

NAME: RELAXO FOOTWEARS LIMITED

SLNO	DESCRIPTION					
A	DATE OF AGM		18-09-2014			
B	BOOK CLOSURE DATE		12-09-2014 TO 18-09-2014 (BOTH DAYS INCLUSIVE)			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		4466			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		198 shareholders			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	6	0	6	38122825	63.54
	PUBLIC	192	0	192	4104882	6.85
	TOTAL	198	0	198	42227707	70.39
E	No. of shareholders attended the meeting through Video conferencing NIL. No video conferencing facility was made available.					

[Signature]
Company Secretary


Resolution ID	Category	Shares Held (1)	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 1	Ordinary Resolution to adopt the Audited financial statements of the Company for the year ended March 31, 2014 and Reports of the Board of Directors and Auditors thereon.							
1	Promoter and Promoter Group	45004500	42623275	94.7089	42623275	0	100	0
1	Public - Institutional Holders	1318217	0	0	0	0	0	0
1	Public-Others	13683283	8625583	63.0374	8625583	0	100	0
1	Total	60006000	51248858		51248858	0		
Resolution 2	Ordinary Resolution to appoint Director in place of Mr. Deval Ganguly, who retires by rotation as a Director and being eligible, offers himself for re-appointment.							
2	Promoter and Promoter Group	45004500	42623275	94.7089	42623275	0	100	0
2	Public - Institutional Holders	1318217	0	0	0	0	0	0
2	Public-Others	13683283	8625583	63.0374	8625583	75	99.9991	0.0008
2	Total	60006000	51248858		51248783	75		
Resolution 3	Ordinary Resolution to declare the dividend on Equity Shares for the financial year 2013-14							
3	Promoter and Promoter Group	45004500	42623275	94.7089	42623275	0	100	0
3	Public - Institutional Holders	1318217	0	0	0	0	0	0
3	Public-Others	13683283	8625583	63.0374	8625583	0	100	0
3	Total	60006000	51248858		51248858	0		
Resolution 4	Ordinary Resolution to appoint M/s. Gupta & Dua, Chartered Accountants (Firm Registration No. 003849N) as Statutory Auditors of the Company and fixing their remuneration.							
4	Promoter and Promoter Group	45004500	42623275	94.7089	42623275	0	100	0
4	Public - Institutional Holders	1318217	0	0	0	0	0	0
4	Public-Others	13683283	8625583	63.0374	8625583	0	100	0
4	Total	60006000	51248858		51248858	0		
Resolution 5	Ordinary Resolution for appointment of Mr. Vivek Kumar as Independent Director of the Company under section 149 of Companies Act 2013.							
5	Promoter and Promoter Group	45004500	42623275	94.7089	42623275	0	100	0
5	Public - Institutional Holders	1318217	0	0	0	0	0	0
5	Public-Others	13683283	8625583	63.0374	8625583	0	100	0
5	Total	60006000	51248858		51248858	0		
Resolution 6	Ordinary Resolution for appointment of Mr. Pankaj Shrimali as Independent Director of the Company under section 149 of the Companies Act, 2013.							

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6	Promoter and Promoter Group	45004500	42623275	94.7089	42623275	0	100	0
6	Public – Institutional Holders	1318217	0	0	0	0	0	0
6	Public-Others	13683283	8625583	63.0374	8625583	0	100	0
6	Total	60006000	51248858		51248858	0		
Resolution 7	Ordinary Resolution for appointment of Mr. Kuruvila Kuriakose as Independent Director of the Company under section 149 of Companies Act, 2013.							
7	Promoter and Promoter Group	45004500	42623275	94.7089	42623275	0	100	0
7	Public – Institutional Holders	1318217	0	0	0	0	0	0
7	Public-Others	13683283	8625583	63.0374	8625583	0	100	0
7	Total	60006000	51248858		51248858	0		
Resolution 8	Ordinary Resolution for appointment of Mr. Kuruvila Kuriakose as Independent Director of the Company under section 149 of Companies Act, 2013.							
8	Promoter and Promoter Group	45004500	42623275	94.7089	42623275	0	100	0
8	Public – Institutional Holders	1318217	0	0	0	0	0	0
8	Public-Others	13683283	8625583	63.0374	8625583	0	100	0
8	Total	60006000	51248858		51248858	0		
Resolution 9	Special Resolution for approving an increase in remuneration of Mr. Nikhil Dua, for his remaining tenure from 1st October, 2014 till 30th September, 2016 as Whole-time Director of the Company under section 196 & 197 of Companies Act, 2013.							
9	Promoter and Promoter Group	45004500	42623275	94.7089	42623275	0	100	0
9	Public – Institutional Holders	1318217	0	0	0	0	0	0
9	Public-Others	13683283	8625583	63.0374	8625498	85	99.999	0.0009
9	Total	60006000	51248858		51248773	85		
Resolution 10	Special Resolution for appointment of Mr. Ritesh Dua as Executive Vice President (Finance) under section 188 of Companies Act, 2013.							
10	Public – Institutional Holders	1318217	0	0	0	0	0	0
10	Public-Others	13683283	8625583	63.0374	8625498	85	99.999	0.0009
10	Total	15001500	8625583		8625498	85		
Resolution 11	Special Resolution for appointment of Mr. Gaurav Dua as Executive Vice President (Marketing) under section 188 of Companies Act, 2013.							
11	Public – Institutional Holders	1318217	0	0	0	0	0	0
11	Public-Others	13683283	8625583	63.0374	8625498	85	99.999	0.0009
11	Total	15001500	8625583		8625498	85		
Resolution 12	Special Resolution for appointment of Mr. Nitin Dua as Executive Vice President (Retail) under section 188 of Companies Act, 2013.							
12	Public – Institutional Holders	1318217	0	0	0	0	0	0
12	Public-Others	13683283	8625583	63.0374	8625508	75	99.9991	0.0008
12	Total	15001500	8625583		8625508	75		

