

**ANNUAL GENERAL MEETING OF CHEVIOT COMPANY LIMITED - DETAILS OF VOTING RESULTS**

SL NO.	PARTICULARS	DETAILS
A	Date of the AGM	8 <sup>th</sup> August, 2014
B	Total Number of Shareholders on Record Date (i.e. 20/06/2014- Record date for E-voting purpose)	5853
C	Number of Shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group	5
	Public	100
D	No. of Shareholders attended the meeting through Video Conferencing	
	Promoters and Promoter Group	NIL
	Public	NIL
E	Mode of Voting	E-voting

**DETAILS OF E-VOTING**

**Details of the Agenda:** Item No. 1. To receive, consider and adopt the audited financial statements of the Company for the year ended 31st March, 2014 and the Reports of the Board of Directors and Auditors thereon.

**Resolution Required:** Ordinary Resolution

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 and Promoter Group	3383312	3383312	100.00	3383312	0	100.00	0.00
Public- Institutional holders	20868	0	0.00	0	0	0.00	0.00
Public-Others	1107070	1746	0.16	1704	42	97.59	2.41
<b>Total</b>	<b>4511250</b>	<b>3385058</b>	<b>75.036</b>	<b>3385016</b>	<b>42</b>	<b>99.999</b>	<b>0.001</b>

**Details of the Agenda:** Item No. 2. To declare dividend for the year ended 31st March, 2014.

**Resolution Required:** Ordinary Resolution

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 and Promoter Group	3383312	3383312	100.00	3383312	0	100.00	0.00
Public- Institutional holders	20868	0	0.00	0	0	0.00	0.00
Public-Others	1107070	1746	0.16	1704	42	97.59	2.41
<b>Total</b>	<b>4511250</b>	<b>3385058</b>	<b>75.036</b>	<b>3385016</b>	<b>42</b>	<b>99.999</b>	<b>0.001</b>



**DETAILS OF E-VOTING (Contd...)**

**Details of the Agenda:** Item No. 3. To appoint a director in place of Mr. Nawal Kishore Kejriwal (holding DIN 00060314), who retires by rotation and, being eligible, offers himself for re-appointment.

**Resolution Required:** Ordinary Resolution

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 and Promoter Group	3383312	3383312	100.00	3383312	0	100.00	0.00
Public- Institutional holders	20868	0	0.00	0	0	0.00	0.00
Public-Others	1107070	1746	0.16	1704	42	97.59	2.41
<b>Total</b>	<b>4511250</b>	<b>3385058</b>	<b>75.036</b>	<b>3385016</b>	<b>42</b>	<b>99.999</b>	<b>0.001</b>

**Details of the Agenda:** Item No. 4. To appoint M/s Jain & Co., Chartered Accountants (ICAI Registration No.302023E) as statutory auditors of the Company to hold office from the conclusion of this annual general meeting until the conclusion of the fourth consecutive annual general meeting on a remuneration to be mutually agreed upon with the Board of Directors subject to rectification by the members at every annual general meeting.

**Resolution Required:** Ordinary Resolution

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 and Promoter Group	3383312	3383312	100.00	3383312	0	100.00	0.00
Public- Institutional holders	20868	0	0.00	0	0	0.00	0.00
Public-Others	1107070	1746	0.16	1704	42	97.59	2.41
<b>Total</b>	<b>4511250</b>	<b>3385058</b>	<b>75.036</b>	<b>3385016</b>	<b>42</b>	<b>99.999</b>	<b>0.001</b>

**Details of the Agenda:** Item No. 5. Amendment of Article 103 and Article 117 of the Article of Association of the Company.

**Resolution Required:** Special Resolution

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 and Promoter Group	3383312	3383312	100.00	3383312	0	100.00	0.00
Public- Institutional holders	20868	0	0.00	0	0	0.00	0.00
Public-Others	1107070	1746	0.16	1704	42	97.59	2.41
<b>Total</b>	<b>4511250</b>	<b>3385058</b>	<b>75.036</b>	<b>3385016</b>	<b>42</b>	<b>99.999</b>	<b>0.001</b>





**DETAILS OF E-VOTING (Contd...)**

**Details of the Agenda:** Item No. 6. Re-appointment of Mr. Nawal Kishore Kejriwal (holding DIN 00060314) as the Wholetime Director of the Company.

