



emami* limited

Date: 9th August 2014

The Secretary,
The BSE Limited
Phiroze Jeejeebhoy Towers,
24th Floor,
Dalal Street,
Mumbai-400 001

The Secretary,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla,
Complex (E)
Mumbai 400 051

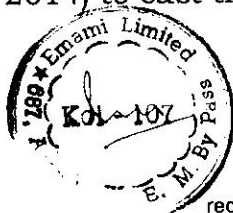
The Secretary,
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata -700 001

Dear Sirs,

Sub: Compliance to Clause 35A & 35B of the Listing Agreement – Details of Voting Results of the Annual General Meeting (AGM) held on 9th August, 2014

The 31st Annual General Meeting of the Equity Shareholders of the Company was held on 9th August, 2014 at 11.30 A.M. at South City International School Auditorium, 375, Prince Anwar Shah Road, Kolkata – 700068.

In accordance with Clause 35A & 35B of the Listing Agreement and Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, the Company had provided E-Voting facility, to facilitate all Equity Shareholders of the Company (as at cut-off date of 11th July, 2014) to cast their votes electronically on all businesses proposed in the



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CIN: L63993WB1983PLC036030



emami* limited

Notice of AGM. The E-Voting period commenced on Monday, August 4, 2014 at 10.00 a.m. and concluded on Tuesday, August 5, 2014 at 6.00 p.m.

Based on the report dated August 7, 2014 submitted by Mr. Manoj Kumar Banthia (CP No. 7596), Practising Company Secretary, who was appointed as by the Company as Scrutinizer for E-voting, the Chairman of the AGM declared that all resolutions contained in Item Nos. 1 to 19 of the Notice of AGM were approved with requisite majority by the Equity Shareholders of the Company through E-voting.

Copy of the Scrutinizer's report along with requisite particulars of E-voting results as per Clause 35A of the Listing Agreement is enclosed for your information and record.

Thanking you,

For Emami Limited

A K Joshi
Company Secretary & AVP-Legal

Enc. As above

Details of Voting Results at 31st Annual General Meeting held on August 9, 2014

(Pursuant to Clause 35A of the Listing Agreement)

A. Details of Attendance at Annual General Meeting:

Particulars	Details
Date of AGM	August 9, 2014
Total number of Equity shareholders as on Book Closure	24,103
No. of Equity Shareholders present in the meeting either in person or through proxy	
a) Promoters & Promoter Group	68
b) Public	480
No. of Shareholders attended the meeting through Video Conferencing	
a) Promoters & Promoter Group	Not Applicable
b) Public	Not Applicable
Details of Agenda	
Resolution required	As detailed in "B" below
Mode of Voting	
Voting Results	

B. Details of E-Voting for all items proposed at Annual General Meeting

ORDINARY BUSINESS

Item No. 1 – Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2014, the Audited Statement of Profit & Loss Account of the Company for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,260,240	78.06	32,260,240	-	100.00	-
Public - Others	20,549,531	8,456,494	41.15	8,456,452	42	100.00	0.00
	226,967,619	205,730,440	90.64	205,730,398	42	100.00	0.00



Item No. 2 - Ordinary Resolution

To confirm the Interim Dividend and declare Final Dividend on Equity Shares.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	32,739,002	-	100.00	-
Public - Others	20,549,531	8,456,494	41.15	8,456,452	42	100.00	0.00
	226,967,619	206,209,202	90.85	206,209,160	42	100.00	0.00

Item no. 3 - Ordinary Resolution

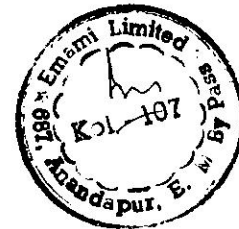
To appoint a Director in place of Shri A. V. Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	32,628,599	110,403	99.66	0.34
Public - Others	20,549,531	8,456,494	41.15	8,456,352	142	100.00	0.00
	226,967,619	206,209,202	90.85	206,098,657	110,545	99.95	0.05

Item no. 4 - Ordinary Resolution

To appoint a Director in place of Shri R. S. Goenka, who retires by rotation and being eligible, offers himself for re-appointment.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	32,490,599	248,403	99.24	0.76
Public - Others	20,549,531	8,456,494	41.15	8,456,352	142	100.00	0.00
	226,967,619	206,209,202	90.85	205,960,657	248,545	99.88	0.12



