



01 October 2015

<b>The Manager</b> Dept of Corporate Services Bombay Stock Exchange Limited Regd. Office: Floor 25, P J Towers Dalal Street Mumbai - 400 001	<b>The General Manager</b> Dept. of Corporate Services National Stock Exchange of India Limited, Bandra Kurla Complex Bandra (E), Mumbai - 400051
Scrip code: 533274	Scrip code: PRESTIGE

Dear Sir / Madam

**Sub: Proceedings of the 18<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September 2015**

With reference to the above captioned subject and in compliance with Clause 31 of the Listing Agreement, we wish to inform the following:

a) The 18<sup>th</sup> Annual General Meeting of the Members of the Company was held on Wednesday, 30<sup>th</sup> September 2015 commenced at 3.30 p.m. and concluded at 5.00 p.m. at Aloft Cessna Bengaluru, Cessna Business Park, Sarjapur - Marathahalli Outer Ring Road, Kadubeesanahalli, Bellandur Post, Bengaluru - 560 103.

b) The following Ordinary and Special Business were transacted at the Annual General Meeting:

Sl.No.	Nature of Resolution	Nature of Business Transacted
<b>A</b>		<b>Ordinary Business</b>
1	Ordinary Resolution	Adoption of Financial Statements and Reports thereof for the financial year 2014-15.
2	Ordinary resolution	Declaration a first and final dividend of Rs.1.5 per share (15%) on Equity Shares for the year ended on 31st March 2015.
3	Ordinary Resolution	To appoint a Director in place of Mr. Rezwan Razack Director (DIN: 00209060), who retires by rotation and being eligible, offers himself for re-appointment.

FOR PRESTIGE ESTATES PROJECTS LIMITED

  
Company Secretary



4	Ordinary Resolution	To ratify appointment of Statutory Auditors of the Company and to fix their remuneration.
<b>B</b>		<b>Special Business</b>
5	Ordinary Resolution	To regularize the appointment Ms. Uzma Irfan (DIN 01216604) as Director of the Company.
6	Special Resolution	Issue of Non-Convertible Debentures on a Private Placement basis.
7	Ordinary Resolution	Payment of remuneration to the Cost Auditor for the financial year 2015-16

The facility of E-voting was provided to shareholders from 26<sup>th</sup> September 2015 (9.00 a.m) to 29<sup>th</sup> September 2015 (5.00 p.m) pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014. At the AGM, the voting on all the above resolutions was conducted through poll.

The voting results on the above resolutions as declared by the Chairman subsequent to receipt of Scrutinizer's report on e-voting and poll is enclosed herewith. The voting results as per Clause 35A of the Listing Agreement are also enclosed.

Kindly take the above on record and oblige.

Thanking You

For Prestige Estates Projects Limited,

Medha Gokhale  
Company Secretary & Compliance Officer

Encl : As stated above



**Nagendra D. Rao**, B.Com., LL.B., F.C.S.  
Practising Company Secretary

October 01, 2015

To,  
The Chairman,  
Prestige Estates Projects Limited,  
The Falcon House, No.1, Main Guard Cross Road,  
Bengaluru – 560 001.

Dear Sir,

**Sub: Consolidated - Scrutinizer's Report conducted through e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 ( the Act ) read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014 and Poll in pursuant to Section 109 of the Companies Act, 2013.**

I, Nagendra D. Rao, Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Prestige Estates Projects Limited vide resolution dated May 30, 2015, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (3) (xii) of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing e-voting process in a fair and transparent manner and for the purpose of Poll taken in respect of the below mentioned resolutions at the 18<sup>th</sup> Annual General Meeting of the Shareholders of the Company held on September 30, 2015 at 3.30 p.m at Aloft Cessna Bengaluru, Cessna Business Park, Sarjapur – Marathahalli Outer Ring Road, Kadubeesanahalli, Bellandur Post, Bengaluru - 560 103.

