



INDIA GLYCOLS LIMITED

Plot No. 2-B, Sector- 126, NOIDA- 201304, Distt. Gautam Budh Nagar, Uttar Pradesh, Tel : +91 120 3090100, 3090200
Fax : +91 120 3090111, 3090211, E-mail : iglho@indiaglycols.com, Website : www.indiaglycols.com

22nd September, 2014

The Secretary,
Bombay Stock Exchange,
1st Floor, New Trading ring,
Rotunda Building, P.J. Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir,

Sub: LISTING AGREEMENT -35A

Our Annual General Meeting was held on. 20th September, 2014. We give below the details as required Under Clause 35 A.

Date of the Annual General Meeting	20 th September, 2014
Total Number of Shareholders on record date:	31940
No.of Shareholders present in the meeting either in person or through Representatives.	37
No.of Shareholders attended the meeting through Video conferencing	Nil

We attach herewith the details of Resolution passed at the Annual General Meeting. In this regard all the 15 resolution placed before the shareholders have been passed with requisite majority.

We also attach herewith the declared results of resolutions passed at 30th Annual General Meeting of shareholders and scrutinizer Report for your records.

Kindly acknowledge the receipt.

Thanking You,

Yours Faithfully,
For India Glycols Limited

LALIT KUMAR SHARMA
COMPANY SECRETARY

INDIA GLYCOLS LIMITED
 Plot No. 2 B, Sector-126,-Noida, UP
 Phone : +91-120-3090100, Fax:+91-120-3090111
 CIN: L24111UR1983PLC009097

DECLARATION OF RESULTS OF RESOLUTIONS PASSED AT 30th ANNUAL GENERAL MEETING OF SHAREHOLDERS

Date of the Annual General Meeting	20th September, 2014
total Number of Shareholders on record Date	31940
No. of Shareholders Present in the meeting either in person or through Representatives	37
No. of shareholders attended the meeting through Video conferencing	Nil
Agenda-wise Details of Agenda Resolution required :(Ordinary/Special) Mode of voting (Polling/E-Voting)	

RESOLUTIONS	Item No. of the Notice	Particular of business		Votes in favour of the resolution		Votes against of the resolution		Abstained/Invalid Votes	
		No.	%age	No.	%age	No.	%age	No.	%age
(a) Adoption of Financial Statements for the year ended 31 st March, 2014	Item No. 1 (As Ordinary Resolution)	Evolving Poll Total	10373 16123112 16133485	98.71 100 100	135 0 135	1.29 0 0	0 0 0	0 0 0	NA NA NA
(b) Adoption of Consolidated Financial Statements for the year ended 31 st March, 2014	Item No. 2 (As Ordinary Resolution)	Evolving Poll Total	10473 16123112 16133585	99.67 100 100	35 0 35	0.33 0 0	0 0 0	0 0 0	NA NA NA
Approval of final dividend on equity shares	Item No. 3 (As Ordinary Resolution)	Evolving Poll Total	9823 15674390 15684213	93.48 100 100	685 0 685	6.52 0 0	0 0 0	0 448722 448722	NA NA NA
Re-appointment of Shri U. S. Bhartia who retires by rotation	Item No. 3 (As Ordinary Resolution)	Evolving Poll Total	9823 15674390 15684213	93.48 100 100	685 0 685	6.52 0 0	0 0 0	0 448722 448722	NA NA NA

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DECLARATION OF RESULTS OF RESOLUTIONS PASSED AT 30th ANNUAL GENERAL MEETING OF SHAREHOLDERS

