



Date: 29<sup>th</sup> September, 2014

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.  
**Script Code: 532787**

**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E), Mumbai-400 051  
**Script Code: ESSDEE**

**Sub: Outcome of the 10<sup>th</sup> Annual General Meeting of Ess Dee Aluminium Limited held on Saturday, 27<sup>th</sup> September, 2014.**

Dear Sir / Madam,

This is in furtherance to our letter dated 27<sup>th</sup> September, 2014 intimating the proceedings of the 10<sup>th</sup> Annual General Meeting (10<sup>th</sup> AGM) of the Company held on Saturday, 27<sup>th</sup> September, 2014 at Najrul Mancha, 1, M. M. Feeder Road, Kolkata 700 056.

The meeting was well attended and had the requisite quorum.

The members were informed of the appointment of Mr. Jigarkumar Gandhi, Practising Company Secretary as the Scrutinizer to scrutinize the e-voting and poll process in a fair and transparent manner.

The Chairman of the Company ordered the poll to be taken on all the resolutions as mentioned in the Notice of the 10<sup>th</sup> AGM for the shareholders who have not casted their votes through e-voting facility. The Chairman advised Mr. Jigarkumar Gandhi, Scrutinizer to take poll proceedings immediately upon the closure of the meeting and requested to submit his report.

Accordingly, the resolutions mentioned in the Notice of the AGM has been approved by the shareholders with requisite majority by e-voting and poll.

Requisite details under Clause 35A of the Listing Agreement are furnished below :

Date of the AGM	27 <sup>th</sup> September, 2014
Total number of shareholders on record date	9468
No. of shareholders present in the meeting either in person or through proxy :	
Promoter and Promoter Group	2
Public	54
No. of shareholders attended the meeting through Video Conferencing	None
Promoter and Promoter Group	
Public	

**ESS DEE ALUMINIUM LIMITED**

ESS DEE HOUSE, Akurli Road, Kandivali (East), Mumbai - 400 101. INDIA  
Tel. : +91-22-6690 8200 • Fax : +91-22-6690 8395 / 96 • Web : www.essdee.in • CIN : L27203WB2004PLC170941  
Registered Office : 1, Sagore Dutta Ghat Road, Kamarhati, Kolkata - 700 056, INDIA

We also enclose the consolidated summary of the Scrutinizer Report for vote cast through e-voting and poll on the resolutions transacted at the Annual General Meeting held on 27<sup>th</sup> September, 2014.

Please take the same on record and acknowledge.

Thanking you,

Yours faithfully,  
**For Ess Dee Aluminium Limited**

**Haresh Vala**  
**Company Secretary**

Encl : as above

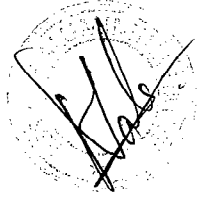


**ESS DEE ALUMINIUM LIMITED**

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)*100]	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour of votes polled (6) = [(4)/(2)*100]	% of votes against on votes polled (7) = [(5)/(2)*100]
<b>Resolution No. 1 : Adopt Standalone and Consolidated Financial Statements of the Company including Report of the Board of Directors and Auditors</b>							
<b>Mode of voting : E-voting</b>							
Promoter and Promoter Group	19068867	0	0	0	0	0	0
Public Institutional holders	7634891	0	0	0	0	0	0
Public - Others	5344053	2898	0.05	2698	200	93.09	6.91
Total (A)	32047811	2898	0.00	2698	200	93.09	6.91
<b>Mode of voting : Poll</b>							
Promoter and Promoter Group	19068867	19068867	100.00	19068867	0	100.00	0.00
Public Institutional holders	7634891	30291	0.40	30291	0	100.00	0.00
Public - Others	5344053	5365	0.10	5365	0	100.00	0.00
Total (B)	32047811	19104523	59.61	19104523	0	100.00	0.00
Result (A+B)	32047811	19107421	59.62	19107221	200	100.00	0.00

