



BHAGERIA DYE CHEM LTD.

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Email : info@bhageriagroup.com
Web : www.bhageriagroup.com

MANUFACTURERS OF DYES & PHARMA INTERMEDIATES

A/1/101, VIRWANI IND. ESTATE, W. E. HIGHWAY,
GOREGAON (E), MUMBAI - 400 063.

CIN: L24230MH1989PLC052574

28th July, 2014.

To
BSE Limited,
Corporate Relationship Department,
1st Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.

Security Code No. 530803

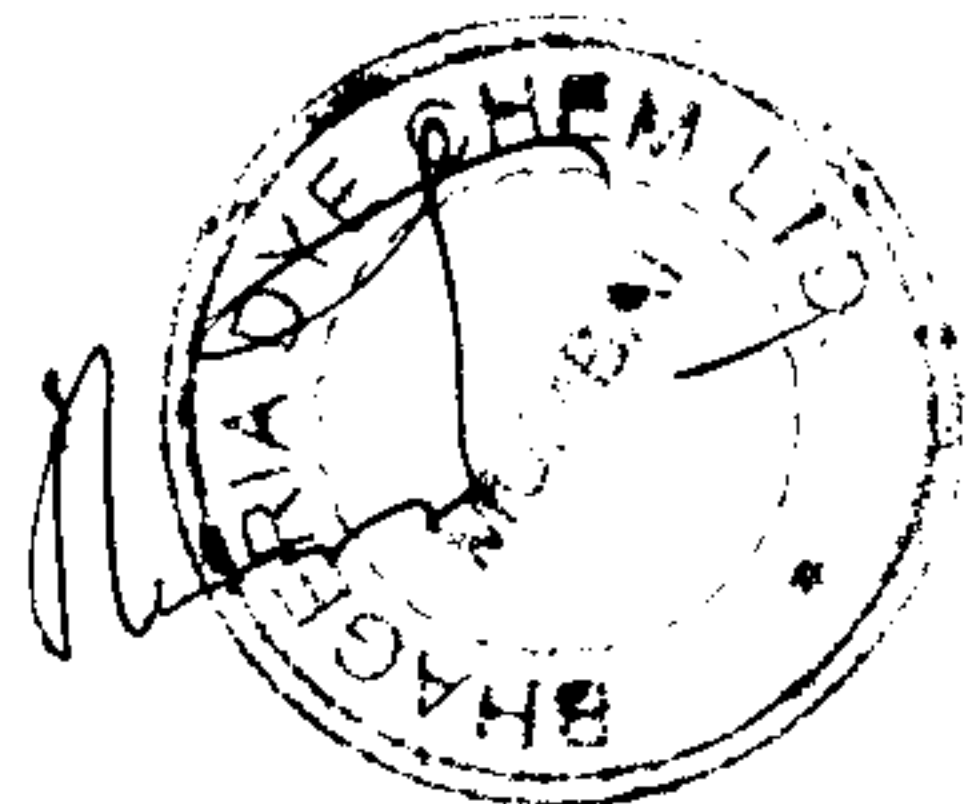
Sub : Outcome of 25th Annual General Meeting held on 26th July, 2014 – Reg. and Voting Result.

Dear Sirs,

We wish to inform you that at the 25th Annual General Meeting (AGM) of the Company held on 26th July, 2014 at Lalit Restaurant Hall, Goregaon (W), Mumbai at 11.00 a.m., the following business were considered and approved by the shareholders with requisite majority as applicable.