Appointment of Statutory Auditors and fixing of their remuneration.	Item No. 4 (As Ordinary Resolution)	Evoing Poll Total	10373 16123112 16133485	98.71 100 100	135 0 135	1.29 0 0	0 0 0	NA NA NA
Approval of the Remuneration of Mr. U.S. Bhartia, Chairman and Managing Director	Item No. 5 (As Special Resolution)	Evoing Poll Total	4923 15674390 15679313	87.78 100 100	685 0 685	12.22 0 0	0 448722 448722	NA NA NA
Approval of the remuneration of the Non Executive Directors	Item No. 6 (As Special Resolution)	Evoing Poll Total	7923 16123112 16131035	75.4 100 99.98	2585 0 2585	24.6 0 0.02	0 0 0	NA NA NA
Approval of the remuneration of the Cost Auditor	Item No. 7 (As Ordinary Resolution)	Evoing Poll Total	10323 16123112 16133435	98.24 100 100	185 0 185	1.76 0 0	0 0 0	NA NA NA
Approval of the Remuneration of Ms. Pragma Bhartia (related party) as President, Business Development of the Company	Item No. 8 (As Special Resolution)	Evoing Poll Total	8423 16123112 16131535	80.15 100 99.99	2085 0 2085	19.85 0 0.01	0 0 0	NA NA NA
Appointment of Mr. Pradip Kumar Khaitan as an Independent Director	Item No. 9 (As Ordinary Resolution)	Evoing Poll Total	10373 16123112 16133485	98.71 100 100	135 0 135	1.29 0 0	0 0 0	NA NA NA
Appointment of Mr. R.C. Mishra as an Independent Director	Item No. 10 (As Ordinary Resolution)	Evoing Poll Total	10333 16122612 16132945	98.71 100 100	135 0 135	1.29 0 0	0 500 500	NA NA NA

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INDIA GLYCOLS LIMITED

Plot No. 2 B, Sector-126,-Noida, UP

Phone : +91-120-3090100, Fax:+91-120-3090111

CIN: L24111UR1983PLC009097

DECLARATION OF RESULTS OF RESOLUTIONS PASSED AT 30th ANNUAL GENERAL MEETING OF SHAREHOLDERS

Appointment of Mr. Jagmohan N Kejriwal as an Independent Director	Item No. 11 (As Ordinary Resolution)	Evoing	7373	98.2	135	1.8	0	NA
		Poll	16123112	100	0	0	0	NA
		Total	16130485	100	135	0	0	NA
Appointment of Mr. Ravi Jhunjhunwala as an Independent Director	Item No. 12 (As Ordinary Resolution)	Evoing	10373	98.71	135	1.29	0	NA
		Poll	16123112	100	0	0	0	NA
		Total	16133485	100	135	0	0	NA
Appointment of Mr. Jitender Balakrishnan as an Independent Director	Item No. 13 (As Ordinary Resolution)	Evoing	8473	98.43	135	1.57	0	NA
		Poll	16123112	100	0	0	0	NA
		Total	16131585	100	135	0	0	NA
Alteration of Articles of Association of the Company	Item No. 14 (As Special Resolution)	Evoing	10201	98.69	135	1.31	0	NA
		Poll	16123112	100	0	0	0	NA
		Total	16133313	100	135	0	0	NA
Raising of funds by the Company way of Issue of securities/shares	Item No. 15 (As Special Resolution)	Evoing	10473	99.67	35	0.33	0	NA
		Poll	16123112	100	0	0	0	NA
		Total	16133585	100	35	0	0	NA

For INDIA GLYCOLS LIMITED

U.S. BHARTIA
Chairman and Managing Direct

Ashish Saxena & Co

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL TAKEN IN RESPECT OF 30TH AGM
INDIA GLYCOLS LIMITED**

September 21, 2014

To

The Chairman

30th AGM

India Glycols Limited

A-1, Industrial Area, Bazpur Road

Kashipur, Udham Singh Nagar-244713

Uttarakhand

Sub: Passing of Resolution through electronic voting & at poll conducted at the 30th Annual General Meeting ("AGM") of India Glycols Limited held at A-1, Industrial Area, Bazpur Road, Kashipur, Udham Singh Nagar-244713, Uttarakhand, on 20th September, 2014 at 12.30 PM

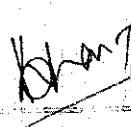

Dear Sir,

The company had appointed me as a Scrutinizer to scrutinize the e-voting process together with voting through the polling paper in physical mode at the Poll held at the 30th AGM of the company held on the September 20, 2014.