**ESS DEE ALUMINIUM LIMITED**

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of votes on outstanding shares (3) = [(2)/(1)*100]	No. of votes in favour (4)	No. of votes - against (5)	% of votes in favour of votes polled (6) = [(4)/(2)*100]	% of votes against on votes polled (7) = [(5)/(2)*100]
<b>Resolution No. 2 : Re-appointment of Mr. Sudip Dutta as Director who retires by rotation</b>							
<b>Mode of voting : E-voting</b>							
Promoter and Promoter Group	19068867	0	0	0	0	0	0
Public Institutional holders	7634891	0	0	0	0	0	0
Public - Others	5344053	2898	0.05	2898	0	0	0
Total (A)	32047811	2898	0.00	2898	0	100.00	0.00
<b>Mode of voting : Poll</b>							
Promoter and Promoter Group	19068867	19068867	100.00	19068867	0	100.00	0.00
Public Institutional holders	7634891	30291	0.40	0	30291	0	0.00
Public - Others	5344053	5365	0.10	5365	0	0	100.00
Total (B)	32047811	19104523	59.61	19074232	30291	100.00	0.00
Result (A+B)	32047811	19107421	59.62	19077130	30291	99.84	0.16
						99.84	0.16



**ESS DEE ALUMINIUM LIMITED**

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)*100]	No. of votes in favour (4)	No. of votes - against (5)	% of votes in favour of votes polled (6) = [(4)/(2)*100]	% of votes against on votes polled (7) = [(5)/(2)*100]
<b>Resolution No. 3 : Appointment of Statutory Auditors and fix their remuneration</b>							
<b>Mode of voting : E-voting</b>							
Promoter and Promoter Group	19068867	0	0	0	0	0	0
Public Institutional holders	7634891	0	0	0	0	0	0
Public - Others	5344053	2898	0.05	2898	0	100.00	0.00
Total (A)	32047811	2898	0.00	2898	0	100.00	0.00
<b>Mode of voting : Poll</b>							
Promoter and Promoter Group	19068867	19068867	100.00	19068867	0	100.00	0.00
Public Institutional holders	7634891	30291	0.40	30291	0	100.00	0.00
Public - Others	5344053	5365	0.10	5364	1	99.98	0.02
Total (B)	32047811	19104523	59.61	19104522	1	100.00	0.00
Result (A+B)	32047811	19107421	59.62	19107420	1	100.00	0.00



**ESS DEE ALUMINIUM LIMITED**

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)*100]	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour of votes polled (6) = [(4)/(2)*100]	% of votes against on votes polled (7) = [(5)/(2)*100]
<b>Resolution No. 4 : Increase in remuneration of Ms. Vinaya Desai</b>							
<b>Mode of voting : E-voting</b>							
Promoter and Promoter Group	19068867	0	0	0	0	0	0
Public Institutional holders	7634891	0	0	0	0	0	0
Public - Others	5344053	2898	0.05	2867	31	98.93	1.07
Total (A)	32047811	2898	0.00	2867	31	98.93	1.07
<b>Mode of voting : Poll</b>							
Promoter and Promoter Group	19068867	19068867	100.00	19068867	0	100.00	0.00
Public Institutional holders	7634891	30291	0.40	30291	0	100.00	0.00
Public - Others	5344053	5365	0.10	5364	1	99.98	0.02
Total (B)	32047811	19104523	59.61	19104522	1	100.00	0.00
Result (A+B)	32047811	19107421	59.62	19107389	32	100.00	0.00



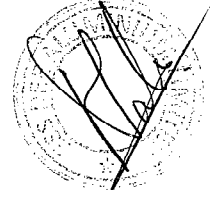
**ESS DEE ALUMINIUM LIMITED**

Promoter / Public	No. of shares held (1)	No. of shares polled (2)	% of votes on outstanding shares (3) = [(2)/(1)*100]	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour of votes polled (6) = [(4)/(2)*100]	% of votes against on votes polled (7) = [(5)/(2)*100]
<b>Resolution No. 5 : Appointment of Mr. Gautam Mukherjee as an Independent Director</b>							
<b>Mode of voting : E-voting</b>							
Promoter and Promoter Group	19068867	0	0	0	0	0	0
Public Institutional holders	7634891	0	0	0	0	0	0
Public - Others	5344053	2898	0.05	2898	0	100.00	0.00
Total (A)	32047811	2898	0.00	2898	0	100.00	0.00
<b>Mode of voting : Poll</b>							
Promoter and Promoter Group	19068867	19068867	100.00	19068867	0	100.00	0.00
Public Institutional holders	7634891	30291	0.40	30291	0	100.00	0.00
Public - Others	5344053	5365	0.10	5365	0	100.00	0.00
Total (B)	32047811	19104523	59.61	19104523	0	100.00	0.00
Result (A+B)	32047811	19107421	59.62	19107421	0	100.00	0.00