I now submit my Consolidated Report on the evoting process and poll conducted at the 18<sup>th</sup> Annual General Meeting of the Shareholders of the Company in respect of the below mentioned resolutions.

**I. Resolution No. 1:-** Adoption of Financial Statements and Reports thereof for the financial year 2014-15.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	97	294,037,750	94.71
Poll	25	16,410,552	5.29
<b>Total</b>	<b>122</b>	<b>310,448,302</b>	<b>100.00</b>



(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**Remarks: The Ordinary Resolution No.1 as mentioned above is passed Unanimously.**

**II. Resolution No. 2:- To declare a first and final dividend of Rs. 1.5 per share (15%) on Equity Shares for the year ended on 31st March 2015.**

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	97	294,037,750	94.71
Poll	25	16,410,552	5.29
<b>Total</b>	<b>122</b>	<b>310,448,302</b>	<b>100.00</b>

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**Remarks: The Ordinary Resolution No.2 as mentioned above is passed Unanimously.**



**III. Resolution No. 3:-** To appoint a Director in place of Mr. Rezwan Razack Director (DIN: 00209060), who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	94	289,491,718	94.64
Poll	25	16,410,552	5.36
<b>Total</b>	<b>119</b>	<b>305,902,270</b>	<b>100.00</b>

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**Remarks: The Ordinary Resolution No. 3 as mentioned above is passed Unanimously.**

**IV. Resolution No. 4:-** To ratify appointment of Statutory Auditors of the Company and to fix their remuneration.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	94	289,491,718	94.64
Poll	25	16,410,552	5.36
<b>Total</b>	<b>119</b>	<b>305,902,270</b>	<b>100.00</b>



(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	Nil	Nil	
Poll	Nil	Nil	Nil
<b>Total</b>	Nil	Nil	Nil

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	
Poll	Nil	Nil
<b>Total</b>	Nil	Nil

**Remarks: The Ordinary Resolution No. 4 as mentioned above is passed Unanimously.**

**V. Resolution No. 5:-** To regularize the appointment of Ms. Uzma Irfan (DIN 01216604) as Director of the Company.

Type of Resolution - **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	94	289,491,718	94.63
Poll	24	16,410,452	5.36
<b>Total</b>	<b>118</b>	<b>305,902,170</b>	<b>99.99</b>

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	Nil	Nil	
Poll	1	100	0.01
<b>Total</b>	<b>1</b>	<b>100</b>	<b>0.01</b>

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	Nil	Nil
<b>Total</b>	Nil	Nil

**Remarks: The Ordinary Resolution No. 5 as mentioned above is passed with requisite majority.**



**VI. Resolution No. 6:- Issue of Non-Convertible Debentures on a Private Placement basis.**

Type of Resolution – **Special Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	90	283,895,904	94.54
Poll	25	16,410,552	5.46
<b>Total</b>	<b>115</b>	<b>300,306,456</b>	<b>100.00</b>

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**Remarks: The Special Resolution No. 6 as mentioned above is passed Unanimously.**

**VII. Resolution No. 7:- Payment of remuneration to the Cost Auditor for the financial year 2015-16.**

Type of Resolution – **Ordinary Resolution**

(i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast in favour of the Resolution	% of total number of valid votes cast
E-voting	94	289,491,718	94.64
Poll	25	16,410,552	5.36
<b>Total</b>	<b>119</b>	<b>305,902,270</b>	<b>100.00</b>

(ii) Voted against the Resolution:

Mode of Voting	Number of Members voting through electronic systems and by poll	Number of Votes Cast Against the Resolution	% of total number of valid votes cast
E-voting	Nil	Nil	Nil
Poll	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>



(iii) Invalid Votes:

Mode of Voting	Total Number of members whose votes were declared invalid	Total number of Votes Cast by them
E-voting	Nil	Nil
Poll	Nil	Nil
<b>Total</b>	Nil	Nil

**Remarks: The Ordinary Resolution No. 7 as mentioned above is passed Unanimously.**

The register, all other papers and relevant records relating to electronic voting and Poll shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

I further wish to inform that the Report of Scrutinizer pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014] with regards to the Poll is being submitted separately in Form No. MGT – 13.

