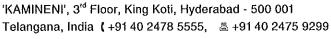
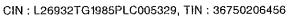
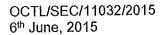
## Oil Country Tubular Ltd.







Attn: Mr. S Subramanian DCS - CRD The Secretary Bombay Stock Exchange Ltd BSE's Corporate Relationship Dept 1<sup>ST</sup> Floor, New Trading Ring Routunga Building, P J Towers Dalal Street MUMBAI - 400 001

Mr.Hari K Asst. Vice President National Stock Exchange of India Ltd Exchange Plaza 5<sup>TH</sup> Floor, Plot No: C/1 G-Block, Bandra Karla Complex Bandra East MUMBAI - 400 051

Dear Sirs,

Sub: Disclosure of E-Voting and Poll result of the Annual General Meeting of the Company held on 4th June, 2015 as per the the Listing Agreement.

In accordance with the Listing Agreement, E-Voting and Poll result at the 29th Annual General Meeting held on 4th June, 2015 transacted the following businesses:

S.No.	Description	Particulars					
1	Date of the AGM	4 <sup>th</sup> June, 2015					
2	Total No of Shareholders on the record date	33,886					
3	No. of shareholders present in the meeting	g either in person o	or through pro	ху			
	Shareholders	In person	Proxy	Total			
	Promoters and promoter group	19	0	19			
	Public	292	188	480			
	Total.						
4	No. of shareholders attended the meeting	through Video Co	nferencing				
	Shareholders	In person	Proxy	Total			
	Promoters and promoter group	NA	NA	NA			
	Public	NA	NA	NA			
	Total						

Adonda wied:

S. No.	Details of Agenda	Resolution required (ordinary / Special)	Mode of voting (E-voting & Poll)	Remarks
1	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2015	Ordinary	E-Voting, Poll	The Resolution was passed with requisite majority
2	Re-appointment of M/s.C K S Associates, Chartered Accountants as Statutory Auditors and fixing their remuneration		E-Voting, Poll	The Resolution was passed with requisite majority







S. No.	Details of Agenda	Resolution required (ordinary / Special)	Mode of voting (E-voting & Poll)	Remarks
3	Appointment of Mrs. K. Indira as Director	Ordinary	E-Voting, Poll	The Resolution was passed with requisite majority
4	Re-appointment of Mr. Sridhar Kamineni as Managing Director for a period of five years.	Special	E-Voting, Poll	The Resolution was passed with requisite majority
5	To appoint Mr. A P Vitthal as Independent Director	Ordinary	E-Voting, Poll	The Resolution was passed with requisite majority
6	To appoint Datuk Syed Hisham Bin Syed Wazir as Independent Director	Ordinary	E-Voting, Poll	The Resolution was passed with requisite majority
7	To ratify the remuneration paid to M/s. Sagar & Associates, Cost Auditors for the year 2014-15	Ordinary	E-Voting, Poll	The Resolution was passed with requisite majority
8	To create charge / mortgage assets and undertakings of the Company upto Rs.1000 Crores under Section 180(1)(a) of the Companies Act, 2013		E-Voting, Poll	The Resolution was passed with requisite majority
9	To fix the limits of borrowings up to Rs.1000 Crores under Section 180(1)(c) of the Companies Act, 2013		E-Voting, Poll	The Resolution was passed with requisite majority
10	To alter Articles of Association of the Company in conformity with the Companies Act, 2013		E-Voting, Poll	The Resolution was passed with requisite majority

The voting details are annexed herewith in the prescribed format along with the report of the Scrutinizer.

Thanking you,

Yours faithfully,

For Oil Country Tubular Limited

CS Rao

**Company Secretary** 

Encl : a/a



Resolution:1: Ordinary Resolution for Adoption of statement of Profit & Loss, Balance Sheet, report of Director's an Auditor's for the financial year 31st March, 2015

Muditor 5 for the							
Mode of voting	- Remote E-vo	ting)					04 434 4
Promoter/ Public	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
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904361	20	99.99	0.002
Total	44289530	22788673		22788653	20		

Mode of voting	- Poll			···		04 (1) (-1	0/ -5 \/-1
Promoter/ Public	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
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0	L	<u> </u>

Resolution:2 : Or	dinary Resoluti	on for Re-app	ointment of M/s.	C K S Associat	es, Chartered	Accountants as	s Statutory
Auditors and fixir	ng their remune	ration			,		
Mode of voting					No. of	% of Votes	% of Votes
Promoter/	No. Of	No. of	% of Votes	No. Of	No. of	,	against on
Public	shares held	votes	Polled on	Votes - in	Votes -	in favour on	votes polled
		polled	outstanding	favour	against	votes polled	Votes polico
			shares			0 4/0+400	7-5/0*400
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and	21884292	21884292	100.00	21884292	0	100.00	0.00
Promoter							
Group						0.00	0.00
Public -	92966	0	0.00	0.00	0	0.00	0.00
Institutional							
holders						00.00	0.003
Public - Others	22312272	904381	4.05	904361	20	99.99	0.002
Total	44289530	22788673		22788653	20	<u> </u>	<u> </u>

