

VOTING RESULTS

Date of AGM/EGM	:	14/09/2015
Period of Book Closure	:	8th day of September 2015 to 14th day of September 2015 (both days inclusive)
Total Number of Shareholders as on cut-off / record date (22.08.2014)	:	12080
No. of Shareholders present in the meeting either in person or through proxy		
a) Promoters and Promoter Group	:	0
b) Public	:	75
c) Proxy	:	0
No. of Shareholders attended the meeting through Video Conferencing		
a) Promoters and Promoter Group	:	0
b) Public	:	0
c) Proxy	:	0

The following businesses were transacted at the Annual General Meeting:

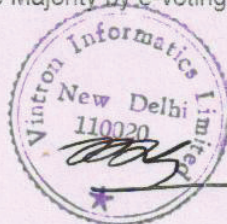
ORDINARY BUSINESS:

Resolution No.1:							
Adoption and approval of the financial statements, Directors' and Auditors' Report thereon for the financial year ended on 31.03.2015							
Mode of Voting		E-voting and Ballot Paper					
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 polled in Favour	% of Votes polled Against
Promoters & Promoter Group	73342299	14081723	19.20%	14081723	0	100.00%	0
Public Institutional holders	0	0	0	0	0	0	0
Public Others	5013501	155760	3.11%	155758	2	100.00%	0.00%
Total	78355800	14237483	22.31%	14237481	2		

Accordingly, the Resolution No.1 mentioned in the Notice of Annual General Meeting has been approved by the Shareholders Requisite Majority by e-voting and ballot paper.

Resolution No.2:							
To appoint a Director in place of Shri Raj Kumar Gupta, who retires by rotation and being eligible, offers himself for re-appointment.							
Mode of Voting		E-voting and Ballot Paper					
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 polled in Favour	% of Votes polled Against
Promoters & Promoter Group	73342299	13931636	19.00%	13931636	0	100.00%	0
Public Institutional holders	0	0	0	0	0	0	0
Public Others	5013501	82860	1.65%	82858	2	100.00%	0.00%
Total	78355800	14014496	20.65%	14014494	2		

Accordingly, the Resolution No.2 mentioned in the Notice of Annual General Meeting has been approved by the Shareholders Requisite Majority by e-voting and ballot paper.



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Resolution No.3: Ratification of Appointment of M/s. O. P. Bagla & Co., Statutory Auditors of the Company							
Mode of Voting		E-voting and Ballot Paper					
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 polled in Favour	% of Votes polled Against
Promoters & Promoter Group	73342299	14081723	19.20%	14081723	0	100.00%	0
Public Institutional holders	0	0	0	0	0	0	0
Public Others	5013501	155760	3.11%	155758	2	100.00%	0.00%
Total	78355800	14237483	22.31%	14237481	2		

Accordingly, the Resolution No.3 mentioned in the Notice of Annual General Meeting has been approved by the Shareholders Requisite Majority by e-voting and ballot paper.

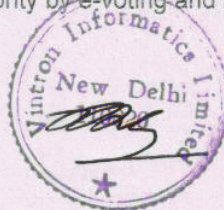
SPECIAL BUSINESS:

Resolution No.4: Appointment of Ms. Tripti Pande Desai (DIN:07129494) as an independent Director of the Company for five consecutive years for a term up to 30th March, 2020							
Mode of Voting		E-voting and Ballot Paper					
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 polled in Favour	% of Votes polled Against
Promoters & Promoter Group	73342299	14081723	19.20%	14081723	0	100.00%	0
Public Institutional holders	0	0	0	0	0	0	0
Public Others	5013501	155760	3.11%	155758	2	100.00%	0.00%
Total	78355800	14237483	22.31%	14237481	2		

Accordingly, the Resolution No.4 mentioned in the Notice of Annual General Meeting has been approved by the Shareholders Requisite Majority by e-voting and ballot paper.