Thanking You,

Yours Faithfully,



**Nagendra D Rao**  
**Practising Company Secretary**







**Nagendra D. Rao**, B.Com., LL.B., F.C.S.  
Practising Company Secretary

**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) Rules, 2014]

To,  
The Chairman  
Prestige Estates Projects Limited  
The Falcon House, No.1, Main Guard Cross Road,  
Bengaluru – 560 001

**18<sup>th</sup> (Eighteenth)** Annual General Meeting of the Equity Shareholders of **Prestige Estates Projects Limited.**

**Held on Wednesday, 30th September 2015 at 3.30 P.M at Aloft Cessna Bengaluru, Cessna Business Park, Sarjapur – Marathahalli Outer Ring Road, Kadubeesanahalli, Bellandur Post, Bengaluru - 560 103.**

Dear Sir,

I Nagendra D. Rao, Practising Company Secretary, 543 / A, 7<sup>th</sup> Main, 3<sup>rd</sup> Cross, Hanumanthanagar, Bangalore – 560 019, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the **18<sup>th</sup> (Eighteenth)** Annual General Meeting of the Equity Shareholders of **Prestige Estates Projects Limited.** held on **Wednesday, 30th September 2015 at 3.30 P.M at Aloft Cessna Bengaluru, Cessna Business Park, Sarjapur – Marathahalli Outer Ring Road, Kadubeesanahalli, Bellandur Post, Bengaluru - 560 103.** hereby submit my report as under:

1. After declaration of the Poll by the Chairman, ballot box kept for polling was locked in my presence with due identification mark placed on them.
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 (R&TA) (M/s Link Intime India Private Limited) of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any Poll Papers Invalid.
4. The result of the Poll is as under:

**I. Resolution No. 1:-** Adoption of Financial Statements and Reports thereof for the financial year 2014-15. – **Ordinary Resolution**

(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
25	16,410,552	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
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
Nil	Nil

**Remarks: The Ordinary Resolution No. 1 as mentioned above is passed Unanimously.**

**II. Resolution No. 2:-** To declare a first and final dividend of Rs. 1.5 per share (15%) on Equity Shares for the year ended on 31st March 2015. – **Ordinary Resolution**

(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
25	16,410,552	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
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
Nil	Nil

**Remarks: The Ordinary Resolution No. 2 as mentioned above is passed Unanimously.**

**III. Resolution No. 3:-** To appoint a Director in place of Mr. Rezwan Razack Director (DIN: 00209060), who retires by rotation and being eligible, offers himself for re-appointment - **Ordinary Resolution**

(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
25	16,410,552	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
Nil	Nil	Nil



(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
Nil	Nil

**Remarks: The Ordinary Resolution No. 3 as mentioned above is passed Unanimously.**

**IV. Resolution No. 4:-** To ratify appointment of Statutory Auditors of the Company and to fix their remuneration - **Ordinary Resolution**

(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
25	16,410,552	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
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
Nil	Nil

**Remarks: The Ordinary Resolution No. 4 as mentioned above is passed Unanimously.**

**V. Resolution No. 5:-** To regularize the appointment Ms. Uzma Irfan (DIN 01216604) as Director of the Company - **Ordinary Resolution**.