**ESS DEE ALUMINIUM LIMITED**

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour of votes polled	% of votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)*100]	(4)	(5)	(6) = [(4)/(2)*100]	(7) = [(5)/(2)*100]
<b>Resolution No. 6 : Appointment of Mr. Ramdas Baxi as an Independent Director</b>							
<b>Mode of voting : E-voting</b>							
Promoter and Promoter Group	19068867	0	0	0	0	0	0
Public Institutional holders	7634891	0	0	0	0	0	0
Public - Others	5344053	2898	0.05	2898	0	100.00	0.00
Total (A)	32047811	2898	0.00	2898	0	100.00	0.00
<b>Mode of voting : Poll</b>							
Promoter and Promoter Group	19068867	19068867	100.00	19068867	0	100.00	0.00
Public Institutional holders	7634891	30291	0.40	30291	0	100.00	0.00
Public - Others	5344053	5365	0.10	5365	0	100.00	0.00
Total (B)	32047811	19104523	59.61	19104523	0	100.00	0.00
Result (A+B)	32047811	19107421	59.62	19107421	0	100.00	0.00





**ESS DEE ALUMINIUM LIMITED**

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes - against	% of votes in favour of votes polled	% of votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)*100]	(4)	(5)	(6) = [(4)/(2)*100]	(7) = [(5)/(2)*100]
<b>Resolution No. 7 : Appointment of Mr. Dilip Phatarphekar as an Independent Director</b>							
<b>Mode of voting : E-voting</b>							
Promoter and Promoter Group	19068867	0	0	0	0	0	0
Public Institutional holders	7634891	0	0	0	0	0	0
Public - Others	5344053	2898	0.05	2898	0	100.00	0.00
Total (A)	32047811	2898	0.00	2898	0	100.00	0.00
<b>Mode of voting : Poll</b>							
Promoter and Promoter Group	19068867	19068867	100.00	19068867	0	100.00	0.00
Public Institutional holders	7634891	30291	0.40	30291	0	100.00	0.00
Public - Others	5344053	5365	0.10	5365	0	100.00	0.00
Total (B)	32047811	19104523	59.61	19104523	0	100.00	0.00
Result (A+B)	32047811	19107421	59.62	19107421	0	100.00	0.00



**ESS DEE ALUMINIUM LIMITED**

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)*100]	No. of votes in favour (4)	No. of votes against (5)	% of votes in favour of votes polled (6) = [(4)/(2)*100]	% of votes against on votes polled (7) = [(5)/(2)*100]
<b>Resolution No. 8 : Appointment of Mr. Satyabrata Ray as a Director</b>							
<b>Mode of voting : E-voting</b>							
Promoter and Promoter Group	19068867	0	0	0	0	0	0
Public Institutional holders	7634891	0	0	0	0	0	0
Public - Others	5344053	2898	0.05	2898	0	100.00	0.00
Total (A)	32047811	2898	0.00	2898	0	100.00	0.00
<b>Mode of voting : Poll</b>							
Promoter and Promoter Group	19068867	19068867	100.00	19068867	0	100.00	0.00
Public Institutional holders	7634891	30291	0.40	30291	0	100.00	0.00
Public - Others	5344053	5365	0.10	5365	0	100.00	0.00
Total (B)	32047811	19104523	59.61	19104523	0	100.00	0.00
Result (A+B)	32047811	19107421	59.62	19107421	0	100.00	0.00