Item no. 5 - Ordinary Resolution

To re-appoint Auditors M/s. S. K. Agrawal & Co., Chartered Accountants, as the Statutory Auditors of the Company to hold office for a period of 3 years from conclusion of this Annual General Meeting up to the conclusion of the 34th Annual General Meeting of the Company at a remuneration to be decided by the Board of Directors.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,173,599	77.85	32,173,598	1	100.00	0.00
Public - Others	20,549,531	8,456,494	41.15	8,454,991	1,503	99.98	0.02
	226,967,619	205,643,799	90.60	205,642,295	1,504	100.00	0.00

SPECIAL BUSINESS

Item No. 6 - Ordinary Resolution

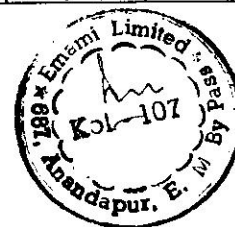
To appoint Shri Prashant Goenka, who was appointed as an Additional Director, as a Director of the Company liable to retire by rotation.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	32,739,002	-	100.00	-
Public - Others	20,549,531	8,456,491	41.15	8,456,449	42	100.00	0.00
	226,967,619	206,209,199	90.85	206,209,157	42	100.00	0.00

Item No. 7 - Ordinary Resolution

To appoint Shri M.D. Mallya, who was appointed as an Additional Director, as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall, henceforth, not be liable to determination by retirement of directors by rotation.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	31,428,189	1,310,813	96.00	4.00
Public - Others	20,549,531	8,456,494	41.15	8,455,372	1,122	99.99	0.01
	226,967,619	206,209,202	90.85	204,897,267	1,311,935	99.36	0.64



Item No. 8 - Ordinary Resolution

To appoint Shri K. N. Memani as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall, henceforth, not be liable to determination by retirement of directors by rotation.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,284,002	78.11	31,995,201	288,801	99.11	0.89
Public - Others	20,549,531	8,456,494	41.15	8,455,402	1,092	99.99	0.01
	226,967,619	205,754,202	90.65	205,464,309	289,893	99.86	0.14

Item No. 9 - Ordinary Resolution

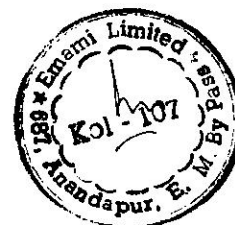
To appoint Shri Y. P. Trivedi as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall, henceforth, not be liable to determination by retirement of directors by rotation.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	32,739,002	-	100.00	-
Public - Others	20,549,531	8,456,494	41.15	8,455,822	672	99.99	0.01
	226,967,619	206,209,202	90.85	206,208,530	672	100.00	0.00

Item No. 10 - Ordinary Resolution

To appoint Shri S. B. Ganguly as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall, henceforth, not be liable to determination by retirement of directors by rotation.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	32,739,002	-	100.00	-
Public - Others	20,549,531	8,456,494	41.15	8,456,352	142	100.00	0.00
	226,967,619	206,209,202	90.85	206,209,060	142	100.00	0.00



Item no. 11 - Ordinary Resolution

To appoint Shri A. K. Deb as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall, henceforth, not be liable to determination by retirement of directors by rotation.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	32,739,002	-	100.00	-
Public - Others	20,549,531	8,456,494	41.15	8,455,552	942	99.99	0.01
	226,967,619	206,209,202	90.85	206,208,260	942	100.00	0.00

Item no. 12 - Ordinary Resolution

To appoint Shri Sajjan Bhajanka as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall, henceforth, not be liable to determination by retirement of directors by rotation.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	16,315,300	16,423,702	49.83	50.17
Public - Others	20,549,531	8,456,494	41.15	8,455,552	942	99.99	0.01
	226,967,619	206,209,202	90.85	189,784,558	16,424,644	92.03	7.97