The company had appointed National Securities Depository Limited, (NSDL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the company from September 10, 2014 at 9.00 AM and September 12, 2014 at 6.00 PM. The e-voting results were unblocked by me on September 18, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report on e-voting dated 19th September, 2014 attached herewith.

At the 30th AGM of the company held at September 20, 2014, the Chairman of the company had summoned i.e., on his own motion ordered for a Poll under section 109 of the Companies Act, 2013, to facilitate the members present in the AGM who could not participate in the e-voting or who did not opt for e-voting facility, to record their votes through the poll process. The Chairman has appointed me as a Scrutinizer for the same. For further details kindly refer my Scrutinizer's report on Poll dated 21st September, 2014 attached herewith

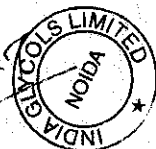
The results of the e-voting together with that of the Poll are as under



Item No. of the Notice	Particular of business	Votes in favour of the resolution		Votes against of the resolution		Abstained/Invalid Votes	
		No.	%age	No.	%age	No.	%age
Item No. 1 (As Ordinary Resolution)	Evoing	10373	98.71	135	1.29	0	NA
	Poll	16123112	100	0	0	0	NA
	Total	16133485	100.00	135	0.00	0	NA
Item No. 2 (As Ordinary Resolution)	Evoing	10473	99.57	35	0.35	0	NA
	Poll	16123112	100	0	0	0	NA
	Total	16133585	100.00	35	0.00	0	NA
Item No. 3 (As Ordinary Resolution)	Evoing	8823	93.48	685	5.52	0	NA
	Poll	15674390	100	0	0	448722	NA
	Total	15684213	100.00	685	0.00	448722	NA
Item No. 4 (As Ordinary Resolution)	Evoing	10373	98.71	135	1.29	0	NA
	Poll	16123112	100	0	0	0	NA
	Total	16133485	100.00	135	0.00	0	NA
Item No. 5 (As Ordinary Resolution)	Evoing	4923	87.78	685	12.22	0	NA
	Poll	15674390	100	0	0	448722	NA
	Total	15679313	100.00	685	0.00	448722	NA
Item No. 6 (As Ordinary Resolution)	Evoing	7823	75.4	2585	24.6	0	NA
	Poll	16123112	100	0	0	0	NA
	Total	16131035	99.98	2585	0.02	0	NA
Item No. 7 (As Ordinary Resolution)	Evoing	10323	98.24	185	1.76	0	NA
	Poll	16123112	100	0	0	0	NA
	Total	16133435	100.00	185	0.00	0	NA
Item No. 8 (As Ordinary Resolution)	Evoing	8423	80.15	2085	19.85	0	NA
	Poll	16123112	100	0	0	0	NA
	Total	16131535	99.99	2085	0.01	0	NA
Item No. 9 (As Ordinary Resolution)	Evoing	10373	98.71	135	1.29	0	NA
	Poll	16123112	100	0	0	0	NA
	Total	16133485	100.00	135	0.00	0	NA
Item No. 10 (As Ordinary Resolution)	Evoing	10333	98.71	135	1.29	0	NA
	Poll	16122612	100	0	0	500	NA
	Total	16132945	100.00	135	0.00	500	NA
Item No. 11	Evoing	7373	98.2	135	1.8	0	NA

