

BARAK VALLEY CEMENTS LTd.

281, Deepali, Pitam Pura, Delhi-34 Tel.: +91-11-27033828 / 829 Fax: +91-11-27033830 E-mail: delhi@barakcement.com • Website: www.barakcement.com



SO 9001 : 2008 CERT. No.: OAC/R91/1941

CIN:L01403AS1999PLC005741

Ref: 0909/BVCL/2014-15

Date: 09.09.2014

To
The General Manager,
Department of Corporate Services,
Bombay Stock Exchange Limited
Phiroze Jee Jee Bhoy Tower
Dalal Street, Fort
Mumbai-400001
Fax: 022-22722061/41/39
Phone No. 91-22-22721233/4

Sub: Disclosure of Voting Results as per Clause 35A of the Listing Agreement along with Scrutinizers Report
Scrip Code: 532916

Dear Sir,

Pursuant to Clause 35A of the Listing Agreement, please find enclosed herewith the details of Voting Results of the 15th Annual General Meeting of Barak Valley Cements Limited held on Monday, the 8th September, 2014 at 12:30 P.M. at 202, Royal View, B.K. Kakoti Road, Ulubari, Guwahati, Assam-781007 along with copy of Scrutinizers Report.

You are requested to consider the aforesaid for your official records and oblige.

Thanking You,

For BARAK VALLEY CEMENTS LIMITED

Bhavna Jangid

(Company Secretary)

Company Secretary to

Encl: As Above



BARAK VALLEY CEMENTS LTd.

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281, Deepali, Pitam Pura, Delhi-34 Tel.: +91-11-27033828 / 829 Fax: +91-11-27033830 E-mail: delhi@barakcement.com • Website: www.barakcement.com

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DETAILS OF VOTING RESULTS AS PER CLAUSE 35A

	<u>33A</u>	
S. No.	Particulars	Details
1	Date of AGM	08th September,
		2014
2	Total number of	7205
	shareholders on	
	record date	
3	No. of	45
	Shareholders	
•	present in the	
	meeting either in	
	person or through	
÷	proxy:	· · · · · ·
	Promoters and	21
	Promoter Group:	
	Public:	24
4	No. of	
٠	Shareholders	
	attended the	
	meeting through	
	Video	Not Arranged
	Conferencing	_
	Promoters and	
٠	Promoter Group:	
	Public:	

AGENDA WISE

In case of Poll/E- voting:

The mode of voting for all resolutions was e-voting and poll conducted at the meeting

RESOLUTION NO. 1: ORDINARY RESOLUTION

To consider and adopt the audited Balance Sheet of the Company as at 31st March, 2014 and Profit and Loss A/c for the year ended on that date together

with the Report of the Directors and Auditors thereon.

	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	(4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1
	:						
Promoter and Promoter Group	13,080,521.00	11,127,521.00	85.07	11,127,521.00	-	100.00	_
Public-Institutional holders	-		-	-	•	-	-
Public-Others	9,079,479.00	2,308,070,00	25.42	2,307,805.00	265.00	99,99	0.01
Total	22,160,000.00	13,435,591.00	60.63	13,435,326.00	265.00	100.00	0.00



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RESOLUTION NO. 2: ORDINARY RESOLUTION reappointment

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group	13,080,521.00	7,230,140.00	55,27	7,230,140.00	-	100.00	-
Public-Insitutional holders			-	-	-		-
Public-Others	9,079,479.00	2,308,055.00	25.42	2,307,785.00	270.00	99,99	0.01
Total	22,160,000.00	9,538,195.00	43.04	9,537,925.00	270,00	100,00	0.00

RESOLUTION NO. 3: ORDINARY RESOLUTION

To appoint a Director in place of Sh. Prahlad Rai Chamaria (DIN: 00037589), who retires by rotation and being eligible, offers himself for reappointment.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
tion of the first section of the sec	er e	and the second					
Promoter and Promoter Group	13,080,521.00	8,285,721.00	63,34	8,285,721.00	• • • • • • • • • • • • • • • • • • •	100.00	
Public-Insitutional holders			- 1.1. The table 1.2. 1.2. 1.2. 1.2. 1.2. 1.2. 1.2. 1.2		-	-	-
Public-Others	9,079,479.00	2,308,449.00	25.42	2,307,785.00	664.00	99.97	0.03
Total	22,160,000.00	10,594,170.00	47.81	10,593,506.00	664.00	99.99	0.01

RESOLUTION NO. 4: ORDINARY RESOLUTION

Appointment of M/s Kumar Vijay Gupta & Co., Chartered Accountants (Firm Registration No. 007814-N) as Statutory Auditors of the Company and fixing

their remuneration.			4 mg - 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1			1 N 1 N 1 N 1 N 1 N 1 N 1 N 1 N 1 N 1 N	
Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
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Promoter and Promoter Group	13,080,521.00	11,127,521.00	85.07	11,127,521.00	18	100.00	-
Public-Insitutional holders	an kan s	-	-		-	-	- 0.03
Public-Others	9,079,479.00	2,308,449.00	25.42	2,307,785.00	664.00		0.03
Total	22.160.000.00	13,435,970.00	60.63	13,435,306.00	664.00	100.00	0.00



RESOLUTION NO. 5: ORDINARY RESOLUTION

Appointment of Smt. Renu Keiriwal (DIN: 06768299) as an Independent Director of the Company.

Promoter /Public	No. of shares held (1)	No. of votes polled (2)		No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group	13,080,521.00	11,127,521.00	85.07	11,127,521.00	-	100.00	-
Public-Insitutional holders	-	-	-	-	-	-	-
Public-Others	9,079,479.00	2,308,060.00	25.42	2,307,785.00	275.00	99.99	0.01
Total	22,160,000.00	13,435,581.00	60.63	13,435,306.00	275.00	100.00	0.00

RESOLUTION NO. 6: SPECIAL RESOLUTION

Re-appointment of Sh. Kamakhya Chamaria (DIN:00612581) as a Managing Director of the Company designated as Key Managerial Personnel for a period

of three years effective from 30th September, 2014

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
a en en en en en en							
Promoter and Promoter Group	13,080,521.00	8,525,721.00	65.18	8,525,721.00	the ya the	100.00	.
Public-Institutional holders			-	-	-		
Public-Others	9,079,479.00	1,966,445.00	21.66	1,966,185.00	260,00	99,99	0.01
Total	22,160,000.00	10,492,166.00	47.35	10,491,906.00	260,00	100.00	0.00

RESOLUTION NO. 7: SPECIAL RESLUTION

Re-appointment of Sh. Bijay Kumar Garodia (DIN:00044379) as a Whole Time Director of the Company designated as Key Managerial Personnel for a

period of three years effective from 1st June, 2014.

