

**Disclosure in terms of Clause 35A of the Listing Agreement in relation to Annual General Meeting of Cairn India Limited held on 23<sup>rd</sup> July, 2014**

Date of the AGM	Wednesday, 23 <sup>rd</sup> July, 2014
Total number of shareholders on record/cut - off date, i.e. 30 <sup>th</sup> May, 2014	228,310
No. of Shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group	3
Public	232
Total	235
No. of Shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group	NA
Public	NA
Total	NA

**Details on each item of AGM Notice:**

**Agenda Item-1- Ordinary Resolution**

Adoption of the financial statements of the Company for the year ended 31 March, 2014 together with the reports of the Directors' and Auditors' thereon

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)]* 100	% of Votes against on votes polled  (7)= [(5)/(2)]* 100
<b>Mode of voting: (E-voting)</b>							
Promoter and Promoter Group	1,122,713,999	383,840,413	34.19	383,840,413	-	100.00	0.00
Public – Institutional holders	499,194,134	332,036,758	66.51	331,846,213	165,235	99.94	0.06
Public-Others	252,288,448	186,672,115	73.99	186,697,415	10	100.00	0.00
<b>Total (A)</b>	<b>1,874,196,581</b>	<b>902,549,286</b>	<b>48.16</b>	<b>902,384,041</b>	<b>165,245</b>	<b>99.98</b>	<b>0.02</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	1,122,713,999	738,873,586	65.81	738,873,586	-	100.00	0.00



Public – Institutional holders	499,194,134	49,163,294	9.85	49,163,294	-	100.00	0.00
Public-Others	252,288,448	270,178	0.11	269,924	254	99.91	0.09
<b>Total (B)</b>	<b>1,874,196,581</b>	<b>788,307,058</b>	<b>42.06</b>	<b>788,306,804</b>	<b>254</b>	<b>99.99</b>	<b>0.01</b>
<b>Result (A+B)</b>	<b>1,874,196,581</b>	1,690,856,344	90.22	1,690,690,845	165,499	99.98	0.02

### Agenda Item-2- Ordinary Resolution

Confirmation of declaration and payment of interim dividend of INR 6 per share made during the year 2013-14 and declaration of final dividend of INR 6.50 per share for the year ended 31 March, 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)]* 100	% of Votes against on votes polled  (7)= [(5)/(2)]* 100
<b>Mode of voting: (E-voting)</b>							
Promoter and Promoter Group	1,122,713,999	383,840,413	34.19	383,840,413	-	100.00	0.00
Public – Institutional holders	499,194,134	332,036,758	66.51	332,043,797	-	100.00	0.00
Public-Others	252,288,448	186,704,664	74.00	186,697,545	80	100.00	0.00
<b>Total (A)</b>	<b>1,874,196,581</b>	<b>902,581,835</b>	<b>48.16</b>	<b>902,581,755</b>	<b>80</b>	<b>99.99</b>	<b>0.01</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	1,122,713,999	738,873,586	65.81	738,873,586	0	100.00	0.00
Public – Institutional holders	499,194,134	51,329,371	10.28	51,329,371	0	100.00	0.00
Public-Others	252,288,448	270,178	0.11	270,178	0	100.00	0.00
<b>Total (B)</b>	<b>1,874,196,581</b>	<b>790,473,135</b>	<b>42.18</b>	<b>790,473,135</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	1,874,196,581	1,693,054,970	90.33	1,693,054,890	80	100.00	0.00

### Agenda Item-3- Ordinary Resolution



Re-appointment of Ms. Priya Agarwal as a Director, liable to retirement by rotation

