

Ref. No : DNIL/L&S/151

July 1, 2015

Bombay Stock Exchange Limited
Floor 25, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Phone: 022 22721233

Attn.: The Manager, Listing Dept.

Dear Sir,

Sub.: Disclosure of the Voting results at the 26th Annual General Meeting (AGM) of the Company held on Monday, June 29, 2015 – Clause 35A of the Listing Agreement

Ref.: 590031

Pursuant to clause 35A of the Listing Agreement, we wish to inform you that the shareholders of the Company at the 26th Annual General Meeting held on Monday, June 29, 2015 at Plot Nos. 184, 185 & 189, Kundaim Industrial Estate, Kundaim, Goa, approved all the items of business as contained in the notice convening the said AGM. All the resolutions were passed by the shareholders with the requisite majority.

The details of the voting result in the prescribed format pursuant to clause 35A of the listing Agreement is attached herewith. We are also enclosing herewith copy of the scrutinizer's report dated 30.06.2015 for your reference and records.

Kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours truly,
For **De Nora India Limited**


Jyoti Bandodkar
Company Secretary



Encl. as above

CIN-L31200GA1993PLC001335

De Nora India Limited

REGD. OFFICE & WORKS : Plot Nos. 184, 185 & 189, Kundaim Industrial Estate, Kundaim - 403 115, Goa, India.
Ph : (0832) 3981100 - **Fax**- 3981101 - **mail** : denoraindia@denora.com - **web** : www.denoraindia.com

Voting Results - Clause 35A of the Listing Agreement

Date of the AGM: June 29, 2015

Date of declaration of results: July 01, 2015

Total number of Shareholders on record date: 5757

No. of Shareholders present in the meeting either in person or through proxy

- Promoter and Promoter Group: 1
- Public: 30

No. of Shareholders attended the meeting through Video Conferencing

- Promoter and Promoter Group: No video conferencing facility provided
- Public : No video conferencing facility provided

Detail of the Agenda:

The following business was transacted by the shareholders:

Mode of voting:

1. E-voting conducted between 9.00 a.m. on Friday, June 26, 2015 up to 5.00 p.m. on Sunday, June 28, 2015
2. Poll conducted at the Meeting

Resolution 1: Adoption of Financial Statements, etc. for the Financial Year 2014

Resolution required – Ordinary Resolution

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	3030232	2849500	94.04	2849500	0	100.00	0.0



Public – Institutional holders	7560	0	0.0	0	0	0.00	0.0
Public - Others	2270842	2544	0.11	2492	52	97.96	2.04
Total	5308634	2852044	53.72	2851992	52	100.00	0.00

Resolution 2: Declaration of Dividend on Equity Shares for the year 2014

Resolution required – Ordinary Resolution

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	3030232	2849500	94.04	2849500	0	100.00	0.00
Public – Institutional holders	7560	0	0.00	0	0	0.00	0.00
Public - Others	2270842	2544	0.11	2544	0	100.00	0.00
Total	5308634	2852044	53.72	2852044	0	100.00	0.00

Resolution 3: Re-appointment of Mr. Krishan Khanna (DIN: 00046548) as Director

Resolution required – Ordinary Resolution

Promoter /Public	No. of shares held	No. of votes polled	% of votes polled on outstanding	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
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	(1)	(2)	shares (3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3030232	2849500	94.04	2849500	0	100.00	0.0
Public – Institutional holders	7560	0	0.0	0	0	0.00	0.0
Public - Others	2270842	1643	0.07	1591	52	96.84	3.16
Total	5308634	2851143	53.71	2851091	52	100.00	0.00

Resolution 4: Appointment of M/s B S R & Associates LLP, Chartered Accountants, Mumbai as Statutory Auditors of the Company and authorize the Board to fix their remuneration

Resolution required – Ordinary Resolution

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	3030232	2849500	94.04	2849500	0	100.00	0.00
Public – Institutional holders	7560	0	0.0	0	0	0.00	0.00
Public - Others	2270842	2544	0.11	1915	629	75.28	24.72
Total	5308634	2852044	53.72	2851415	629	99.98	0.02

Resolution 5: Appointment of Mr. Angelo Ferrari (DIN: 00436116) as a Director of the Company

Resolution required – Ordinary Resolution

Promoter /Public	No. of shares held	No. of votes	% of votes	No. of votes – in favour	No. of votes – against	% of votes in favour	% of votes against on
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		polled	polled on outstand ing shares		against	on votes polled	votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3030232	2849500	94.04	2849500	0	100.00	0.00
Public – Institutional holders	7560	0	0.0	0	0	0.00	0.00
Public - Others	2270842	2544	0.11	2492	52	97.96	2.04
Total	5308634	2852044	53.72	2851992	52	100.00	0.00

Notes:

1. All the aforesaid resolutions were passed with the requisite majority.
2. Invalid Poll Papers were not taken into account for counting of votes.



