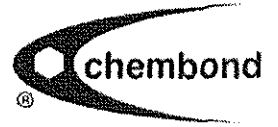


# Chembond Chemicals Limited

Chembond Centre, EL-71 Mahape MIDC,  
Navi Mumbai 400 710. India.  
T : (+91 22) 3921 3000, 3921 3001  
F : (+91 22) 2768 1294  
E : info@chembondindia.com  
U : www.chembondindia.com  
CIN: L24100MH1975PLC018235



19<sup>th</sup> March, 2015

To,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001

Subject:- Intimation under clause 35A of the listing agreement.

Dear Sir / Madam,

Pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, read together with Rule 22 of the Companies (Management and Administration) Rules, 2014, Notice of postal ballot (including E-voting) dated 23<sup>rd</sup> January, 2015 was sent to all members for seeking their assent / dissent on transactions mentioned in the said Notice. Voting period was over and ended at 5 P.M. on 13<sup>th</sup> March, 2015. Based on the scrutiny done, Mr. Virendra Bhatt, Practicing Company Secretary & Scrutinizer, has submitted with the Chairman of the Company his report dated 18<sup>th</sup> March, 2015.

Based on the Scrutinizer's Report, details of results of postal ballot including e-voting pursuant to Clause 35A of the Listing Agreement along with the Scrutinizer's Report are attached herewith.

Kindly take this on your record.

Yours faithfully,

Thanking You.

Yours faithfully,  
For **Chembond Chemicals Limited**

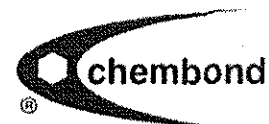
A handwritten signature in black ink, appearing to read 'Varadvinayak V. Khambete'.

**Varadvinayak V. Khambete**  
**Company Secretary**  
**ACS - A33861**



# Chembond Chemicals Limited

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To,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001

19<sup>th</sup> March, 2015

**Sub:-** Intimation under clause 35A of the listing agreement – Details regarding voting results.

Dear Sir/Madam,

We request you take on record the following:

Date of Notice of Postal Ballot including E-voting	<b>23<sup>rd</sup> January, 2015</b>
Record Date	<b>30<sup>th</sup> January, 2015</b>
Total number of shareholders on record date	<b>1,508</b>
No. of shareholders present in the meeting either in person or through proxy <ul style="list-style-type: none"><li>• Promoters and Promoter Group</li><li>• Public</li></ul>	<b>N.A.</b> <b>N.A.</b>
No. of Shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none"><li>• Promoters and Promoter Group</li><li>• Public</li></ul>	<b>N.A.</b> <b>N.A.</b>

## No. of votes received on postal ballot and E-voting:-

No. of votes casted	Resolution 1	Resolution 2	Resolution 3	Resolution 4	Resolution 5
<b>Promoters</b>	0	4373267	4373267	4373267	4373267
<b>Others</b>	1163173	1165573	1165573	1165573	1165573
<b>Total</b>	1163173	5538840	5538840	5538840	5538840



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<b>Details of agenda</b>	<b>1. To approve Related Party Transactions under Clause 49(VII) of Listing Agreement and Section 188 of Companies Act, 2013.</b>
<b>Resolution required</b>	Special
<b>Mode of voting</b>	Postal Ballot & E-voting

### In case of Poll/Postal ballot & E-voting:

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	3=[2/1]* 100	4	5	6=[4/2]* 100	7=[5/2]* 100
Promoter & promoter group	4573967	0	0	0	0	0	0
Public Institutional Shareholders	23800	0	0	0	0	0	0
Public-others	2062645	1163173	56.39%	1163173	0	100%	0.00%
Total	6660412	1163173	17.46%	1163173	0	100%	0.00%

<b>Details of agenda</b>	<b>2. To Increase the Borrowing Limits of the Company under Section 180(1)(c) of Companies Act, 2013.</b>
<b>Resolution required</b>	Special
<b>Mode of voting</b>	Postal Ballot & E-voting

### In case of Postal ballot/E-voting:

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	3=[2/1]* 100	4	5	6=[4/2]* 100	7=[5/2]* 100
Promoter & promoter group	4573967	4373267	95.61%	4373267	0	100.00%	0.00%
Public Institutional Shareholders	23800	0	0	0	0	0	0
Public-others	2062645	1165573	56.51%	1165573	0	100.00%	0.00%
Total	6660412	5538840	83.16%	5538840	0	100.00%	0.00%



