

CIN : L65910MH1998PLC115967

Registered Office :

3<sup>rd</sup> Floor, IRB Complex, Chandivli Farm, Chandivli Village, Andheri (E), Mumbai - 400 072.

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### DISCLOSURE PURSUANT TO CLAUSE 35A OF THE LISTING AGREEMENT

In accordance with Clause 35A of the Listing Agreement, the details of business transacted at the 17<sup>th</sup> Annual General Meeting of the Company are furnished below:

Date of the Annual General Meeting	September 23, 2015
Total number of shareholders on record date (Book Closure : September 19, 2015 – September 23, 2015, both days inclusive)	79238
Total number of shareholders as on Cut-Off date i.e. September 16, 2015 (for E-voting)	79291

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

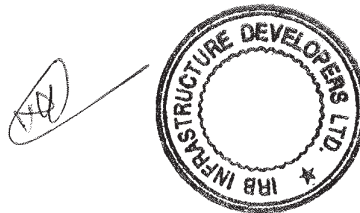
Promoters and Promoter Group :	6
Public :	35

**No. of Shareholders present in the meeting through Video Conferencing:**

Promoters and Promoter Group :	Not Arranged
Public :	

**Agenda-wise**

Item Nos.	Details of the Agenda	Resolution required: (Ordinary / Special)	Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)
1.	Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors and the Audited Consolidated Financial Statements.	Ordinary	E-voting and Poll
2.	Re-appointment of Mr. Suresh G. Kelkar who retires by rotation	Ordinary	E-voting and Poll
3.	Ratification of appointment of Auditors and fixing their remuneration	Ordinary	E-voting and Poll
4.	Appointment of Joint Statutory Auditors and fixing their remuneration	Ordinary	E-voting and Poll
5.	Appointment of Mr. Sandeep J. Shah as an Independent Director	Ordinary	E-voting and Poll
6.	Appointment of Mr. Sunil Tandon as an Independent Director	Ordinary	E-voting and Poll
7.	Re-appointment of Mr. Mukeshlal Gupta as a Whole Time Director	Ordinary	E-voting and Poll
8.	Appointment of Mr. Sudhir Rao Hoshing as a Joint Managing Director	Ordinary	E-voting and Poll
9.	Ratification of remuneration payable to Mr. P. D. Phadke, Cost Accountants (FRN: 102030) Cost Auditor of the Company for the financial year ended on March 31, 2015	Ordinary	E-voting and Poll



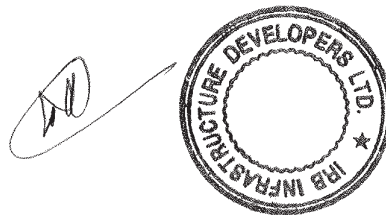
In case of E-voting / Poll

**Resolution 1: Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors and the Audited Consolidated Financial Statements.**

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	203117805	201032415	98.9733	201032415	0	100	0
Public – Institutional holders	126729569	74040269	58.4238	74040269	0	100	0
Public- Others	21602626	15871	0.0735	15871	0	100	0
<b>Total</b>	<b>351450000</b>	<b>275088555</b>	<b>78.2725</b>	<b>275088555</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Resolution 2: Re-appointment of Mr. Suresh G. Kelkar who retires by rotation**

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	203117805	201032415	98.9733	201032415	0	100	0
Public – Institutional holders	126729569	74813269	59.0338	72800521	2012748	97.3096	2.6903
Public- Others	21602626	15872	0.0735	14927	945	94.0461	5.9538
<b>Total</b>	<b>351450000</b>	<b>275861556</b>	<b>78.4924</b>	<b>273847863</b>	<b>2013693</b>	<b>99.27</b>	<b>0.73</b>

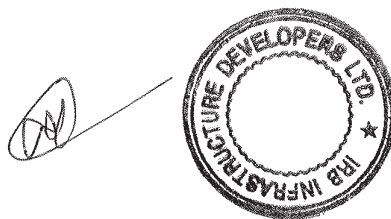


**Resolution 3: Ratification of appointment of Auditors and fixing their remuneration**

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
<b>Promoter and Promoter Group</b>	203117805	201032415	98.9733	201032415	0	100	0
<b>Public – Institutional holders</b>	126729569	74813269	59.0338	34903615	39909654	46.6543	53.3456
<b>Public- Others</b>	21602626	15872	0.0735	15862	10	99.9369	0.063
<b>Total</b>	<b>351450000</b>	<b>275861556</b>	<b>78.4924</b>	<b>235951892</b>	<b>39909664</b>	<b>85.5327</b>	<b>14.4673</b>