Item no. 13 - Ordinary Resolution

To appoint Vaidya Suresh Chaturvedi as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall, henceforth, not be liable to determination by retirement of directors by rotation.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,284,002	78.11	32,284,001	1	100.00	0.00
Public - Others	20,549,531	8,456,494	41.15	8,454,921	1,573	99.98	0.02
	226,967,619	205,754,202	90.85	205,752,628	1,574	100.00	0.00



Item no. 14 - Ordinary Resolution

To appoint Shri P K Khaitan as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall, henceforth, not be liable to determination by retirement of directors by rotation.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	30,512,954	2,226,048	93.20	6.80
Public - Others	20,549,531	8,456,494	41.15	8,455,401	1,093	99.99	0.01
	226,967,619	206,209,202	90.85	203,982,061	2,227,141	98.92	1.08

Item no. 15 - Ordinary Resolution

To appoint Shri Prashant Goenka, as a Whole-time Director of the Company to hold office for a term of five years.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	31,961,768	777,234	97.63	2.37
Public - Others	20,549,531	8,456,485	41.15	8,456,443	42	100.00	0.00
	226,967,619	206,209,193	90.85	205,431,917	777,276	99.62	0.38

Item no. 16 - Ordinary Resolution

To pay remuneration of Rs. 1.35 lacs to M/s. V. K. Jain & Co, Cost Accountants, who were appointed as cost auditor of the Company.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	32,739,002	-	100.00	-
Public - Others	20,549,531	8,456,494	41.15	8,455,652	842	99.99	0.01
	226,967,619	206,209,202	90.85	206,208,360	842	100.00	0.00



Item no. 17 - Special Resolution

To alter Articles of Association of the Company.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	32,739,002	-	100.00	-
Public - Others	20,549,531	8,456,269	41.15	8,456,227	42	100.00	0.00
	226,967,619	206,208,977	90.85	206,208,935	42	100.00	0.00

Item no. 18 - Special Resolution

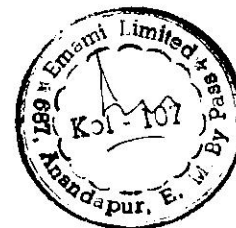
To create mortgage, charge, hypothecation and other encumbrances on all or any part of the assets of the Company pursuant to the provisions of Section 180(1)(a) within the overall borrowing limit as permitted under the Companies Act, 2013.

Category of Shareholders	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 and Promoter Group	165,088,855	165,013,706	99.95	165,013,706	-	100.00	-
Public - Institutional holders	41,329,233	23,309,002	56.40	10,716,928	12,592,074	45.98	54.02
Public - Others	20,549,531	8,456,494	41.15	8,456,451	43	100.00	0.00
	226,967,619	196,779,202	86.70	184,187,085	12,592,117	93.60	6.40

Item no. 19 - Special Resolution

To continue with existing related party transactions between the Company and its wholly owned subsidiaries.

Category of Shareholders	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 and Promoter Group	165,088,855	162,809,261	98.62	162,809,261	-	100.00	-
Public - Institutional holders	41,329,233	32,739,002	79.22	32,739,002	-	100.00	-
Public - Others	20,549,531	8,456,494	41.15	8,455,672	822	99.99	0.01
	226,967,619	204,004,757	89.88	204,003,935	822	100.00	0.00





Manoj Kumar Banthia
Company Secretary

MKB & Associates

SHANTINIKETAN | 5TH FLOOR | ROOM NO. 511 | 8, CAMAC STREET | KOLKATA-700 017
TEL : 91 - 33 - 2282 1348, 3052 1719 | E-mail : mbanthia2010@gmail.com

SCRUTINIZER'S REPORT

*[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the Companies
(Management and Administration) Rules, 2014]*

To,
The Chairman
Emami Limited
Kolkata

**E-voting at the 31st Annual General Meeting of Emami Limited to be held on 9th August, 2014 at
South City International School
Auditorium, 375, Prince Anwar Shah Road, Kolkata-700068**

I, Manoj Kumar Banthia, Proprietor of M/s MKB & Associates, Practicing Company Secretary, appointed by the Board of Directors of **Emami Limited** (the Company) to act as the Scrutinizer in terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the electronic voting process in respect of the Resolutions proposed at the 31st Annual General Meeting of the Company, do hereby submit my report as follows;