**ESS DEE ALUMINIUM LIMITED**

Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes - against	% of votes in favour of votes polled	% of votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)*100]	(4)	(5)	(6) = [(4)/(2)*100]	(7) = [(5)/(2)*100]
<b>Resolution No. 9 : Appointment of Mr. Satyabrata Ray as a Whole Time Director</b>							
<b>Mode of voting : E-voting</b>							
Promoter and Promoter Group	19068867	0	0	0	0	0	0
Public Institutional holders	7634891						
Public - Others	5344053	2898	0.05	2898	0	100.00	0.00
Total (A)	32047811	2898	0.00	2898	0	100.00	0.00
<b>Mode of voting : Poll</b>							
Promoter and Promoter Group	19068867	19068867	100.00	19068867	0	100.00	0.00
Public Institutional holders	7634891	30291	0.40	30291	0	100.00	0.00
Public - Others	5344053	5365	0.10	5365	0	100.00	0.00
Total (B)	32047811	19104523	59.61	19104523	0	100.00	0.00
Result (A+B)	32047811	19107421	59.62	19107421	0	100.00	0.00



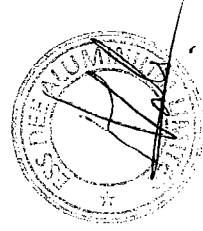
**ESS DEE ALUMINIUM LIMITED**

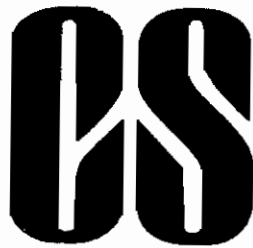
Promoter / Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour of votes polled	% of votes against on votes polled
	(1)	(2)	(3) = [(2)/(1)*100]	(4)	(5)	(6) = [(4)/(2)*100]	(7) = [(5)/(2)*100]
<b>Resolution No. 10 : Appointment of Mr. Ashis Bhattacharya as Managing Director</b>							
<b>Mode of voting : E-voting</b>							
Promoter and Promoter Group	19068867	0	0	0	0	0	0
Public Institutional holders	7634891	0	0	0	0	0	0
Public - Others	5344053	2898	0.05	2898	0	100.00	0.00
Total (A)	32047811	2898	0.00	2898	0	100.00	0.00
<b>Mode of voting : Poll</b>							
Promoter and Promoter Group	19068867	19068867	100.00	19068867	0	100.00	0.00
Public Institutional holders	7634891	30291	0.40	30291	0	100.00	0.00
Public - Others	5344053	5365	0.10	5365	0	100.00	0.00
Total (B)	32047811	19104523	59.61	19104523	0	100.00	0.00
Result (A+B)	32047811	19107421	59.62	19107421	0	100.00	0.00



**ESS DEE ALUMINIUM LIMITED**

Promoter / Public	No. of shares held	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 of votes polled	% of votes against on votes polled
	(1)	(2)	(3)	$\frac{(3)}{(2) \times 100}$	(4)	(5)	$\frac{(6)}{(4) \times 100}$	$\frac{(7)}{(5) \times 100}$
<b>Resolution No. 11 : Remuneration of Cost Auditor</b>								
<b>Mode of voting : E-voting</b>								
Promoter and Promoter Group	19068867	0	0	0	0	0	0	0
Public Institutional holders	7634891	0	0	0	0	0	0	0
Public - Others	5344053	2898	0.05	2898	0	100.00	0.00	0.00
<b>Total (A)</b>	<b>32047811</b>	<b>2898</b>	<b>0.00</b>	<b>2898</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Mode of voting : Poll</b>								
Promoter and Promoter Group	19068867	19068867	100.00	19068867	0	100.00	0	0
Public Institutional holders	7634891	30291	0.40	30291	0	100.00	0.00	0.00
Public - Others	5344053	5364	0.10	5364	1	99.98	0.02	0.02
<b>Total (B)</b>	<b>32047811</b>	<b>19104523</b>	<b>59.61</b>	<b>19104522</b>	<b>1</b>	<b>100.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>32047811</b>	<b>19104721</b>	<b>59.62</b>	<b>19107420</b>	<b>1</b>	<b>100.00</b>	<b>0.00</b>	<b>0.00</b>





# JNG & Co.

Company Secretaries

B/305, Gurukul Towers, J. S. Road, Dahisar (West),  
Mumbai - 400 068 (O) : 022 28918519 (M) : +91 9702002189  
Email : jngandco@gmail.com : jigorkumar@jng.co.in  
Web : www.jng.co.in

FORM No. MGT-13

**Report of Scrutinizer(s)**

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,

The Chairman of the Annual General Meeting of the Equity Shareholders of Ess Dee Aluminium Limited held on Saturday, the 27<sup>th</sup> September, 2014, at 10.00 a.m. at Najrul Mancha, 1, M. M. Feeder Road, Kolkata – 700056.