Handwritten signature




(As Ordinary Resolution)	Poll	16123112	100	0	0	0	NA
	Total	16130485	100.00	135	0.00	0	NA
Item No. 12 (As Ordinary Resolution)	E-voting	10373	98.71	135	1.29	0	NA
	Poll	16123112	100	0	0	0	NA
	Total	16133485	100.00	135	0.00	0	NA
Item No. 13 (As Ordinary Resolution)	E-voting	8473	98.43	135	1.57	0	NA
	Poll	16123112	100	0	0	0	NA
	Total	16131585	100.00	135	0.00	0	NA
Item No. 14 (As Ordinary Resolution)	E-voting	10201	98.69	135	1.31	0	NA
	Poll	16123112	100	0	0	0	NA
	Total	16133313	100.00	135	0.00	0	NA
Item No. 15 (As Special Resolution)	E-voting	10473	99.67	35	0.33	0	NA
	Poll	16123112	100	0	0	0	NA
	Total	16133585	100.00	35	0.00	0	NA

As such, all resolutions stand passed under e-voting and poll with the requisite majority
I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and on Poll by the shareholders of the company. I shall be arranging to hand over these records to the company secretary for safe keeping

Thanking you

Yours faithfully

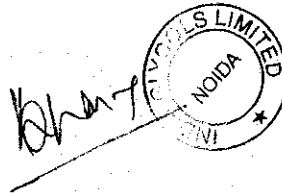
For **Ashish Saxena & Co.**
Company Secretaries


(Ashish Saxena)
Proprietor
Membership No. - F 6560

C.P. No. - 7096

Date: 21/09/2014

Place: Ghaziabad



CPA
C.A. (Firm)
Practising Chartered Accountant
Since 1973

Ashish Saxena & Co
Company Secretaries

CPA No. 14604/09
Practising since 1973

Report of Scrutinizer

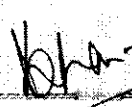

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(c) of the Companies (Management and Administration) Rules, 2014)

To,
Mr. Uma Shanker Bhatia
Chairman
30th Annual General Meeting of the shareholders of
M/s India Glycols Limited to be held on 20th Day of September, 2014 at 12.30 PM at A-1, Industrial Area,
Bazpur Road, Kashipur, Udham Singh Nagar-244713, Uttarakhand

Dear Sir,

I, Ashish Saxena, a Company Secretary in Practice, appointed by the Board of Directors of M/s India Glycols Limited ("the Company") as Scrutinizer for the purpose of the scrutinizing the e-voting process in a fair and transparent manner and also for ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the 30th Annual General Meeting of the shareholders of the Company to be held on 20th Day of September, 2014 at 12.30 PM at A-1, Industrial Area, Bazpur Road, Kashipur, Udham Singh Nagar-244713, Uttarakhand.

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to 30th Annual General Meeting (AGM) of the shareholders of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the authorized agency to provide e-voting facilities, engaged by the Company.
2. Further for the above, I submit my report as under:
 - a. In accordance with the Notice of the 30th AGM sent to the shareholders, the e-voting period commenced on 10th September, 2014 at 9:00 AM and ended on 12th September, 2014 at 6:00 PM.
 - b. The shareholders of the Company as on the "cut-off date" i.e. 08th August, 2014 were entitled to vote on the resolutions (item no. 1 to 15 as set out in the notice of the 30th AGM of Company)



c. The votes cast were unblocked on 16th September, 2014 in the presence of 2 witnesses, Ms. Smriti Dubey and Mr. Gagan Kumar Agarwala who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Smriti Dubey

Gagan Kumar Agarwala

Name: Smriti Dubey

Name: Gagan Kumar Agarwala

d. Thereafter, the details containing *inter-alia*, list of Equity Shareholders who voted 'for' 'against' each of the resolutions that were put to vote, were generated from the e-voting website of NSDL i.e. www.evotingindia.com and based on such report generated, the result of the e-voting is as under:

Item No. 1

(a) Ordinary Resolution for Adoption of Financial Statements, Directors' and Auditors' Report for the year ended 31st March, 2014.

(b) Ordinary Resolution for Adoption of Consolidated Financial Statements, for the year ended 31st March, 2014.

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)
24	10373	98.72

(ii) Voted against the resolution.