Resolution #	Special Resolution for appointment of Mr. Rahul Dua as Executive (Manufacturing) under section 188 of Companies Act, 2013.						
13	Public - Institutional Holders	1318217	0	0	0	0	0
13	Public-Others	13683283	8625583	63.0374	8625508	75	99.9991
13	Total	15001500	8625583		8625508	75	0.0008

42623275 equity shares were of Related Party Transactions wherein Promoters Voting were not considered in passing said resolutions

For Relaxo Footweares Limited
 Comb


**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL
FOR RELAXO FOOTWEARS LIMITED**

To,

The Chairman,

30th Annual General Meeting of Relaxo Footwears Limited
316-319, Allied House, Inderlok
Delh-110 035

**Sub: Passing of Resolution(s) through electronic AND poll conducted at
the 30th AGM of Relaxo Footwears Limited (The Company) held on
September 18, 2014**

The Board of the Company at its meeting held on August 9, 2014 had appointed me as Scrutinizer for the e-voting held between September 8, 2014 at 09:00 A. M. to September 10, 2014 at 6:00 P. M. and the Chairman of the 30th Annual General Meeting (AGM) has appointed me as the scrutinizer for the poll held at the 30th Annual General Meeting of the Company on the September 18, 2014.

The Company had appointed Karvy Computer Share Private Limited ("Karvy") as the service provider, for extending the facility of electronic voting to the shareholders of the Company from Wednesday, September 8, 2014 at 09:00 A. M. to Friday, September 10, 2014 at 6:00 P. M. The e-voting results were unblocked by me on September 10, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated September 12, 2014 attached herewith.

At the 30th Annual General Meeting of the Company held on September 18, 2014, the Chairman of the Company had suo motto 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. The Chairman of the Annual General Meeting had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's report in form MGT 13 dated September 18, 2014.

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



Agenda Item No. of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	% age	Nos.	% age	Nos	% age
Item No. 1 of the Notice (As an Ordinary Resolution)	E- Voting Poll	51232785	100.00	0	0.00	0	0.00
		16073	100.00	0	0.00	20	0.12
	TOTAL	51248858	100.00	0	0.00	20	0.12
Item No. 2 of the Notice (As an Ordinary Resolution)	E- Voting Poll	51232710	100.00	75	0.0	0	0.00
		16073	100.00	0	0.00	20	0.12
	TOTAL	51248783	100.00	75	0.00	20	0.12
Item No. 3 of the Notice (As an Ordinary Resolution)	E- Voting Poll	51232785	100.00	0	0.00	0	0.00
		16073	100.00	0	0.00	20	0.12
	TOTAL	51248858	100.00	0	0.00	20	0.12
Item No. 4 of the Notice (As an Ordinary Resolution)	E- Voting Poll	51232785	100.00	0	0.00	0	0
		16073	100.00	0	0.00	20	0.12
	TOTAL	51248858	100.00	0	0.00	20	0.12
Item No. 5 of the Notice (As an Ordinary Resolution)	E- Voting Poll	51232785	100.00	0	0.00	0	0
		16073	100.00	0	0.00	20	0.12
	TOTAL	51248858	100.00	0	0.00	20	0.12
Item No. 6 of the Notice (As an Ordinary Resolution)	E- Voting Poll	51232785	100.00	0	0.00	0	0
		16073	100.00	0	0.00	20	0.12
	TOTAL	51248858	100.00	0	0.00	20	0.12
Item No. 7 of the Notice (As an Ordinary Resolution)	E- Voting Poll	51232785	100.00	0	0.00	0	0.00
		16073	100.00	0	0.00	20	0.12
	TOTAL	51248858	100.00	0	0.00	20	0.12
Item No. 8 of the Notice (As an Ordinary Resolution)	E- Voting Poll	51232785	100.00	0	0.00	0	0
		16073	100.00	0	0.00	20	0.12
	TOTAL	51248858	100.00	0	0.00	20	0.12
Item No. 9 of the Notice (As a Special Resolution)	E- Voting Poll	51232700	100.00	85	0.00	0	0
		16073	100.00	0	0.00	20	0.12
	TOTAL	51248773	100.00	85	0.00	20	0.12
Item No. 10 of the Notice (As a Special Resolution)	E- Voting Poll	#8609425	100.00	85	0.00	0	0
		16073	100.00	0	0.00	20	0.12
	TOTAL	#8625498	100.00	85	0.00	20	0.12