Voting by members :

Sr. No.	Details of Agenda	Resolution required (Ordinary / Special)	Mode of Voting : (Show of hands/Poll/ Postal Ballot / E-Voting)	Remarks
1.	Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors.	Ordinary	E-Voting & Poll	Passed unanimously
2.	Declaration of Dividend on Equity Shares	Ordinary	E-Voting & Poll	Passed unanimously
3.	Appointment of M/s. Sarda & Pareek, Chatered Accountants as Auditors and fixing their remuneration	Ordinary	E-Voting & Poll	Passed unanimously
4.	Appointment of Mr. Sandeepkumar Singh as an Independent Director	Ordinary	E-Voting & Poll	Passed unanimously
5.	Appointment of Mrs. Chandraprabha Bhageria as a Director.	Ordinary	E-Voting & Poll	Passed unanimously
6.	Appointment of Mr. Omprakash Bubna as an Independent Director	Ordinary	E-Voting & Poll	Passed unanimously
7.	Appointment of Dr. Shyam Agarwal as an Independent Director	Ordinary	E-Voting & Poll	Passed unanimously



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8.	Appointment of Mr. Pradeepkumar Dalvi as an Independent Director	Ordinary	E-Voting & Poll	Passed unanimously
9.	Appointment of Mr. Surendra Gupta as an Independent Director	Ordinary	E-Voting & Poll	Passed unanimously
10.	Special resolution under section 180(1) (c) of the Companies Act, 2013 for borrowing money upto 100 crore over and above the aggregate of the paid-up share capital and free reserves of the company.	Special	E-Voting & Poll	Passed unanimously
11.	Special resolution under section 180(1)(a) of the Companies Act, 2013 for creation of security	Special	E-Voting & Poll	Passed unanimously
12.	Approval of the Remuneration of the Cost Auditors.	Ordinary	E-Voting & Poll	Passed unanimously
13.	Approval for Charitable Contribution under section 181 of the Companies Act, 2013.	Ordinary	E-Voting & Poll	Passed unanimously

The mode of voting for all resolutions was :

- (i) E-voting : and
- (ii) Poll conducted at the AGM to facilitate the shareholders who attended the AGM personally and did not participate in the e-voting process.

Result of voting in the prescribed format is annexed herewith.

Kindly acknowledge receipt.

Yours faithfully,
For Bhageria Dye Chem Ltd.

Company Secretary.

Encl : As above.

FORM No. MGT-13

Report of Scrutinizer

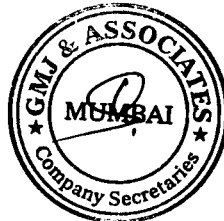
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rule, 2014]

To,
The Chairman,
Annual General Meeting of the Equity Shareholders of Bhageria Dye-Chem Limited held on
Saturday, July 26, 2014 at 11.00 A.M. at Lalit Restaurant Hall, Near Railway Station,
Goregaon (West), Mumbai 400 062.

Dear Sir,

I, CS Mahesh Kumar Soni, Partner, GMJ & Associates, Company Secretaries appointed as
Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the
Annual General Meeting of the Equity Shareholders of Bhageria Dye-Chem Limited (the
Company) held on Saturday, July 26, 2014 at 11.00 A.M. at Lalit Restaurant Hall, Near
Railway Station, Goregaon (West), Mumbai 400 062, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ONE Ballot Box kept
for polling was locked in my presence with due identification marks placed by me.
2. The locked Ballot Box was subsequently opened in my presence and in presence of
two witnesses and poll papers were diligently scrutinized. The poll papers were
reconciled with the records maintained by the 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.



The result of the Poll is as under:

(1) As an Ordinary Resolution - Item No. 1. Passed with the requisite majority

Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditor.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(2) As an Ordinary Resolution - Item No. 2. Passed with the requisite majority

Declaration of dividend on Equity Shares.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(3) As an Ordinary Resolution - Item No. 3. Passed with the requisite majority

Appointment of M/s. Sarda & Pareek, Chartered Accountant as Auditor and fixing their remuneration.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(4) As an Ordinary Resolution - Item No. 4. Passed with the requisite majority

Appointment of Mr. Sandeepkumar Singh as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(5) As an Ordinary Resolution - Item No. 5. Passed with the requisite majority
Appointment of Mrs. Chandrabhabha Bhageria as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(6) As an Ordinary Resolution - Item No. 6. Passed with the requisite majority
Appointment of Mr. Omprakash Bhuna as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(7) As an Ordinary Resolution - Item No. 7. Passed with the requisite majority

