

Sterlite Technologies Limited
Godrej Millennium,
9, Koregaon Road, Pune 411 001
Maharashtra, INDIA

Phone: +91-20-30514000

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www.sterlitetechnologies.com

CIN- L31300DN2000PLC000340

August 12, 2015

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C-1, G Block,
Bandra Kurla Complex, Bandra (East)
Mumbai - 400 051.

BSE Limited

Phirozee Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Subject: Gist of Proceedings of Annual General Meeting of the Company

Reference: Clause 31 (d) of the Listing Agreement

Dear Sir / Madam,

The Annual General Meeting of the Members of the Company was held on Tuesday, August 4, 2015 at 12.30 p.m. IST at the Registered Office of the Company at Survey No.68/1, Madhuban Dam Road, Rakholi – 396 230, Union Territory of Dadra & Nagar Haveli, India.

Shri Arun Tadarwal, Chairman of the Audit Committee, chaired the proceedings of the meeting. Requisite members necessary to form quorum attended the meeting.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company had provided facility to the members to exercise their votes on the items of business given in the Notice dated May 18, 2015 through electronic voting system (remote e-voting). The e-voting period remained open from July 30, 2015 (10.00 a.m.) till August 3, 2015 (5.00 p.m.). The Board of Directors had engaged services of Karvy Computershare Private Limited ('Karvy') as the agency to provide remote e-voting facility. Chairman further informed that voting through physical ballot papers is also available for members who have not already cast their votes through remote e-voting.

Mr. B Narasimhan (Proprietor BN & Associates) a practicing Company Secretary, was appointed by the Board of Directors of the Company as a Scrutinizer for scrutinizing the voting process through remote e-voting and physical ballot.

On the invitation of the Chairman, several Members addressed the Meeting, gave their suggestions and sought clarifications on the Company's accounts, CSR activities and businesses. The Chairman addressed the few questions and then instructed Chief Financial Officer to provide necessary information and clarification to respective Members after conclusion of the Meeting.

Thereafter the resolutions set out in AGM Notice were proposed and seconded. The Chairman requested the members to fill up and sign the ballot papers and deposit the same in ballot box. Post polling, Chairman requested the Scrutinizer to take charge of the Ballot Box containing the Ballot Papers.



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The Chairman informed the members that Scrutinizer will submit a composite report on remote e-voting and voting through ballot papers. The same would also be made available on the Company's website and website of Karvy.

The resolutions passed by the members, briefly, related to –

ORDINARY BUSINESSES:

1. Adoption of Balance Sheet, Statement of Profit & Loss, Report of the Board of Directors and Auditors for the financial year ended March 31, 2015.
2. Declaration of Dividend for the financial year ended March 31, 2015.
3. Appointing a director in place of Mr. Pravin Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.
4. Appointing M/s. S R B C & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company.

SPECIAL BUSINESSES:

5. Approval of re-opening, amendment and adoption of the Annual Accounts for the Financial Year 13-14 (Ordinary Resolution)
6. Appointment of Ms. Avaantika Kakkar as an Independent Director of the Company. (Ordinary Resolution)
7. Re-appointment of Mr. Pravin Agarwal as a Whole-time Director of the Company. (Special Resolution)
8. Re-Appointment of Dr. Anand Agarwal as a Whole-time Director of the Company. (Special Resolution)
9. Payment of remuneration to Non-executive Directors of the Company (Special Resolution)
10. Approve the remuneration of the Cost Auditors. (Ordinary Resolution)
11. To offer or invite for subscription of Non-Convertible Debentures on private placement basis. (Special Resolution)
12. Raising of the funds through Qualified Institutions Placement (QIP)/ External Commercial Borrowings (ECBs) with rights of conversion into Shares/ Foreign Currency Convertible Bonds (FCCBs)/ American Depository Receipts (ADRs)/ Global Depository Receipts (GDRs) /Optionally or Compulsorily Convertible Redeemable Preference Shares (OCPs/CCPs) etc. pursuant to Section 62 of Companies Act, 2013. (Special Resolution)
13. To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013. (Special Resolution)

AVD

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14. Approve related party transactions. (Special Resolution)

15. Approve related party transactions. (Special Resolution)

The report of the Scrutinizer is uploaded on the website of the Company as well as of Karvy. Further, the results in the format prescribed were notified to the Stock Exchanges under Clause 35A of the Listing Agreement.

Kindly take this on your record and acknowledge the same.

Yours faithfully,

For **Sterlite Technologies Limited**

A.V. Deshpande

Amit Deshpande
Company Secretary (ACS 17551)