Item No. 11 of the Notice (As a Special Resolution)	E- Voting Poll	#8609425 16073	100.00 100.00	85 0	0.00 0.00	0 20	0.00 0.12
	TOTAL	#8625498	100.00	85	0.00	20	0.12
Item No. 12 of the Notice (As a Special Resolution)	E- Voting Poll	#8609435 16073	100.00 100.00	75 0	0.00 0.00	0 20	0.00 0.12
	TOTAL	#8625508	100.00	75	0.00	20	0.12
Item No. 13 of the Notice (As a Special Resolution)	E- Voting Poll	#8609435 16073	100.00 100.00	75 0	0.00 0.00	0 20	0.00 0.12
	TOTAL	#8625508	100.00	75	0.00	20	0.12

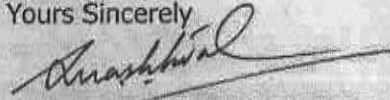
42623275 equity shares held by the promoters are not considered for the purpose of passing of special resolutions at Item No. 10, 11, 12 and 13 of the Notice

All the 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 poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorised by you.

Thanking you

Yours Sincerely



BALDEV SINGH KASHTWAL

SCRUTINIZER

C. P. NO. 3169

PARTNER

RSM & CO.,

COMPANY SECRETARIES,

NEW DELHI



Date : 18.09.2014

Place : New Delhi



Signed by Shri Ramesh Kumar Dua
Chairman of the Meeting



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
Relaxo Footwears Limited
Delhi

30th Annual General Meeting of the Equity Shareholders of Relaxo Footwears Limited held on 18th September, 2014 at 10.30 A. M., at Sri Sathya Sai International Centre, Lodi Road, Pragati Vihar Institutional Area, New Delhi-110 003

Dear Sir,

I, CS Baldev Singh Kashtwal, Practising Company Secretary, holding Membership Number FCS 3616 and Certificate of Practice Number 3169, Partner of RSM & Co. Company Secretaries was appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 30th Annual General Meeting of the Equity Shareholders of **Relaxo Footwears Limited** held on 18th September, 2014 at 10.30 A. M., at Sri Sathya Sai International Centre, Lodi Road, Pragati Vihar, Institutional Area, New Delhi-110 003 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in our 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 authorizations/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.
4. The result of the Poll is as under:



AGENDA ITEM NO.	1
SUBJECT	ADOPTION OF THE AUDITED BALANCE SHEET OF THE COMPANY AS AT 31 ST MARCH, 2014 AND THE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%

(II) VOTED AGAINST THE RESOLUTION:

No. 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 OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12

AGENDA ITEM NO.	2
SUBJECT	APPOINTMENT OF MR. DEVAL GANGULY AS A DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.
TYPE OF RESOLUTION	ORDINARY RESOLUTION



(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%

(II) VOTED AGAINST THE RESOLUTION:

No. 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 OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12

AGENDA ITEM NO.	3
SUBJECT	DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR 2013-2014.
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%

(II) VOTED AGAINST THE RESOLUTION:

No. 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 OF THE RESOLUTION:

Total No. of Members present and voting (In person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12

AGENDA ITEM NO.	4
SUBJECT	APPOINTMENT OF M/S GUPTA AND DUA, CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 003849N) AS STATUTORY AUDITORS OF THE COMPANY AND FIXING THEIR REMUNERATION.
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%

(II) VOTED AGAINST THE RESOLUTION:

No. 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	0.00%

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (In person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12



AGENDA ITEM NO.	5
SUBJECT	APPOINTMENT OF MR. VIVEK KUMAR AS AN INDEPENDENT DIRECTOR OF THE COMPANY UNDER SECTION 149 OF THE COMPANIES ACT, 2013
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%

(II) VOTED AGAINST THE RESOLUTION:

No. 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 OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12