1. The e-voting services were provided by Central Depository Securities Limited (CDSL).
2. Voting rights were reckoned on the shares registered in the names of the Members as on Friday, 11th July, 2014.
3. The period for e-voting had begun at 10.00 a.m. on Monday, 4th August, 2014 and ended at 6.00 p.m. on Tuesday, 5th August, 2014.
4. The votes cast were unblocked on Wednesday, 6th August, 2014 at 11.00 a.m. in the presence of 2 witnesses, Mr. Saheb Ali and Ms. Swetha Vijayakumar, who are not in the employment of the Company.
5. Based on the reports generated from CDSL's e-voting website www.evotingindia.com, the results of e-voting are as under; Percentages have been taken up to two decimals.





Ordinary Businesses:

Item no. 1 – Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet as at March 31, 2014, the Audited Statement of Profit & Loss Account of the Company for the financial year ended on that date and the Reports of the Board of Directors and Auditors thereon.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	205730398	99.99%	90.64%
Voted against the resolution	42	00.00%	00.00%
Invalid votes	Nil	Nil	Nil

Item no. 2 – Ordinary Resolution to confirm the Interim Dividend and declare Final Dividend on Equity Shares.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	206209160	99.99%	90.85%
Voted against the resolution	42	00.00%	00.00%
Invalid votes	Nil	Nil	Nil

Item no. 3 – Ordinary Resolution to appoint a Director in place of Shri A. V. Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	206098657	99.95%	90.81%
Voted against the resolution	110545	00.05%	00.05%
Invalid votes	Nil	Nil	Nil





Manoj Kumar Banthia
Company Secretary

MKB & Associates

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TEL : 91 - 33 - 2282 1348, 3052 1719 | E-mail : mbanthia2010@gmail.com

Item no. 4 – Ordinary Resolution to appoint a Director in place of Shri R. S. Goenka, who retires by rotation and being eligible, offers himself for re-appointment.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	205960657	99.88%	90.74%
Voted against the resolution	248545	00.12%	00.11%
Invalid votes	Nil	Nil	Nil

Item no. 5 – Ordinary Resolution to re-appoint Auditors M/s. S. K. Agrawal & Co., Chartered Accountants, as the Statutory Auditors of the Company to hold office for a period of 3 years from conclusion of this Annual General Meeting up to the conclusion of the 34th Annual General Meeting of the Company at a remuneration to be decided by the Board of Directors.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	205642295	99.99%	90.60%
Voted against the resolution	1504	00.00%	00.00%
Invalid votes	Nil	Nil	Nil

Special Businesses:

Item no. 6 – Ordinary Resolution to appoint Shri Prashant Goenka, who was appointed as an Additional Director, as a Director of the Company liable to retire by rotation.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	206209157	99.99%	90.85%
Voted against the resolution	42	00.00%	00.00%
Invalid votes	Nil	Nil	Nil





Manoj Kumar Banthia
Company Secretary

MKB & Associates

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Item no. 7 – Ordinary Resolution to appoint Shri M. D. Mallya, who was appointed as an Additional Director, as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company, and whose office shall not henceforth, be liable to determination by retirement of directors by rotation.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	204897267	99.36%	90.28%
Voted against the resolution	1311935	00.64%	00.58%
Invalid votes	Nil	Nil	Nil

Item no. 8 – Ordinary Resolution to appoint Shri K. N. Memani as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall not henceforth, be liable to determination by retirement of directors by rotation.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	205464309	99.86%	90.53%
Voted against the resolution	289893	00.14%	00.13%
Invalid votes	Nil	Nil	Nil

Item no. 9 – Ordinary Resolution to appoint Shri Y. P. Trivedi as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall not henceforth, be liable to determination by retirement of directors by rotation.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	206208530	99.99%	90.85%
Voted against the resolution	672	00.00%	00.00%
Invalid votes	Nil	Nil	Nil





Manoj Kumar Banthia
Company Secretary

MKB & Associates

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TEL : 91 - 33 - 2282 1348, 3052 1719 | E-mail : mbanthia2010@gmail.com