Appointment of Dr. Shyam Agarwal as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(8) As an Ordinary Resolution - Item No. 8. Passed with the requisite majority

Appointment of Mr. Pradeepkumar Dalvi as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(9) As an Ordinary Resolution - Item No. 9. Passed with the requisite majority

Appointment of Mr. Surendra Gupta as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(10) As a Special Resolution - Item No. 10. Passed with the requisite majority

Approval under Section 180(1)(c) of the Companies Act, 2013 for borrowing money upto Rs.100 crores over and above the aggregate of the paid-up share capital and free reserves of the Company.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(11) As a Special Resolution - Item No. 11. Passed with the requisite majority

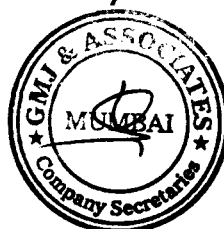
Approval under section 180(1)(a) of the Companies Act, 2013 for creation of security.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(12) As an Ordinary Resolution - Item No. 12. Passed with the requisite majority

Approval of the Remuneration of the Cost Auditor.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(13) As an Ordinary Resolution - Item No. 13. Passed with the requisite majority
Approval of the Charitable Contribution under section 181 of the Companies Act, 2013.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	21	9,94,984	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

4. 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.
5. 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,

Yours faithfully,
For GMJ & ASSOCIATES
Company Secretaries



[Signature]
[CS MAHESH SONI]
PARTNER
FCS : 3706; COP : 2324

PLACE : MUMBAI
DATE: JULY 28, 2014.

Scrutinizer's Report on E-voting carried out For Bhageria Dye-Chem Limited

To,
The Chairman,
Bhageria Dye-Chem Limited

Annual General Meeting of the Equity Shareholders of M/s. Bhageria Dye-Chem Limited to be held on Saturday, July 26, 2014 at 11.00 A.M. at Lalit Restaurant Hall, Near Railway Station, Goregaon (West), Mumbai 400 062.

Sub: **Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.**

Pursuant to the Resolution passed by the Board of Bhageria Dye-Chem Limited (hereinafter referred to as the "Company") on May 10, 2014. I, CS Mahesh Kumar Soni, Partner, GMJ & Associates, Company Secretaries have been appointed as the Scrutinizer for the e-voting process as mentioned under clause (ix) of sub rule 3 of Rule 20 of the Companies (Management and Administration) Rules, 2014. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular dated 17th April 2014 issued in this regard.

The Company has appointed M/s. Central Depository Services Limited as the Service Provider for providing the facility of electronic voting to the shareholders of the Company. M/s. Sharex Dymanic (India) Private Limited are Registrar and Share Transfer Agent (RTA) of the Company. The Service Provider, had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the Annual General Meeting (AGM) of the Company, which is scheduled to be held on Saturday, July 26, 2014. The Service Provider accordingly had set up e-Voting facility on their website, <https://evotingindia.com>. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through e-Voting.

As on the cut-off date there were 3139 shareholders of the Company. The Company has sent the Notice of the AGM by Registered Post to 2117 shareholders, by Speed Post to 983 shareholders and by Registered A/M to 39 shareholders as per the details available with the RTA/Service Provider.



The Notices sent in physical form contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Cut-off date (record date) for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was June 20, 2014. As prescribed in the aforesaid Rules, the e-Voting facility was kept open for three days from Sunday, July 20, 2014 at 9:00 A.M. to Tuesday, July 22, 2014 at 6:00 P.M.

As prescribed in clause (v) of sub rule 3 of the Rule 20, the Company also released an advertisement, which was published more than 5 days in advance from the date of beginning of the voting period in English in Business Standard dated July 2, 2014 and in Marathi in Lakshadweep dated July 2, 2014. The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20.

At the end of the voting period on July 22, 2014 at 6.00 P.M., the voting portal of the Service Provider was blocked forthwith. On July 25, 2014, the votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of two witnesses, as prescribed in Sub Rule 3(xi) of the said Rule 20.