AGENDA ITEM NO.	6
SUBJECT	APPOINTMENT OF MR. PANKAJ SHRIMALI AS AN INDEPENDENT DIRECTOR OF THE COMPANY UNDER SECTION 149 OF THE COMPANIES ACT, 2013.
TYPE OF RESOLUTION	ORDINARY RESOLUTION



(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%

(II) VOTED AGAINST THE RESOLUTION:

No. 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	0.00%

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12

AGENDA ITEM NO.	7
SUBJECT	APPOINTMENT OF MR. KURUVILA KURIAKOSE AS AN INDEPENDENT DIRECTOR OF THE COMPANY UNDER SECTION 149 OF THE COMPANIES ACT, 2013.
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%



(II) VOTED AGAINST THE RESOLUTION:

No. 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	0.00%

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12

AGENDA ITEM NO.	8
SUBJECT	APPOINTMENT OF MRS. DEEPA VERMA AS AN INDEPENDENT DIRECTOR OF THE COMPANY UNDER SECTION 149 OF THE COMPANIES ACT, 2013.
TYPE OF RESOLUTION	ORDINARY RESOLUTION

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%

(II) VOTED AGAINST THE RESOLUTION:

No. 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	0.00%



(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12

AGENDA ITEM NO.	9
SUBJECT	APPROVAL FOR INCREASE IN REMUNERATION OF MR. NIKHIL DUA FOR HIS REMAINING TENURE AS WHOLE-TIME DIRECTOR OF THE COMPANY UNDER SECTION 196 AND 197 OF THE COMPANIES ACT, 2013.
TYPE OF RESOLUTION	SPECIAL RESOLUTION

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%

(II) VOTED AGAINST THE RESOLUTION:

No. 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	0.00%

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12



AGENDA ITEM NO.	10
SUBJECT	APPOINTMENT OF MR. RITESH DUA AS EXECUTIVE VICE PRESIDENT (FINANCE), A RELATIVE OF MR. MUKAND LAL DUA AND MR. NIKHIL DUA, WHOLE-TIME DIRECTOR OF THE COMPANY UNDER SECTION 188 OF THE COMPANIES ACT, 2013.
TYPE OF RESOLUTION	SPECIAL RESOLUTION

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%

(II) VOTED AGAINST THE RESOLUTION:

No. 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	0.00%

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12

AGENDA ITEM NO.	11
SUBJECT	APPOINTMENT OF MR. GAURAV DUA AS EXECUTIVE VICE PRESIDENT (MARKETING) A RELATIVE OF MR. RAMESH KUMAR DUA (MANAGING DIRECTOR) UNDER SECTION 188 OF THE COMPANIES ACT, 2013.
TYPE OF RESOLUTION	SPECIAL RESOLUTION



(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%

(II) VOTED AGAINST THE RESOLUTION:

No. 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	0.00%

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12

AGENDA ITEM NO.	12
SUBJECT	APPOINTMENT OF MR. NITIN DUA AS EXECUTIVE VICE PRESIDENT (RETAIL), A RELATIVE OF MR. MUKAND LAL DUA AND MR. NIKHIL DUA, WHOLE-TIME DIRECTORS OF THE COMPANY UNDER SECTION 188 OF THE COMPANIES ACT, 2013.
TYPE OF RESOLUTION	SPECIAL RESOLUTION

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%

(II) VOTED AGAINST THE RESOLUTION:

No. 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	0.00%



(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12

AGENDA ITEM NO.	13
SUBJECT	APPOINTMENT OF MR. RAHUL DUA AS EXECUTIVE (MANUFACTURING) A RELATIVE OF MR. RAMESH KUMAR DUA, MANAGING DIRECTOR AND MR. MUKAND LAL DUA AND MR. NIKHIL DUA, WHOLE-TIME DIRECTORS OF THE COMPANY UNDER SECTION 188 OF THE COMPANIES ACT, 2013.
TYPE OF RESOLUTION	SPECIAL RESOLUTION

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
17	16073	100.00%

(II) VOTED AGAINST THE RESOLUTION:

No. 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	0.00%

(III) INVALID VOTES OF THE RESOLUTION:

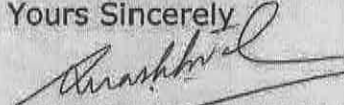
Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
1	20	0.12



5. A Compact Disc (CD) containing the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution are enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director of the Company, authorised by the Board for safe keeping.

Thanking you,

Yours Sincerely




(CS BALDEV SINGH KASHTWAL)
SCRUTINIZER
C P No. 3169
PARTNER
RSM & CO.
COMPANY SECRETARIES




Place : New Delhi

Dated: 18th September, 2014

Witness -1


: (SHASHI RAT JATWARA)

Witness - 2


: (KANIKA BATRA)

Signed by Shri Ramesh Kumar Dua
Chairman of the Meeting :