# Chembond Chemicals Limited

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<b>Details of agenda</b>	<b>3. To Approve Creation of Charges and Sale, Lease or Otherwise Disposal of Assets under Section 180(1)(a) of Companies Act, 2013.</b>
<b>Resolution required</b>	Special
<b>Mode of voting</b>	Postal Ballot & E-voting

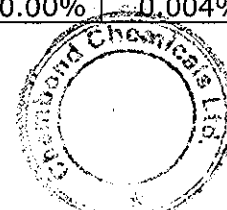
### In case of Poll/Postal ballot/E-voting:

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	$3 = \frac{[2/1]*}{100}$	4	5	$6 = \frac{[4/2]*}{100}$	$7 = \frac{[5/2]*}{100}$
Promoter & promoter group	4573967	4373267	95.61%	4373267	0	100.00%	0.00%
Public Institutional Shareholders	23800	0	0	0	0	0	0
Public-others	2062645	1165573	56.51%	1165573	0	100.00%	0.00%
<b>Total</b>	<b>6660412</b>	<b>5538840</b>	<b>83.16%</b>	<b>5538840</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>

<b>Details of agenda</b>	<b>4. To Authorize the Board of Directors to give Loans, provide Guarantees / Securities and make Investments on behalf of the Company under Section 186 of Companies Act, 2013 .</b>
<b>Resolution required</b>	Special
<b>Mode of voting</b>	Postal Ballot & E-voting

### In case of Poll/Postal ballot & E-voting:

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	$3 = \frac{[2/1]*}{100}$	4	5	$6 = \frac{[4/2]*}{100}$	$7 = \frac{[5/2]*}{100}$
Promoter & promoter group	4573967	4373267	95.61%	4373267	0	100.00%	0.00%
Public Institutional Shareholders	23800	0	0	0	0	0	0
Public-others	2062645	1165573	56.51%	1165373	200	99.98%	0.02%
<b>Total</b>	<b>6660412</b>	<b>5538840</b>	<b>83.16%</b>	<b>5538640</b>	<b>200</b>	<b>100.00%</b>	<b>0.004%</b>



# Chembond Chemicals Limited

Chembond Centre, EL-71 Mahape MIDC,

Navi Mumbai 400 710. India.

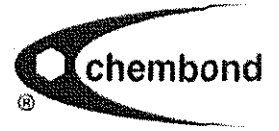
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<b>Details of agenda</b>	<b>5. To Ratify Payment of Remuneration to the Cost Auditors under Section 148 of Companies Act, 2013.</b>
<b>Resolution required</b>	Ordinary
<b>Mode of voting</b>	Postal Ballot & E-voting

## In case of Poll/Postal ballot/E-voting:

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
	1	2	$3 = \frac{[2/1]*}{100}$	4	5	$6 = \frac{[4/2]*}{100}$	$7 = \frac{[5/2]*}{100}$
Promoter & promoter group	4573967	4373267	95.61%	4373267	0	100.00%	0
Public Institutional Shareholders	23800	0	0%	0	0	0	0
Public-others	2062645	1165573	56.51%	1165372	201	99.98%	0.02%
Total	6660412	5538840	83.16%	5538639	201	100.00%	0.004%

Yours faithfully,

Thanking You.

Yours faithfully,

For **Chembond Chemicals Limited**

**Varadvinayak V. Khambete**  
Company Secretary  
ACS - A33861



# Virendra Bhatt

Company Secretary

Office :

602, Tardeo Airconditioned Market,  
Tardeo Main Road, Tardeo,  
Mumbai-400 034.

Tel. : 2351 4867 / 2351 2412

Mobile : 98200 48670

e-mail : bhattvirendra1945@yahoo.co.in

Date: 18<sup>th</sup> March, 2015

To,  
The Chairman,  
**CHEMBOND CHEMICALS LIMITED**  
Chembond Centre,  
EL-71 MIDC,  
Mahape.  
Navi Mumbai – 400 710,

Dear Sir,

I have scrutinized the Postal Ballot (including Electronic Voting ("E-voting"/ "E-Votes") Voting Process of CHEMBOND CHEMICALS LIMITED at the Registered Office of the Company situated at Chembond Centre, EL-71 MIDC, Mahape, Mumbai – 400 710 with respect to passing of the Resolutions regarding Approval for Related Party Transactions under clause 49 of Listing Agreement and Section 188 of the Companies Act, 2013, Increase in the borrowing limits under section 180(1)(c) of the Companies Act, 2013, Approval for creation of charges and sale, lease or otherwise disposal of assets under section 180(1)(a) of the Companies Act, 2013, Authority to give loans, provide guarantees / securities and make investments under section 186 of the Companies Act, 2013 and ratification of payment of remuneration to the cost auditor under section 148 of the Companies Act 2013.