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	135	1.28

(iii) Invalid votes:

Number of members voted	Number of votes cast by them
0	0

Item No. 2

Ordinary resolution for declaration of Dividend on equity shares

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast

KM
INDIA GLOBS LIMITED
NOIDA



			(Favor/Against)
(ii) Voted against the resolution:	25	10473	99.67
Number of members voted	Number of votes cast by them		% of total number of valid votes cast
	1	39	0.33
(iii) Invalid votes:			
Number of members voted	Number of votes cast by them		
	0	0	

Item No. 3

Ordinary Resolution for appointment of Mr. U.S. Bhartiya, as Director who retires by rotation and, being eligible, offers himself for re-appointment.



(i) Voted in favor of the resolution:			
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)	
	22	9823	93.46
(ii) Voted against the resolution:			
Number of members voted	Number of votes cast by them	% of total number of valid votes cast	
	4	685	6.52
(iii) Invalid votes:			
Number of members voted	Number of votes cast by them		
	0	0	

Item No. 4

Ordinary Resolution for Appointment of Statutory Auditors and to fix their remuneration.

(i) Voted in favor of the resolution:			
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)	
	24	10373	98.72

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

Signature



Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	135	1.28

(iii) **Invalid votes**

Number of members voted	Number of votes cast by them
0	0

Item No. 5

Special Resolution for approval of remuneration of Mr. U.S. Bhatia, Chairman and Managing Director of the Company

(i) **Voted in favor of the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)
20	4923	87.79

(ii) **Voted against the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
4	685	12.21

(iii) **Invalid votes**

Number of members voted	Number of votes cast by them
0	0

Item No. 6

Special Resolution for Approval of Remuneration of Non Executive Directors of the Company

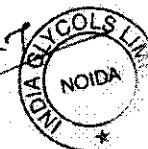
(i) **Voted in favor of the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)
21	7923	75.40

(ii) **Voted against the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
5	2585	24.60

(iii) **Invalid votes**

Bhatia




Number of members voted	Number of votes cast by them
0	0

Item No. 7

Ordinary Resolution for Approval of Remuneration of Cost Auditor of the Company

(i) Voted in favor of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)
20	10323	98.24

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
3	195	1.76

(iii) Invalid votes:

Number of members voted	Number of votes cast by them
0	0

Item No. 8

Social Resolution for Approval of Remuneration of Ms. Pragya Bhatia (related party) as President, Business Development of the Company

(i) Voted in favor of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)
22	8423	80.16


(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
4	2035	19.84

(iii) Invalid votes:

Number of members voted	Number of votes cast by them
0	0

Item No. 9

Bhatia




Ordinary resolution for Appointment of Mr. Pradiip Kumar Khaitan, as an Independent Director

(i) Voted in favor of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)
24	10373	98.72

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)
2	130	1.28

(iii) Invalid votes:

Number of members voted	Number of votes cast by them
0	0

Item No. 10

Ordinary resolution for Appointment of Mr. R. C. Misra, as an Independent Director

(i) Voted in favor of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)
23	10333	98.71

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)
2	135	1.29

(iii) Invalid votes:

Number of members voted	Number of votes cast by them
0	0

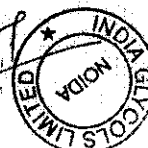
Item No. 11

Ordinary resolution for Appointment of Mr. Jagmohan N Kejriwal, as an Independent Director

(i) Voted in favor of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid

Khaitan



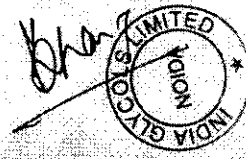
		votes cast (Favor/Against)	
	23	7373	99.20
(ii) Voted against the resolution			
Number of members voted	Number of votes cast by them	% of total number of valid votes cast	
2	135	1.80	
(iii) Invalid votes			
Number of members voted	Number of votes cast by them		
0	0		

Item No. 12
Ordinary resolution for Appointment of Mr. Ravi Jhunjhunwala, as an Independent Director:

(i) Voted in favor of the resolution			
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)	
24	10373	98.72	
(ii) Voted against the resolution:			
Number of members voted	Number of votes cast by them	% of total number of valid votes cast	
2	135	1.28	
(iii) Invalid votes:			
Number of members voted	Number of votes cast by them		
	0		