Resolution No.5: Appointment of Shri Arvind Sharma (DIN:00012177) as a Director of the Company, liable to be retire by rotation							
Mode of Voting		E-voting and Ballot Paper					
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 polled in Favour	% of Votes polled Against
Promoters & Promoter Group	73342299	14081723	19.20%	14081723	0	100.00%	0
Public Institutional holders	0	0	0	0	0	0	0
Public Others	5013501	154560	3.08%	154558	2	100.00%	0.00%
Total	78355800	14236283	22.28%	14236281	2		

Accordingly, the Resolution No.5 mentioned in the Notice of Annual General Meeting has been approved by the Shareholders Requisite Majority by e-voting and ballot paper.



Resolution No.6: Appointment of Shri Varun Gupta (DIN:00793728) as a Director of the Company, liable to be retire by rotation							
Mode of Voting		E-voting and Ballot Paper					
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 polled in Favour	% of Votes polled Against
Promoters & Promoter Group	73342299	13931636	19.00%	13931636	0	100.00%	0
Public Institutional holders	0	0	0	0	0	0	0
Public - Others	5013501	82860	1.65%	82858	2	100.00%	0.00%
Total	78355800	14014496	20.65%	14014494	2		

Accordingly, the Resolution No.6 mentioned in the Notice of Annual General Meeting has been approved by the Shareholders Requisite Majority by e-voting and ballot paper.

Resolution No.7: Appointment of Shri Jagdish Singh Dalal (DIN:02251250) as an independent Director of the Company for five consecutive years for a term up to 30th March, 2020							
Mode of Voting		E-voting and Ballot Paper					
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 polled in Favour	% of Votes polled Against
Promoters & Promoter Group	73342299	14081723	19.20%	14081723	0	100.00%	0
Public Institutional holders	0	0	0	0	0	0	0
Public - Others	5013501	155760	3.11%	155724	36	99.98%	0.02%
Total	78355800	14237483	22.31%	14237447	36		

Accordingly, the Resolution No.7 mentioned in the Notice of Annual General Meeting has been approved by the Shareholders Requisite Majority by e-voting and ballot paper.

Resolution No.8: Appointment of Shri Satish Chand (DIN:02615736) as an independent Director of the Company for five consecutive years for a term up to 30th March, 2020							
Mode of Voting		E-voting and Ballot Paper					
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 polled in Favour	% of Votes polled Against
Promoters & Promoter Group	73342299	14081723	19.20%	14081723	0	100.00%	0
Public Institutional holders	0	0	0	0	0	0	0
Public - Others	5013501	155760	3.11%	155724	36	99.98%	0.00%
Total	78355800	14237483	22.31%	14237447	36		

Accordingly, the Resolution No.8 mentioned in the Notice of Annual General Meeting has been approved by the Shareholders Requisite Majority by e-voting and ballot paper.



Resolution No.9: Approval and authorization to the Board of Directors for sale, lease or dispose off the properties, assets and undertakings of the Company							
Mode of Voting		E-voting and Ballot Paper					
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 polled in Favour	% of Votes polled Against
Promoters & Promoter Group	73342299	14081723	19.20%	14081723	0	100.00%	0
Public Institutional holders	0	0	0	0	0	0	0
Public - Others	5013501	155760	3.11%	155724	36	99.98%	0.00%
Total	78355800	14237483	22.31%	14237447	36		

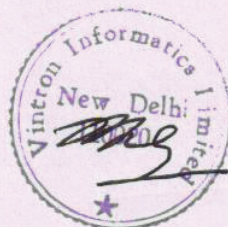
Accordingly, the Resolution No.9 mentioned in the Notice of Annual General Meeting has been approved by the Shareholders Requisite Majority by e-voting and ballot paper.