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
, et toastookijelat		Market Control	447,	y de letter gerør			
Promoter and Promoter Group	13,080,521.00	7,388,571.00	56,49	7,388,571.00	-	100.00	
Public-Institutional holders	· · · · · · · · · · · · · · · · · · ·		-	and see thatas	1.53 _ 1.5		ي ا د
Public-Others Total	9,079,479,00 22,160,000,00	2,308,035.00 9,696,606,00		2,307,785.00 9,696,356.00	250.00 250.00	99,99 100.00	0.00



RESOLUTION NO. 8: SPECIAL RESOLUTION

Re-appointment of Sh. Santosh Kumar Bajaj (DIN:00045759) as a Whole Time Director of the Company designated as Key Managerial Personnel for a

neriod of three years effective from 30th September, 2014.

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1	% of Votes against on votes polled (7)=[(5)/(2)]*1
Promoter and Promoter Group	13,080,521.00	5,379,221.00	41,12	5,379,221.00		100.00	-
Public-Institutional holders	-	-	-	-	<u>-</u>	-	-
Public-Others	9,079,479.00	2,308,035.00	25.42	2,307,785.00	250.00	99.99	0.01
Total (B)	22,160,000.00	7,687,256.00	34.69	7,687,006.00	250.00	100.00	0.00

RESOLUTION NO. 9: SPECIAL RESOLUTION

Re-appointment of Sh. Brahm Prakash Bakshi (DIN:00129132) as an Independent Director of the Company.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1
		ere en		<u>.</u>			
Promoter and Promoter Group	13,080,521.00	11,127,521.00	85.07	11,127,521.00	-	100,00	<u>-</u>
Public-Institutional holders	-	•	-	-	-	_	-
Public-Others	9,079,479.00	2,305,569.00	25,39	2,305,305.00	264.00	99,99	
Total	22.160,000.00	13,433,090.00	60.62	13,432,826.00	264.00	100.00	0,00

RESOLUTION NO. 10: SPECIAL RESOLUTION

Re-appointment of Dr. Dhanpat Ram Agarwal (DIN:00322861) as an Independent Director of the Company

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group	13,080,521.00	11,127,521.00	85.07	11,127,521.00	•	100.00	-
Public-Insitutional holders		in the set of the	•		<u>-</u>	·	-
Public-Others Total	9,079,479.00 22,160,000.00	2,308,069.00 13,435,590.00	25,42 60.63	2,307,805.00 13,435,326.00	264.00 264.00	99.99 100.00	0,01



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RESOLUTION NO. 11: SPECIAL RESOLUTION

Re-appointment of Sh. Vishal More (DIN:01513638) as an Independent Director of the Company.

Promoter/ Public	No, of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1	% of Votes against on votes polled (7)=[(5)/(2)]*1
Promoter and Promoter Group	13,080,521.00	11,127,521.00	85.07	11,127,521.00	•	100.00	_
Public-Insitutional holders	-	-		-	•	-	-
Public-Others	9,079,479.00	2,308,069.00	25.42	2,307,805.00	264.00	99,99	0.01
Total	22,160,000,00	13,435,590.00	60.63	13,435,326.00	264.00	100.00	0.00

RESOLUTION NO. 12: SPECIAL RESOLUTION

Re-appointment of Sh. Ramesh Chandra Bajaj (DIN: 01054099) as an Independent Director of the Company

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
	**					en en en en	
Promoter and Promoter Group	13,080,521.00	11,127,521.00	85.07	11,127,521.00	•	100.00	•
Public-Institutional holders	ách File		-	,,		50 S 44 S 2	-
Public-Others	9,079,479.00	2,308,069.00	25.42	2,307,805.00	264.00	99.99	0.01
Total	22,160,000.00	13,435,590.00	60.63	13,435,326.00	264.00	100.00	0,00

RESOLUTION NO. 13: ORDINARY RESOLUTION

Ratification and approval of cost Auditor's Remuneration.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1	% of Votes against on votes polled (7)=[(5)/(2)]*1
Promoter and Promoter Group	13,080,521.00	11,127,521.00	85.07	11,127,521.00	-	100.00	-
Public-Insitutional holders	·	.	-	-	•	_	_
Public-Others	9,079,479.00	2,308,069.00	25,42	2,307,805.00	264.00	99.99	0.01
Total	22,160,000.00	13,435,590.00	60,63	13,435,326.00	264.00	100.00	0.00



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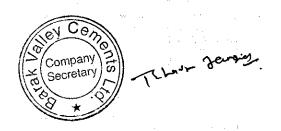
RESOLUTION NO. 14: SPECIAL RESOLUTION

Approve the limit under the provisions of Section 15

Promoter/ Public	r the provisions of Secti No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)={(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
Promoter and Promoter Group	13,080,521.00	11,127,521.00	85.07	11,127,521.00		100.00	-
Public-Institutional holders	-	-	-	•	-		-
Public-Others	9,079,479.00	2,308,069.00	25.42	2,307,805.00	264.00	99.99	0.01
Total	22,160,000.00	13,435,590.00	60.63	13,435,326.00	264.00	100.00	0.00

RESOLUTION NO. 15: SPECIAL RESOLUTION

Approve the borrowing	limit of the company u	nder the provisions of s	ection 180(1) (c	e) of the companies act, 2	2013.		
Promoter/ Public	No. of shares held (1)	No. of votes polled (2)		No. of Votes-in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)]*1 00
			[
Promoter and Promoter Group	13,080,521.00	11,127,521.00	85.07	11,127,521.00	-	100.00	•
Public-Institutional holders	in tuture to take gang atau-atan [‡] ik	James Balan) jerke Line de la serie de Arti	eley? Tel.		_	• • •	
Public-Others	9,079,479.00	2,308,069.00	25.42	2,307,805.00	264.00	99,99	0.01
TP-4-1	22 160 000 00	13 435 590 00	60.63	13.435.326.00	1 264.00	100.00	0.00



