

SIL Investments Limited

CIN No.-L17301RJ1934PLC002761

Registered Office : Pachpahar Road, Bhawani Mandi - 326502 (Rajasthan)

Tel.: (07433) 222052/82/90; Fax : (07433) 222354/222916; E-mail : hoffice@sutlej-rtm.co.in; dilipg@sutlejtextiles.com; Website : www.silinvestments.in

CERTIFIED COPY OF THE MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY HELD ON 31ST AUGUST, 2015 AT THE REGISTERED OFFICE OF THE COMPANY AT PACHPAHAR COMPANY AT PACHPAHAR ROAD, BHAWANIMANDI 326502 (RAJ).

Proceedings of the Eighty First Annual General Meeting of the Shareholders of SIL Investments Limited held at the Registered Office of the Company at Pachpahar Road, Bhawanimandi on Monday, 31st August, 2015 at 10.30 A.M. and concluded at 12.30 P.M.

PRESENT:

Directors/KMPs Present:-

Present in Person:-

1. Shri S.S.Maheshwari -Director, Member of the Audit Committee of the Board & Member of the Stakeholders Relationship Committee of the Board, SIL Investments Limited and as Authorized Representative of New India Retailing and Investment Limited u/s 113(1) of the Companies Act,2013.
2. Shri Lokesh Gandhi - Company Secretary and as Authorized Representative of Ronson Traders Ltd. u/s.113(1) of the Companies Act, 2013.

Through Video Conferencing:-

3. Shri Sanjay Goenka, Director, Chairman of the Audit Committee of the Board & Chairman of the Nomination & Remuneration Committee of the Board, through video conferencing.

IN ATTENDANCE

1. Shri S.N.Sharma representing the Statutory auditors, M/s Singhi & Co., New Delhi;
2. Shri Rajendra Chouhan, Secretarial Auditor of the Company.
- 3, Shri Mihen Halani, Scrutinizer appointed by the Board for the business proposed to be conducted through poll and e-voting at the Annual General meeting.

AUTHORISED REPRESENTATIVE OF BODIES CORPORATE

1.	Shri Dilip Ghorawat (Authorised Representative of Uttar Pradesh Trading Co. Limited u/s.113 (1) of the Companies Act, 2013.)
2.	Shri D. R. Prabhu (Authorised Representative of Hargaon Investment and Trading Co. Limited u/s 113(1) of the Companies Act, 2013.)



MEMBERS/SHAREHOLDERS PRESENT:-

(a) IN PERSON

1.	Dilip Kumar Jain
2.	Gopal Lal Porwal
3.	Harish Bhavsar
4.	Shyam Manohar Gupta
5.	Preeti Jain
6.	Mahavir P. Jain
7.	B.K. Mantri
8.	Alka Goyal
9.	Chandrakant Jethlia
10.	Anand Gupta
11.	Vinod Kumar Gupta
12.	Vinod Rathi
13.	K.C. Hurkat
14.	S.M. Bansal
15.	Shobha Bansal
16.	Rajkumar Chaudhary
17.	O.P. Soni
18.	Leela Devi Porwal
19.	Jagdish Chandra Porwal
20.	N.K. Lakhotia
21.	J.C. Sharma
22.	Usha Jain
23.	Sanjay Kumar Jain
24.	Sangeeta Gupta
25.	Chetan Prakash Soni
26.	Anuradha Soni
27.	Abhay Kumar Jain
28.	Shalendra Gupta
29.	Yashwant Singh Gang
30.	Ritesh Gang
31.	Hasmukh Patel
32.	Anil Kumar Gupta
33.	Radhika Gang
34.	Rajesh Khandelwal
35.	Satya Prakash Mittal
36.	Kamlesh Gupta
37.	L.N. Sharma
38.	Arun Kumar Gaur
39.	Dr. J.K. Arora
40.	Promila Saluja
41.	Ganga Gupta
42.	M.L. Bharadia
43.	Niti Sagwaria
44.	Har Gopal Maheshwari
45.	Kamaljeet Singh
46.	Mahesh Kumar Sharma