Resolution No.10: Appointment of Shri Arvind Sharma as Managing Director of the Company and remunerations payable to him for a period of five years with effect from 1st June 2015							
Mode of Voting		E-voting and Ballot Paper					
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 polled in Favour	% of Votes polled Against
Promoters & Promoter Group	73342299	14081723	19.20%	14081723	0	100.00%	0
Public Institutional holders	0	0	0	0	0	0	0
Public - Others	5013501	154560	3.08%	154524	36	99.98%	0.00%
Total	78355800	14236283	22.28%	14236247	36		

Accordingly, the Resolution No.10 mentioned in the Notice of Annual General Meeting has been approved by the Shareholders Requisite Majority by e-voting and ballot paper.

Resolution No.11: Appointment of Shri Varun Gupta as Whole Time Director of the Company and remunerations payable to him for a period of five years with effect from 1st June 2015							
Mode of Voting		E-voting and Ballot Paper					
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 polled in Favour	% of Votes polled Against
Promoters & Promoter Group	73342299	13931636	19.00%	13931636	0	100.00%	0
Public Institutional holders	0	0	0	0	0	0	0
Public - Others	5013501	82860	1.65%	82824	36	99.96%	0.00%
Total	78355800	14014496	20.65%	14014460	36		

Accordingly, the Resolution No.11 mentioned in the Notice of Annual General Meeting has been approved by the Shareholders Requisite Majority by e-voting and ballot paper.

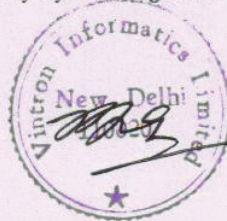


Resolution No.12:

Re-designation of Shri Raj Kumar Gupta as Whole Time Director and Chairman of the Company for the remaining period of his previous appointment till 30th September 2019

Mode of Voting		E-voting and Ballot Paper					
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 polled in Favour	% of Votes polled Against
Promoters & Promoter Group	73342299	13931636	19.00%	13931636	0	100.00%	0
Public Institutional holders	0	0	0	0	0	0	0
Public Others	5013501	82860	1.65%	82858	2	100.00%	0.00%
Total	78355800	14014496	20.65%	14014494	2		

Accordingly, the Resolution No.12 mentioned in the Notice of Annual General Meeting has been approved by the Shareholders Requisite Majority by e-voting and ballot paper.



BRIEF PROCEEDINGS OF 24TH ANNUAL GENERAL MEETING

Following are the brief proceedings of the Twenty Fourth (24th) Annual General Meeting of the shareholders of the Company held on Monday, the 14th day of September 2015 at Arya Auditorium, Desraj Campus, C-Block, East of Kailash, New Delhi-110065 as detailed hereunder:

As scheduled, the meeting was commenced at 10.00 a.m. and it was informed and taken on record that 75 members have recorded their presence in person in the meeting and with this information, Shri N. Kumar, Solicitor of the Company welcomed the members and called the meeting to proceed requesting Shri R. K. Gupta, Chairman to commence the proceedings. Thereafter, he informed the members that, in terms of Section 307 of the Companies Act, 1956 the Register of Directors Shareholding is open for inspection by those entitled thereto. With a brief introduction of the members on the dais, Shri N. Kumar requested Shri R. K. Gupta, Chairman to share the status of the company with the members.

Thereafter, Shri R. K. Gupta, Chairman of the Company took the chair. The Chairman after confirming the time as 10.00 a.m. and requisite quorum being present called the meeting to order.

The Chairman commenced the proceedings with a brief speech on the Company and Industry scenario.

The Auditors Report on Balance Sheet of the company as at 31.03.2015 and Profit & Loss Account for the year ended on that date was read over by Mr. N. Kumar whereas the Notice convening the Meeting and Directors Report was taken as read with the unanimous consent of the members present. Consideration consolidated e-voting and insta poll at the AGM, it was declared that all the following resolutions have taken as considered, approved and adopted by the members with the requisite majority in the following manner.

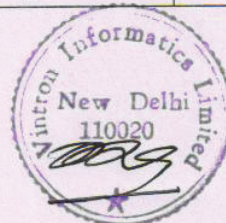
Resolution No. 1 – Adoption and approval the financial statements, Directors' and Auditors' Report thereon for the financial year ended on 31.03.2015.

