



August 22, 2014

To,
 The Mumbai Stock Exchange
 Department of Corporate Services,
 1st floor, New Trading Ring
 Rotunda Building,
 Phiroze Jeejeebhoy Towers,
 Dalal Street,
 Mumbai - 400 001.
 Fax : 22723121/3719/2037/2039/2041/2061
 Company Scrip Code:709

Sub: Clause 35A of the Listing Agreement with the Stock Exchanges for voting results of the 75th Annual General Meeting

Dear Sir/Madam,

In accordance with the amended Clause 35A of the Listing Agreement with the Stock Exchanges, this is to inform you that the Members of the Company at the 75th Annual General Meeting held on 13th August, 2014 transacted the following business:

Sr. No.	Description	Particulars		
1.	Date of the AGM	13 th August 2014		
2.	Book Closure Date	4 th August, 2014 to 13 th August, 2014 (both days inclusive)		
3.	Total number of Shareholders on record date	54,317		
4.	No. of Shareholders present in the Meeting either in person or through proxy:			
	Category of Shareholders	In Person	Proxy	Total
	Promoter and Promoter Group	12	21	33
	Financial Institution	0	0	0
	Public	50	5	55
	Total	62	26	88
5.	No. of Shareholders attended the Meeting through Video Conference – Not Applicable			

Outcome of the Annual General Meeting of the Members of the Company

DCW LIMITED

HEAD OFFICE :

"NIRMAL" 3RD FLOOR, NARIMAN POINT, MUMBAI-400 021.

TEL.: 2287 1914, 2287 1916, 2202 0743 TELEFAX: 22 2202 8838

REGISTERED OFFICE : DHRANGADHRA - 363 315 (GUJRAT STATE)

Email: ho@dcwlimited.com, Website: www.dcwlimited.com, CIN-L24110GJ1939PLC000748



The Annual General Meeting of the Members of the Company was held on Friday, the 13th day of August, 2014 at 10.00 a.m. at Registered Office of the Company (at Guest House No. 2) at Dhrangadhra-363315, Gujarat. The mode of voting was by way of Poll/E-Voting. The Shareholders transacted the business as provided in **Annexure -1**.

Request you to kindly take the same on record.

Yours Faithfully,

For **DCW LIMITED**

A handwritten signature in blue ink, appearing to read 'Jigna Karnick', is written over the printed name.

Jigna Karnick
Dy. Company Secretary



DCW LIMITED

HEAD OFFICE :

"NIRMAL" 3RD FLOOR, NARIMAN POINT, MUMBAI-400 021.

TEL.: 2287 1914, 2287 1916, 2202 0743 TELEFAX: 22 2202 8838

REGISTERED OFFICE : DHRANGADHRA - 363 315 (GUJRAT STATE)

Email: ho@dcwLtd.com, Website: www.dcwLtd.com, CIN-L24110GJ1939PLC000748

Annexure - 1

Item No. 1

Ordinary Resolution: To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31/03/2014, the report of Board of Directors thereon.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes again st (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)x100	% of votes against on votes polled (9)=[(7)/ (3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	100%	98280585	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	122343252	122320623	22629	58.31%	122320518	105	99.99%	0.001%



Item No. 2

Ordinary Resolution: To declare dividend on Equity shares of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	100%	98280585	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.21%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.09%	7594661	0	100%	0
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	122343252	122320623	22629	58.32%	122320623	0	100%	



Item No. 3

A. Ordinary Resolution: To appoint a Director in place of Shri Bakul Jain who retires by rotation.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	40048191	40048191	0	40.7488%	40048191	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	64110858	64088229	22629	30.56%	64088124	105	99.99%	0.001%



Item No. 4

A. Ordinary Resolution: To appoint Auditors and to fix their remuneration and in this connection, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstan ding Shares (5)=[(2)/ (1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)x100	% of votes against on votes polled (9)=[(7)/ (3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	0	98280585	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108 %	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	12234325 2	122320623	22629	58.31%	122320518	105	99.99%	0.001%