Balwan Jain & Co. Chartered Accountants

243/5,Canal Road, Near Patram Rice Mill, Narwana - 126116 (Haryana). Ph. (M): 09811063857

Scrutinizer's Report On E-Voting Carried Out For Barak Valley Cements Limited
(Pursuant to section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies

(Management and Administration) Rules, 2014

05th September, 2014

To,
The Chairman of 15th Annual General Meeting of the members
of Barak Valley Cements Limited to be held on the 8th day of September, 2014 at 12:30 P.M.
at 202, Royal View B.K. Kakoti Road, Guwahati, Assam-781007

Dear Sir,

Re: Scrutinizer's Report on voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014

I, Balwan Jain, Proprietor of M/s. Balwan Jain & Co., Chartered Accountant firm having its registered office at 243/5, Canal road, Near Patram Rice Mill, Narwana-126116(Haryana), have been appointed by the Board of Directors of Barak Valley Cements limited ("the company") as Scrutinizer for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e- Voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies(Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 15th Annual General Meeting of the Equity Shareholders of Barak Valley Cements Limited, to be held on 8th day of September, 2014 at 12:30 P.M. at 202, Royal View B.K. kakoti road, Guwahati, Assam-781007. We submit our report as under:

- 1. The members of the Company as on the cut-off date i.e. 01st August, 2014 were entitled to vote on the proposed resolutions (Item No. 1 to 15 as set out in the notice of the 15th AGM of the company.
- 2. The e-voting period commenced on Tuesday, 2nd September, 2014 (9:00 A.M.) and ended on Thursday, 04th September, 2014(6:00 P.M.).
- 3. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 04th September, 2014 at 6:00 P.M., the NSDL portal was blocked for voting.
- 4. The votes cast were unblocked on Thursday, 4th September, 2014 around 7:00 P.M., in presence of two witness, Mr. Ashish Soni (Address: 282, Deepali, Pitampura, New Delhi-110034) and Mr. Mohit Mahana (Address: E-19, 83-84, 3rd Floor, Sector-3, Rohini, Delhi-110085) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

(Name: Ashish Soni)

(Name: Mohit Mahana)

- 5. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited(://https www.evoting.nsdl.com/)-Annexure-A
- 6. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number, or client ID of the shareholders, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company; hence there is no requirement of maintain of the list of shares with differential voting rights.
- 7. The result of the e-voting is as under:
 - a.) Resolution 1- To receive, consider, approve and adopt the audited Balance Sheet of the Company as at 31st March, 2014 and the Statement of Profit and Loss for the year ended on that date together with the Report of the Board of Directors and the Auditors thereon.
 - (i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
20	37,55,440	99.9996%

(ii) Voted against the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
1.	15	0.0004%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

Resolution 2 - To appoint a Director in place of Sh. Mahendra Kumar Agarwal
 (DIN: 00044343), who retires by rotation and being eligible, offers himself for reappointment.



(i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
18	19,78,120	99.9989%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
1	20	0.0010%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

- C) Resolution 3 To appoint a Director in place of Sh. Prahlad Rai Chamaria (DIN: 00037589), who retires by rotation and being eligible, offers himself for reappointment.
 - (i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
18	17,28,120	99.9790%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
1	414	0.0209%

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	2,50,000



D) Resolution 4 - Appointment of M/s Kumar Vijay Gupta & Co., Chartered Accountants (Firm Registration No. 007814-N) as Statutory Auditors of the Company and fixing their remuneration.

(i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
19	37,55,420	99.9889%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
1.	414	0.0110%

(iii)Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

E) Resolution 5- Appointment of Smt. Renu Kejriwal (DIN: 06768299) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
19	37,55,420	99.9993%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
1.	25	0.0006%

Total number of members whose votes Total number of votes cast by them	
were declared invalid	· · · · · · · · · · · · · · · ·
N.A.	N.A.



F) Resolution No. 6- Re-appointment of Sh. Kamakhya Chamaria (DIN:00612581) as a Managing Director of the Company designated as Key Managerial Personnel for a period of three years effective from 30th September, 2014.

(i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
15	1416420	99.9992%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
1	10	0.0007%

(iii) Invalid Votes:

Total number of members whose votes	Total number of votes cast by them
were declared invalid	
N.A.	N.A.

G) Resolution No.7.- Re-appointment of Sh. Bijay Kumar Garodia (DIN:00044379) as a Whole Time Director of the Company designated as Key Managerial Personnel for a period of three years effective from 1st June, 2014.

(i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
18	19,78,120	100.00%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
0	0	0.00%



(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

H) Resolution No. 8- Re-appointment of Sh. Santosh Kumar Bajaj (DIN:00045759) as a Whole Time Director of the Company designated as Key Managerial Personnel for a period of three years effective from 30th September, 2014.

(i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
18	19,78,120	100.00%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
0	0	0.00%

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

- I) Resolution No. 9. Re-appointment of Sh. Brahm Prakash Bakshi (DIN:00129132) as an Independent Director of the Company.
- (i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
19	37,52,940	99.9996%



(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
1	14	0.0003%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

J) Resolution No. 10- Re-appointment of Dr. Dhanpat Ram Agarwal (DIN:00322861) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
20	37,55,440	99.9996%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
1	14	0.0003%

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.



K) Resolution No.11- Re-appointment of Sh. Vishal More (DIN:01513638) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
20	37,55,440	99.9996%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
1	14	0.0003%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

L) Resolution No. 12.- Re-appointment of Sh. Ramesh Chandra Bajaj (DIN: 01054099) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
20	37,55,440	99.9996%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
1 .	14	0.0003%

Total number of members whose votes Total number of votes cast by them	
were declared invalid	
N.A.	N.A.



M) Resolution No.13- Ratification and approval of cost Auditor's Remuneration.

(i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
20	37,55,440	99.9996%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
1	14	0.0003%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.

N) Resolution No. 14- Approve the limit under the provisions of Section 180(1)(a) of the Companies Act, 2013.

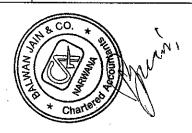
(i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
20	37,55,440	99.9996%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
1	14	0.0003%

Total number of members whose votes were declared invalid	Total number of votes cast by them
N.A.	N.A.