As a Scrutinizer the report of the e-Voting carried out by the shareholders was duly compiled, the details of which are as follows:

There are in all 19 shareholders holding 21,05,052 equity shares of the Company, who have participated in the e-Voting process carried out by the Company.

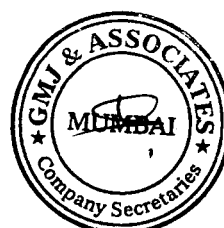
It can be seen that in respect of resolution no.13, there is one shareholder who has not cast his vote either in favour or against the resolution. As a consequence, the total number of votes polled is more by a few numbers than the number of shareholders who actually cast their votes.

The result of the E-voting is as under:

(1) As an Ordinary Resolution - Item No. 1. Passed with the requisite majority

Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditor.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	19	21,05,052	100%



(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(2) As an Ordinary Resolution - Item No. 2. Passed with the requisite majority

Declaration of dividend on Equity Shares.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	19	21,05,052	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(3) As an Ordinary Resolution - Item No. 3. Passed with the requisite majority

Appointment of M/s. Sarda & Pareek, Chartered Accountant as Auditor and fixing their remuneration.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	19	21,05,052	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(4) As an Ordinary Resolution - Item No. 4. Passed with the requisite majority

Appointment of Mr. Sandeepkumar Singh as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	19	21,05,052	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(5) As an Ordinary Resolution - Item No. 5. Passed with the requisite majority

Appointment of Mrs. Chandrabha Bhageria as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	19	21,05,052	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(6) As an Ordinary Resolution - Item No. 6. Passed with the requisite majority

Appointment of Mr. Omprakash Bhuna as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	19	21,05,052	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(7) As an Ordinary Resolution - Item No. 7. Passed with the requisite majority

Appointment of Dr. Shyam Agarwal as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	19	21,05,052	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(8) As an Ordinary Resolution - Item No. 8. Passed with the requisite majority

Appointment of Mr. Pradeepkumar Dalvi as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	19	21,05,052	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(9) As an Ordinary Resolution - Item No. 9. Passed with the requisite majority

Appointment of Mr. Surendra Gupta as an Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	19	21,05,052	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(10) As a Special Resolution - Item No. 10. Passed with the requisite majority

Approval under Section 180(1)(c) of the Companies Act, 2013 for borrowing money upto Rs.100 crores over and above the aggregate of the paid-up share capital and free reserves of the Company.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	19	21,05,052	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(11) As a Special Resolution - Item No. 11. Passed with the requisite majority

Approval under section 180(1)(a) of the Companies Act, 2013 for creation of security.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	19	21,05,052	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(12) As an Ordinary Resolution - Item No. 12. Passed with the requisite majority

Approval of the Remuneration of the Cost Auditors.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	19	21,05,052	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(13) As an Ordinary Resolution - Item No. 13. Passed with the requisite majority

Approval of the Charitable Contribution under section 181 of the Companies Act, 2013.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	18,98,024	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

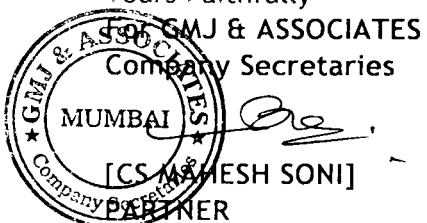
All the Resolutions stand passed under e-voting with the requisite majority.



I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-Voting by the shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course as prescribed in the said Rules.

Thanking you,

Yours Faithfully



FCS : 3706; COP : 2324

PLACE : MUMBAI

DATE: JULY 25, 2014.

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL
BHAGERIA DYE-CHEM LIMITED**

To,
The Chairman,
BHAGERIA DYE-CHEM LIMITED

Sub: Passing of Resolution through E-Voting AND Poll conducted at the Annual General Meeting (AGM) of BHAGERIA DYE-CHEM LIMITED held on July 26, 2014

I, CS Mahesh Kumar Soni, Partner, GMJ & Associates, Company Secretaries hereby submit combined Scrutinizer Report on E-Voting AND Poll conducted at the AGM of BHAGERIA DYE-CHEM LIMITED held on July 26, 2014.