Approval of the shareholders needs to be obtained by way of Special/Ordinary Resolution.

## **RESOLUTION-1**

**To approve Related Party Transactions under Clause 49(VII) of Listing Agreement and Section 188 of Companies Act, 2013.**

**Resolution Required: Special**

**"RESOLVED THAT** pursuant to clause 49(VII) of the Listing Agreement and the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under including any statutory modification(s) or re-enactment thereof for the time being in force (the "Act"), approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into Material Related Party Transactions, Contracts or Arrangements, existing or future, as defined under the Listing Agreement of such a quantum and on such terms and conditions as the Board may deem fit from time to time in the interest of the Company and as per the details provided in explanatory statement of the resolution annexed to the notice, for the financial year 2014-15 and beyond for each financial year."



**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to determine the actual sums to be involved in the transactions with the related parties and terms & conditions related thereto and all other matters arising out of or incidental to the transactions and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this resolution.”

**TOTAL VALID VOTES-**

	PHYSICAL		EVOTING		GRAND TOTAL	
	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS
TOTAL NO. OF SHARES	40	1078991	16	86582	56	1165573
INVALID/NOT VOTED	1	2400	0	0	1	2400
TOTAL VALID VOTES	39	1076591	16	86582	55	1163173

Note: None of the related parties have voted for Resolution 1.

**Table showing percentage of the votes :-**

Details of Valid Ballots	No. of Ballots & E-Votes	No. of Votes Cast	Percentage (%) voted
Assent	55	1163173	100%
Dissent	0	0	0%
Total	55	1163173	100.00%

**Table showing Bifurcations OF PROMOTERS AND FINANCIAL INSTITUTIONS:**

Promoter/ Public	No. of shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of votes- In Favour	No. of votes- Against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter & Promoter Group	4573967	0	0	0	0	0	0
Financial Institutions	23800	0	0	0	0	0	0
Public- Others	2062645	1163173	56.39%	1163173	0	100%	0.00%
TOTAL	6660412	-	-	-	-	-	-



I have to report that for resolution no.1, votes cast in favour were 1163173 representing 100% of the total votes cast and Dissent were 0 representing 0% of the total votes cast.

The votes cast in favour are more than the votes cast against the resolution.

**RESOLUTION-2**

**To Increase the Borrowing Limits of the Company under Section 180(1)(c) of Companies Act, 2013.**

**Resolution Required: Special**

**“RESOLVED THAT** in supersession to the earlier resolution no. 8 passed by the members of the Company in their Thirtieth Annual General Meeting held on 12<sup>th</sup> August, 2005 and pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 and the Rules made thereunder including any statutory modification(s) or re-enactment thereof for the time being in force (the “Act”), the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company, (hereinafter referred to as the “Board” which term shall include any committee constituted by the Board) to borrow, any sum or sums of money from time to time, with or without security and upon terms & conditions as the Board may think fit, in any manner, and without prejudice to the generality thereof, by way of loans, advances, credits in the form of either fund-based or non fund-based facility or otherwise in any other form for the Company's business purpose in Indian Rupees or any other foreign currency from any bank or banks or any financial institutions, public financial institutions, the Central Government or State Government(s), body corporate, firm, other person or persons, and the money to be borrowed together with the money, if any, already borrowed by the Company, (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate of the paid up capital of the Company and its free reserves, i.e. reserve not set apart for any specific purpose, provided, however, that the total amount so borrowed by the Board and outstanding at any time shall not exceed Rs. 300 Crores (Rupees Three Hundred Crores only) or equivalent amount in foreign currency, exclusive of interest and other charges thereon.”

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to do all such acts, deeds and things as may be necessary or delegate the powers in respect thereof as permissible under applicable provisions in force of the Companies Act, 2013 and to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

**TOTAL VALID VOTES-**

	PHYSICAL		EVOTING		GRAND TOTAL	
	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS
TOTAL NO. OF SHARES	63	4055666	35	1483174	98	5538840
INVALID/NOT VOTED	0	0	0	0	0	0
TOTAL VALID VOTES	63	4055666	35	1483174	98	5538840





**Table showing percentage of the votes :-**

Details of Valid Ballots	No. of Ballots & E-Votes	No. of Votes Cast	Percentage (%) voted
Assent	98	5538840	100.00%
Dissent	0	0	0%
<b>Total</b>	<b>98</b>	<b>5538840</b>	<b>100.00%</b>

**Table showing Bifurcations OF PROMOTERS AND FINANCIAL INSTITUTIONS:**

Promoter/ Public	No. of shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of votes- In Favour	No. of votes- Against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter & Promoter Group	4573967	4373267	95.61%	4373267	0	100.00%	0.00%
Financial Institutions	23800	0	0%	0	0	0%	0%
Public- Others	2062645	1165573	56.51%	1165573	0	100.0%	0.00%
<b>TOTAL</b>	<b>6660412</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

I have to report that for resolution no. 2, votes cast in favour were 5538840 representing 100% of the total votes cast and Dissent were 0 representing 0% of the total votes cast.