Voted '**FOR**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' Favour ' of resolution	% of total number of valid votes cast
Remote E-Voting	56	14237259	100.00%
Voting through Polling paper (in person or by proxy)	6	222	99.11%
Total	62	14237481	

(ii) Voted '**AGAINST**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' Against ' the resolution	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting through Polling paper (in person or by proxy)	2	2	0.89%
Total	2	2	



Resolution No. 2 – Appointment a Director in place of Shri Raj Kumar Gupta (DIN: 00019125), who retires by rotation and being eligible offers himself for re-appointment

Voted '**FOR**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' Favour ' of resolution	% of total number of valid votes cast
Remote E-Voting	50	14014272	100.00%
Voting through Polling paper (in person or by proxy)	6	222	99.11%
Total	56	14014494	

Voted '**AGAINST**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' Against ' the resolution	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting through Polling paper (in person or by proxy)	2	2	0.89%
Total	2	2	

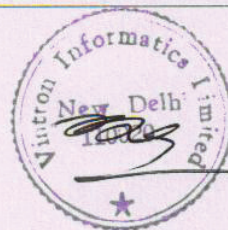
Resolution No. 3 – Ratification of Appointment of M/s. O. P. Bagla & Co., Statutory Auditors of the Company

Voted '**FOR**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' Favour ' of resolution	% of total number of valid votes cast
Remote E-Voting	56	14237259	100.00%
Voting through Polling paper (in person or by proxy)	6	222	99.11%
Total	62	14237481	

Voted '**AGAINST**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' Against ' the resolution	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting through Polling paper (in person or by proxy)	2	2	0.89%
Total	2	2	



Resolution No. 4 - Appointment of Ms. Tripti Pande Desai (DIN:07129494) as an independent Director of the Company for five consecutive years for a term up to 30th March, 2020

Voted **'FOR'** the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote E-Voting	56	14237259	100.00%
Voting through Polling paper (in person or by proxy)	6	222	99.11%
Total	62	14237481	

Voted **'AGAINST'** the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' the resolution	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting through Polling paper (in person or by proxy)	2	2	0.89%
Total	2	2	

Resolution No. 5 - Appointment of Shri Arvind Sharma (DIN:00012177) as a Director of the Company, liable to be retire by rotation

Voted **'FOR'** the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote E-Voting	54	14236059	100.00%
Voting through Polling paper (in person or by proxy)	6	222	99.11%
Total	60	14236281	

Voted **'AGAINST'** the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' the resolution	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting through Polling paper (in person or by proxy)	2	2	0.89%
Total	2	2	



Resolution No. 6 – Appointment of Shri Varun Gupta (DIN:00793728) as a Director of the Company, liable to be retire by rotation

Voted **'FOR'** the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote E-Voting	50	14014272	100.00
Voting through Polling paper (in person or by proxy)	6	222	99.11%
Total	56	14014494	

Voted **'AGAINST'** the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' the resolution	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting through Polling paper (in person or by proxy)	2	2	0.89%
Total	2	2	

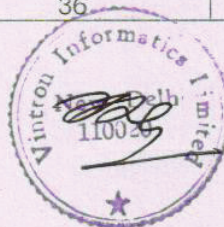
Resolution No. 7 – Appointment of Shri Jagdish Singh Dalal (DIN:02251250) as an independent Director of the Company for five consecutive years for a term up to 30th March, 2020

Voted **'FOR'** the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote E-Voting	55	14237225	100.00%
Voting through Polling paper (in person or by proxy)	6	222	99.11%
Total	61	14237447	

Voted **'AGAINST'** the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' the resolution	% of total number of valid votes cast
Remote E-Voting	1	34	0.00% (negligible)
Voting through Polling paper (in person or by proxy)	2	2	0.89%
Total	3	36	