The Board of Directors of the Company at their meeting held on May 10, 2014 have appointed me as the Scrutinizer for the e-voting held between July 20, 2014 at 9.00 A.M. to July 22, 2014 at 6.00 PM and the Chairman of the AGM has appointed me as the Scrutinizer for the Poll held at the AGM of the Company on the July 26, 2014.

The Company has appointed M/s. Central Depository Services Limited as the Service Provider for providing the facility of electronic voting to the shareholders of the Company from Sunday, July 20, 2014 at 9.00 A.M. till Tuesday July 22, 2014 at 6.00 P.M. M/s. Sharex Dynamic (India) Pvt. Ltd. are the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked by me on July 24, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's Report dated July 25, 2014 attached herewith.

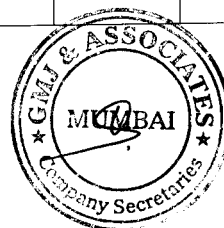
At the AGM of the Company held on July 26, 2014, the Chairman of the Company had called for a Poll to facilitate the members present at the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's Report in Form MGT 13 dated July 28, 2014.



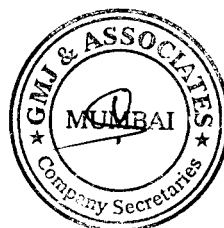
The result of the E-voting together with that of the Poll is as under:

Number of members who cast their votes through e-voting	Total number of Shares held by them	Total number of Valid Votes (as per details provided under each one of the Resolution(s) mentioned hereunder
19	21,05,052	Various as mentioned under each of the Resolution

Item of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.1 of the Notice (As an Ordinary Resolution)	E-voting	21,05,052	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	31,00,036	100%	--	--	--	--
Item No.2 of the Notice (As an Ordinary Resolution)	E-voting	21,05,052	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	31,00,036	100%	--	--	--	--
Item No.3 of the Notice (As an Ordinary Resolution)	E-voting	21,05,052	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	31,00,036	100%	--	--	--	--
Item No.4 of the Notice (As an Ordinary Resolution)	E-voting	21,05,052	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	31,00,036	100%	--	--	--	--
Item No.5 of the Notice (As an Ordinary Resolution)	E-voting	21,05,052	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	31,00,036	100%	--	--	--	--



Item of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.6 of the Notice (As an Ordinary Resolution)	E-voting	21,05,052	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	31,00,036	100%	--	--	--	--
Item No.7 of the Notice (As an Ordinary Resolution)	E-voting	21,05,052	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	31,00,036	100%	--	--	--	--
Item No.8 of the Notice (As an Ordinary Resolution)	E-voting	21,05,052	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	31,00,036	100%	--	--	--	--
Item No.9 of the Notice (As an Ordinary Resolution)	E-voting	21,05,052	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	31,00,036	100%	--	--	--	--
Item No.10 of the Notice (As an Special Resolution)	E-voting	21,05,052	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	31,00,036	100%	--	--	--	--
Item No.11 of the Notice (As an Special Resolution)	E-voting	21,05,052	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	31,00,036	100%	--	--	--	--



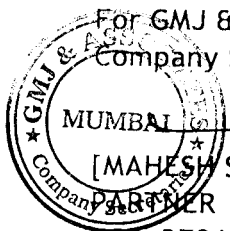
Item of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.12 of the Notice (As an Ordinary Resolution)	E-voting	21,05,052	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	31,00,036	100%	--	--	--	--
Item No.13 of the Notice (As an Ordinary Resolution)	E-voting	18,98,024	100%	--	--	--	--
	Poll	9,94,984	100%	--	--	--	--
	TOTAL	28,93,008	100%	--	--	--	--

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

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through E-voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking You,

Yours Faithfully
For GMJ & Associates
Company Secretaries



[MAHESH SONI]

PARTNER

FCS: 3706 COP: 2324

PLACE: MUMBAI

DATE: JULY 28, 2014.