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)]* 100	% of Votes against on votes polled  (7)= [(5)/(2)]* 100
<b>Mode of voting: (E-voting)</b>							
Promoter and Promoter Group	1,122,713,999	383,840,413	34.19	383,840,413	-	100.00	0.00
Public – Institutional holders	499,194,134	332,036,758	66.51	179,741,729	152,003,6 62	54.13	45.87
Public-Others	252,288,448	186,406,058	73.89	186,696,294	1,131	99.99	0.01
<b>Total (A)</b>	<b>1,874,196,581</b>	<b>902,283,229</b>	<b>48.14</b>	<b>750,278,436</b>	<b>152,004,7 93</b>	<b>83.15</b>	<b>16.85</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	1,122,713,999	738,873,586	65.81	738,873,586	-	100.00	0.00
Public – Institutional holders	499,194,134	51,329,371	10.28	15,190,601	36,138,77 0	29.59	70.41
Public-Others	252,288,448	270,178	0.11	269,771	407	99.85	0.15
<b>Total (B)</b>	<b>1,874,196,581</b>	<b>790,473,135</b>	<b>42.18</b>	<b>754,333,958</b>	<b>36,139,17 7</b>	<b>95.43</b>	<b>4.57</b>
<b>Result (A+B)</b>	1,874,196,581	1,692,756,364	90.32	1,504,612,394	188,143,9 70	88.86	11.14

**Agenda Item-4- Ordinary Resolution**

Appointment of S. R. Batliboi & Co. LLP, Chartered Accountants as Statutory Auditors 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)]* 100	% of Votes against on votes polled  (7)= [(5)/(2)]* 100
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						100	100
<b>Mode of voting: (E-voting)</b>							
Promoter and Promoter Group	1,122,713,999	383,840,413	34.19	383,840,413	-	100.00	-
Public – Institutional holders	499,194,134	332,036,758	66.51	332,043,797	-	100.00	-
Public-Others	252,288,448	186,704,464	74.00	186,697,409	16	100.00	0.00
<b>Total (A)</b>	<b>1,874,196,581</b>	<b>902,581,635</b>	<b>48.16</b>	<b>902,581,619</b>	<b>16</b>	<b>99.99</b>	<b>0.01</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	1,122,713,999	738,873,586	65.81	738,873,586	-	100.00	-
Public – Institutional holders	499,194,134	51,329,371	10.28	51,329,371	-	100.00	-
Public-Others	252,288,448	270,178	0.11	269,871	307	99.89	0.11
<b>Total (B)</b>	<b>1,874,196,581</b>	<b>790,473,135</b>	<b>42.18</b>	<b>790,472,828</b>	<b>307</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>1,874,196,581</b>	<b>1,693,054,770</b>	<b>90.33</b>	<b>1,693,054,447</b>	<b>323</b>	<b>100</b>	<b>-</b>

#### Agenda Item-5- Ordinary Resolution

Appointment of Mr. Naresh Chandra as an Independent Director upto 31 March, 2017

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)]* 100	% of Votes against on votes polled  (7)= [(5)/(2)]* 100
<b>Mode of voting: (E-voting)</b>							
Promoter and Promoter Group	1,122,713,999	383,840,413	34.19	383,840,413	-	100.00	0.00
Public – Institutional holders	499,194,134	332,036,758	66.51	295,624,516	36,419,281	89.03	10.97



Public-Others	252,288,448	186,704,364	74.00	186,696,159	1,166	99.99	0.01
<b>Total (A)</b>	<b>1,874,196,581</b>	<b>902,581,535</b>	<b>48.16</b>	<b>866,161,088</b>	<b>36,420,447</b>	<b>95.96</b>	<b>4.04</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	1,122,713,999	738,873,586	65.81	738,873,586	-	100.00	0.00
Public – Institutional holders	499,194,134	51,329,371	10.28	42,324,164	9,005,207	82.46	17.54
Public-Others	252,288,448	270,178	0.11	269,924	254	99.91	0.09
<b>Total (B)</b>	<b>1,874,196,581</b>	<b>790,473,135</b>	<b>42.18</b>	<b>781,467,674</b>	<b>9,005,461</b>	<b>98.86</b>	<b>1.14</b>
<b>Result (A+B)</b>	<b>1,874,196,581</b>	<b>1,693,054,670</b>	<b>90.33</b>	<b>1,647,628,762</b>	<b>45,425,908</b>	<b>97.32</b>	<b>2.68</b>