The votes cast in favour are more than the votes cast against the resolution.

**RESOLUTION-3**

**To Approve Creation of Charges and Sale, Lease or Otherwise Disposal of Assets under Section 180(1)(a) of Companies Act, 2013.**

**Resolution Required: Special**

**“RESOLVED THAT** in supersession to the earlier resolution no. 9 passed by the members of the Company in their Thirtieth Annual General Meeting held on 12<sup>th</sup> August, 2005 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder including any statutory modification(s) or re-enactment thereof for the time being in force (the “Act”), consent of Members of the Company be and is hereby accorded to the Board of Directors of the Company, (hereinafter referred to as the “Board” which term shall include any committee constituted by the Board) to sell, lease, mortgage or otherwise dispose of the whole or substantially the whole of the undertaking of the company and/or to create mortgage, charge, hypothecation, lien and other encumbrances, as the Board may deem fit, on the assets of the Company, both present and future, for securing the sum or sums of moneys aggregating to Rs. 300 Crores (Rupees Three Hundred Crores only) borrowed or that may be borrowed by the Company from Banks, Financial Institutions, Public



Financial Institutions and others including interests, costs, charges, expenses and other money as may be payable in this regard, is any.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds and things as may be necessary or delegate the powers in respect thereof as permissible under applicable provisions in force of the Companies Act, 2013, for creating the aforesaid mortgage, charge and or hypothecation and other encumbrances, if any, by the Company and to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

**TOTAL VALID VOTES-**

	PHYSICAL		EVOTING		GRAND TOTAL	
	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS
TOTAL NO. OF SHARES	63	4055666	35	1483174	98	5538840
INVALID/NOT VOTED	0	0	0	0	0	0
TOTAL VALID VOTES	63	4055666	35	1483174	98	5538840

**Table showing percentage of the votes :-**

Details of Valid Ballots	No. of Ballots & E-Votes	No. of Votes Cast	Percentage (%) voted
Assent	98	5538840	100.00%
Dissent	0	0	0%
Total	98	5538840	100.00%

**Table showing Bifurcations OF PROMOTERS AND FINANCIAL INSTITUTIONS:**

Promoter/ Public	No. of shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of votes- In Favour	No. of votes- Against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter & Promoter Group	4573967	4373267	95.61%	4373267	0	100.00%	0.00%
Financial Institutions	23800	-	-	-	-	-	-
Public- Others	2062645	1165573	56.51%	1165573	0	100.0%	0.00%
TOTAL	6660412	0	-	0	0	00.00%	0.00%



I have to report that for resolution no. 3, votes cast in favour were 5538840 representing 100% of the total votes cast and Dissent were 0 representing 0% of the total votes cast.

The votes cast in favour are more than the votes cast against the resolution

**RESOLUTION-4**

**To Authorize the Board of Directors to give Loans, provide Guarantees / Securities and make Investments on behalf of the Company under Section 186 of Companies Act, 2013 .**

**Resolution Required: Special**

“RESOLVED THAT pursuant to Section 186 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder including any statutory modification(s) or re-enactment thereof for the time being in force (the “Act”) and subject to such other approvals, consents, sanctions and permissions as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company from time to time, to give any loan(s) / advance(s) / deposits to any person or body corporate and to make investments in or acquire, by way of subscription, purchase or otherwise, shares, debentures and/or other securities of any other body corporate and to give, on behalf of the Company, any guarantee and/or provide any security in connection with any loan or loans made by any other person(s) or body corporate(s) to any other person(s) / company(ies) / body corporate(s) which shall be subject to aggregate limit of Rs. 300 Crores (Rupees Three Hundred Crores only) and which may be, individually or in aggregate, in excess of limits prescribed in the Act i.e. over and above Sixty per cent. (60%) of the Company's paid up share capital, free reserves and security premium account or One Hundred per cent. (100%) of the Company's free reserves and security premium amount, whichever is higher.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take, from time to time, all decisions and steps necessary, expedient or proper, in respect of the above mentioned transactions including the timing, the amount and other terms and conditions of such transactions and also to take all other decisions including varying any of them, through transfer, sale, recall, renewal, divestment or otherwise, either in part or in full, as it/they may, in its/their absolute discretion, deem appropriate, subject to the specified limits for effecting the aforesaid transaction and also to do all such acts, deeds and other things as may be required or considered necessary or incidental thereto for giving effect to this resolution.”