47.	Mahesh Kumar Khandelwal
48.	Krishan Gopal Jethlia
49.	Mukesh Kumar Rathore
50.	Om Prakash Khandelwal
51.	Pankaj Kumar Toshniwal
52.	Pankaj Singh
53.	Pradeep Kumar
54.	Rajendra Goyal
55.	Rajni Shotriya
56.	Ranchhod Lal Gupta
57.	Ranjana Sharma
58.	Ravi Balva
59.	S K Maheshwari
60.	Shyam Bihari Sharma
61.	Sita Ram Nawal

b) THROUGH PROXY

1.	Shri Dilip Ghorawat as proxy for:	Uttar Pradesh Trading Co.Ltd.
2.	Shri S.S. Maheshwari as proxy for:	New India Retailing & Investment Ltd.
3.	Shri D.R. Prabhu as proxy for:	Hargaon Investment & Trading Co.Ltd.
4.	Shri Lokesh Gandhi as proxy for:	Ronson Traders Ltd.
5.	Shri Mukesh Mundra as proxy for:	Champaran Marketing Co. Ltd Sonali Commercial Ltd. Uttam Commercial Ltd. Sidh Enterprises Ltd. OSM Investment & Trading Co. Ltd.
6.	Shri Lokesh Gandhi as proxy for:	Ronson Traders Ltd.
7.	Shri Sachin Sagwaria as proxy for:	Yashovardhan Investment & Trading Co.Ltd.
8.	M.P. Jain as proxy for:	Navjeevan Medical Institute Chandrika Vinod Chandra Parekh Vinodchandra Mansukh Parekh Vinodchandra Mansukh Parekh Sanjeev Vinod Chandra Parekh Pranav Kumar Pal Parekh Ketan H. Mehta
9.	Shri Rajesh Khandelwal as Proxy for:	Bhumika K. Mehta Jitendra Mansukhlal Parekh Sangita Kumar pal Parekh Jitendra Mansukhlal Parekh Viraj Sanjeev Parekh
10	Smt. Chandrakant Jethlia as Proxy for:	Viraj Sanjeev Parekh Sanjeev Vinod Chandra Parekh Vinod Chandra Mansukhlal Parekh Kumar Pal Mansukhlal Parekh Jitendra Mansukhlal Parekh



		Earthstone Holding (Two) Ltd. Padma Jitendra Parekh Pushpa Mansukhlal Parekh
11	Shri Abhay Kumar Jain as Proxy for:	Kumar Pal Mansukh Lal Parekh Daksha Sanjeev Parekh PIC Realcon Ltd.

- 12) Rajendra Kumar Choudhary as proxy for:
Jaya Choudhary
- 13) Harsh Goyal as Proxy for
Kailash Chand Goyal
- 14) Vijay Jangir as proxy for:
Pawan Kumar Prajapat
- 15) Jagdish as Proxy for:
Kamla Devi Jain
- 16) Rahul Jain as Proxy for:
Abhansh Jain
- 17) Nivedita Maheshwari as proxy for:
Annapurna Baheti
- 18) Rajesh Kumar Pamecha as Proxy for:
Madhu Lal Pamecha
- 19) Jay Kumar as Proxy for:
Nirmal Kumar Sethia
- 20) Paras Kumar Jain as Proxy for:
Kiran Jain
- 21) Manoj Kumar as Proxy for:
Garima Jain
- 22) Abdul Hussain as Proxy for:
Abha Jain
- 23) Manish Kumar Chaudhary as Proxy for:
Chandan Bala Chaudhary
- 24) Vivek Kumar Tiwari as Proxy for:
Krishna Devi



- 25) L.S. Mundra as proxy for:
Antima Mundra
- 26) Rishab Khandelwal as Proxy for:
Anjana Khandelwal

61 Members holding 422 Equity Shares were present in person, and 49 Members holding 79,15,542 Equity Shares were present through their 26 Proxies.

