414796	414796	100	414796	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	80446	80446	100	80446	0	100	0
<b>Total (B)</b>	<b>495242</b>	<b>495242</b>	<b>100</b>	<b>495242</b>	<b>0</b>	<b>100</b>	<b>0</b>

<b>Result (A+B)</b>	<b>101809621</b>	<b>101809621</b>	<b>100</b>	<b>101809621</b>	<b>1050</b>	<b>100.00</b>	<b>0.00</b>
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**Resolution No. 8 - Appointment of Mr. Anant Kishore (DIN: 05262142) as Director (Ordinary).**

Mode of Voting (E-voting)							
Promoter and Promoter Group	101089037	101089037	100	101089037	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	225587	225587	100	224787	800	99.65	0.35
<b>Total (A)</b>	<b>101314624</b>	<b>101314624</b>	<b>100</b>	<b>101314624</b>	<b>800</b>	<b>100.00</b>	<b>0.00</b>

Mode of Voting (Poll)							
Promoter and Promoter Group	414796	414796	100	414796	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	80446	80446	100	80446	0	100	0
<b>Total (B)</b>	<b>495242</b>	<b>495242</b>	<b>100</b>	<b>495242</b>	<b>0</b>	<b>100</b>	<b>0</b>

<b>Result (A+B)</b>	<b>101809866</b>	<b>101809866</b>	<b>100</b>	<b>101809866</b>	<b>800</b>	<b>100.00</b>	<b>0.00</b>
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**Resolution No. 9 - Appointment of Mr. Anant Kishore (DIN: 05262142) as Whole-time Director and CEO (Special).**

Mode of Voting (E-voting)							
Promoter and Promoter Group	101089037	101089037	100	101089037	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	225322	225322	100	224252	1070	99.53	0.47
<b>Total (A)</b>	<b>101314359</b>	<b>101314359</b>	<b>100</b>	<b>101313289</b>	<b>1070</b>	<b>100.00</b>	<b>0.00</b>

Mode of Voting (Poll)							
Promoter and Promoter Group	414796	414796	100	414796	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	80446	80446	100	80446	0	100	0
<b>Total (B)</b>	<b>495242</b>	<b>495242</b>	<b>100</b>	<b>495242</b>	<b>0</b>	<b>100</b>	<b>0</b>

<b>Result (A+B)</b>	<b>101809601</b>	<b>101809601</b>	<b>100</b>	<b>101808531</b>	<b>1070</b>	<b>100.00</b>	<b>0.00</b>
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**Resolution No. 10 - Ratification of Cost Auditors Remuneration (Ordinary).**

<b>Mode of Voting (E-voting)</b>							
<b>Promoter and Promoter Group</b>	101089037	101089037	100	101089037	0	100	0
<b>Public – Institutional holders</b>	0	0	0	0	0	0	0
<b>Public – Others</b>	225082	225082	100	223772	1310	99.42	0.58
<b>Total (A)</b>	101314119	101314119	100	101312809	1310	100.00	0.00

<b>Mode of Voting (Poll)</b>							
<b>Promoter and Promoter Group</b>	414796	414796	100	414796	0	100	0
<b>Public – Institutional holders</b>	0	0	0	0	0	0	0
<b>Public – Others</b>	80446	80446	100	80446	0	100	0
<b>Total (B)</b>	495242	495242	100	495242	0	100	0

<b>Result (A+B)</b>	101809361	101809361	100	101808051	1310	100.00	0.00
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**Scrutinizer's Report**

*[Pursuant to rule Section 108 of the Companies Act, 2013 and rule 20 (xi)  
of the Companies (Management and Administration) Rules, 2014]*

The Chairman,  
28th Annual General Meeting of the Equity Shareholders of  
**Indo Rama Synthetics (India) Limited**  
To be held on Friday, 1st August 2014 at 2:00 PM  
at the Registered Office of the Company at  
A-31, MIDC Industrial Area, Butibori,  
**Nagpur - 441 122**

Dear Sir,

I, **Sandeep Kumar**, Proprietor of **SK Associates**, Company Secretaries, having office at 210B, Jaina Towner I, Janakpuri, District Center, New Delhi - 110058, India, have been appointed as a Scrutinizer of M/s Indo Rama Synthetics (India) Limited ('the Company'), a Company incorporated under the provisions of Companies Act, 1956 and having its registered office situated at A-31, MIDC Industrial Area, Butibori, Nagpur - 441122 and its corporate office situated at 20<sup>th</sup> Floor, DLF Square, DLF Phase II, NH-8, Gurgaon - 122 002, for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions for the 28th Annual General Meeting of the shareholders of the Company to be held on Friday, August 1, 2014 at 2:00 pm at the Registered Office of the Company situated at A-31, MIDC Industrial Area, Butibori, Nagpur - 441122. We submit our report as under:


1. The e-voting period remained open from July 26, 2014 (9:00 a.m.) to July 28, 2014 (6:00 p.m.).
2. The shareholders as on the "cut off" date i.e. June 20, 2014 were entitled to vote on the proposed resolutions (item no. 1 to 10 as set out in the Notice of the 28th Annual General Meeting of the Company).
3. The votes were unblocked on July 29, 2014 around 11:00 a.m. in the presence of two witnesses, Mr. Ashwarya Sharma, r/o C-118, West Patel Nagar, New Delhi - 110018 and Ms. Renu Kwatra, r/o 12/93, Geeta Colony, New Delhi - 110031 who are not in





employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Ashwarya Sharma

  
Renu Kwatra

4. Thereafter, the details containing, inter-alia, number of shareholders, who voted "For" and "Against", were downloaded from the e-voting website of NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)).
5. The result of the e-voting is as under:

**Resolution 1:**

- (a) Adoption of Financial Statements for the year ended March 31, 2014, the reports of the Board of Directors and Auditors thereon; and
- (b) The audited consolidated financial statement of the Company for the financial year ended 31st March 2014.

- (i) Voted in favour of the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
39	101,314,629	99.99%

- (ii) Voted against the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
1	790	0.01%

**Resolution 2:**

To declare dividend on equity shares for the financial year ended 31st March 2014.



(i) Voted in favour of the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
39	101,314,629	99.99%

(ii) Voted against the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
1	795	0.01%

**Resolution 3:**

To appoint a Director in place of Mr. Mohan Lal Lohia (DIN: 00918397), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
33	101,246,636	99.93%

(ii) Voted against the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
7	68,793	0.07%

**Resolution 4:**





# SK Associates

Company Secretaries

210B, Jaina Tower – I  
District Centre, Janak Puri  
New Delhi – 110 058 (India)

Tel: +91 11 2561 5141

Email: [contact@skassociates.in](mailto:contact@skassociates.in)

Web: [www.skassocaites.in](http://www.skassocaites.in)

To appoint M/s B S R and Associates, Chartered Accountants (ICAI Firm Registration No.128901W) as Statutory Auditors of the Company and to fix their remuneration

(i) Voted in favour of the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
38	101,314,624	99.99%

(ii) Voted against the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
1	800	0.01%

## Resolution 5:

Appointment of Mr. Ashok Kumar Ladha (DIN: 00089360) as an Independent Director.

(i) Voted in favour of the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
37	101,314,369	99.99%

(ii) Voted against the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
3	1,060	0.01%





## Resolution 6:

### Appointment of Mr. Suman Jyoti Khaitan(DIN: 00023370) as an Independent Director

(i) Voted in favour of the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
37	101,314,369	99.99%

(ii) Voted against the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
3	1,060	0.01%

## Resolution 7:

### Appointment of Dr. Arvind Pandalai (DIN: 00352809) as an Independent Director.

(i) Voted in favour of the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
38	101,314,379	99.99%

(ii) Voted against the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
2	1050	0.01%



**Resolution 8:**

**Appointment of Mr. Anant Kishore (DIN: 05262142) as Director.**

(i) Voted in favour of the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
38	101,314,624	99.99%

(ii) Voted against the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
1	800	0.01%

**Resolution 9:**

**Appointment of Mr. Anant Kishore (DIN: 05262142) as Whole-time Director & CEO.**

(i) Voted in favour of the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
37	101,314,359	99.99%

(ii) Voted against the resolution:

Number of members who casted e-votes	Number of e-votes casted	% of total number of e-votes casted
3	1,070	0.01%





**SK Associates**

Company Secretaries

210B, Jaina Tower – I  
District Centre, Janak Puri  
New Delhi – 110 058 (India)  
Tel: +91 11 2561 5141  
Email: [contact@skassociates.in](mailto:contact@skassociates.in)  
Web: [www.skassociates.in](http://www.skassociates.in)

**Resolution 10:**

**Ratification of Cost Auditors Remuneration**

(i) Voted in favour of the resolution:

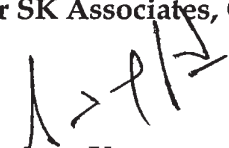
Number of members who casted e-votes	Number of e- votes casted	% of total number of e-votes casted
37	101,314,119	99.99%

(ii) Voted against the resolution:

Number of members who casted e-votes	Number of e- votes casted	% of total number of e-votes casted
3	1,310	0.01%

Thanking you,

Yours faithfully,  
For SK Associates, Company Secretaries

  
Sandeep Kumar  
Proprietor  
Membership Number: 5260  
CP No.: 7472



Place: New Delhi  
Date: July 29, 2014

**FORM NO. MGT-13**  
**Report of Scrutinizer(s)**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To

The Chairman  
28<sup>th</sup> Annual General Meeting of Equity Shareholders of  
Indo Rama Synthetics (India) Limited  
held on Friday, 1<sup>st</sup> August 2014 at 2:00 PM  
at the Registered Office of the Company  
at A-31, MIDC Industrial Area  
Butibori, Nagpur-441122  
Maharashtra

Dear Sir,

I/We, Ravi Shanker Kapoor (120380000050251), appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 28<sup>th</sup> Annual General Meeting of the Equity Shareholders of Indo Rama Synthetics (India) Limited, held on Friday, 1<sup>st</sup> August 2014 at 2:00 PM at A-31, MIDC Industrial Area, Butibori, Nagpur-441122, Maharashtra, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my/our presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. I did not find any poll papers invalid.

*Ravi Shanker Kapoor*

4. The result of the Poll is as under:

**(a) Resolution No. 1:**

- i) Adoption of Audited Financial Statements for the financial year ended 31<sup>st</sup> March 2014, the reports of the Board of Directors and Auditors thereon; and**
- ii) Adoption of Audited Consolidated Financial Statement of the Company for the financial year ended 31<sup>st</sup> March 2014.**

*(i) Voted in favour of the Resolution:*

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	495242	100%

*(ii) Voted against the Resolution:*

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

*(iii) Invalid votes:*

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

**(b) Resolution No. 2:**

**To declare dividend on equity shares of the financial year ended 31<sup>st</sup> March 2014.**

*(i) Voted in favour of the Resolution:*

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	495242	100%

*Ravi Shanker  
Kapoor*



(ii) Voted **against** the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

(c) Resolution No. 3:

**To appoint a Director in place of Mr. Mohan Lal Lohia (DIN: 00918397), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.**

(i) Voted in **favour** of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	495242	100%

(ii) Voted **against** the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

*Ravi Shanker Kapoor*

**(d) Resolution No. 4:**

**To appoint M/s B S R and Associates, Chartered Accountants (ICAI Firm Registration No. 128901W) as Statutory Auditors of the Company and to fix their remuneration.**

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	495242	100%

(ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

**(e) Resolution No. 5:**

**Appointment of Mr. Ashok Kumar Ladha (DIN: 00089360) as an Independent Director.**

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	495242	100%

(ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) **Invalid votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

(f) **Resolution No. 6:**

**Appointment of Mr. Suman Jyoti Khaitan (DIN: 00023370) as an Independent Director.**

(i) **Voted in favour** of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	495242	100%

(ii) **Voted against** the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) **Invalid votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

(g) **Resolution No. 7:**

**Appointment of Dr. Arvind Pandalai (DIN: 00352809) as an Independent Director.**

(i) **Voted in favour** of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	495242	100%

*Ravi Shankerkapoor*

(ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

(h) Resolution No. 8:

**Appointment of Mr. Anant Kishore (DIN: 05262142) as Director.**

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	495242	100%

(ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

*Ravi Shanker Kapoor*

**(i) Resolution No. 9:**

**Appointment of Mr. Anant Kishore (DIN: 05262142) as Whole-time Director and CEO.**

**(i) Voted in favour of the Resolution:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	495242	100%

**(ii) Voted against the Resolution:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

**(iii) Invalid votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

**(j) Resolution No. 10:**

**Ratification of Cost Auditors Remuneration.**

**(i) Voted in favour of the Resolution:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	495242	100%

**(ii) Voted against the Resolution:**

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NA	NA

*Ravi Shanker Kapoor*

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NA

5. 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.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

*Ravi Shanker Kapoor*

Place: Butibori  
Date : 1<sup>st</sup> August 2014

**RAVI SHANKER KAPOOR**  
(Scrutinizer)  
(1203800000050251)

*Ravi Shanker Kapoor*