(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
24	16,410,452	99.99%

(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
1	100	0.01%

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
Nil	Nil



**Remarks: The Ordinary Resolution No. 5 as mentioned above is passed with Requisite Majority.**

**VI. Resolution No. 6:- Issue of Non-Convertible Debentures on a Private Placement basis – Special Resolution.**

(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
25	16,410,552	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
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
Nil	Nil

**Remarks: The Special Resolution No. 6 as mentioned above is passed Unanimously.**

**VII. Resolution No. 7:- Payment of remuneration to the Cost Auditor for the financial year 2015-16–Ordinary Resolution.**

(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
25	16,410,552	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
Nil	Nil	Nil

(iii) Invalid Votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of Votes Cast by them
Nil	Nil

**Remarks: The Ordinary Resolution No. 7 as mentioned above is passed Unanimously.**



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.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Date: October 1, 2015

Place: Bengaluru



Yours faithfully,

A handwritten signature in black ink, appearing to be "NDR" with a flourish.

Nagendra D. Rao  
Practising Company Secretary



**PRESTIGE ESTATES PROJECTS LIMITED**  
**Regd. Office: The Falcon House, No.1 Main Guard Cross Road, Bangal**

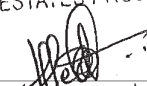
**CIN: L07010KA1997PLC022322**

**Voting Results for 18th Annual General Meeting**

Sr. No.	Particulars	Details
1	Date of the AGM.	<b>30-Sep-15</b>
2	Total number of shareholders on record date.	<b>10,688</b>
3	No. of Shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group:	<b>3</b>
	Public:	<b>44</b>
4	No. of Shareholders attended the meeting through Video Conferencing:	<b>Not Applicable</b>
	Promoters and Promoter Group:	
	Public:	

SR. No.	Details of Agenda	Resolution Required (Ordinary / Special)	Mode of Voting
			(Show of hands / Poll / Postal Ballot / E-voting) ***
1	Adoption of Financial Statements and Reports thereof for the financial year 2014-15.	Ordinary	Poll and E-voting

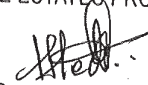
For PRESTIGE ESTATES PROJECTS LIMITED

  
 Company Secretary



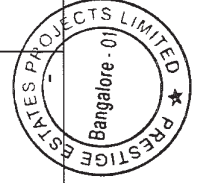
2	To declare a first and final dividend of ` 1.5 per share (15%) on Equity Shares for the year ended on 31st March 2015.	Ordinary	Poll and E-voting
3	To appoint a Director in place of Mr. Rezwan Razack Director (DIN: 00209060), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Poll and E-voting
4	To ratify appointment of Statutory Auditors of the Company and to fix their remuneration.	Ordinary	Poll and E-voting
5	To regularize the appointment Ms. Uzma Irfan (DIN 01216604) as Director of the Company.	Ordinary	Poll and E-voting
6	Issue of Non-Convertible Debentures on a Private Placement basis.	Special	Poll and E-voting
7	Payment of remuneration to the Cost Auditor for the financial year 2015-16	Ordinary	Poll and E-voting

For PRESTIGE ESTATES PROJECTS LIMITED

  
Company Secretary

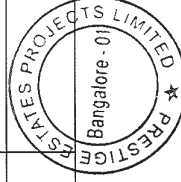
**Item No. 1: Adoption of Financial Statements and Reports thereof for the financial year 2014-15.**

<b>Evoting</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	246,093,750	94	246,093,750	0	100	-			
Public – Institutional holders	95,551,680	39,498,391	41	39,498,391	0	100	-			
Public-Others	16,948,320	8,445,609	50	8,445,609	-	100	-			
<b>Total</b>	<b>375,000,000</b>	<b>294,037,750</b>	<b>78.41</b>	<b>294,037,750</b>	<b>-</b>	<b>100</b>	<b>-</b>			
<b>Poll</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	16,406,250	6.25	16,406,250	0	100	-			
Public – Institutional holders	95,551,680	0	-	0	0		-			