- O) Resolution No. 15- Approve the borrowing limit of the company under the provisions of section 180(1) (c) of the companies act, 2013.
 - (i) Voted in favour of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
20	37,55,440	99.9996%

(ii) Voted in against of the resolution:

Number of Members Voted through Electronic voting System		% of total number of valid votes cast
1	14	0.0003%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them	
N.A.	N.A.	

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

Thanking you,

Place: New Delhi Dated: 05.09.2014 Yours Faithfully,

Balwan jain Proprietor, Balwan Jain & Co. Charted Accountants (FRN-013079N) Membership No. -91276





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ISIN Name

: BARAK VALLEY CEMENTS LIMITED EO

EVEN

: 100674

: Download File

Record Date Voting End Date

Resolution File

: 2014-08-01

: 2014-09-04

ISIN ' Logo File

: INE139I01011

: Download File

Voting Start Date : 2014-09-02

Voting Result Date: 2014-09-08

Resolution Description : Ordinary Business

To consider and adopt the audited Balance Sheet of the Company as at 31st March, 2014 and Profit and Loss A/c for the year ended on that date together with the Report of the Directors and Auditors thereon.

I/We Assent To The Resolution(For/ Yes/ 3755440.000 Favour)

I/We Dissent To The Resolution(Against/ No)

Resolution Description : Ordinary Business

Re-appointment of Sh. Mahendra Kumar Agarwal (DIN: 00044343), who retires by rotation.

I/We Assent To The Resolution(For/ Yes/ 1978120.000 Favour) I/We Dissent To The 20.000 Resolution(Against/ No

Resolution Description : Ordinary Business

Re-appointment of Sh. Prahlad Rai Chamaria (DIN: 00037589), who retires by

I/We Assent To The Resolution(For/ Yes/ Favour)	1978120.000
I/We Dissent To The	

Resolution

Description

: Ordinary Business

Appointment of M/s Kumar Vijay Gupta & Co., Chartered Accountants (Firm Registration No. 007814-N) as Statutory Auditors of the Company and fixing their remuneration.

I/We Assent To The Resolution(For/ Yes/ Favour)	3755420.000
I/We Dissent To The Resolution(Against/ No	

Resolution

: Special Business

Description

Appointment of Smt. Renu Kejriwal (DIN:06768299) as an Independent Director of the Company.

I/We Assent To The Resolution(For/ Yes/ Favour)	3755420.000
I/We Dissent To The	

"Resolution"

:--Special-Business

Description

Re-appointment of Sh. Kamakhya Chamaria (DIN:00612581) as a Managing Director of the Company designated as Key Managerial Personnel for a period of three years effective from 30th September, 2014.

I/We Assent To The Resolution(For/ Yes/ Favour)	1416420.000
I/We Dissent To The Resolution(Against/ No)	10.000

Resolution

: Special Business



escription	;	Re-appointment of Sh. Bijay Kumar Garodia (DIN:00044379) as a Whole Time Director of the Company designated as Key Managerial Personnel for a period of	
		hree years effective from 1st June, 2014.	I/We Assent To The
			Resolution(For/ Yes/ 1978120.00 Favour)
			I/We Dissent To The nor
			Resolution(Against/ No)

solution	:	Special Business	
scription	:	Re-appointment of Sh. Santosh Kumar Bajaj (DIN:00045759) as a Whole Time	·
		Director of the Company designated as Key Managerial Personnel for a period of three years effective from 30th September, 2014.	I/We Assent To The
			Resolution(For/ Yes/ 1978120.0
			Favour) I/We Dissent To The
			Resolution(Against/ No) 0.0
solution	:	Special Business	·
scription		Re-appointment of Sh. Brahm Prakash Bakshi (DIN:00129132) as an	
		Independent Director of the Company.	graduate to the control of the contr
		; ·	I/We Assent To The Resolution(For/ Yes/ 3752940.0
			Favour)
			I/We Dissent To The Resolution(Against/No) 14.0
ممتادام			
solution scription	:	Special Business Re-appointment of Dr. Dhanpat Ram Agarwal (DIN:00322861) as an	
	•	Independent Director of the Company.	·
			I/We Assent To The Resolution(For/ Yes/ 3755440.0
			Favour)
			I/We Dissent To The Resolution(Against/ No)
esolution		Special Business	
escription	:	Re-appointment of Sh. Vishal More (DIN:01513638) as an Independent Director of the Company.	
			I/We Assent To The
			Resolution(For/ Yes/ 3755440.0 Favour)
			I/We Dissent To The
			Resolution(Against/ No)
esolution	:	Special Business	
escription	:	Re-appointment of Sh. Ramesh Chandra Bajaj (DIN: 01054099) as an	•
		Independent Director of the Company.	I/We Assent To The
			Resolution(For/ Yes/ 3755440.
			Favour) I/We Dissent To The
			Resolution(Against/No) 14.
esolution		Special Business	
escription	:	Ratification and approval of cost Auditor Remuneration,	
		i ·	I/We Assent To The
			Resolution(For/ Yes/ 3755440.
			Favour) I/We Dissent To The
			Resolution(Against/ No) 14.
		Lawrence and the control of the cont	
		Constant mustace	
	:	Special Business	
	:	Special Business Approve the limit under the provisions of Section 180(1)(a) of the Companies Act, 2013.	
	:	Approve the limit under the provisions of Section 180(1)(a) of the Companies Act, 2013.	I/We Assent To The
	:	Approve the limit under the provisions of Section 180(1)(a) of the Companies	Resolution(For/ Yes/ 3755440. Favour)
	:	Approve the limit under the provisions of Section 180(1)(a) of the Companies Act, 2013.	Resolution(For/ Yes/ 3755440. Favour) I/We Dissent To The
Resolution Description	:	Approve the limit under the provisions of Section 180(1)(a) of the Companies Act, 2013.	Resolution(For/Yes/ 3755440.