Item No. 5

A. Special Resolution: To appoint Shri Sodhsal Singh Dev as an Independent Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	0	98280585	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	12234325 2	122320623	22629	58.31%	12232051 8	105	99.99%	0.001%



Item No. 6

Special Resolution: Appointment of Smt Sujata Rangekar as an Independent Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Vote s again st (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	0	98280585	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	12234325 2	122320623	22629	58.31%	122320518	105	99.99%	0.001%



Item No. 7

Special Resolution: Appointment of Shri D. Ganapathy as an Independent Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	0	98280585	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	12234325 2	122320623	22629	58.31%	12232051 8	105	99.99%	0.001%



Item No. 8

Special Resolution: Appointment of Shri Salil Kapoor as an Independent Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	0	98280585	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	12234325 2	122320623	22629	58.31%	12232051 8	105	99.99%	0.001%



Item No. 9

Special Resolution: Appointment of Shri Vivek Jain as Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	36283616	36283616	0	36.9183%	36283616	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	60346283	60323654	22629	58.31%	60323549	105	99.99%	0.001%



Item No. 10

A. Special Resolution: Appointment of Shri Saatvik Jain as President of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	42185591	42185591	0	42.9236%	42185591	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	66248258	66225629	22629	31.57%	66225524	105	99.99%	0.001%



Item No. 11

Special Resolution: Appointment of Shri Ashish Jain as Sr. President of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	32137055	32137055	0	32.6992	32137055	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	56199722	56177093	22629	26.79%	56176988	105	99.99%	0.001%



Item No. 12

Special Resolution: Appointment of Smt. Paulomi Jain as President of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	40205511	40205511	0	40.9089%	40205511	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	64268178	64245549	22629	30.63%	64245444	105	99.99%	0.001%



Item No. 13

Special Resolution: Appointment of Smt. Malti Bhindi as President of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	36658225	36658225	0	37.2995%	36658225	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	60720892	60698263	22629	28.94%	60698158	105	99.99%	0.001%



Item No. 14

Special Resolution: Appointment of Shri Vivek Jain as Managing Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	36283616	36283616	0	36.91%	36283616	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	60346283	60323654	22629	28.76%	60323549	105	99.99%	0.001%



Item No. 15

A. Special Resolution: Appointment of Shri Mudit Jain as Managing Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	34410395	34410395	0	35.0124%	34410395	0	100%	34410395
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	58473062	58450433	22629	27.87%	58450328	105	99.99%	0.001%



Item No. 16

Special Resolution: Increase in remuneration of Shri. P.K. Jain Managing Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	30753108	30753108	0	31.29%	30753108	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	54815775	54793146	22629	26.12%	54793041	105	99.99%	0.001%



Item No. 17

Special Resolution: Increase in remuneration of Shri. Bakul Jain Managing Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	40034691	40034691	0	40.7350%	40034691	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	64097358	64074729	22629	30.55%	64074624	105	99.99%	0.001%



Item No. 18

A. Special Resolution: Reappointment of Shri. P.K. Jain as Managing Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	29594358	29594358	0	30.1121%	29594358	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	53657025	53634396	22629	25.58%	53634291	105	99.99%	0.001%



Item No. 19

A. Special Resolution: Reappointment of Shri. Bakul Jain as Managing Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	41193441	41193441	0	41.9141 %	41193441	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	65256108	65233479	22629	31.11%	65233374	105	99.99%	0.001%



Item No. 20

A. Special Resolution: Adoption of new Articles of Association of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	100%	98280585	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	12234325 2	122320623	22629	58.31%	12232051 8	105	99.99%	0.001%



Item No. 21

Special Resolution: Approval for preferential issue of equity shares to the Promoters

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstandi ng Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	5500538	5500538	0	5.5967%	5500538	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7596661	22629	9.12%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	29563205	29542576	22629	14.09%	29540471	105	99.99%	0.001%



Item No. 22

Special Resolution: To approve the remuneration of the Cost Auditors for the fin. year ending March 31, 2015.