**TOTAL VALID VOTES-**

	PHYSICAL		EVOTING		GRAND TOTAL	
	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS
TOTAL NO. OF SHARES	63	4055666	35	1483174	98	5538840
INVALID/NOT VOTED	0	0	0	0	0	0
TOTAL VALID VOTES	63	4055666	35	1483174	98	5538840



**Table showing percentage of the votes :-**

Details of Valid Ballots	No. of Ballots & E-Votes	No. of Votes Cast	Percentage (%) voted
Assent	97	5538640	99.99%
Dissent	1	200	0.01%
<b>Total</b>	<b>98</b>	<b>5538840</b>	<b>100%</b>

**Table showing Bifurcations OF PROMOTERS AND FINANCIAL INSTITUTIONS:**

Promoter/ Public	No. of shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of votes- In Favour	No. of votes- Against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter & Promoter Group	4573967	4373267	95.61%	4373267	0	100.00%	0.00%
Financial Institutions	23800	0	0%	0	0	0%	0%
Public- Others	2062645	1165573	56.51%	1165373	200	99.98%	0.02%
<b>TOTAL</b>	<b>6660412</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

I have to report that for resolution no. 4, votes cast in favour were 5538640 representing 99.99% of the total votes cast and Dissent were 200 representing 0.01% of the total votes cast.

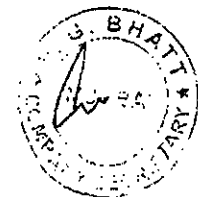
The votes cast in favour are more than the votes cast against the resolution.

**RESOLUTION-5**

**To Ratify Payment of Remuneration to the Cost Auditors under Section 148 of Companies Act, 2013 .**

**Resolution Required: Ordinary**

“RESOLVED that pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), as amended from time to time, the Company hereby ratifies the remuneration of Rs. 60,000 ( Rupees Sixty Thousand only) plus service tax and actual out-of-pocket expenses payable to R. S. Raghavan, Cost Accountant, Pune, who has been appointed as Cost Auditor of the Company to conduct the audit of cost records maintained by the Company for the Financial Year 2014-15.”



**TOTAL VALID VOTES-**

	PHYSICAL		EVOTING		GRAND TOTAL	
	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS
TOTAL NO. OF SHARES	63	4055666	35	1483174	98	5538840
INVALID/NOT VOTED	0	0	0	0	0	0
TOTAL VALID VOTES	63	4055666	35	1483174	98	5538840

**Table showing percentage of the votes :-**

Details of Valid Ballots	No. of Ballots & E-Votes	No. of Votes Cast	Percentage (%) voted
Assent	96	5538639	99.99%
Dissent	2	201	0.01%
Total	98	5538840	100%

**Table showing Bifurcations OF PROMOTERS AND FINANCIAL INSTITUTIONS:**

Promoter/ Public	No. of shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of votes- In Favour	No. of votes- Against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter & Promoter Group	4573967	4373267	95.61%	4373267	0	100%	0%
Financial Institutions	23800	0	0%	0	0	0%	0%
Public-Others	2062645	1165573	56.51%	1165372	201	99.98%	0.02%
TOTAL	6660412	-	-	-	-	-	-

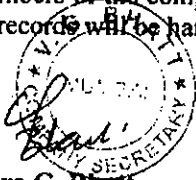
I have to report that for resolution no. 5, votes cast in favour were **5538639** representing 99.99% of the total votes cast and Dissent were **201** representing 0.01% of the total votes cast.

**The votes cast in favour are more than the votes cast against the resolution.**

I have to further report that total numbers of shareholders were **98** representing **5538840** votes entitled on **5538840** shares. The Company has dispatched postal ballots under courier as well as through electronic media on **11<sup>th</sup> February, 2015** out of which **98** ballot papers (including E-Votes) were received.



The Postal Ballots Register as per relevant documents for the same is available for inspection to the members of the company at the Registered Office of the Company. The Register along with all the records will be handed over to you at your office as per the said rules.



**Virendra G. Bhatt**  
**Practicing Company Secretary**  
**A. C. S. No: 1157**  
**C. P. No: 124**