Description

: Approve the borrowing limit of the company under the provisions of section

180(1) (c) of the companies act, 2013.

| I/We Assent To The Resolution(For/ Yes/ Favour)

| I/We Dissent To The Resolution(Against/ No) | 14.000

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Balwan Jain & Co. Chartered Accountants

243/5,Canal Road, Near Patram Rice Mill, Narwana - 126116 (Haryana). Ph. (M): 09811063857

FORM No. MGT-13 Report of Scrutinizer(s)

[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 of 15th Annual General Meeting of the Equity Shareholders of Barak Valley Cements Limited held on the 8th day of September, 2014 at 202, Royal View, B.K. Kakoti Road, Guwahati, Assam-781007

Dear Sir,

- I, Balwan Jain, Proprietor of M/s. Balwan Jain & Co., chartered Accountant firm having its registered office at 243/5, Canal road, near Patram rice mill, Narwana-126116(Haryana), appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 15th Annual general meeting of the Equity Shareholders of Barak Valley Cements Limited, held on 8th day of September, 2014 at 12:30 P.M. at 202, Royal View B.K. Kakoti road, Guwahati, Assam-781007, submit my report as under:
- 1. After the time fixed for closing of the poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- 2. The locked ballot boxes were 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 of the Company and the authorizations / proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the Poll is as under:

A.)Resolution 1- To receive, consider, approve and adopt the audited Balance Sheet of the Company as at 31st March, 2014 and the Statement of Profit and Loss for the year ended on that date together with the Report of the Board of Directors and the Auditors thereon.

(ii) Voted in favour of the resolution:

Number present (in person	of and or by p	voting	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
	41		96,79,886	99.9974%



(ii) Voted in against of the resolution:.

Number of Members present and voting (in person or by proxy)	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
1	250	0.0025%

(iv) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	
1	50

b) Resolution 2 - To appoint a Director in place of Sh. Mahendra Kumar Agarwal (DIN: 00044343), who retires by rotation and being eligible, offers himself for reappointment.

(ii) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
41	75,59,805	99.9966%

(ii) Voted in against of the resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
1	250	0.0033%

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	50



C) Resolution 3 - To appoint a Director in place of Sh. Prahlad Rai Chamaria (DIN: 00037589), who retires by rotation and being eligible, offers himself for reappointment.

(ii) Voted in favour of the resolution:

Number present person or	of and by pre	voting	bers (in	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
	41			88,65,386	99.9971%

(ii) Voted in against of the resolution:

Number present person or	of and by pre	voting	bers (in	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
	1			250	0.0028%

(iii)Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	50

D) Resolution 4 - Appointment of M/s Kumar Vijay Gupta & Co., Chartered Accountants (Firm Registration No. 007814-N) as Statutory Auditors of the Company and fixing their remuneration.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
41	96,79,886	99.9974%

(ii) Voted in against of the resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
1.	250	0.0025%



(iii)Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	50

- E) Resolution 5- Appointment of Smt. Renu Kejriwal (DIN: 06768299) as an Independent Director of the Company.
 - (i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
41	96,79,886	99.9974%

(ii) Voted in against of the resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
1	250	0.0025%

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	50

- F) Resolution No. 6- Re-appointment of Sh. Kamakhya Chamaria (DIN:00612581) as a Managing Director of the Company designated as Key Managerial Personnel for a period of three years effective from 30th September, 2014.
 - (ii) Voted in favour of the resolution:

Number of Me present and votin person or by proxy)	embers g (in	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
41		90,75,486	99.9972%

(ii) Voted in against of the resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
1	250	0.0027%



(iii) Invalid Votes:

Total number of members (in	Total number of votes cast by
person or by proxy) whose votes	them
were declared invalid	•
1	50

G) Resolution No.7.- Re-appointment of Sh. Bijay Kumar Garodia (DIN:00044379) as a Whole Time Director of the Company designated as Key Managerial Personnel for a period of three years effective from 1st June, 2014.

(i) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
41	77,18,236	99.9967%

(ii) Voted in against of the resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
1	250	0.0032%

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	50

H) Resolution No. 8- Re-appointment of Sh. Santosh Kumar Bajaj (DIN:00045759) as a Whole Time Director of the Company designated as Key Managerial Personnel for a period of three years effective from 30th September, 2014.

(ii) Voted in favour of the resolution:

Number of Members present and voting (in person or by proxy)	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
41	57,08,886	99.9956%

(ii) Voted in against of the resolution:

Number of	Members	Number of Votes Cast in	% of total number of valid
present and	voting (in	against of the resolution	votes cast
person or by pr	oxy)		
1		250	0.0043%

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	
1	50

- II) Resolution No. 9. Re-appointment of Sh. Brahm Prakash Bakshi (DIN:00129132) as an Independent Director of the Company.
- (ii) Voted in favour of the resolution:

Number	of	Members		Number of Votes Cast in	% of total number of valid
present	and	voting	(in	favour of the resolution	votes cast
person or by proxy)			a.		
	41			96,79,886	99.9974%

(ii) Voted in against of the resolution:

Number of Members	Number of Votes Cast in	% of total number of valid
present and voting (in	against of the resolution	votes cast
person or by proxy)	organisma i	·
1	250	0.0025%

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
The state of the s	50

- J) Resolution No. 10- Re-appointment of Dr. Dhanpat Ram Agarwal (DIN:00322861) as an Independent Director of the Company.
 - (i) Voted in favour of the resolution:

Number	of	Mem	bers	Number of Votes Cast in	% of total number of valid
present a	ınd	voting	(in	favour of the resolution	votes cast
person or b	y pro	oxy) 💎	12.	Anglish garantan da Samaran da A	Z. P. Hati Att. Gray Cago in Albert
	41			96,79,886	99.9974%



(ii) Voted in against of the resolution:

Number	of			Number of Votes Cast in	% of total number of valid
present and voting (in person or by proxy)		against of the resolution	votes cast		
	1			250	0.0025%

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	
1	50

K) Resolution No.11- Re-appointment of Sh. Vishal More (DIN:01513638) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

	Number of Votes Cast in	
present and voting (in person or by proxy)		votes cast
person or by proxy)	the state of the s	<u> </u>
	96,79,886	99.9974%

(ii) Voted in against of the resolution:

	Number of Members present and voting (in person or by proxy)	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
L	1	250	0.0025%

Total number of members (in person or by proxy) whose votes were declared invalid	
1	50



L) Resolution No. 12.- Re-appointment of Sh. Ramesh Chandra Bajaj (DIN: 01054099) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number	of	Members		Number of Votes Cast in	% of total number of valid
present	and	voting	(in	favour of the resolution	votes cast
person or by proxy)					
41				96,79,886	99.9974%

(ii) Voted in against of the resolution:

Number	of	Members		Number of Votes Cast in	% of total number of valid
present	and	voting	(in	against of the resolution	votes cast
person or by proxy)					
1				250	0.0025%

(iii) Invalid Votes:

Total number of members (in person or	·
by proxy) whose votes were declared	
invalid	
	50

M) Resolution No.13- Ratification and approval of cost Auditor's Remuneration.