	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Votes Polled on outstanding Shares (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled on favour (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	0	98280585	0	100%	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	7617290	7594661	22629	9.0934%	7594556	105	99.99%	0.001%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	122343252	122320623	22629	58.31%	122320518	105	99.99%	0.001%



Report of Scrutinizer

**[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]**

To,

The Chairman of 75th Annual General Meeting of the shareholders of DCW Limited will be held at 10.00 A.M. on Wednesday, August 13, 2014 at the Registered Office of the Company (at Guest House No. 2) at Dhrangadhra-363315, Gujarat

Dear Sir,

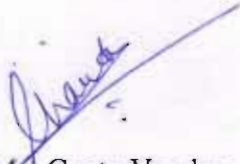
I, Dr. S. K. Jain, Practicing Company Secretary, have been appointed by the Board of Directors of D C W Limited as a Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice to the 75th Annual General Meeting of the Shareholders of D C W Limited to be held on 13th August, 2014 at the Registered Office of the Company (at Guest House No. 2) at Dhrangadhra-363315, Gujarat at 10.00 A.M.

The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and the Rules relating to the voting through electronic means on the resolutions contained in the Notice to the 75th Annual General Meeting of the Shareholders of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make Scrutinizer Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Bigshare Services Pvt. Ltd, the Authorised Agency to provide e-voting facilities, engaged by the Company.



Further to the above, I submit my report as under:

- i. The e-voting period remained open from 8th August, 2014 to 8th August, 2014.
- ii. The members of the Company as on the "Cut off date" i.e. 11th July, 2014 were entitled to vote on resolutions (item No. 1 to 22 as set out in the Notice of the 75th AGM of the Company)
- iii. The votes cast were unblocked on August 8th, 2014 after 6.00 P.M in the presence of two witnesses, Ms. Geeta Vandur and Mr. Mayank Arora who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name : Ms. Geeta Vandur



Name : Mr. Mayank Arora

- iv. Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Bigshare Services Pvt. Ltd and based on such reports generated, the result of the e-voting is as under:



Item No. 1

A. Ordinary Resolution: To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31/03/2014, the report of Board of Directors thereon.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)]x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 2

Ordinary Resolution: To declare dividend on Equity shares of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)] x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1815	0	100%	0
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447192	0		0



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.99%
3.	Public Others	1815	0.01%
	TOTAL	16447192	100%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	0	0
	TOTAL	0	0



Item No. 3

A. Ordinary Resolution: To appoint a Director in place of Shri Bakul Jain who retires by rotation.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)]x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 4

A. Ordinary Resolution: To appoint Auditors and to fix their remuneration and in this connection, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)x100	% of votes against on votes polled (9)=[(7)/ (2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 5

A. Special Resolution: To appoint Shri Sodhsal Singh Dev as an Independent Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)]x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 6

A. Special Resolution: Appointment of Smt Sujata Rangenekar as an Independent Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 7

A. Special Resolution: Appointment of Shri D. Ganapathy as an Independent Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)]x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 8

A. Special Resolution: Appointment of Shri Salil Kapoor as an Independent Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)]x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 9

Special Resolution: Appointment of Shri Vivek Jain as Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)]x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 10

A. Special Resolution: Appointment of Shri Saatvik Jain as President of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 11

A. Special Resolution: Appointment of Shri Ashish Jain as Sr. President of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)x100	% of votes against on votes polled (9)=[(7)/ (2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 12

A. Special Resolution: Appointment of Smt. Paulomi Jain as President of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)x100	% of votes against on votes polled (9)=[(7)/ (2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 13

A. Special Resolution: Appointment of Smt. Malti Bhindi as President of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)x100	% of votes against on votes polled (9)=[(7)/ (2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 14

A. Special Resolution: Appointment of Shri Vivek Jain as Managing Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 15

A. Special Resolution: Appointment of Shri Mudit Jain as Managing Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)x100	% of votes against on votes polled (9)=[(7)/ (2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 16

A. Special Resolution: Increase in remuneration of Shri. P.K. Jain Managing Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)]x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 17

A. Special Resolution: Increase in remuneration of Shri. Bakul Jain Managing Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)x100	% of votes against on votes polled (9)=[(7)/ (2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 18

A. Special Resolution: Reappointment of Shri. P.K. Jain as Managing Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)]x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 19