10101	, , , , , , , , , , , , , , , , , , , ,						
Mode of voting	- Poll					24 5314	0/ -41/-1
Promoter/ Public	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
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0	]	



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0

Resolution:3: Or	dinant Pacaluti	on for Annoin	tment of Mrs. K	Indira as Direct	or		
Mode of voting	Pomote Faro	tina	anone or mor				
Promoter/ Public	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
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	21884292	100.00	21884292	. 0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904361	20	99:99	0.002
Total	44289530	22788673		22788653	20		
Mode of voting	- Poll						
Promoter/ Public	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
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Dutalia Othera	22242272	1023	0.004	1023	0	100.00	0.00

0.004

1023

1023

22312272

44289530

1023

1023

Resolution:4 : Sp	ecial Resolutio	n tor Re-appo	intment of wir. 5	nonai Kaminen	i as ivialitaying	Director for a p	01100 01 1110
Mode of voting	- Remote E-vo	ting					
Promoter/ Public	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
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904361	20	99.99	0.002
Total	44289530	22788673		22788653	20		
Mode of voting	- Poll						·
Promoter/ Public	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

Promoter/ Public	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
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0	<u> </u>	

Public - Others

Total



Resolution:5 : Or	dinary Resoluti	on to appoint	Mr. A P Vitthal a	s Independent	Director		
Mode of voting	- Remote F-vo	tina					
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*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904361	20	99.99	0.002
Total	44289530	22788673		22788653	20		
Mode of voting	- Poll						
Promoter/Publi	No. Of	No. of	% of Votes	No. Of	No. of	% of Votes	% of Votes
C	shares held	votes	Polled on	Votes - in	Votes -	in favour on	against on
-	•	polled	outstanding shares	favour	against	votes polled	votes polle
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	0	0.00	0.00	0	0.00	0.0
Public - Institutional holders	92966	0	0.00	0.00	. 0	0.00	0.0
Public - Others	22312272	1023	0.004	1023	0	100.00	0.0
Total	44289530	1023	0.007	1023	0		
TOTAL	7-1200000		<u> </u>		·····		

Promoter/ Public shares held votes Polled on Votes - in favour on a polled outstanding favour against votes polled votes shares	% of Votes against on votes polled 7=5/2*100
Promoter/ Public shares held votes Polled on Votes - in favour on a polled on shares	against on totes polled 7=5/2*100
polled outstanding favour against votes polled vo	rotes polled 7=5/2*100
shares	7=5/2*100
2 3-271 100	
Promoter and 21884292 21884292 100.00 21884292 0 100.00	0.00
Promoter	
Group	0.00
Public - 92966 0 0.00 0.00 0 0.00	0.00
Institutional	
holders	
Public - Others 22312272 904381 4.05 904311 70 99.99	0.007
Total 44289530 22788673 22788603 70	
Mode of voting - Poli	
Promoter/ No. Of No. of % of Votes No. Of No. of % of Votes %	% of Votes
Public shares held votes Polled on Votes - in Votes - in favour on 3	against on
polied outstanding favour against votes polled v	votes polled
shares	
2 0 211 100 1 1 1 1 1 1 1 1 1 1 1 1 1 1	7=5/2*100
Promoter and 21884292 0 0.00 0.00 0 0.00	0.00
Promoter	
Group	
Public - 92966 0 0.00 0.00 0 0.00	0.00
Institutional	
holders	
Public - Others 22312272 1023 0.004 1023 0 100.00	0.00
Total 44289530 1023 1023 0	

Resolution:7 : Ordinary Resolution to ratify the remuneration paid to M/s. Sagar & Associates, Cost Auditors for the year 2014-15



Mode of voting - Remote E-voting % of Votes % of Votes % of Votes No. Of No. of No. Of No. of Promoter/ against on Votes in favour on Polled on Votes - in shares held votes **Public** votes polled votes polled against favour polled outstanding o shares 7=5/2\*100 5 6=4/2\*100 3=2/1\*100 4 0.00 21884292 0 100.00 100.00 21884292 21884292 Promoter and Promoter Group 0.00 0.00 0 0.00 92966 0 0.00 Public Institutional holders 99.99 0.002 904361 20 4.05 904381 22312272 Public - Others 22788653 20 22788673 44289530 Total