1. CHAIRMAN FOR THE MEETING

Before commencing the proceedings of the meeting, the Secretary Lokesh Gandhi extended a warm and hearty welcome to Shri S.S.Maheshwari and Shri Sanjay Goenka, Directors of the Company; Shri Dilip Ghorawat, Shri D.R.Prabhu, Representative of members/promoters, Shri S.N.Sharma, Representative of Statutory Auditors M/s Singhi & Co.; Shri Rajendra Chouhan, Secretarial Auditor, Shri Mihen Halani, P.C.S appointed as Scrutinizer appointed for this meeting and the esteemed Shareholders of the Company at the Eighty First Annual General Meeting of the Company.

The Secretary informed the members that Shri C.S.Nopany, Chairman of Stakeholders Relationship Committee of the Company had conveyed his inability to attend the meeting, and had therefore authorized Shri S.S.Maheshwari, a Member of Stakeholders Relationship Committee of the Company, to attend the AGM to represent the Committee in compliance with the provisions of the Companies Act, 2013.

In his remarks, Shri Sanjay Goenka, a Director, Chairman of the Audit Committee of the Board & Chairman of the Nomination & Remuneration Committee of the Board expressed his regret that he could not make himself available at the meeting due to pressing pre-occupation, but offered to all answer queries through video conferencing from shareholders in relation to accounts and allied matters as may be brought before the meeting by the shareholders.

Since Shri C. S. Nopany, Chairman of the Board of Directors of the Company could not attend the Meeting, Shri Raj Kumar Chaudhary, a member, proposed that Shri S.S.Maheshwari Director and a member of the Audit Committee of the Board of the Company (also an Authorized Representative u/s 113(1) of the Companies Act,2013 of New India Retailing and Investment Limited, one of the Promoter Companies) may Chair the Meeting in his stead, pursuant to the provisions of Article 100 of the Articles of Association of the Company. Shri



S.M.Bansal, a member, seconded the proposal. The proposal was supported unanimously/passed without dissent by the Members present.

Thereafter Shri S.S.Maheshwari took the chair and conducted the proceedings of the meeting.

2. PROCEEDINGS OF THE MEETING

Shri S.S.Maheshwari the Chairman of the Meeting declared that the requisite quorum for the meeting, in terms of Section 103 of the Companies Act, 2013, was present and called the meeting to order. He further stated that the Register of Directors' & KMP Shareholding, Auditor's Report, Secretarial Audit Report along with the other prescribed Statutory Registers & Reports of the Company as required under the Companies Act, 2013 & Secretarial Standards was open and accessible/ available for inspection throughout the continuance of the meeting to any person, entitled to attend the meeting.

The Chairman intimated the Members present that the Statutory Auditor's Report did not contain any qualification, observations or comments on any financial transaction or matter which have any adverse effect on the functioning of the Company. Further he read out some of the observations from the Secretarial Auditor's Report, which might be of interest to the Members.

In his address to the Members, the Chairman welcomed the members to the 81st Annual General Meeting of the Company and stated as follows:

"It is my privilege to welcome you at the 81st Annual General Meeting of the Company. Necessary quorum for the meeting being present, I start the proceedings of the Meeting.

Directors' Report along with annexed statements and other papers for the year ended 31st March, 2015 are with you for quite some time and with your permission, I shall take them as read.

OPERATIONS

As the Members are aware, SIL is a registered NBFC since 22nd May, 2009 in the category of non-deposit taking systematically important NBFC, and is fully compliant with the requirements of the Registration under the guidance and supervision of the RBI.