A. Special Resolution: Reappointment of Shri. Bakul Jain as Managing Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)]x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 20

A. Special Resolution: Adoption of new Articles of Association of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)]x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 21

Special Resolution: Approval for preferential issue of equity shares to the Promoters

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)]x100	% of votes against on votes polled (9)=[(7)/(2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



Item No. 22

Special Resolution: To approve the remuneration of the Cost Auditors for the fin. year ending March 31 2015.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8)=[(6)/(2)x100	% of votes against on votes polled (9)=[(7)/ (2)]x100
Promoter and Promoter Group	98280585	0	0	0	0	0	0	0	0
Public Institutional holders	25218760	16445377	16445377	0	65.2108%	16445377	0	100%	0
Public Others	83517858	1815	1815	0	0.0021%	1710	105	94.2149%	5.7851%
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Total	209790953	16447192	16447192	0		16447087	105		



Voted in Favour of the Resolution:

Sr No.	Category	No. of valid votes polled in favour of Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	16445377	99.9890%
3.	Public Others	1710	0.0104%
	TOTAL	16447087	99.9994%

Voted in Against of the Resolution:

Sr No.	Category	No. of valid votes polled in against the Resolution	% of valid votes to number of valid votes polled i.e.,1,64,47,192
1.	Promoter and Promoter Group	0	0
2.	Public Financial Institution	0	0
3.	Public Others	105	0.0006%
	TOTAL	105	0.0006%



- i. A Compact Disc (CD) containing of a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

Thanking You,
Yours faithfully,



Place: Mumbai

Dated: 11/08/2014



Name/s and Signature/s of the Scrutinizer/s
Dr. S. K. Jain
Practicing Company Secretary

Report of Scrutinizer (Voting through Poll at AGM)

**[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(3) of the Companies
(Management and Administration) Rules, 2014]**

To,

The Chairman of,

75th Annual General Meeting of the Shareholders of **DCW LIMITED** held on Wednesday, 13 August, 2014 at Registered Office of the Company (at Guest House No. 2) at Dhrangadhra-363315, Gujarat at 10.00 A. M.

Dear Sir,

I, Dr. S. K. Jain, Practicing Company Secretary, have been appointed by the Board of Directors of **DCW LIMITED** as a Scrutinizer for the purpose of scrutinizing the voting process through poll as per the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice to the 75th Annual General Meeting of the Shareholders of **DCW LIMITED** held on Wednesday, 13 August, 2014 at Registered Office of the Company (at Guest House No. 2) at Dhrangadhra-363315, Gujarat at 10.00 A.M. hereby state that:

1. on completion of e-voting by the Members of the Company, M/s. Bigshare Services Pvt. Ltd (Registrar & Share Transfer Agent) provided me with the voting results.
2. with the consent of the Shareholders, I appoint Mr. Sunil Kumar Sing in the process of voting through Poll. The Ballot box was locked and sealed at the 75th Annual General Meeting of the Shareholders of DCW LIMITED in the presence of Directors, Shareholders and Authorised person of M/s. Bigshare Services Pvt. Ltd (Registrar & Share Transfer Agent) of the Company.
3. the votes were reconciled with the records maintained by the Company / Registrar & Share Transfer Agent of the Company and the authorisations/Proxy Form(s) lodged with the Company.
4. the votes which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.



The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and the Rules relating to the voting through poll on the resolutions contained in the Notice to the 75th Annual General Meeting of the Shareholders of the Company. My responsibility as a Scrutinizer for the voting process through poll is restricted to make Scrutinizer Report of the votes cast "in favour" or "against" the resolutions stated above based on the polls at AGM.

Further to the above, I submit my report as under:

- i. The members of the Company as on the "Cut off date" i.e. 3rd August, 2014 were entitled to vote on resolutions (item No. 1 to 22 as set out in the Notice of the 75th AGM of the Company)
- ii. The votes cast were unblocked on 13th August 2014 after 6.00 P.M. in the presence of two witnesses, Ms. Geeta Vandur and Mr. Mayank Arora who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Ms. Geeta Vandur

Name: Mr. Mayank Arora



Item No. 1

A. Ordinary Resolution: To consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31/03/2014, the report of Board of Directors thereon.

