

# W.H.Brady & Co. Ltd.

CIN No. - L17110MH1913PLC000367

Regd. Office: BRADY HOUSE, 12-14, VEER NARIMAN ROAD, FORT, MUMBAI - 400001. INDIA

TEL.: (022) - 22048361-65 • FAX : (022) 22041855 E-mail : bradys@mtnl.net.in • Website : www.bradys.ia

29th September, 2014.

To
BSE Limited,
Corporate Relationship Department,
1st Floor, New Trading Ring,
PhirozeJeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.

#### Security Code No. 501391

## Sub: Outcome of Annual General Meeting held on 27th September, 2014

Dear Sirs,

We wish to inform you that at the Annual General Meeting (AGM) of the Company held on 27th September, 2014 atMaharashtra Chambers of Commerce Trust, Oricon House, Maharashtra Chamber of Commerce Path, Fort, Mumbai - 400001, the following business was considered and approved by the shareholders with requisite majority as applicable.

#### Voting by members:

Sr. No.	Details of Agenda	Resolution (Ordinary / Special)	Mode of Voting : (E- Voting / Poll)	Remarks
1	Consider and adopt the financial statement, Report of the Board of Directors and Auditors.	Ordinary	E-Voting & Poll	Passed Unanimously
2	Declaration of dividend on Equity Shares for the year ended 31st March, 2014.	Ordinary	E-Voting & Poll	Passed Unanimously
3	Re-appointment of Mr. VaibhavMorarka as Director who retires by rotation.	Ordinary	E-Voting & Poll	Passed Unanimously
4	Appointment Of Auditor M/s.C L Dalal& Co., Chartered Accountants and to fix their remuneration.	Ordinary	E-Voting & Poll	Passed Unanimously
5	Re-appointment of Mr. Pavan G Morarka as the Chairman and Managing Director of the Company.	Special	E-Voting & Poll	Passed Unanimously
6	Re-appointment of Mr.Kaushik D Shah as an Independent Director of the Company.	Ordinary	E-Voting & Poll	Passed Unanimously

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7	Re-appointment of Mr.Pinaki Misra as an Independent Director of the Company.	Ordinary	E-Voting & Poll	Passed Unanimously
8	Re-appointment of Mr. Prakash V Mehta as an Independent Director of the Company.	Ordinary	E-Voting & Poll	Passed Unanimously
9	Approval under Section 180(1)(c) of the Companies Act, 2013 for Borrowings.	Special	E-Voting & Poll	Passed Unanimously
10	Approval under Section 180(1)(a) of the Companies Act, 2013 for Creation of Security.	Special	E-Voting & Poll	Passed Unanimously
11	Approval for Related Party Transactions under Section 188 of the Companies Act, 2013.	Special	E-Voting & Poll	Passed Unanimously

The mode of voting for all resolutions was:

- (i) E-Voting: and
- (ii) Poll conducted at the AGM to facilitate the shareholders who attended the AGM Personally and did not participate in the e-voting process.

Result of voting in the prescribed format is annexed herewith.

Kindly acknowledge receipt.

Yours faithfully,

For W. H. BRADY & COMPANY LIMITED

COMPLIANCE OFFICER

Encl: As above.



3rd & 4th Floor, Vaastu Darshan, B' Wing, Above Central Bank of India, Azad Road, Andheri (East),

Mumbai- 400 069. Tel. No.: 61919293 Email: cs@gmj.co.in

#### FORM No. MGT-13

#### Report of Scrutinizer

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

To,

The Chairman,

Annual General Meeting of the Equity Shareholders of W. H. BRADY & COMPANY LIMITED held on September 27, 2014 at Maharashtra Chambers of Commerce Trust, Oricon House, Maharashtra Chamber of Commerce Path, Fort, Mumbai- 400001.

Dear Sir,

- I, CS Mahesh Kumar Soni, Partner; GMJ & Associates, Company Secretaries 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 W. H. BRADY & COMPANY LIMITED held on September 27, 2014 at Maharashtra Chambers of Commerce Trust, Oricon House, Maharashtra Chamber of Commerce Path, Fort, Mumbai 400001 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 my presence with due identification marks placed by me.
  - The locked Ballot Box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
  - 3. A total of 27 Shareholders were present at the AGM. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



The result of the Poll is as under:

(1) As an Ordinary Resolution - Item No. 1. Passed with the requisite majority

Adoption of Audited Financial Statements for the year ended 31st March, 2014 and reports of the Directors and Auditors thereon.