Item No. 13
Ordinary resolution for Appointment of Mr. Jitender Balakrishnan, as an Independent Director

(i) Voted in favor of the resolution:			
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favor/Against)	
23	8473	98.43	
(ii) Voted against the resolution			
Number of members voted	Number of votes cast by them	% of total number of valid votes cast	



		votes cast	
	2	135	1.57
(iii) Invalid votes			
Number of members voted	0	Number of votes cast by them	0

Item No. 14

Special Resolution for Alteration of Articles of Association of the Company

(i) Voted in favor of the resolution			
Number of members voted	27	Number of votes cast by them	10201
		% of total number of valid votes cast (Favor/Against)	98.69
(ii) Voted against the resolution			
Number of members voted	2	Number of votes cast by them	135
		% of total number of valid votes cast	1.31
(iii) Invalid votes			
Number of members voted	0	Number of votes cast by them	0

Item No. 15

Special resolution for Raising of funds by way of issue of securities/shares

(i) Voted in favor of the resolution			
Number of members voted	25	Number of votes cast by them	10473
		% of total number of valid votes cast (Favor/Against)	99.67
(ii) Voted against the resolution			
Number of members voted	1	Number of votes cast by them	35
		% of total number of valid votes cast	0.33
(iii) Invalid votes			
Number of members voted	0	Number of votes cast by them	0



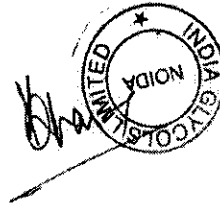
The relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 30th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For Ashish Saxena & Co.
Company Secretaries


(Ashish Saxena)
Proprietor



Membership No. - F 6560

C.P. No. - 7096

Date: 19/09/2014

Place: Ghaziabad

100
100
100
100

Ashish Saxena & Co

100
100
100
100

Company Secretaries

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,

Mr. Uma Shankar Bhatia
Chairman

30th Annual/ Extraordinary General Meeting of the Equity Shareholders of India Glycols Limited held on 20th Day of September, 2014 at 12.30 PM at A-1, Industrial Area, Bazpur Road, Kashipur, Udham Singh Nagar-244713, Uttarakhand

Dear Sir

I, Ashish Saxena, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s) at the annual general meeting of the Equity Shareholders of India Glycols Limited, held on 20th September, 2014 at 12.30 PM at A-1, Industrial Area, Bazpur Road, Kashipur, Udham Singh Nagar-244713, Uttarakhand.

submit our report as under:

1. After the time fixed for closing of the Poll by the Chairman, Mr. Uma Shankar Bhatia, ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot box was 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 authorization/proxies lodged with the Company.
3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.

OR

I did not find any polling papers invalid.

4. The result of the Poll is as under:

(a) **Item No. 1**

(a) Ordinary Resolution for Adoption of Financial Statements, Directors' and Auditors' Report for the year ended 31st March, 2014.

(b) Ordinary Resolution for Adoption of Consolidated Financial Statements, for the year ended 31st 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
37	16123112	100



(a) 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
0	0	0

(ii) Invalid votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(b) Item No. 2

Ordinary resolution for declaration of Dividend on equity shares

(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
37	16123112	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
0	0	0

(iii) Invalid votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

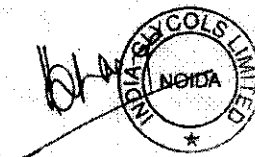
(c) Item No. 3

Ordinary Resolution for appointment of Mr. U.S. Sharma, as Director who retires by rotation 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
36	15674390	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
0	0	0

(iii) Invalid votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	448722

(d) Item No. 4

Ordinary Resolution for Appointment of Statutory Auditors 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
37	18123112	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(e) Item No. 5

Special Resolution for approval of remuneration of Mr. U.S. Bhartiya, Chairman and Managing Director of the Company


(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
36	15874390	100

(ii) Voted against the resolution:

Number of members present and voting	Number of votes	% of total number of

U.S. Bhartiya




(in person or by proxy)	cast by them	valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	448722

(f) Item No. 6

Special Resolution for Approval of Remuneration of Non Executive Directors of the Company

(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
37	15123112	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(g) Item No. 7

Special Resolution for Approval of Remuneration of Cost Auditor of the Company.