Promoter/Pu blic	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on valid votes polled (8) (8)=[(6)/(3)]x100	% of votes against on valid votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	100%	98280585	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.12%	7592846	0	100%	0
Total	209790953	105896060	105873431	22629	50.47%	105873431	0		0



Item No. 2

Ordinary Resolution: To declare dividend on Equity shares of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on valid votes polled (8) (8)=[(6)/(3)]x100	% of votes against on valid votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	100%	98280585	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	105896060	105873431	22629	50.47%	105873431	0		0



Item No. 3

A. Ordinary Resolution: To appoint a Director in place of Shri Bakul Jain who retires by rotation.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. of Valid Votes	No. of Invalid Votes	% of Valid Votes Polled on outstandi ng 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)	(4)	(5) $(5) = [(2)/(1)] \times 100$	(6)	(7)	(8) $(8) = [(6)/(3)] \times 100$	(9) = $[(7)/(3)] \times 100$
Promoter and Promoter Group	98280585	40048191	40048191	0	40.7488%	40048191	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	47663666	47641037	22629	22.71%	47641037	0		0



Item No. 4

A. Ordinary Resolution: To appoint Auditors and to fix their remuneration and in this connection, to pass, with or without modification(s), the following Resolution as an Ordinary Resolution.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on valid votes polled (8) (8)=[(6)/(3)]x100	% of votes against on valid votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	100%	98280585	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	105896060	105873431	22629	50.47%	105873431	0		0



Item No. 5

A. Special Resolution: To appoint Shri Sodhsal Singh Dev as an Independent Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on valid votes polled (8) (8)=[(6)/(3)]x100	% of votes against on valid votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	100%	98280585	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	105896060	105873431	22629	50.47%	105873431	0		0



Item No. 6

A. Special Resolution: Appointment of Smt Sujata Rangenekar as an Independent Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on valid votes polled (8) (8)=[(6)/ (3)x100	% of votes against on valid votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	100%	98280585	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	105896060	105873431	22629	50.47%	105873431	0		0



Item No. 7

Special Resolution: Appointment of Shri D. Ganapathy as an Independent Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on valid votes polled (8) (8)=[(6)/(3)]x100	% of votes against on valid votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	100%	98280585	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	105896060	105873431	22629	50.47%	105873431	0		0



Item No. 8

A. Special Resolution: Appointment of Shri Salil Kapoor as an Independent Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98267085	98267085	0	99.9862%	98267085	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	105882560	105859931	22629	50.47%	105859931	13500		0



Item No. 9

Special Resolution: Appointment of Shri Vivek Jain as Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favou r on votes polled (8) (8)=[(6)/(3)]x100	% of votes again st on votes polled (9)=[(7)/(3)]x100	Interes ted Party who have polled in favour
Promoter and Promoter Group	98280585	36283616	36283616	0	36.9183%	36283616	0	100%	0	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0	
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0	
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0	
Total	209790953	43899091	43876462	22629	20.92%	43876462	0		0	



Item No. 10

A. Special Resolution: Appointment of Shri Saatvik Jain as President of the Company.

Promoter/Pu blic	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(3)]x100	% of votes again st on votes polled (9)=[(7)/(3)]x100	Inter ested Party who have polle d in favo ur
Promoter and Promoter Group	98280585	42185591	42185591	0	42.9236%	42185591	0	100%	0	
Public Institutional holders	25218760	0	0	0	0	0	0	0	0	
Shares held by Custodians and against which Depository Receipts have been issued	2773750	0	0	0	0	0	0	0	0	
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0	
Total	209790953	49801066	49778437	22629	23.73%	49778437	0		0	