	Number of members Present and voting (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	21	18,83,278	100
(ii)Voted against the resolution		•••	
(iii)Invalid Votes	Total number of members(in person or by proxy) whose votes were declared invalid	Total number o	f votes cast by
•	•••		***

(2) As an Ordinary Resolution - Item No. 2. Passed with the requisite majority Declaration of dividend on Equity Shares for the year ended 31st March, 2014.

	Number of members Present and voting (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	21	18,83,278	100
(ii)Voted against the resolution			
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of them	votes cast by



(3) As an Ordinary Resolution - Item No. 3. Passed with the requisite majority Re-appointment of Mr. Vaibhav Morarka as Director who retires by rotation.

	Number of members Present and voting (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	18	10,08,788	53.57
(ii)Voted against the resolution			
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of them	votes cast by
	3	8,74	4,490

(4) As an Ordinary Resolution - Item No. 4. Passed with the requisite majority

Appointment Of Auditor C L Dalal & Co., Chartered Accountants and to fix their remuneration.

·	Number of members Present and voting (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	. · 21	18,83,278	100
(ii)Voted against the resolution		•••	
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of them	votes cast by



(5) As an Ordinary Resolution - Item No. 5. Passed with the requisite majority

Re-appointment of Mr. Pavan G Morarka as the Chairman and Managing Director of the Company.

•	Number of members, Present and voting (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	. 18	10,08,788	53.57
(ii)Voted against the resolution			
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of them	f votes cast by
*	3	8,7	4,490

(6) As an Ordinary Resolution - Item No. 6. Passed with the requisite majority

Re-appointment of Mr. Kaushik D Shah as an Independent Director of the Company.

	Number of members Present and voting (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	21	18,83,278	100
(ii)Voted against the resolution	•••		
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number o	f votes cast by
	•••		•••





(7) As an Ordinary Resolution - Item No. 7. Passed with the requisite majority

Re-appointment of Mr. Pinaki Misra as an Independent Director of the Company.

	Number of members Present and voting (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	21	18,83,278	. 100
(ii)Voted against the resolution			
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of them	votes cast by

(8) As an Ordinary Resolution - Item No. 8. Passed with the requisite majority

Re-appointment of Mr. Prakash V Mehta as an Independent Director of the Company.

	Number of members Present and voting (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	21	18,83,278	100
(ii)Voted against the resolution	. ,		
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of them	votes cast by



(9) As a Special Resolution - Item No. 9. Passed with the requisite majority

Approval under Section 180(1)(c) of the Companies Act, 2013 for Borrowings.

	Number of members Present and voting (in	Number of Votes cast by	% of total number of
	person or by proxy)	them	Valid Votes cast
(i) Voted in favour of the resolution	21	18,83,278	100
(ii)Voted against the resolution			
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of them	votes cast by
		<u>.</u>	· · ·

(10) As a Special Resolution - Item No. 10. Passed with the requisite majority Approval under Section 180(1)(a) of the Companies Act, 2013 for Creation of Security.

	Number of members Present and voting (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	21	18,83,278	100
(ii)Voted against the resolution			
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number o them	f votes cast by
	•••		



(11) As a Special Resolution - Item No. 11. Passed with the requisite majority
Approval of Related Party Transactions under Section 188 of the Companies Act, 2013.

	Number of members Present and voting (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	18	10,08,788	53.57
(ii)Voted against the resolution	•••		
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number o	f votes cast by
	3	8,74,490	

- 4. A statement containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is being sent separately.
- 5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

For GALLA ASSOCIATES
MGOTORALA SECRETARIES

[CS MAHESH SONI]

PARTNER

FCS: 3706; COP: 2324

PLACE: MUMBAI

DATE: SEPTEMBER 29, 2014.

## **GMJ & Associates**

Company Secretaries

••.

3rd & 4th Floor, Vaastu Darshan, 'B' Wing, Above Central Bank of India, Azad Road, Andheri (East),

Mumbai 400 069. Tel. No.: 61919293 Email: cs@gmj.co.in

Scrutinizer's Report on E-voting carried out For W H Brady And Company Limited

To,
The Chairman,
W H Brady And Company Limited

Annual General Meeting of the Equity Shareholders of M/s. W H Brady And Company Limited to be held on September 27, 2014 at 12.15 P.M. or immediately after conclusion of the Annual General Meeting of Subsidiary M/S. Brady & Morris Engineering Company Limited at Maharashtra Chambers of Commerce Trust, Oricon House, Maharashtra Chamber of Commerce Path, Fort, Mumbai - 400001.

Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Pursuant to the Resolution passed by the Board of W H Brady And Company Limited (hereinafter referred to as the "Company") on August 8, 2014. I, CS Mahesh Soni, Partner, GMJ & Associates, Company Secretaries have been appointed as the Scrutinizer for the evoting process as mentioned under clause (ix) of sub rule 3 of Rule 20 of the Companies (Management and Administration) Rules, 2014. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular dated 17<sup>th</sup> April 2014 issued in this regard.