During the year under review, your company has earned income in the form of rent income, interest income on ICD lending activity, dividend income and profit on sale of investments. The Company's core business remains as commercial finance and investments. The Company will extend the business further through leveraging its resources after identification of promising investment opportunities. Company is also looking forward to expand its operations in other fields permitted by Reserve Bank of India, in conformity with its present status. The operating profits were pre-ponderantly contributed by the core businesses alone, viz., commercial finance and investments. The Board of Directors has been pleased to recommend a dividend of Rs. 1.25 per share for the year ended 31.3.2015 to the shareholders.

FUTURE OUTLOOK

The Company's present business operations are essentially that of an investment company, future of which largely depends upon financial and capital markets. Your company has investments in financially sound companies, yielding good quantum of dividend year after year. The Company also owns immovable properties and Company will continue to earn good rent income. The income from the lending business is also steadily growing; contributing significant volume to the overall business of the company. Further, more promising areas of activity are being explored on a sustained basis.

The Management is optimistic about the future outlook of the Company. The company is planning to expand its activities, consistent with its status as a NBFC-ND-SI.

APPRECIATION

On behalf of the Board of Directors and on my behalf, I would like to express my sincere appreciation for the continued co-operation and support extended by all the stakeholders of the company. I am sure company shall continue to receive your all round cooperation and support in future also. Thank You!"

NOTICE OF THE 81st ANNUAL GENERAL MEETING

In his remarks, the Secretary informed the Meeting that the all the shareholders present/their representatives and proxy holders, had been handed over ballot papers, for use in casting



their respective votes in respect of each of the Ordinary and Special Business contained in the Notice dated 13th May, 2015, which was now before the Meeting. He further stated that each of the proposed resolutions shall be voted upon in a poll to be conducted by use of the ballot papers which were made available, and the votes on each of the resolutions through ballot papers shall be scrutinized by the Scrutinizer, Shri Mihen Halani. Similarly, the votes cast through e-voting shall also be duly taken into consideration by the scrutinizer, before declaring the results.

With the unanimous consent of Shareholders present, the Balance Sheet, Statement of Profit and Loss and Directors' Report were taken as read. Thereafter, as instructed, Shri Lokesh Gandhi, Company Secretary, read the Auditors' Report.

The Chairman invited comments, queries and clarifications, if any, desired by the Members present, on the Annual Report of the Company for the year ended 31st March, 2015. During his concluding remarks, the Chairman informed the meeting that any queries of the members regarding the Audited Annual Accounts and the Reports of the Directors and Auditors thereon may also be addressed to the Chairman of the Audit Committee, Shri Sanjay Goenka, who was available to answer the same.

The queries rose by the members relating to the accounts and reports of the Directors and Auditors were duly clarified to the satisfaction of the Members.

The Chairman then requested the Secretary to take up the transaction of the business as proposed in the Notice for the 81st Annual General Meeting dated 31st August, 2015.

As instructed, the Secretary then proceeded to conduct the meeting, He requested the shareholders present/their representatives and proxy holders present, that each of the resolutions being considered by the meeting may be voted upon by them by casting their votes on the ballot paper provided for the purpose, and that the result shall be declared by the Scrutinizer for the meeting after considering the valid votes cast in the ballot along with the votes cast in the e-voting.

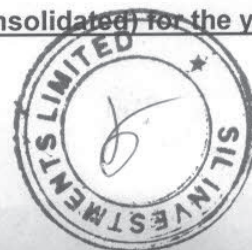
The following resolutions were then moved seriatim as per the Notice concerning the Meeting:

ORDINARY BUSINESS

Proposed & Passed As Ordinary Resolutions:

1. Adoption of Audited Financial Statements (Standalone & Consolidated) for the year ended March 31, 2015

Proposed as Ordinary Resolution:



Proposed by Shri Gopal Lal Porwal

Seconded by Shri Dilip Kumar Jain:

"RESOLVED THAT the Directors' Report, Auditors' Report, the Audited Balance Sheet as at 31st March, 2015 and Statement of Profit and Loss for the year ended on that date along with schedules and annexure thereto be and are hereby approved and adopted".