Sadashiv V. Shet

B.A., B.Com., L.L.B., F.C.S
Company Secretary

S-15, Jairam Complex, Nevginagar, Panaji, Goa. Phone : 0832-2427847, 2421237
Email : sadashiv_shet@sancharnet.in / sadashivshet@gmail.com

To,
The Chairman
De Nora India Limited
PLOT Nos. 184,185 & 189
Kundaim Industrial Estate,
Kundaim,
GOA 403 115

Sub.: Consolidated Scrutinizer's Report on remote e-Voting conducted pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting on Poll at the Twenty Sixth Annual General Meeting ("AGM") of De Nora India Limited (the "company") held on Monday, 29th June, 2015.

Sir,

I, Mr. Sadashiv V. Shet, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of the company pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014, to conduct the remote e-voting process in respect of the below mentioned resolutions passed at the Annual General Meeting (AGM) of the company held on Monday, June 29, 2015 at 11.00 a.m. I was also appointed as the Scrutinizer to conduct the poll process in respect of the poll taken at the said AGM.

The Notice dated 19th February, 2015 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-Voting by the Shareholders of the Company. The Company had also provided voting facility to the shareholders present at the meeting and who had not cast their vote earlier through remote e-voting facility by means of polling paper.




The Shareholders of the company holding shares as on the "cut-off" date June 22, 2015, were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Friday, June 26, 2015 (9:00 a.m.) and ended on Sunday, June 28, 2015 (5:00 p.m.) and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on poll taken at the meeting was generated in my presence and the voting was diligently scrutinized. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system.

I now submit my consolidated report as under on the result of the remote e-voting and voting at the meeting through poll in respect of the said resolutions.

Item no. of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item no. 1 of the Notice (As an Ordinary Business)	e-Voting	1806	97.20	52	2.80	0	0.00
	Poll	2850186	100.00	0	0.00	0	0.00
	TOTAL	2851992	100.00	52	0.00	0	0.00
Item no. 2 of the Notice (As an Ordinary Business)	e-Voting	1858	100.00	0	0.00	0	0.00
	Poll	2850186	100.00	0	0.00	0	0.00
	TOTAL	2852044	100.00	0	0.00	0	0.00
Item no. 3 of the Notice (As an Ordinary Business)	e-Voting	905	48.71	52	2.80	901	48.49
	Poll	2850186	100.00	0	0.00	0	0.00
	TOTAL	2851091	99.97	52	0.00	901	0.03




Item no. of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Abstained / Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item no. 4 of the Notice (As an Ordinary Resolution)	e-Voting	1229	66.15	629	33.85	0	0.00
	Poll	2850186	0.00	0	0.00	0	0.00
	TOTAL	2851415	99.98	629	0.02	0	0.00
Item no. 5 of the Notice (As an Ordinary Resolution)	e-Voting	1806	97.20	52	2.80	0	0.00
	Poll	2850186	100.00	0	0.00	0	0.00
	TOTAL	2851992	100.00	52	0.00	0	0.00

All the Resolutions stand passed under e-Voting and poll with requisite majority.

The Register, all other papers and relevant records relating to remote e-voting and voting at the meeting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid AGM and thereafter the same would be handed over to the Company Secretary for the safe keeping.

Thanking you,

Yours faithfully,



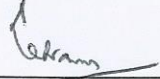
(Sadashiv V. Shet)
 Company Secretary
 Membership No. 2477
 C. P. No. 2540

Place: Kundaim.
 Date: June 30, 2015

Witness:

1) Ms. Sushma Bandeker 

2) Mr. Bharatkumar Pomai 


 Signed by Mr. M. A. SUNDARAM
 Chairman of the AGM
 in respect of item no. 1 to 5