(i) Voted in favour of the resolution:

. ,	Number of	Mem	bers	Number of Votes Cast in	% of total number of valid
	•		•		votes cast
	person or by pro	oxy)		t in it is the area to the second	A third Digital Control of the Control
	2 mg - 2 mg 41	on Herrica	1401. 3	96,79,886	99.9974%

(ii) Voted in against of the resolution:

	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
person or by proxy)		the protection of the second
1	250	0.0025%

Total number of members (in person or	· · · · · · · · · · · · · · · · · · ·	
by proxy) whose votes were declared invalid	State of the state	
1	50	



N) Resolution No. 14- Approve the limit under the provisions of Section 180(1)(a) of the Companies Act, 2013.

(i) Voted in favour of the resolution:

Number present person or		voting	bers (in	Number of Votes Cast in favour of the resolution	% of total number of valid votes cast
41				96,79,886	99.9974%

(ii) Voted in against of the resolution:

	nd voti	ing	bers (in	Number of Votes Cast in against of the resolution	% of total number of valid votes cast
1				250	0.0025%

(iii) Invalid Votes:

Total number of members (in person or	Total number of votes cast by them
by proxy) whose votes were declared	
invalid	
	50

O) Resolution No. 15- Approve the borrowing limit of the company under the provisions of section 180(1) (c) of the companies act, 2013.

(i) Voted in favour of the resolution:

Number of Mem	bers Number of Votes Cast in favour of the resolution	% of total number of valid
person or by proxy)		votos castavan en jara an
41	96,79,886	99.9974%

(ii) Voted in against of the resolution:

	bers Number of Votes ((in against of the resolution)	Cast in % of total number of valid votes cast
person or by proxy)	ce svoj retoja, g.	
1	250	0.0025%



(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	50

- 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 / Director authorized by the Board for safe keeping.

Thanking you,

Place: New Delhi Dated: 08.09.2014 Yours Faithfully,

Balwan jain Proprietor, Balwan Jain & Co. Charted Accountants (FRN-013079N) Membership No. -91276



Balwan Jain & Co. Chartered Accountants 243/5, Canal Road, Near Patram Rice Mill, Narwana - 126116 (Haryana). Ph. (M): 09811063857

Combined Report of Scrutinizer on E-Voting and Poll

08th September, 2014

To,

The Chairman of 15th Annual General Meeting of the members of Barak Valley Cements Limited held on the 8th day of September, 2014 at 202, Royal View B.K. Kakoti Road, Guwahati, Assam-781007

Dear Sir,

- A. I, Balwan Jain, Proprietor of M/s. Balwan Jain & Co., Chartered Accountant firm having its registered office at 243/5, Canal road, Near Patram Rice Mill, Narwana-126116(Haryana), was appointed as Scrutinizer to scrutinize the e-voting, poll process, and voting on poll under the provisions of Section 108 and 109 of the Companies Act, 2013 read with rule 20(xi) and rule 21(2) of the Companies (Management and Administration) Rules, 2014 at the 15th Annual General Meeting (AGM) of Barak Valley Cements Limited held at Guwahati on Monday, 08th September, 2014.
- B. I, as Scrutinizer, have separately issued Scrutinizer's report dated 05th September, 2014 on electronic voting and Scrutinizers report dated 08th September, 2014 on voting by the shareholders of the Company through Poll at the AGM of the Company held at Guwahati on Monday, 08th September, 2014.
- C. I am requested by the management to submit a combined report on the voting by shareholders through electronic voting (e-voting) and through the poll conducted at the AGM. Accordingly, I am submitting herewith a combined report on the results in respect of each of the resolution.

RESOLUTION NO. 1: ORDINARY RESOLUTION

To consider and adopt the audited Balance Sheet of the Company as at 31st March, 2014 and Profit and Loss A/c for the year ended on that date together with the Report of the Directors

and Auditors thereou.					M W. V	10/ of Water in farious 10% of Water against	% of Votes against
	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	% of Votes No. of Votes-in iaVour Polled on (4) (4) outstanding shares (3)=[(2)/(1)]*	.No. 01 Votes- against (5)	70 01 votes in lavour on votes polled (6)=[(4)/(2)]*100	on votes polled (7)=[(5)/(2)]*100
1	13,080,521.00	11,127,521.00	85.07	11,127,521.00	•	100.00	
		•	•	ı	•		•
	9,079,479.00	2,308,070,00	25.42	2,307,805.00	265.00		0.01
٠	22,160,000.00	13,435,591.00	69.63	13,435,326.00	265.00	100.00	0.00

RESOLUTION NO. 2: ORDINARY RESOLUTION To appoint a Director in place of Sh. Mahendra Kumar Agarwal (DIN: 00044343), who retires by rotation and being eligible, offers himself for reappointment

Promoter/Public	No. of shares held	No. of votes polled	% of Votes	% of Votes No. of Votes-in favour	No. of Votes- against (5)	% of Votes in favour % of Votes against on votes polled on votes polled	% of Votes against on votes polled
		<u>;</u>	outstanding			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
			shares (3)=[(2)/(1)]*		•		
			100				`
			The second of th				
Promoter and	13,080,521.00	7,230,140.00	55.27	7,230,140,00		100.00	
Promoter Group							
Public-Insitutional	•	•			•	1	•
holders	•						
Public-Othere	9.079,479.00	2,308,055.00	25.42	2,307,785.00	270.00		10.0
Total	22.160.000.00	9.538,195,00	43,04	9,537,925.00	270.00	100.00	0.00
Total	201200100						



RESOLUTION NO. 3: ORDINARY RESOLUTION

To appoint a Director in place of Sh. Prahlad Rai Chamaria (DIN: 60037589), who retires by rotation and being eligible, offers himself for reappointment.