Item no. 10 – Ordinary Resolution to appoint Shri S. B. Ganguly as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall not henceforth, be liable to determination by retirement of directors by rotation.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	206209060	99.99%	90.85%
Voted against the resolution	142	00.00%	00.00%
Invalid votes	Nil	Nil	Nil

Item no. 11 – Ordinary Resolution to appoint Shri A. K. Deb as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall not henceforth be liable to determination by retirement of directors by rotation.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	206208260	99.99%	90.85%
Voted against the resolution	942	00.00%	00.00%
Invalid votes	Nil	Nil	Nil

Item no. 12 – Ordinary Resolution to appoint Shri Sajjan Bhajanka as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall not henceforth be liable to determination by retirement of directors by rotation.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	189784558	92.03%	83.62%
Voted against the resolution	16424644	07.97%	07.24%
Invalid votes	Nil	Nil	Nil





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Company Secretary

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Item no. 13 – Ordinary Resolution to appoint Shri Vaidya Suresh Chaturvedi as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall not henceforth be liable to determination by retirement of directors by rotation.

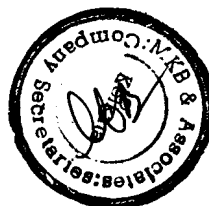
	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	205752628	99.99%	90.65%
Voted against the resolution	1574	00.00%	00.00%
Invalid votes	Nil	Nil	Nil

Item no. 14 – Ordinary Resolution to appoint Shri P. K. Khaitan as an Independent Director of the Company to hold office for a term of three consecutive years upto 34th Annual General Meeting of the Company and whose office shall not henceforth be liable to determination by retirement of directors by rotation.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	203982061	98.92%	89.87%
Voted against the resolution	2227141	01.08%	00.98%
Invalid votes	Nil	Nil	Nil

Item no. 15 – Ordinary Resolution to appoint Shri Prashant Goenka, as a Whole-time Director of the Company to hold office for a term of five years.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	205431917	99.62%	90.51%
Voted against the resolution	777276	00.38%	00.34%
Invalid votes	Nil	Nil	Nil





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Item no. 16 – Ordinary Resolution to pay remuneration of Rs. 1.35 lacs to M/s. V. K. Jain & Co, Cost Accountants, who were appointed as cost auditor of the Company.

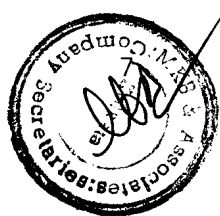
	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	206208360	99.99%	90.85%
Voted against the resolution	842	00.00%	00.00%
Invalid votes	Nil	Nil	Nil

Item no. 17 – Special Resolution to alter Articles of Association of the Company.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	206208935	99.99%	90.85%
Voted against the resolution	42	00.00%	00.00%
Invalid votes	Nil	Nil	Nil

Item no. 18 – Special Resolution to create mortgage, charge, hypothecation and other encumbrances on all or any part of the assets of the Company pursuant to the provisions of Section 180(1)(a) within the overall borrowing limit as permitted under the Companies Act, 2013.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	184187085	93.60%	81.15%
Voted against the resolution	12592117	06.40%	05.55%
Invalid votes	Nil	Nil	Nil





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Company Secretary

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Item no. 19 – Special Resolution to continue with existing related party transactions between the Company and its wholly owned subsidiaries.

	Number of votes cast	% of total number of votes cast	% of vote to total number of shares
Voted in favour of the resolution	204003935	99.99%	89.88%
Voted against the resolution	822	00.00%	00.00%
Invalid votes	Nil	Nil	Nil

(Votes cast by Related Parties on this Resolution have been ignored)

Thanking You,

Your faithfully
Manoj Kumar Banthia
Company Secretary
Memberships Company Secretary
COP No. 7596

Date: August 7, 2014

Place: Kolkata

We, the undersigned, have witnessed that the votes were unblocked from CDSL's e-voting website www.evotingindia.com in our presence on Wednesday, 06 August, 2014.

Saheb Ali

Name: Saheb Ali
Address: M/s MKB & Associates
Shantiniketan, 8, Camac Street,
5th Floor, Room no. 511,
Kolkata - 700017

Swetha Vijayakumar

Name: Swetha Vijayakumar
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Shantiniketan, 8, Camac Street,
5th Floor, Room no. 511,
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