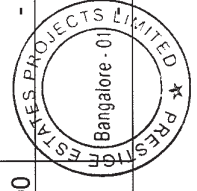


Public-Others	16,948,320	4302	0.03	4302	0	100.00	-
<b>Total</b>	375,000,000	16,410,552	4.38	16,410,552	-	100.00	-
<b>Consolidated</b>							
Promoter/Public	-1	-2	(3)=[(2)/(1)]*100	-4	-5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	262,500,000	262,500,000	100.00	262,500,000	-	100.00	-
Public – Institutional holders	95,551,680	39,498,391	41.34	39,498,391	-	100.00	-
Public-Others	16,948,320	8,449,911	49.86	8,449,911	-	100.00	-
<b>Total</b>	375,000,000	310,448,302	82.79	310,448,302	-	100.00	-

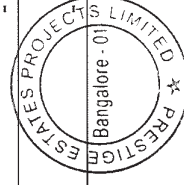


**Item No. 2: To declare a first and final dividend of Rs.1.5 per share (15%) on Equity Shares for the year ended on 31st March 2015.**

<b>Evoting</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			$(3) = \frac{[(2)/(1)] * 100}{100}$			$\frac{(6)}{[(4)/(2)] * 100}$	$\frac{(7)}{[(5)/(2)] * 100}$			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	246,093,750	94	246,093,750	0	100	-			
Public – Institutional holders	95,551,680	39,498,391	41	39,498,391	0	100	-			
Public-Others	16,948,320	8,445,609	50	8,445,609	-	100	-			
<b>Total</b>	<b>375,000,000</b>	<b>294,037,750</b>	<b>78.41</b>	<b>294,037,750</b>	<b>-</b>	<b>100</b>	<b>-</b>			
<b>Poll</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			$(3) = \frac{[(2)/(1)] * 100}{100}$			$\frac{(6)}{[(4)/(2)] * 100}$	$\frac{(7)}{[(5)/(2)] * 100}$			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	16,406,250	6.25	16,406,250	0	100	-			
Public – Institutional holders	95,551,680	0	-	-	0	-	-			

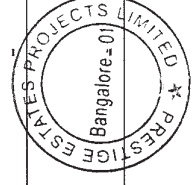


Public-Others	16,948,320	4302	0.03	4302	0	100	-
<b>Total</b>	<u>375,000,000</u>	<u>16,410,552</u>	<u>4.38</u>	<u>16,410,552</u>	<u>-</u>	<u>100.00</u>	<u>-</u>
<b>Consolidated</b>							
Promoter/Public	-1	-2	(3)=[(2)/(1)]*100	-4	-5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	262,500,000	262,500,000	100.00	262,500,000	-	100.00	-
Public – Institutional holders	95,551,680	39,498,391	41.34	39,498,391	-	100.00	-
Public-Others	16,948,320	8,449,911	49.86	8,449,911	-	100.00	-
<b>Total</b>	<u>375,000,000</u>	<u>310,448,302</u>	<u>82.79</u>	<u>310,448,302</u>	<u>-</u>	<u>100.00</u>	<u>-</u>

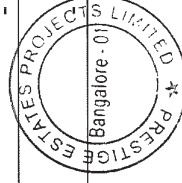


**Item No. 3: To appoint a Director in place of Mr. Rezwan Razack Director (DIN: 00209060) who retires by rotation and being eligible, offers himself for re-appointment.**

<b>Evoting</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	246,093,750	94	246,093,750	0	100	-			
Public – Institutional holders	95,551,680	37,137,075	39	37,137,075	0	100	-			
Public-Others	16,948,320	6,260,893	50	6,260,893		100	-			
<b>Total</b>	<b>375,000,000</b>	<b>289,491,718</b>	<b>77.20</b>	<b>289,491,718</b>	<b>-</b>	<b>100</b>	<b>-</b>			
<b>Poll</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	16,406,250	6.25	16,406,250	0	100	-			
Public – Institutional holders	95,551,680	0	-		0	-	-			