Mode of voting - Poll % of Votes % of Votes No. of % of Votes No. Of No. Of No. of Promoter/ against on in favour on Votes -Polled on Votes - in Public shares held votes votes polled votes polled against favour outstanding polled shares 7=5/2\*100 6=4/2\*100 5 3=2/1\*100 2 1 0.00 0.00 0 0.00 0 0.00 Promoter and 21884292 Promoter Group 0.00 0.00 0 0.00 0.00 0 92966 Public Institutional holders 100.00 0.00 0 1023 1023 0.004 22312272 Public - Others 1023 0 1023 44289530 Total

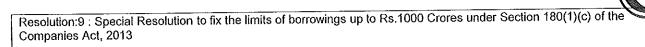
Resolution:8 : Special Resolution to create charge / mortgage assets and undertakings of the Company upto Rs.1000 Crores under Section 180(1)(a) of the Companies Act, 2013

Mode of voting Promoter/ Public	- Remote E-vo 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
	4	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904261	120	99.98	0.013
Total	44289530	22788673		22788553	120		}

Mode of voting	- Poll					0/ -61/-1	% of Votes
Promoter /Public	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	against on votes polled
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0_		1



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Mode of voting	flode of voting - Remote E-voting									
Promoter/ Public	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			
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100			
Promoter and Promoter Group	21884292	21884292	100.00	21884292	0	100.00	0.00			
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00			
Public - Others	22312272	904381	4.05	904261	120	99.98	0.013			
Total	44289530	22788673		22788553	120					

Mode of voting	- Poll						
Promoter/ Public	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
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	. 0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0		

Resolution:10 : Special Resolution to alter Articles of Association of the Company in conformity with the Companies Act, 2013

Mode of voting Promoter/ Public	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
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904359	22	99.99	0.002
Total	44289530	22788673		22788651	22		

Mode of voting	- Poli						0/ ()/ (
Promoter/ Public	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
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter and Promoter Group	21884292	0	0.00	0.00	0	0.00	0.00
Public Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0		



302, Shree Raghava Complex, 9-1-92, S.D Road, Near Sangeet X Roads, Secunderabad • 500 003. Tel: 040-27707004 E-mail: ksm2013pcs@eth.net

# REPORT OF SRUTINIZER-COMBINED (ON E-VOTING & POLL)

{Pursuant to Section-108 and 109 of the Companies Act, 2013 and Rule-20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended to date}

To
The Chairman of the
29<sup>th</sup> Annual General Meeting of
M/s Oil Country Tubular Limited,
"Kamineni", 3<sup>rd</sup> Floor, King Koti,
Hyderabad-500 001.

Ref: Report on resolutions passed through e-voting and poll conducted at the 29<sup>th</sup> Annual General Meeting (AGM) of the members of M/s Oil Country Tubular Limited held on Thursday, the 04<sup>th</sup> June, 2015 at 10.00 A.M., at Taj Mahal Hotel, 2<sup>nd</sup> Floor, Akshaya Hall, 4-1-999, Abids Road, Hyderabad-500001.

Dear Sir.

I, K. Swamy, Company Secretary in Practice, have been appointed as Scrutinizer by:

- (1) The Board of Directors of M/s Oil Country Tubular Limited vide resolution dated 30.04.2015 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 1<sup>st</sup> June, 2015 at 9.00 A.M., to 3<sup>rd</sup> June, 2015 at 5.00 P.M.
- (2) The Chairman of the 29<sup>th</sup> Annual General Meeting (AGM) on Poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 29<sup>th</sup> AGM of the members of the company, held on Thursday, the 04<sup>th</sup> June, 2015 at 10.00 A.M., at Taj Mahal Hotel, 2<sup>nd</sup> Floor, Akshaya Hall, 4-1-999, Abids Road, Hyderabad-500001.

The Company has availed e-voting facility from M/s Central Depository Services Limited (CDSL) for enabling the shareholders to e-vote and poll at the AGM venue is conducted under my supervision. At the time of poll at the AGM Venue, adequate care is taken so that no member who has cast his vote by remote evoting prior to the meeting is not allowed to cast his vote again at the AGM venue.