**Resolution Required:** Special Resolution

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 and Promoter Group	3383312	3383312	100.00	3383312	0	100.00	0.00
Public- Institutional holders	20868	0	0.00	0	0	0.00	0.00
Public-Others	1107070	1746	0.16	1704	42	97.59	2.41
<b>Total</b>	<b>4511250</b>	<b>3385058</b>	<b>75.036</b>	<b>3385016</b>	<b>42</b>	<b>99.999</b>	<b>0.001</b>

**Details of the Agenda:** Item No. 7. Appointment of Mr. Parag Keshar Bhattacharjee (holding DIN 00081899) as Independent Director of the Company.

**Resolution Required:** Special Resolution

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 and Promoter Group	3383312	3383312	100.00	3383312	0	100.00	0.00
Public- Institutional holders	20868	0	0.00	0	0	0.00	0.00
Public-Others	1107070	1746	0.16	1704	42	97.59	2.41
<b>Total</b>	<b>4511250</b>	<b>3385058</b>	<b>75.036</b>	<b>3385016</b>	<b>42</b>	<b>99.999</b>	<b>0.001</b>

**Details of the Agenda:** Item No. 8. Appointment of Mr. Sushil Dhandhanian (holding DIN 00484489) as Independent Director of the Company.

**Resolution Required:** Ordinary Resolution

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 and Promoter Group	3383312	3383312	100.00	3383312	0	100.00	0.00
Public- Institutional holders	20868	0	0.00	0	0	0.00	0.00
Public-Others	1107070	1744	0.16	1704	40	97.71	2.29
<b>Total</b>	<b>4511250</b>	<b>3385056</b>	<b>75.036</b>	<b>3385016</b>	<b>40</b>	<b>99.999</b>	<b>0.001</b>



## DETAILS OF E-VOTING (Contd...)

**Details of the Agenda:** Item No. 9. Appointment of Mr. Navin Nayar (holding DIN 00136057) as Independent Director of the Company.

**Resolution Required:** Ordinary Resolution

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 and Promoter Group	3383312	3383312	100.00	3383312	0	100.00	0.00
Public- Institutional holders	20868	0	0.00	0	0	0.00	0.00
Public-Others	1107070	1746	0.16	1704	42	97.59	2.41
<b>Total</b>	<b>4511250</b>	<b>3385058</b>	<b>75.036</b>	<b>3385016</b>	<b>42</b>	<b>99.999</b>	<b>0.001</b>

**Details of the Agenda:** Item No. 10. Appointment of Mr. Padam Kumar Khaitan (holding DIN 00019700) as Independent Director of the Company.

**Resolution Required:** Ordinary Resolution

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 and Promoter Group	3383312	3383312	100.00	3383312	0	100.00	0.00
Public- Institutional holders	20868	0	0.00	0	0	0.00	0.00
Public-Others	1107070	1746	0.16	1704	42	97.59	2.41
<b>Total</b>	<b>4511250</b>	<b>3385058</b>	<b>75.036</b>	<b>3385016</b>	<b>42</b>	<b>99.999</b>	<b>0.001</b>

**Details of the Agenda:** Item No. 11. Appointment of Mrs. Malati Kanoria (holding DIN 00253241) as Director of the Company.

**Resolution Required:** Ordinary Resolution

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 and Promoter Group	3383312	3383312	100.00	3383312	0	100.00	0.00
Public- Institutional holders	20868	0	0.00	0	0	0.00	0.00
Public-Others	1107070	1748	0.16	1704	44	97.48	2.52
<b>Total</b>	<b>4511250</b>	<b>3385060</b>	<b>75.036</b>	<b>3385016</b>	<b>44</b>	<b>99.999</b>	<b>0.001</b>





## DETAILS OF E-VOTING (Contd...)

**Details of the Agenda:** Item No. 12. Approval of remuneration of M/s D. Radhakrishnan & Co, Cost Accountants (Registration No. 000018) who has been appointed by the Board of Directors of the Company as Cost Auditor to conduct an audit of the cost accounting records maintained by the Company for the year ending 31<sup>st</sup> March, 2015.

**Resolution Required:** Ordinary Resolution

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 and Promoter Group	3383312	3383312	100.00	3383312	0	100.00	0.00
Public- Institutional holders	20868	0	0.00	0	0	0.00	0.00
Public-Others	1107070	1746	0.16	1704	42	97.59	2.41
<b>Total</b>	<b>4511250</b>	<b>3385058</b>	<b>75.036</b>	<b>3385016</b>	<b>42</b>	<b>99.999</b>	<b>0.001</b>

All the resolutions with respect to the agenda items were passed by requisite majority. The resolutions as approved by the Members of the Company, in terms of the Notice dated 9<sup>th</sup> May, 2014, will form part of the Minutes of the Annual General Meeting.