Resolution No. 8 - Appointment of Shri Satish Chand (DIN:02615736) as an independent Director of the Company for five consecutive years for a term up to 30th March, 2020

Voted '**FOR**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' Favour ' of resolution	% of total number of valid votes cast
Remote E-Voting	55	14237225	100.00%
Voting through Polling paper (in person or by proxy)	6	222	99.11%
Total	61	14237447	

Voted '**AGAINST**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' Against ' the resolution	% of total number of valid votes cast
Remote E-Voting	1	34	0.00% (negligible)
Voting through Polling paper (in person or by proxy)	2	2	0.89%
Total	3	36	

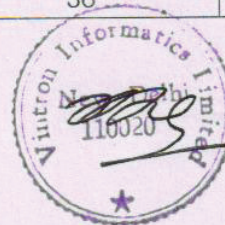
Resolution No. 9 - Approval and authorization to the Board of Directors for sale, lease or dispose off the properties, assets and undertakings

Voted '**FOR**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' Favour ' of resolution	% of total number of valid votes cast
Remote E-Voting	55	14237225	100.00%
Voting through Polling paper (in person or by proxy)	6	222	99.11%
Total	61	14237447	

Voted '**AGAINST**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' Against ' the resolution	% of total number of valid votes cast
Remote E-Voting	1	34	0.00% (negligible)
Voting through Polling paper (in person or by proxy)	2	2	0.89%
Total	3	36	



Resolution No. 10 – Appointment of Shri Arvind Sharma as Managing Director of the Company and remunerations payable to him for a period of five years with effect from 1st June 2015

Voted **'FOR'** the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote E-Voting	53	14236025	100.00%
Voting through Polling paper (in person or by proxy)	6	222	99.11%
Total	59	14236247	

Voted **'AGAINST'** the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' the resolution	% of total number of valid votes cast
Remote E-Voting	1	34	0.00% (negligible)
Voting through Polling paper (in person or by proxy)	2	2	0.89%
Total	3	36	

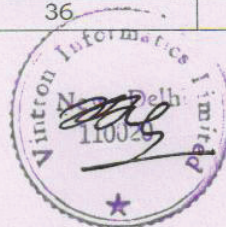
Resolution No. 11 – Appointment of Shri Varun Gupta as Whole Time Director of the Company and remunerations payable to him for a period of five years with effect from 1st June 2015

Voted **'FOR'** the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote E-Voting	49	14014238	100.00%
Voting through Polling paper (in person or by proxy)	6	222	99.11%
Total	55	14014460	

Voted **'AGAINST'** the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' the resolution	% of total number of valid votes cast
Remote E-Voting	1	34	0.00% (negligible)
Voting through Polling paper (in person or by proxy)	2	2	0.89%
Total	3	36	



Resolution No. 12 – Re-designation of Shri Raj Kumar Gupta as Whole Time Director and Chairman of the Company for the remaining period of his previous appointment till 30th September 2019

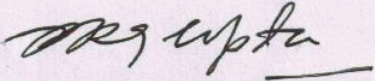
Voted '**FOR**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' Favour ' of resolution	% of total number of valid votes cast
Remote E-Voting	50	14014272	100.00%
Voting through Polling paper (in person or by proxy)	6	222	99.11%
Total	56	14014494	

Voted '**AGAINST**' the resolution:

Mode of voting	Number of members voted	Number of votes cast in ' Against ' the resolution	% of total number of valid votes cast
Remote E-Voting	0	0	0
Voting through Polling paper (in person or by proxy)	2	2	0.89%
Total	2	2	

Thereafter being no other resolution / items on the agenda to be considered and passed by the shareholders of the Company, the Meeting was declared as concluded with a vote of thanks to the Chair and Shareholders.



(RAJ KUMAR GUPTA)
Chairman and Whole Time Director
DIN: 00019125
F-9, HAUZ KHAS ENCLAVE, NEW DELHI-110016