The Company has appointed M/s. Central Depository Services Limited as the Service Provider for providing the facility of electronic voting to the shareholders of the Company. M/s. Bigshare Services Private Limited are Registrar and Share Transfer Agent (RTA) of the Company. The Service Provider, had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the Annual General Meeting (AGM) of the Company, which is scheduled to be held on September 27, 2014. The Service Provider accordingly had set up e-voting facility on their website, <a href="https://evotingindia.com">https://evotingindia.com</a>. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through e-Voting.

As on the cut-off date there were 1,261 shareholders of the Company. The Company has sent the Notice of the AGM by Registered Post/ Speed Post to the above shareholders and



by Registered A/M to Foreign Shareholders as per the details available with the RTA/Service Provider.

The Notices sent in physical form contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Cut-off date (record date) for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was August 22, 2014. As prescribed in the aforesaid Rules, the e-Voting facility was kept open for three days from September 21, 2014 at 9:00 A.M. to September 23, 2014 at 6:00 P.M.

As prescribed in clause (v) of sub rule 3 of the Rule 20, the Company also released an advertisement, which was published more than 5 days in advance from the date of commencement of e-voting i.e. Free Press and Navshakti on September 11, 2014. The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20.

At the end of the voting period on September 23, 2014 at 6:00 P.M., the voting portal of the Service Provider was blocked forthwith. On September 24, 2014, the votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of two witnesses, as prescribed in Sub Rule 3(xi) of the said Rule 20.

As a Scrutinizer the report of the e-Voting carried out by the shareholders was duly compiled, the details of which are as follows:

Only 2 Shareholders holding 1,116 equity shares availed the e-voting process carried out by the Company.

· The result of the E-voting is as under:



#### (1) As an Ordinary Resolution - Item No. 1.

Adoption of Financial Statements for the year ended 31<sup>st</sup> March, 2014 and reports of the Directors and Auditors thereon.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution			
(ii)Voted against the resolution	2	1,116	100.00%
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of them	of votes cast by
			•-

## (2) As an Ordinary Resolution - Item No. 2.

To declare Dividend on Equity Shares for the year ended 31st March, 2014.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	1	500	44.80%
(ii)Voted against the resolution	1	616	55.20%
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of them	of votes cast by



### (3) As an Ordinary Resolution siltem No. 3.

Re-appointment of Mr. Vaibhay Morarka as Director, who retires by rotation.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	••	<del></del>	
(ii)Voted against the resolution	2	1,116	100.00%
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of them	of votes cast by

### (4) As an Ordinary Resolution - Item No. 4.

Appointment of M/s. C. L. Dalal & Co., Chartered Accountants as the Auditors and fixing their remuneration.

	Number of members Who have cast their votes through E-voting	Number of: Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	<u> </u>		••
(ii)Voted against the resolution	2	1,116	100.00%
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of them	of votes cast by
·			-



(5) As an Special Resolution - Item No. 5.

Re-appointment of Mr. Pavan G. Morarka as the Chairman and Managing Director of the Company.

-	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	••	••	••
(ii)Voted against the resolution	2	- 1,116	100.00%
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of them	of votes cast by

(6) As an Ordinary Resolution - Item No. 6.

Re-Appointment of Mr. Kaushik D. Shah as an Independent Director of the Company.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution			
(ii)Voted against the resolution	2	1,116	100.00%
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of them	of votes cast by
			· ·



(7) As an Ordinary Resolution - Item No. 7.

Re-Appointment of Mr. Pinaki Misra as an Independent Director of the Company.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution		••	
(ii)Voted against the resolution	. 2	1,116	100.00%
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of them	of votes cast by
	••		

(8) As an Ordinary Resolution - Item No. 8.

Re-Appointment of Mr. Prakash V. Mehta an Independent Director of the Company.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution		•-	••
(ii)Voted against the resolution	2	1,116	100.00%
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of them	of votes cast by
	••		



(9) As a Special Resolution - Item No. 9.

Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for Borrowings.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	<del>-</del> -		-
(ii)Voted against the resolution	2	1,116	100.00%
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number them	of votes cast by
	-		

(10) As a Special Resolution - Item No. 10.

Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for Creation of Security.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	••		
(ii)Voted against the resolution	2	1,116	100.00%
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number them	of votes cast by



(11) As a Special Resolution - Item No. 11.

