



CIN: L99999MH1951PLC008485

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**DIL LIMITED**

Date of the AGM	24 <sup>th</sup> September, 2014
Total number of shareholders on record date i.e. as on September 11, 2014 (Book closure period was from September 12, 2014 to September 24, 2014)	4740
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	2
Public	51
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not arranged
Public	Not arranged

**(Agenda-wise)**

**In case of Poll/Postal ballot/E-voting:**

The mode of voting on all the resolutions was E-voting (including ballot form) and 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
<b>Resolution No. 1 :To receive, consider and adopt the audited Statement of Profit and Loss for the financial year ended March 31, 2014 and the Balance Sheet as at that date, Report of the Directors and the Auditors thereon.</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	1462341	0	0.00	0	0	0.00	0.00
Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public-Others	830683	1879	0.23	1879	0	100.00	0.00
<b>Total (A)</b>	<b>2293198</b>	<b>1879</b>	<b>0.08</b>	<b>1879</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (Poll)</b>							

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Promoter and Promoter Group	1462341	1462341	100.00	1462341	0	100.00	0.00
Public Institutional Holders	174	0.00	0.00	0.00	0.00	0.00	0.00
Public-Others	830683	185382	22.32	185382	0	100.00	0.00
<b>Total (B)</b>	<b>2293198</b>	<b>1647723</b>	<b>71.85</b>	<b>1647723</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>2293198</b>	<b>1649602</b>	<b>71.93</b>	<b>1649602</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

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
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**Resolution No. 2 :To confirm the payment of Interim Dividend (Rs. 7.50 per equity share) and to declare a Final Dividend on equity shares (Rs.2.50 per equity share) for the financial year ended March 31, 2014.**

**Mode of Voting: (E-voting)**

Promoter and Promoter Group	1462341	0	0.00	0	0	0.00	0.00
Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public-Others	830683	1581	0.19	1581	0	100.00	0.00
<b>Total (A)</b>	<b>2293198</b>	<b>1581</b>	<b>0.07</b>	<b>1581</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**Mode of Voting: (Poll)**

Promoter and Promoter Group	1462341	1462341	100.00	1462341	0	100.00	0.00
Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public-Others	830683	185382	22.32	185382	0	100.00	0.00
<b>Total (B)</b>	<b>2293198</b>	<b>1647723</b>	<b>71.85</b>	<b>1647723</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>2293198</b>	<b>1649304</b>	<b>71.92</b>	<b>1649304</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

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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
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**Resolution No. 3 : To appoint a Director in place of Ms. Rajeshwari Datla (DIN – 00046864), who retires by rotation and being eligible offers herself for re-appointment.**

**Mode of Voting: (E-voting)**

Promoter and Promoter Group	1462341	0	0.00	0	0	0.00	0.00
Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public-Others	830683	1581	0.19	1581	0	100.00	0.00
<b>Total (A)</b>	<b>2293198</b>	<b>1581</b>	<b>0.07</b>	<b>1581</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**Mode of Voting: (Poll)**

Promoter and Promoter Group	1462341	1462341	100.00	1462341	0	100.00	0.00
Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public-Others	830683	185382	22.32	185382	0	100.00	0.00
<b>Total (B)</b>	<b>2293198</b>	<b>1647723</b>	<b>71.85</b>	<b>1647723</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>2293198</b>	<b>1649304</b>	<b>71.92</b>	<b>1649304</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

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
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Resolution No. 4 :Appointment of Statutory Auditors, in place of retiring Auditors, and to fix their remuneration							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	1462341	0	0.00	0	0	0.00	0.00
Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public-Others	830683	1581	0.19	1581	0	100.00	0.00
<b>Total (A)</b>	<b>2293198</b>	<b>1581</b>	<b>0.07</b>	<b>1581</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Mode of Voting: (Poll)							
Promoter and Promoter Group	1462341	1462341	100.00	1462341	0	100.00	0.00
Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public-Others	830683	185382	22.32	185382	0	100.00	0.00
<b>Total (B)</b>	<b>2293198</b>	<b>1647723</b>	<b>71.85</b>	<b>1647723</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>2293198</b>	<b>1649304</b>	<b>71.92</b>	<b>1649304</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

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
Resolution No. 5 :Appointment of Mr. G.G. Desai as an Independent Director							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	1462341	0	0.00	0	0	0.00	0.00
Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public- Others	830683	1129	0.14	1129	0	100.00	0.00

<b>Total (A)</b>	<b>2293198</b>	<b>1129</b>	<b>0.05</b>	<b>1129</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (Poll)</b>							
Promoter and Promoter Group	1462341	1462341	100.00	1462341	0	100.00	0.00
Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public-Others	830683	185382	22.32	185382	0	100.00	0.00
<b>Total (B)</b>	<b>2293198</b>	<b>1647723</b>	<b>71.85</b>	<b>1647723</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>2293198</b>	<b>1648852</b>	<b>71.90</b>	<b>1648852</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

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. 6 :Appointment of Mr. Sanjay Buch as an Independent Director</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	1462341	0	0.00	0	0	0.00	0.00
Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public-Others	830683	1129	0.14	1129	0	100.00	0.00
<b>Total (A)</b>	<b>2293198</b>	<b>1129</b>	<b>0.05</b>	<b>1129</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (Poll)</b>							
Promoter and Promoter Group	1462341	1462341	100.00	1462341	0	100.00	0.00

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Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public-Others	830683	185382	22.32	185382	0	100.00	0.00
<b>Total (B)</b>	<b>2293198</b>	<b>1647723</b>	<b>71.85</b>	<b>1647723</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>2293198</b>	<b>1648852</b>	<b>71.90</b>	<b>1648852</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

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. 7 :Appointment of Mr. Vinayak Hajare as an Independent Director</b>							
<b>Mode of Voting: (E-voting)</b>							
Promoter and Promoter Group	1462341	0	0.00	0	0	0.00	0.00
Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public-Others	830683	1129	0.14	1129	0	100.00	0.00
<b>Total (A)</b>	<b>2293198</b>	<b>1129</b>	<b>0.05</b>	<b>1129</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Mode of Voting: (Poll)</b>							
Promoter and Promoter Group	1462341	1462341	100.00	1462341	0	100.00	0.00
Public Institutional Holders	174	0	0.00	0	0	0.00	0.00
Public-Others	830683	185382	22.32	185382	0	100.00	0.00
<b>Total (B)</b>	<b>2293198</b>	<b>1647723</b>	<b>71.85</b>	<b>1647723</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>2293198</b>	<b>1648852</b>	<b>71.90</b>	<b>1648852</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



All the aforesaid resolutions were passed with requisite majority.

For DIL Limited

A handwritten signature in blue ink, appearing to read 'Srikant Sharma', written over the printed name.

*for* **Srikant Sharma**

**Vice President (Legal) & Company Secretary**

(FCS - 3617)

Date: 25<sup>th</sup> September 2014