INTERNATIONAL COMBUSTION (INDIA) LIMITED

Date of the Annual General Meeting: 12th September, 2014

Total number of shareholders on record date: 6783

No. of shareholders present in the meeting either in person or through proxy: 484

Promoters and Promoter Group: 14

Public: 470

No. of shareholders attended the meeting through Video Conferencing: Not Applicable

Promoters and Promoter Group: Not Applicable

Public: Not Applicable

Details of the Agenda:

1. Adoption of the Annual Financial Statements for the Financial Year ended 31st March, 2014 along with the Directors' and Auditors' Reports thereon.

Resolution required : Ordinary Mode of Voting : 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
Promoter and Promoter Group	1266931	1266931	100.00	1266931	NIL	100.00	NIL
Public - Institutional holders	251	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	1123094	1832	0.16	1826	6	99.67	0.33
Total	2390276	1268763	53.08	1268757	6	99.999	0.001



2. Declaration of Dividend @ 15% for the Financial Year ended 31st March, 2014.

Resolution required : Ordinary Mode of Voting : 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
Promoter and Promoter Group	1266931	1266931	100.00	1266931	NIL	100.00	NIL
Public - Institutional holders	251	NIL	NIL	NIL	NIL	NIL	NIL
Public – Others	1123094	1832	0.16	1826	6	99.67	0.33
Total	2390276	1268763	53.08	1268757	6	99.999	0.001

Details of the Agenda:

3. Re-appointment of retiring Director, Mr. Sanjay Bagaria.

Resolution required : Ordinary Mode of Voting : E-Voting

Promoter/ Public	No. of Shares held (1)	No. of Votes Polled	% 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)]	% of votes against on votes polled (7)=[(5)/(2)]
Promoter and Promoter Group	1266931	1266931	100.00	1266931	NIL	*100 100.00	*100 NIL
Public - Institutional holders	251	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	1123094	1832	0.16	1772	60	96.72	3.28
Total ABUGA	2390276	1268763	53.08	1268703	60	99.995	0.005

4. Appointment of M/s. Lodha & Co. as Statutory Auditors and fixation of their remuneration.

Resolution required : Ordinary Mode of Voting : E-Voting

Promoter/	No. of	No. of	% of votes	No. of	No. of	% of votes	% of votes
Public	Shares	Votes	polled on	Votes -	Votes -	in favour	against on
	held	Polled	outstanding	in	against	on votes	votes
	(1)	(0)	shares	favour	(F)	polled	polled
	(1)	(2)	(3)=[(2)/(1)]	(4)	(5)	(6) 5(4) ((6))	(m) F(m) /(n) I
			*100			(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter	1266931	1266931	100.00	1266931	NIL	100.00	NIL
and				4			
Promoter							
Group							
Public -	251	NIL	NIL	NIL	NIL	NIL	NIL
Institutional							
holders							
Public -	1123094	1832	0.16	1826	6	99.67	0.33
Others							
Total	2390276	1268763	53.08	1268757	6	99.999	0.001

Details of the Agenda:

5. Appointment of Mr. Sukhendu Ray as an Independent Director for a period of five years.

Resolution required : Ordinary
Mode of Voting : E-Voting

Promoter/	No. of	No. of	% of votes	No. of	No. of	% of votes	% of votes
Public	Shares held	Votes Polled	polled on outstanding shares	Votes - in favour	Votes – against	in favour on votes polled	against on votes polled
	(1)	(2)	(3)=[(2)/(1)]	(4)	(5)	poneu	poned
			*100			(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	1266931	1266931	100.00	1266931	NIL	100.00	NIL
Public - Institutional holders	251	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	1123094	1831	0.16	1771	60	96.72	3.28
Total	2390276	1268762	53.08	1268702	60	99.995	0.005

6. Appointment of Mr. Ratan Lal Gaggar as an Independent Director for a period of five years.

Resolution required : Ordinary Mode of Voting : 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
Promoter and Promoter Group	1266931	1266931	100.00	1266931	NIL	100.00	NIL
Public - Institutional holders	251	NIL	NIL	NIL	NIL	NIL	NIL
Public – Others	1123094	1831	0.16	1771	60	96.72	3.28
Total	2390276	1268762	53.08	1268702	60	99.995	0.005

Details of the Agenda:

7. Appointment of Mr. Ravi Ranjan Prasad as an Independent Director for a period of five years.

Resolution required : Ordinary Mode of Voting : E-Voting

Promoter/	No. of	No. of	% of votes	No. of	No. of	% of votes	% of votes
Public	Shares	Votes	polled on	Votes -	Votes -	in favour	against on
	held	Polled	outstanding	in	against	on votes	votes
			shares	favour		polled	polled
	(1)	(2)	(3)=[(2)/(1)]	(4)	(5)		
			*100			(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and	1266931	1266931	100.00	1266931	NIL	100.00	NIL
Promoter							
Group							
Public -	251	NIL	NIL	NIL	NIL	NIL	NIL
Institutional							
holders							
Public -	1123094	1831	0.16	1771	60	96.72	3.28
Others							
Total	2390276	1268762	53.08	1268702	60	99.995	0.005

8. Consent of shareholders for creation of charge on assets of the Company in connection with borrowings, etc. of the Company.

Resolution required : Special Mode of Voting : 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
Promoter and Promoter Group	1266931	1266931	100.00	1266931	NIL	100.00	NIL
Public - Institutional holders	251	NIL	NIL	NIL	NIL	NIL	NIL
Public – Others	1123094	1951	0.17	1835	116	94.05	5.95
Total	2390276	1268882	53.09	1268766	116	99.99	0.01

International Combustion (India) Ltd.

Vice President (Finance) & Secretary