### Agenda Item-6- Ordinary Resolution

Appointment of Dr. Omkar Goswami as an Independent Director upto 31 March, 2017

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)]* 100	% of Votes against on votes polled  (7)= [(5)/(2)]* 100
<b>Mode of voting: (E-voting)</b>							
Promoter and Promoter Group	1,122,713,999	383,840,413	34.19	383,840,413	-	100.00	0.00
Public – Institutional holders	499,194,134	332,036,758	66.51	295,618,016	36,425,781	89.03	10.97
Public-Others	252,288,448	186,704,364	74.00	186,696,159	1,166	99.99	0.01
<b>Total (A)</b>	<b>1,874,196,581</b>	<b>902,581,535</b>	<b>48.16</b>	<b>866,154,588</b>	<b>36,426,947</b>	<b>95.96</b>	<b>4.04</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	1,122,713,999	738,873,586	65.81	738,873,586	-	100.00	0.00
Public – Institutional holders	499,194,134	51,329,371	10.28	49,128,514	2,200,857	95.71	4.29
Public-Others	252,288,448	270,178	0.11	269,924	254	99.91	0.09



<b>Total (B)</b>	<b>1,874,196,581</b>	<b>790,473,135</b>	<b>42.18</b>	<b>788,272,024</b>	<b>2,201,111</b>	<b>99.72</b>	<b>0.28</b>
<b>Result (A+B)</b>	<b>1,874,196,581</b>	<b>1,693,054,670</b>	<b>90.33</b>	<b>1,654,426,612</b>	<b>38,628,058</b>	<b>97.72</b>	<b>2.28</b>

### Agenda Item-7- Ordinary Resolution

Appointment of Mr. Aman Mehta as an Independent Director upto 31 March, 2017

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)]* 100	% of Votes against on votes polled  (7)= [(5)/(2)]* 100
<b>Mode of voting: (E-voting)</b>							
Promoter and Promoter Group	1,122,713,999	383,840,413	34.19	383,840,413	-	100.00	0.00
Public – Institutional holders	499,194,134	332,036,758	66.51	295,656,812	36,386,985	89.04	10.96
Public-Others	252,288,448	186,704,364	74.00	186,696,154	1,171	99.99	0.01
<b>Total (A)</b>	<b>1,874,196,581</b>	<b>902,581,535</b>	<b>48.16</b>	<b>866,193,379</b>	<b>36,388,156</b>	<b>95.97</b>	<b>4.03</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	1,122,713,999	738,873,586	65.81	738,873,586	-	100.00	0.00
Public – Institutional holders	499,194,134	51,329,371	10.28	49,128,514	2,200,857	95.71	4.29
Public-Others	252,288,448	270,178	0.11	269,564	614	99.77	0.23
<b>Total (B)</b>	<b>1,874,196,581</b>	<b>790,473,135</b>	<b>42.18</b>	<b>788,271,664</b>	<b>2,201,471</b>	<b>99.72</b>	<b>0.28</b>
<b>Result (A+B)</b>	<b>1,874,196,581</b>	<b>1,693,054,670</b>	<b>90.33</b>	<b>1,654,465,043</b>	<b>38,589,627</b>	<b>97.72</b>	<b>2.28</b>

### Agenda Item-8- Ordinary Resolution

Appointment of Mr. Edward T Story as an Independent Director upto 31 March, 2017





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)]* 100	% of Votes against on votes polled  (7)= [(5)/(2)]* 100
<b>Mode of voting: (E-voting)</b>							
Promoter and Promoter Group	1,122,713,999	383,840,413	34.19	383,840,413	-	100.00	0.00
Public – Institutional holders	499,194,134	332,036,758	66.51	329,864,097	2,179,700	99.35	0.65
Public-Others	252,288,448	186,704,364	74.00	186,696,079	1,246	99.99	0.01
<b>Total (A)</b>	<b>1,874,196,581</b>	<b>902,581,535</b>	<b>48.16</b>	<b>900,400,589</b>	<b>2,180,946</b>	<b>99.76</b>	<b>0.24</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	1,122,713,999	738,873,586	65.81	738,873,586	-	100.00	0.00
Public – Institutional holders	499,194,134	51,329,371	10.28	51,314,766	14,605	99.97	0.03
Public-Others	252,288,448	270,178	0.11	269,924	254	99.91	0.09
<b>Total (B)</b>	<b>1,874,196,581</b>	<b>790,473,135</b>	<b>42.18</b>	<b>790,458,276</b>	<b>14,859</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>1,874,196,581</b>	<b>1,693,054,670</b>	<b>90.33</b>	<b>1,690,858,865</b>	<b>2,195,805</b>	<b>99.87</b>	<b>0.13</b>