**Resolution 4: Appointment of Joint Statutory Auditors and fixing their remuneration**

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
<b>Promoter and Promoter Group</b>	203117805	201032415	98.9733	201032415	0	100	0
<b>Public – Institutional holders</b>	126729569	74813269	59.0338	73536712	1276557	98.2936	1.7063
<b>Public- Others</b>	21602626	15872	0.0735	15862	10	99.9369	0.063
<b>Total</b>	<b>351450000</b>	<b>275861556</b>	<b>78.4924</b>	<b>274584989</b>	<b>1276567</b>	<b>99.5372</b>	<b>0.4628</b>

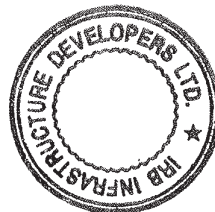


**Resolution 5: Appointment of Mr. Sandeep J. Shah as an Independent Director**

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
<b>Promoter and Promoter Group</b>	203117805	201032415	98.9733	201032415	0	100	0
<b>Public – Institutional holders</b>	126729569	74813269	59.0338	74235339	577930	99.2275	0.7724
<b>Public- Others</b>	21602626	15872	0.0735	14937	935	94.1091	5.8908
<b>Total</b>	<b>351450000</b>	<b>275861556</b>	<b>78.4924</b>	<b>275282691</b>	<b>578865</b>	<b>99.7902</b>	<b>0.2098</b>

**Resolution 6: Appointment of Mr. Sunil Tandon as an Independent Director.**

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
<b>Promoter and Promoter Group</b>	203117805	201032415	98.9733	201032415	0	100	0
<b>Public – Institutional holders</b>	126729569	74813269	59.0338	74813269	0	100	0
<b>Public- Others</b>	21602626	15872	0.0735	15487	385	97.5743	2.4256
<b>Total</b>	<b>351450000</b>	<b>275861556</b>	<b>78.4924</b>	<b>275861171</b>	<b>385</b>	<b>99.9999</b>	<b>0.0001</b>

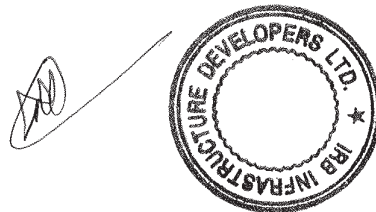



**Resolution 7: Re-appointment of Mr. Mukeshlal Gupta as a Whole Time Director**

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
<b>Promoter and Promoter Group</b>	203117805	201032415	98.9733	201032415	0	100	0
<b>Public – Institutional holders</b>	126729569	74813269	59.0338	74721292	91977	99.877	0.1229
<b>Public- Others</b>	21602626	15872	0.0735	14777	1095	93.101	6.8989
<b>Total</b>	<b>351450000</b>	<b>275861556</b>	<b>78.4924</b>	<b>275768484</b>	<b>93072</b>	<b>99.9663</b>	<b>0.0337</b>

**Resolution 8: Appointment of Mr. Sudhir Rao Hoshing as a Joint Managing Director.**

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
<b>Promoter and Promoter Group</b>	203117805	201032415	98.9733	201032415	0	100	0
<b>Public – Institutional holders</b>	126729569	74813269	59.0338	74721292	91977	99.877	0.1229
<b>Public- Others</b>	21602626	15872	0.0735	15477	395	97.5113	2.4886
<b>Total</b>	<b>351450000</b>	<b>275861556</b>	<b>78.4924</b>	<b>275769184</b>	<b>92372</b>	<b>99.9665</b>	<b>0.0335</b>



**Resolution 9: Ratification of remuneration payable to Mr. P. D. Phadke, Cost Accountants (FRN: 102030)  
Cost Auditor of the Company for the financial year ended on March 31, 2015.**

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
<b>Promoter and Promoter Group</b>	203117805	201032415	98.9733	201032415	0	100	0
<b>Public – Institutional holders</b>	126729569	74813269	59.0338	73881434	931835	98.7544	1.2455
<b>Public- Others</b>	21602626	15871	0.0735	15861	10	99.9369	0.063
<b>Total</b>	<b>351450000</b>	<b>275861555</b>	<b>78.4924</b>	<b>274929710</b>	<b>931845</b>	<b>99.6622</b>	<b>0.0378</b>

**Note :**

1. All the aforesaid resolutions were passed with requisite majority.
2. No. of votes polled does not include Invalid votes