Dear Sir,

I, Jigarkumar Gandhi, Proprietor of JNG & CO., Practising Company Secretaries, Mumbai, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the Annual General Meeting of the Equity Shareholders of Ess Dee Aluminium Limited held on Saturday, the 27<sup>th</sup> September, 2014, at 10.00 a.m. at Najrul Mancha, 1, M. M. Feeder Road, Kolkata – 700056, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

I. The result of the Poll is as under:

**ORDINARY BUSINESS**

1. **Adopt Standalone and Consolidated Financial Statements of the Company including Report of the Board of Directors and Auditors.**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
S3	19104523	100.000



(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**2. Reappoint Mr. Sudip Dutta as Director who retires by rotation.**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
49	19074232	99.841

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	30291	0.159

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**3. Appoint M/s. M. P. Chitale & Co. as Statutory Auditors of the Company.**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	19104522	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	1	0.000



(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**SPECIAL BUSINESS**

**4. Approve the increase in remuneration of Ms. Vinaya Desai**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	19104522	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	1	0.000

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**5. Approve the appointment of Mr. Gautam Mukherjee as an Independent Director for a period of 5 consecutive years.**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	19104523	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL





(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**6. Approve the appointment of Mr. Ramdas Baxi as an Independent Director for a period of 5 consecutive years.**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	19104523	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**7. Approve the appointment of Mr. Dilip Phatarphekar as an Independent Director for a period of 5 consecutive years**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	19104523	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**8. Approve the appointment of Mr. Satyabrata Ray as a Director**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	19104523	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**9. Approve the appointment of Mr. Satyabrata Ray as a Whole Time Director.**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	2898	100

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812



**10. Approve the appointment of Mr. Ashis Bhattacharya as Managing Director.**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	19104523	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**11. Approve the remuneration of the Cost Auditor**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	19104522	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	1	0.000

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812



II. Combined result of the Poll and E-voting is as under:

**ORDINARY BUSINESS**

**1. Adopt Standalone and Consolidated Financial Statements of the Company including Report of the Board of Directors and Auditors.**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
58	19107221	99.999

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	200	0.001

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**2. Reappoint Mr. Sudip Dutta as Director who retires by rotation.**

(i) Voted in favour of the resolution:

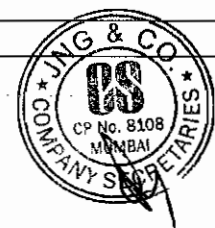
Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
55	19077130	99.841

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	30291	0.159

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812



**3. Appoint M/s. M. P. Chitale & Co. as Statutory Auditors of the Company.**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
58	19107420	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	1	0.000

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**SPECIAL BUSINESS**

**4. Approve the increase in remuneration of Ms. Vinaya Desai**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
57	19107389	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	32	0.000

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812



5. Approve the appointment of Mr. Gautam Mukherjee as an Independent Director for a period of 5 consecutive years.

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
59	19107421	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

6. Approve the appointment of Mr. Ramdas Baxi as an Independent Director for a period of 5 consecutive years.

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
59	19107421	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812



**7. Approve the appointment of Mr. Dilip Phatarphekar as an Independent Director for a period of 5 consecutive years**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
59	19107421	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**8. Approve the appointment of Mr. Satyabrata Ray as a Director**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
59	19107421	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812



**9. Approve the appointment of Mr. Satyabrata Ray as a Whole Time Director.**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
59	19107421	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

**10. Approve the appointment of Mr. Ashis Bhattacharya as Managing Director.**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
59	19107421	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812





**11. Approve the remuneration of the Cost Auditor**

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
58	19107420	100.000

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	1	0.000

(iii) Invalid votes :

Total number of members (in persons or by proxy) whose votes are declared invalid	Total number of votes cast by them
3	8812

5. A Compact Disc (CD) / email containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

For JNG & CO



**Jigarkumar Gandhi**  
Practicing Company Secretary  
Membership No.FCS 7569



Place: Kolkata

Date: 27.09.2014