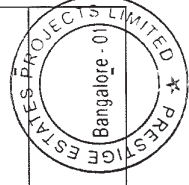


Public-Others	16,948,320	4302	0.03	4302	0	100	-
<b>Total</b>	<u>375,000,000</u>	<u>16,410,552</u>	<u>4.38</u>	<u>16,410,552</u>	-	<u>100.00</u>	-
<b>Consolidated</b>							
Promoter/Public	-1	-2	(3)=[(2)/(1)]*100	-4	-5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	262,500,000	262,500,000	100.00	262,500,000	-	100.00	-
Public – Institutional holders	95,551,680	37,137,075	38.87	37,137,075	-	100.00	-
Public-Others	16,948,320	6,265,195	36.97	6,265,195	-	100.00	-
<b>Total</b>	<u>375,000,000</u>	<u>305,902,270</u>	<u>81.57</u>	<u>305,902,270</u>	-	<u>100.00</u>	-

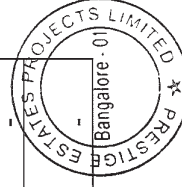


**Item No. 4: To ratify appointment of Statutory Auditors of the Company and to fix their remuneration.**

<b>Evoting</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	246,093,750	94	246,093,750	-	100	-			
Public – Institutional holders	95,551,680	37,137,075	39	37,137,075	0	100	-			
Public-Others	16,948,320	6,260,893	37	6,260,893	-	100	-			
<b>Total</b>	<b>375,000,000</b>	<b>289,491,718</b>	<b>77.20</b>	<b>289,491,718</b>	<b>-</b>	<b>100</b>	<b>-</b>			
<b>Poll</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	16,406,250	6.25	16,406,250	0	100	-			
Public – Institutional holders	95,551,680	0	-		0	-	-			

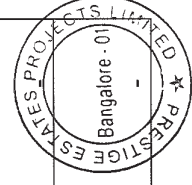


Public-Others	16,948,320	4,302	0.03	4,302	0	100	-
<b>Total</b>	<u>375,000,000</u>	<u>16,410,552</u>	<u>4.38</u>	<u>16,410,552</u>	-	<u>100.00</u>	-
<b>Consolidated</b>							
Promoter/Public	-1	-2	(3) = $[(2)/(1)] * 100$	-4	-5	(6) = $[(4)/(2)] * 100$	(7) = $[(5)/(2)] * 100$
Promoter and Promoter Group	262,500,000	262,500,000	100.00	262,500,000	-	100.00	-
Public – Institutional holders	95,551,680	37,137,075	38.87	37,137,075	-	100.00	-
Public-Others	16,948,320	6,265,195	36.97	6,265,195	-	100.00	-
<b>Total</b>	<u>375,000,000</u>	<u>305,902,270</u>	<u>81.57</u>	<u>305,902,270</u>	-	<u>100.00</u>	-



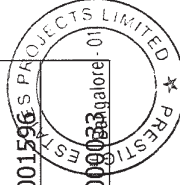
**Item No. 5: To regularize the appointment Ms. Uzma Irfan (DIN 01216604) as Director of the Company.**

<b>Evoting</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			$(3) = [(2)/(1)] * 100$			$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	246,093,750	94	246,093,750	-	100	-			
Public – Institutional holders	95,551,680	37,137,075	39	37,137,075	-	100	-			
Public-Others	16,948,320	6,260,893	37	6,260,893	-	100	-			
<b>Total</b>	<u>375,000,000</u>	<u>289,491,718</u>	<u>77.20</u>	<u>289,491,718</u>	<u>-</u>	<u>100</u>	<u>-</u>			
<b>Poll</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			$(3) = [(2)/(1)] * 100$			$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	16,406,250	6.25	16,406,250	0	100	-			
Public – Institutional holders	95,551,680	0	-	-	0	-	-			