Item No. 11

A. Special Resolution: Appointment of Shri Ashish Jain as Sr. President of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(3)]x100	No. of Votes in Favour (6)	No. of Votes again st (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(7)]x100	% of votes again st on votes polled (9)=[(7)/(3)]x100	Int ere ste d Par ty wh o ha ve pol led in fav our
Promoter and Promoter Group	98280585	32137055	32137055	0	32.6992%	32137055	0	100%	0	
Public Institutional holders	25218760	0	0	0	0	0	0	0	0	
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0	
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0	
Total	209790953	39752530	39729901	22629	18.94%	39729901	0		0	



Item No. 12

A. Special Resolution: Appointment of Smt. Paulomi Jain as President of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(3)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100	Inte rest ed Part y who hav e poll ed in favo ur
Promoter and Promoter Group	98280585	40205511	40205511	0	40.9089%	40205511	0	100%	0	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0	0
Total	209790953	47820986	47798357	22629	22.79%	47798357	0		0	0



Item No. 13

A. Special Resolution: Appointment of Smt. Malti Bhindi as President of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	36658225	36658225	0	37.2995%	36658225	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	44273700	44251071	22629	21.10%	44251071	0		0



Item No. 14

A. Special Resolution: Appointment of Shri Vivek Jain as Managing Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	36283616	36283616	0	37.6880%	37040001	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	43899091	43876462	22629	20.92%	44632847	0		0



Item No. 15

A. Special Resolution: Appointment of Shri Mudit Jain as Managing Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	34410395	34410395	0	35.0124%	34410395	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.11283%	7592846	0	100%	0
Total	209790953	42025870	42003241	22629	20.03%	42003241	0		0



Item No. 16

A. Special Resolution: Increase in remuneration of Shri. P.K. Jain Managing Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(7)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	30753108	30753108	0	31.2911%	30753108	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	38368583	38345954	22629	18.28%	38345954	0		



Item No. 17

A. Special Resolution: Increase in remuneration of Shri Bakul Jain Managing Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	40034691	40034691	0	40.7350%	40034691	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	47650166	47627537	22629	22.71%	47627537	0		



Item No. 18

Special Resolution: Reappointment of Shri. P.K. Jain as Managing Director of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled - (8) (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	29594358	29594358	0	30.1121%	29594358	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	37209833	37187204	22629	17.73%	37187204	0		



Item No. 19

A. Special Resolution: Reappointment of Shri Bakul Jain as Managing Director of the Company.

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	41193441	41193441	0	41.9141%	41193441	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	48808916	48786287	22629	23.26%	48786287	0		



Item No. 20

Special Resolution: Adoption of new Articles of Association of the Company

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	100%	98280585	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	105896060	105873431	22629	50.47%	105583431	0		



Item No. 21

Special Resolution: Approval for preferential issue of equity shares to the Promoters

Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (2)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(2)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	5500538	5500538	0	5.5967%	5500538	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	13116013	13093384	22629	6.25%	13093384	0		



Item No. 22

Special Resolution: To approve the remuneration of the Cost Auditors for the fin. Year ending March 31 2015


Promoter/ Public	No. of Shares Held (1)	No. of votes Polled (3)	No. of Valid Votes (3)	No. of Invalid Votes (4)	% of Valid Votes Polled on outstandi ng Shares (5) (5)=[(3)/(1)]x100	No. of Votes in Favour (6)	No. of Votes against (7)	% of Votes in Favour on votes polled (8) (8)=[(6)/(3)]x100	% of votes against on votes polled (9)=[(7)/(3)]x100
Promoter and Promoter Group	98280585	98280585	98280585	0	100%	98280585	0	100%	0
Public Institutional holders	25218760	0	0	0	0	0	0	0	0
Shares held by Custodian s and against which Depositor y Receipts have been issued	2773750	0	0	0	0	0	0	0	0
Public Others	83517858	7615475	7592846	22629	9.1183%	7592846	0	100%	0
Total	209790953	105896060	105873431	22629	50.47%	105873431	0		0



5. A Compact Disc (CD) containing of a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary, Ms. Jigna Karnick for safe keeping.



**Chairman
(Shri P. K. Jain)**

Thanking You
Yours Faithfully,

**Name/s and Signature/s of the Scrutinizer/s
Dr. S. K. Jain
Practicing Company Secretary**

Date: 20/08/2014

Place: Mumbai