			1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -	1	% of Votes in founir % of Votes against	% of Votes against
	No. of votes polled	% of Votes Polled on	No. of votes polled % of votes 1vo. of votes-in tayour (2) Polled on	140. 01 v 01cs- against (5)	on votes polled	on votes polled
	ì	outstanding	,	-	(6)=[(4)/(2)]*100	(7)=[(2)/(2)]*100
		shares				
	_	(3)=[(2)/(1)]* 100				
1	8,285,721.00	63.34	8,285,721.00	ı	100.00	•
		•		ı	•	•
	2 308 449 00	25.42	2,307,785,00	664.00	76'66	0.03
1	10 504 170 00			664.00	66'66	0.01
	10,077,121,000					

RESOLUTION NO. 4: ORDINARY RESOLUTION

Appointment of M/s k	Appointment of M/s Kumar Vijay Gupta & Co., Chartered Accountants (Firm Registration No. 00/814-N) as Statutory Auditory Auditors of the Company and tixing their tennucla around	red Accountants (Firm	Registration N	(0. 00/814-iv) as Statuto	ry Auditors of the Company	and axing their remain	ci ation.
Promoter/Public	No. of shares held	No. of votes polled	% of Votes	No. of votes polled % of Votes No. of Votes-in favour	No. of Votes-against	% of Votes in favour % of Votes against	% of Votes against
	Ξ		Polled on	€	9	on votes polled	on votes polled
		ì	outstanding			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
		•	shares				
			$(3)=[(2)/(1)]^*$ 100	,			
Promoter and Promoter Group	13,080,521.00	11,127,521.00	20'58	11,127,521.00		100.00	•
Public-Institutional			ı	•	•	•	•
Dublic-Others	9.079.479.00	2.308,449.00	25.42	2,307,785.00	664.00	76.99	0,03
Total	22.160.000.00	13,435,970,00	69.63	13,435,306,00	00.499	100,00	000
LOIM	200000000000000000000000000000000000000			TANK TO THE PARTY OF THE PARTY	100		



RESOLUTION NO. 5: ORDINARY RESOLUTION

_								_		_		
4-5	% of votes against	on votes polled	(7)=[(5)/(2)]*100				•		•		0.01	00'0
0 , 122 /0	% of votes in tavour % of votes against	on votes polled	(6)=[(4)/(2)]*100	÷			100.00		,		66'66	100.00
	No. of Votes- against	(S)					•		•		275.00	275.00
	% of Votes No. of Votes-in favour	€					11.127.521.00				2,307,785.00	13,435,306.00
TO OT THE COM	% of Votes	Polled on	outstanding	shares	(3)=[(2)/(1)]*	P)	85.07				25,42	69'09
	No. of votes polled	3	,				11.127.521.00		•		2,308,060,00	13,435,581.00
6770	No. of shares held	£	<u> </u>				00 162 080 21	CONTROL OF THE PROPERTY OF THE			9,079,479.00	22,160,000,00
Appointment of Smt. 1	Promoter/Public						Promoter and	Promoter Group	Public-Insitutional	holders	Public-Others	Total

RESOLUTION NO. 6: SPECIAL RESOLUTION

Re-appointment of Sh. Kamakhya Chamaria (DIN:00612581) as a Managing Director of the Company designated as Key Managerial Personnel for a period of three years effective from 30th Sentember. 2014

30th September, 2014							
Promoter/Public	No. of shares held	No. of votes polled	% of Votes	% of Votes No. of Votes-in favour	No. of Votes- against	% of Votes in favour % of Votes against	% of Votes against
	€	(2)	Polled on	<u>4</u>	6	on votes polled	on votes polled
			outstanding			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
			shares				-
			(3)=[(2)/(1)]* 100				
Promoter and Promoter Group	13,080,521.00	8,525,721.00	65.18	8,525,721.00	•	100.00	
Public-Insitutional			,				
holders	-						
Public-Others	9,079,479,00	1,966,445.00	21.66	1,966,185.00	260.00	66'66	0.01
Total	22,160,000.00	10,492,166.00	47.35	10,491,906.00	260.00	100.00	00'00



RESOLUTION NO. 7: SPECIAL RESLUTION
RESPONDENCE OF Bijay Kumar Garodia (DIN:00044379) as a Whole Time Director of the Company designated as Key Managerial Personnel for a period of three years effective from

1st June, 2014.							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of votes polled % of Votes No. of Votes-in favour (2) Polled on (4) outstanding shares (3)=[(2)/(1)]*	No. of Votes- against (5)	% of Votes in favour % of Votes against on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	13,080,521.00	7,388,571.00	56.49	7,388,571.00	ā	100.00	1
oublic-Insitutional olders	1		ı	2	1	•	•
ublic-Others	9,079,479,00	2,308,035.00	25.42	2,307,785.00	250.00	66.66	0.01
	22,160,000.00	00'909'969'6	43.76	9,696,356.00	250.00	100.00	0.00

RESOLUTION NO. 8: SPECIAL RESOLUTION

Re-appointment of Sb. Santosh Kumar Bajaj (DIN:00045759) as a Whole Time Director of the Company designated as Key Managerial Personnel for a period of three years effective from 30th September, 2014.

			1				
Promoter/Public	Promoter/Public No. of shares held	No. of votes polled	% of Votes	No. of votes polled % of Votes No. of Votes-in favour	No. of Votes- against	% of Votes in favour % of Votes against	% of Votes against
		3	Polled on	(4)	(3)	on votes polled	on votes polled
		·	outstanding			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
			shares	-			•
			(3)=[(2)/(1)]*	: : : : : : : : : : : : : : : : : : : :			:
Promoter and Promoter Group	13,080,521.00	5,379,221.00	41.12	5,379,221.00	•	100.00	4
Public-Insitutional		'	•	•	•	•	ı
holders						00 00	10.0
Public-Others	9,079,479.00	2,308,035,00	25.42	2,307,785.00	250.00	86.88	TO'O
Total (B)	22,160,000.00	7,687,256.00	34,69	7,687,006.00	250.00	100.00	0.00



RESOLUTION NO. 9: SPECIAL RESOLUTION

_					
	% of Votes against on votes polled (7)=[(5)/(2)]*100	•	•	0.01	0.00
	% of Votes in favour % of Votes against on votes polled on votes polled (0)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	100.00	•	66.66	100.00
ı	No. of Votes- against (5)	3	đ	264.00	264.00
f the Company.	% of Votes No. of Votes-in favour Polled on (4) outstanding shares (3)=[(2)/(1)]*	11,127,521,00	•	2,305,305.00	13,432,826.00
lent Director o	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	85.07	1.	25.39	60.62
:00129132) as an Independent Director of the Company.	No. of votes polled (2)	11,127,521.00	•	2,305,569.00	13,433,090.00
Re-appointment of Sh. Brahm Prakash Bakshi (DIN:001	No. of shares held (1)	13,080,521.00	·\$	9,079,479.00	22.160.000.00
Re-appointment of Sh.	Promoter/Public	Promoter and Promoter Group	Public-Institutional holders	Public-Others	Total