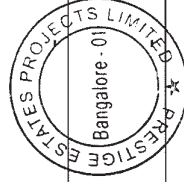


Public-Others	16,948,320	4,302	0.03	4,202	100	98	2
<b>Total</b>	375,000,000	16,410,552	4.38	16,410,452	100	100.00	0.00
<b>Consolidated</b>							
Promoter/Public	-1	-2	(3) = [(2)/(1)]*100	-4	-5	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	262,500,000	262,500,000	100.00	262,500,000	-	100.00	-
Public – Institutional holders	95,551,680	37,137,075	38.87	37,137,075	-	100.00	-
Public-Others	16,948,320	6,265,195	36.97	6,265,095	100	99.99840	0.001596
<b>Total</b>	375,000,000	305,902,270	81.57	305,902,170	100	99.99997	0.000033

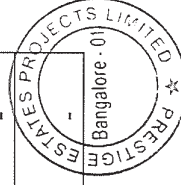


**Item No. 6: Issue of Non-Convertible Debentures on a Private Placement basis.**

<b>Evoting</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			$(3) = [(2)/(1)] * 100$			$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	246,093,750	94	246,093,750	-	100	-			
Public – Institutional holders	95,551,680	36,867,475	39	36,867,475	0	100	-			
Public-Others	16,948,320	934,679	37	934,679		100	-			
<b>Total</b>	<u>375,000,000</u>	<u>283,895,904</u>	<u>75.71</u>	<u>283,895,904</u>	<u>-</u>	<u>100</u>	<u>-</u>			
<b>Poll</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			$(3) = [(2)/(1)] * 100$			$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	16,406,250	6.25	16,406,250	0	100	-			
Public – Institutional holders	95,551,680	0	-	0	0	-	-			

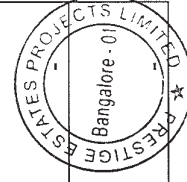


Public-Others	16,948,320	4302	0.03	4302	0	100	-
<b>Total</b>	<u>375,000,000</u>	<u>16,410,552</u>	<u>4.38</u>	<u>16,410,552</u>	-	<u>100.00</u>	-
<b>Consolidated</b>							
Promoter/Public	-1	-2	(3) = [(2)/(1)]*100	-4	-5	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	262,500,000	262,500,000	100.00	262,500,000	-	100.00	-
Public – Institutional holders	95,551,680	36,867,475	38.58	36,867,475	-	100.00	-
Public-Others	16,948,320	938,981	5.54	938,981	-	100.00	-
<b>Total</b>	<u>375,000,000</u>	<u>300,306,456</u>	<u>80.08</u>	<u>300,306,456</u>	-	<u>100.00</u>	-



**Item No. 7: Payment of remuneration to the Cost Auditor for the financial year 2015-16.**

<b>Evoting</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	246,093,750	94	246,093,750	-	100	-			
Public – Institutional holders	95,551,680	37,137,075	39	37,137,075	0	100	-			
Public-Others	16,948,320	6,260,893	37	6,260,893	-	100	-			
<b>Total</b>	<u>375,000,000</u>	<u>289,491,718</u>	<u>77.20</u>	<u>289,491,718</u>	-	<u>100</u>	-			
<b>Poll</b>										
	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled			
			(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter/Public	-1	-2		-4	-5					
Promoter and Promoter Group	262,500,000	16,406,250	6.25	16,406,250	0	100	-			
Public – Institutional holders	95,551,680	0	-	0	0	-	-			



Public-Others	16,948,320	4302	0.03	4302	0	100	-
<b>Total</b>	375,000,000	16,410,552	4.38	16,410,552	-	100.00	-
<b>Consolidated</b>							
Promoter/Public	-1	-2	(3) = [(2)/(1)]*100	-4	-5	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter and Promoter Group	262,500,000	262,500,000	100.00	262,500,000	-	100.00	-
Public – Institutional holders	95,551,680	37,137,075	38.87	37,137,075	-	100.00	-
Public-Others	16,948,320	6,265,195	36.97	6,265,195	-	100.00	-
<b>Total</b>	375,000,000	305,902,270	81.57	305,902,270	-	100.00	-