Based on the data downloaded from the official website of the CDSL for the E-Voting process and the poll conducted at the AGM Venue, I now submit combined report (E-voting and Poll) as under:

## ITEM NO.01:

ORDINARY RESOLUTION FOR ADOPTION OF STATEMENT OF PROFIT AND LOSS, BALANCE SHEET, REPORT OF DIRECTORS AND AUDITORS FOR THE FINANCIAL YEAR 31<sup>ST</sup> MARCH, 2015:

## (i) Voted in favour of the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
37	22788653	25	1023	22789676	99.99

## (ii) Voted against the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1.	. 20	te sit		20	0.000087

## (iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (Shares) E-voting	Number of members / Proxies voted — Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

#### **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.01 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



## **ITEM NO.02:**

ORDINARY RESOLUTION FOR RE-APPOINTMENT OF M/S. C K S ASSOCIATES, CHARTERED ACCCOUNTANTS AS STATUTORY AUDITORS AND FIXING THEIR REMUNERATION:

## (i) Voted in favour of the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
37	22788653	25	1023	22789676	99.99

## (ii) Voted against the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1	20			20	0.000087

## (iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

## **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.02 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



## ITEM NO.03:

## ORDINARY RESOLUTION FOR APPOINTMENT OF MRS. K INDIRA AS DIRECTOR:

## (i) Voted in favour of the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted — Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
37	22788653	25	1023	22789676	99.99

## (ii) Voted against the Resolution:

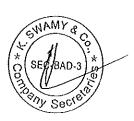
Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted — Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1	20			20	0.000087

## (iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted — Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

#### RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.03 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



#### ITEM NO.04:

SPECIAL RESOLUTION FOR RE-APPOINTMENT OF MR. SRIDHAR KAMINENI AS MANAGING DIRECTOR FOR A PERIOD OF FIVE YEARS:

## (i) Voted in favour of the Resolution:

	Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
-	37	22788653	25	1023	22789676	99.99

## (ii) Voted against the Resolution:

Number member voted E-vot	ers votes cast in (Shares) –	Number of members / Proxies voted — Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1	. 20	еп		20	0.000087

## (iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted — Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

## **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Item No.04 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



## ITEM NO.05:

## ORDINARY RESOLUTION TO APPOINT MR. A P VITTHAL AS INDEPENDENT DIRECTOR:

## (i) Voted in favour of the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
37	22788653	25	1023	22789676	99.99

## (ii) Voted against the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1	20			20	0.000087

## (iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted — Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

#### **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.05 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



#### ITEM NO.06:

ORDINARY RESOLUTION TO APPOINT DATUK SYED HISHAM BIN SYED WAZIR AS INDEPENDENT DIRECTOR:

## (i) Voted in favour of the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted — Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
36	22788603	25	1023	22789626	99.99

## (ii) Voted against the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
2	70	**	e <b>e</b>	70	0.00030

## (iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

## RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.06 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



## **ITEM NO.07:**

ORDINARY RESOLUTION TO RATIFY THE REMUNERATION PAID TO M/S. SAGAR & ASSOCIATES, COST AUDITORS FOR THE YEAR 2014-15:

## (i) Voted in favour of the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
37	22788653	25	1023	22789676	99.99

## (ii) Voted against the Resolution:

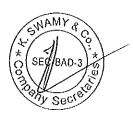
Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1	20			20	0.000087

## (iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (Shares) E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

## **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.07 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



#### ITEM NO.08:

SPECIAL RESOLUTION TO CREATE CHARGE / MORTGAGE ASSETS AND UNDERTAKINGS OF THE COMPANY UPTO Rs.1000 CRORES UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 :

## (i) Voted in favour of the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted — Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and	% of number of valid votes cast
36	22788553	25	1023	Poll 22789576	99.99

## (ii) Voted against the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
2	120			120	0.00052

## (iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

#### **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Item No.08 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



## ITEM NO.09:

SPECIAL RESOLUTION TO FIX THE LIMITS OF BORROWINGS UP TO Rs.1000 CRORES UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013:

## (i) Voted in favour of the Resolution:

Numbe memb voted E-voti	ers v in (	lumber of rotes cast Shares) – E-voting	Number of members / Proxies voted Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
36	2	2788553	25	1023	22789576	99.99

## (ii) Voted against the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted — Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
2 .	120	to all		120	0.00052

## (iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (Shares) E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

## **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Item No.09 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



#### **ITEM NO.10:**

SPECIAL RESOLUTION TO ALTER ARTICLES OF ASSOCIATION OF THE COMPANY IN CONFORMITY WITH THE COMPANIES ACT, 2013:

## (i) Voted in favour of the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
36	22788651	25	1023	22789674	99.99

## (ii) Voted against the Resolution:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
2	22	****	, wa	22	0.000096

## (iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted — Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4.	7	7

#### RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Item No.10 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



As per the provisions of Rule-20 of the Companies (Management and Administration) Amendment Rules, 2015, the relevant records relating to E-Voting and Poll were sealed and the same will be handed over to the Company Secretary immediately after approval and signing of the minutes.

For K SWAMY & CO., Company Secretaries

(K. Swamy) Proprietor

C.P.No.2013

FCS No.3743

Place: Secunderabad, Date: 06<sup>th</sup> June, 2015