RESOLUTION NO. 10; SPECIAL RESOLUTION

Re-appointment of D.	Re-appointment of Dr. Dhanpat Ram Agarwal (DIN:00	DIN:00322861) as an Independent Director of the Company	dent Director o	f the Company			
Promoter/Public		No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of votes polled % of Votes No. of Votes-in favour (2) Polled on (4) outstanding shares (3)=[2y(1)]* 100	No. of Votes- against (5)	% of Votes in favour % of Votes agains on votes polled on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	% of Votes agains on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	13,080,521.00	13,080,521.00		11,127,521.00		100,00	
Public-Insitutional holders	1	•	•	-	•	•	•
Public-Others	9,079,479.00	2,308,069,00	25.42	2,307,805.00	264.00	66'66	0.0
Total	22,160,000.00	13,435,590.00	60.63	13,435,326.00	264.00	100.00	0.0

RESOLUTION NO. 11: SPECIAL RESOLUTION
De conscientant of St. Vichal Mare (IIIV-01513638) as an

NC-appointment of or	IN-a pointment of on: Visual More (2110: Stores) and				i		
Promofer/Public	No. of shares held	No. of votes polled	% of Votes	No. of votes polled % of Votes No. of Votes-in favour	No. of Votes- against	% of Votes in favour % of Votes against	% of Votes against
	9		Polled on	4	<u>(S</u>)	on votes polled	on votes polled
	Ĉ.	ì	outstanding		•	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
			shares				
			$(3)=[(2)/(1)]^*$				
			100				
Promoter and	00 103 080 51	11.127.521.00	85.07	11.127.521.00	•	100.00	1
Promoter Group	CONTROPORT						
bublic-Insitutional		•	,	•	•	•	•
iolders							100
Authlio-Othere	9.079.479.00	2,308,069,00	25.42	2,307,805.00	264.00		TO'0
2000	22 160 000 00	13 435,590,00	69.63	13,435,326.00	264.00	100.00	0.00
Lotal	CANALON PARTICION OF THE PROPERTY OF THE PROPE						

RESOLUTION NO. 12: SPECIAL RESOLUTION Re-appointment of Sh. Ramesh Chandra Bajaj (DIN: 01054099) as an Independent Director of the Company

					1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	10/ CV7.42. 1. Com	Of af Vator account
Promoter/Public	No. of shares held	No. of votes polled (2)	% of Votes	% of Votes No. of Votes-in favour Polled on (4)	No. of Votes-against (5)	% of votes in tayour % of votes against on votes polled on votes polled	on votes polled
	3	ì	outstanding			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
			shares			,	
			(3)=[(2)/(1)]* 100				
Promoter and	13.080.521.60	11.127.521.08	85.07	11.127.521.00	•	100.00	4
Promoter Group	Total						
Public-Insitutional		•	_	•	•	•	•
holders	•						
Public-Others	9,079,479.00	2,308,069.00	25.42	2,307,805.00	264.00	66.66	0,01
Total	22,160,000.00	13,435,590.00	69.63	13,435,326.00	264.00	100.00	00.00

RESOLUTION NO. 13: ORDINARY RESOLUTION

Ratification and appro	Ratification and approval of cost Auditor's Remuneration.	ion.					
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No, of Votes-in favour (4)	No. of votes polled % of Votes- No. of Votes- against C2) Polled on (4) (5) (5) outstanding shares (3)=[(2)/(1)]*	% of Votes in favour	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	13,080,521.00	11,127,521.00	85.07	11,127,521.00	E .	100,00	•
Public-Insitutional holders	E.	•	•			•	•
Public-Others	9,079,479,00	2,308,069.00	25.42	2,307,805.00	264.00		0,01
Total	22,160,000.00	13,435,590,00	60.63	13,435,326.00	264.00	100.00	0.00

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Approve the limit under the provisions of Section 180(1)(a) of the Companies Act, 2013.

Approve the ilmit und	Approve the limit under the provisions of Section 100(1)	1)(a) of the companies true some	TOTAL BOTTO				
Promoter/Public	No. of shares held	No. of votes polled	% of Votes	% of Votes No. of Votes-in favour	No. of Votes- against	% of Votes in favour % of Votes against	% of Votes against
	9	62	Polled on	4	(5)	on votes polled	on votes polled
			outstanding			(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
			shares				
			(3)=[(2)/(1)]*				
Promoter and	13,080,521.00	11,127,521,00		11,127,521.00	•	100.00	•
Public-Institutional					•	•	•
holders			27 2 2	00 200 200 0	264.00	00 00	0.01
Public-Others	9,079,479.00	2,308,069.00	25.42	7,307,805.00	00:+07		000
Total	22.160.000.00	13,435,590.00	60.63	13,435,326.00	NYN NYN	190.00	00.0
TOTAL					1 S. 1		

RESOLUTION NO. 15: SPECIAL RESOLUTION

Approve the borrown	Approve the borrowing limit of the company under the provisions of section 180(1) (c) of the companies act, 2013.	provisions of section I	su(1)(c) or the	companies act, 2013.			
Promoter/Public	No. of shares held	No. of votes polled	% of Votes	% of Votes No. of Votes-in favour	No. of Votes- against	% of Votes in favour % of Votes against	% of Votes against
	5	63	Polled on	€	©	on votes polled	on votes polled
			outstanding	,		(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
			shares				
			$(3)=[(2)/(1)]^*$ 100				
Promoter and	13.080.521.00	11.127.521.00	85.07	11.127.521.00		100.00	
Promoter Group	00:170:000:01	Octobra Spare					
Public-Insitutional		•		•	•		•
holders							
Public-Others	9,079,479.00	2,308,069.00	25.42	2,307,805.00	264.00	66.66	0.01
Total	22,160,000,00	13,435,590.00	69.63	13,435,326.00	264.00	100.00	00.0
1000	, , , , , , , , , , , , , , , , , , , ,						

Balwan Jahn Proprietor

Balwan Jain & Co.
Chauted Accountants
(FRN-013079N)
Memberuhip No:-91276

Place: New Delhi

Datal: 08.09, 2014