Special Resolution pertaining to Related Party Transactions under Section 188 of the Companies Act, 2013.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution			100.00%
(ii)Voted against the resolution	2	1,116	100.00%
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number them	of votes cast by

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 by the shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course as prescribed in the said Rules.

Thanking you,

Yours Faithfully

FOR GMJ & ASSOCIATES

Secretaries

MUMBAL

CS MAHESH SONI]

PARTNER

FCS: 3706; COP: 2324

PLACE: MUMBAI

DATE: SEPTEMBER 25, 2014.



3rd & 4th Floor, Vaastu Darshan, 'B' Wing, Above Central Bank of India, Azad Road, Andheri (East), Mumbai- 400 069.

Tel. No.: 61919293 Email : cs@gmj.co.in

## COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL W. H. BRADY & COMPANY LIMITED

To, The Chairman, W. H. BRADY & COMPANY LIMITED

Sub: Passing of Resolution through E-Voting AND Poll conducted at the Annual General Meeting (AGM)of W. H. BRADY & COMPANY LIMITEDheld on Saturday, September 27, 2014

I, CS Mahesh Kumar Soni, Partner, GMJ & Associates, Company Secretaries hereby submit combined Scrutinizer Report on E-Voting AND Poll conducted at the AGM of W. H. BRADY & COMPANY LIMITED held on September 27, 2014.

The Board of Directors of the Company at their meeting held on August 8, 2014 have appointed me as the Scrutinizer for the e-voting held between September 21, 2014 at 9:00 A.M. to September 23, 2014 at 6:00 P.M. and the Chairman of the AGM has appointed me as the Scrutinizer for the Poll held at the AGM of the Company on the September 27, 2014.

The Company has appointed M/s. Central Depository Services Limited as the Service Provider for providing the facility of electronic voting to the shareholders of the Company from September 21, 2014 at 9:00 A.M. to September 23, 2014 at 6:00 P.M.M/s. Bigshare Services Private Limitedis the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked by me on September 24, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's Report dated September 25, 2014 attached herewith.

At the AGM of the Company held on September 27, 2014, the Chairman of the Company had called for a Poll to facilitate the members present at the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM has appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's Report in Form MGT 13 dated September 29,2014.



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

tem of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution			
,		Nos.	%age	Nos.	%age	Nos.	%age
•		<del> </del>		1,116	100		
tem No.1 of the	E-voting			,,		1	I
Notice (As an Ordinary	Poli	18,83,278	100				
Resolution)		18,83,278	•••				
	TOTAL	500	44.80	616	55.20		
Item No.2 of the	E-voting	300			1		
Notice (As an Ordinary Resolution)	Poll	18,83,278	100				
	~OT41	18,33,778				_ <del></del>	
	TOTAL	10,33,710		1,116	100		
Notice (As an		10,08,788	53.57			8,74,490	46.43
Ordinary Resolution)	1000		1				
Resolution	TOTAL	10,08,788		1,116	100		
Item No.4 of th	e E-voting			1,110	,		1
Notice (As all Ordinary		18,83,278	100			•••	
Resolution)		40.02.279					
	TOTAL	18,83,278		1,11	6 100		
Item No.5 of the Notice (As a Ordinary	ne E-voting an Poll	10,08,788	53.57	•		8,74,49	0 46.43
Resolution)		701					
	TOTAL	10,08,788	3	1,11	6 10	0	
Item No.6 of t	he E-voting						
Notice (As Ordinary	an     Poll	18,83,27	8 100		•		
Resolution)		18,83,278	g		1		
•.	TOTAL		<del></del>	1,1	16 10	00	
Item No.7 of	the E-voting						
Notice (As Ordinary	an Poll	18,83,27	78 100	) \ ,••			
Resolution)	TOTAL	18,83,2	78		·· <u> </u>		



				1,116	100		
Notice (As an Ordinary Resolution)	E-voting Poll	18,83,278	100				•••
	TOTAL	18,83,278					
	E-voting	10,00,00		1,116	100		
	Poll	18,83,278	100				
	TOTAL	18,83,278			400		
Item No.10 of	E-voting			1,116	100		,
the Notice (As a Special	Poll	18,83,278	100				
Resolution)  Item No.11 of the Notice (As a		18,83,278					
	TOTAL E-voting	10,03,270		1,116	100		
	1	10,08,788	53.57			8,74,490	46.43
Special Resolution)	TOTAL	10,08,788					

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 authorized by you.

Thanking You,

Yours Faithfully

For GMJ & Associates **Company Secretaries** 

MAHESH SONI]

PARTNER

FCS: 3706 COP: 2324

PLACE: MUMBAI

DATE: SEPTEMBER 29, 2014.