### Agenda Item-9- Ordinary Resolution

Appointment of Mr. Tarun Jain as a Director, liable to retirement by rotation

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)]* 100	% of Votes against on votes polled  (7)= [(5)/(2)]* 100
<b>Mode of voting: (E-voting)</b>							
Promoter and Promoter Group	1,122,713,999	383,840,413	34.19	383,840,413	-	100.00	0.00
Public – Institutional	499,194,134	332,036,758	66.51	301,968,121	30,075,676	90.94	9.06



holders							
Public-Others	252,288,448	186,704,364	74.00	186,696,160	1,165	99.99	0.01
<b>Total (A)</b>	<b>1,874,196,581</b>	<b>902,581,535</b>	<b>48.16</b>	<b>872,504,694</b>	<b>30,076,841</b>	<b>96.67</b>	<b>3.33</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	1,122,713,999	738,873,586	65.81	738,873,586	-	100.00	0.00
Public – Institutional holders	499,194,134	51,329,371	10.28	42,355,454	8,973,917	82.52	17.48
Public-Others	252,288,448	270,178	0.11	269,511	667	99.75	0.25
<b>Total (B)</b>	<b>1,874,196,581</b>	<b>790,473,135</b>	<b>42.18</b>	<b>781,498,551</b>	<b>8,974,584</b>	<b>98.86</b>	<b>1.14</b>
<b>Result (A+B)</b>	<b>1,874,196,581</b>	<b>1,693,054,670</b>	<b>90.33</b>	<b>1,654,003,245</b>	<b>39,051,425</b>	<b>97.69</b>	<b>2.31</b>

#### Agenda Item-10- Ordinary Resolution

Ratification of remuneration of INR 885,000/- plus applicable taxes and out of pocket expenses payable to M/s. Shome & Banerjee, Cost Accountants as Cost Auditors for the financial year 2014-15

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)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
<b>Mode of voting: (E-voting)</b>							
Promoter and Promoter Group	1,122,713,999	383,840,413	34.19	383,840,413	-	100.00	0.00
Public – Institutional holders	499,194,134	332,036,758	66.51	331,878,562	165,235	99.95	0.05
Public-Others	252,288,448	186,704,429	74.00	186,695,365	2,025	99.99	0.01
<b>Total (A)</b>	<b>1,874,196,581</b>	<b>902,581,600</b>	<b>48.16</b>	<b>902,414,340</b>	<b>167,260</b>	<b>99.98</b>	<b>0.02</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	1,122,713,999	738,873,586	65.81	738,873,586	-	100.00	0.00
Public –	499,194,134	51,329,371	10.28	49,837,770	1,491,601	97.09	2.91





Institutional holders							
Public-Others	252,288,448	270,178	0.11	269,461	717	99.73	0.27
<b>Total (B)</b>	<b>1,874,196,581</b>	<b>790,473,135</b>	<b>42.18</b>	<b>788,980,817</b>	<b>1,492,318</b>	<b>99.81</b>	<b>0.19</b>
<b>Result (A+B)</b>	<b>1,874,196,581</b>	<b>1,693,054,735</b>	<b>90.33</b>	<b>1,691,395,157</b>	<b>1,659,578</b>	<b>99.90</b>	<b>0.10</b>

**For CAIRN INDIA LIMITED**

  
**Neerja Sharma**  
**Director-Risk Assurance & Company Secretary**