(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
37	15123112	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
0	0	0

khm



(ii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(h) Item No. 8

Special Resolution for Approval of Remuneration of Ms. Pragya Bhatia (related party) as President, Business Development of the Company

(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
37	16123112	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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(i) Item No. 9

Ordinary resolution for Appointment of Mr. Pradip Kumar Khaitan, 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
37	16123112	100

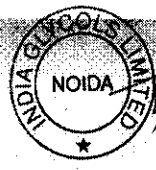
(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

[Handwritten Signature]





Handwritten signature/initials

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

(iii) Invalid votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(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
37	15123112	100

(i) Voted in favour of the resolution:

Ordinary resolution for Appointment of Mr. Jagmohan N. Kojriwal as an Independent Director

(k) Item No. 11

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

(iii) Invalid votes

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(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
36	16122812	100

(i) Voted in favour of the resolution:

Ordinary resolution for Appointment of Mr. R. C. Misra as an Independent Director

(l) Item No. 10

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

0



(m) Item No. 14

0	0	0
whose votes were declared invalid	Total number of members (in person or by proxy)	Total number of votes cast by them

(iii) Invalid votes

0	0	0
(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast

(ii) Voted against the resolution:

37	18123112	100
(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast

(i) Voted in favour of the resolution:

Ordinary resolution for Appointment of Mr. Jitender Bhatnagar, as an Independent Director

(m) Item No. 13

0	0	0
whose votes were declared invalid	Total number of members (in person or by proxy)	Total number of votes cast by them

(iii) Invalid votes

0	0	0
(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast

(ii) Voted against the resolution:

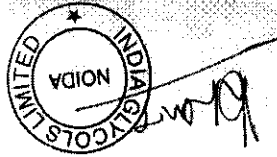
37	18123112	100
(in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast

(i) Voted in favour of the resolution:

Ordinary resolution for Appointment of Mr. Ravi Pranjhewara, as an Independent Director

(m) Item No. 12

0	0	0
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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

0	0
Total number of members (in person or by proxy) whose votes were declared invalid	0
Total number of votes cast by them	0

(iii) Invalid votes:

0	0	0
Number of members present and voting (in person or by proxy) cast by them	Number of votes cast by them	% of total number of valid votes cast

(ii) Voted against the resolution:

37	16123112	100
Number of members present and voting (in person or by proxy) by them	Number of votes cast	% of total number of valid votes cast

(i) Voted in favour of the resolution:

Special resolution for raising of funds by way of issue of securities/shares

(o) Item No. 15

0	0
Total number of members (in person or by proxy) whose votes were declared invalid	0
Total number of votes cast by them	0

(iii) Invalid votes:

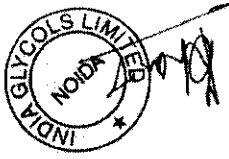
0	0	0
Number of members present and voting (in person or by proxy) cast by them	Number of votes cast by them	% of total number of valid votes cast

(ii) Voted against the resolution:

37	16123112	100
Number of members present and voting (in person or by proxy) by them	Number of votes cast	% of total number of valid votes cast

(i) Voted in favour of the resolution:

Special Resolution for Alteration of Articles of Association of the Company



Place: Ghazabad

Date: 21/09/2014

C.P. No. - 7096

Membership No. - F 0500

Proprietor
(Ashish Saxena)

For Ashish Saxena & Co.
Company Secretaries

Yours faithfully,

Thanking you,

Secretary/ Director authorised by the Board for safe keeping.

6. The poll papers and all other relevant records were sealed and handed over to the Company