2. DECLARATION OF DIVIDEND

Proposed as Ordinary Resolution:

Proposed by Shri J.C.Sharma

Seconded by Shri Vinod Rathi:

"RESOLVED THAT Dividend @ Rs.1.25/- per share for the year ended 31st March, 2015, as recommended by the Board of Directors of the Company, on 10595860 existing ordinary shares of Rs.10/- each, be and is hereby approved and the same shall vest in, and distributed amongst those shareholders, whose names appeared on the Company's Register of Members at the close of working hours on Saturday, the 11th July, 2015 or to their order or to their Bankers and also to the beneficial owners of Ordinary Shares held in electronic form as per the details furnished by the Depositories for the purpose as at the close of the working hours on Saturday, the 11th July, 2015".

3. RE-APPOINTMENT OF SHRI S.K.KHANDELIA AS A DIRECTOR

Proposed as Ordinary Resolution:

Proposed by Shri Krishan Jethlia

Seconded by Smt Preeti Jain:

"RESOLVED THAT Shri S.K.Khandelia, who retires by rotation at this Annual General Meeting and has offered himself for re-appointment be and is hereby reappointed as a Director of the Company liable to retire by rotation".

4. APPOINTMENT OF STATUTORY AUDITORS AND FIXATION OF THEIR REMUNERATION

Proposed as Ordinary Resolution:

Proposed by Shri Harish Bhavsar

Seconded by Shri Shyam Manohar Gupta:

"RESOLVED THAT M/s. Singhi & Co., Chartered Accountants, New Delhi (Registration No.302049E) be and are hereby appointed as statutory Auditors of the Company to hold office



from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting and the Board of Directors of the Company be and is hereby authorized to fix their remuneration".

SPECIAL BUSINESS

Proposed & Passed As Ordinary Resolutions:

5. Re-appointment of Mrs. Shalini Nopany as the Managing Director of the Company.

Proposed as Ordinary Resolution:

Proposed by Smt. Usha Jain

Seconded by Shri Vinod Kumar Gupta:

"**RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 203 and Schedule V of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 and subject to such other approvals, as may be necessary, the approval of the Company be and is hereby accorded for the re-appointment of Mrs. Shalini Nopany (DIN:00077299) as the Managing Director of the Company for a further period of five years with effect from 25th January, 2015, on such terms and conditions including remuneration, as set out in the Explanatory Statement of this resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to alter or vary the terms of appointment of Mrs. Shalini Nopany, including relating to remuneration, as it may, at its discretion, deem fit, from time to time, provided however that the remuneration after the alteration/variation shall not exceed the limits specified in Schedule V appended to the Companies Act, 2013, or any statutory amendment or re-enactment thereof.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company shall pay Mrs. Shalini Nopany remuneration, perquisites, benefits and amenities not exceeding the ceiling laid down in Schedule V of the Companies Act, 2013 as may be decided by the Board of Directors, subject to necessary sanctions and approvals. in giving effect to this resolution and to do all such acts, deeds, and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt that may arise in giving effect to this



resolution and to do all acts and take all such steps as may be deemed necessary, proper and expedient to implement this resolution.”

Proposed & Passed As Special Resolutions:

6. **To pay remuneration to non-executive directors by way of commission which shall not exceed the limits as prescribed by Section 197 of the Companies Act, 2013.**

Proposed as Special Resolution:

Proposed by Shri Anil Kumar Gupta

Seconded by Smt. Anuradha Soni:

“RESOLVED THAT pursuant to the provisions of Section 197, 198 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company be and is hereby authorized to pay remuneration to non-executive directors in addition to sitting fees and reimbursement of expenses for attending the meetings of the Board of Directors or Committees thereof, an amount, by way of commission, either by way of a monthly payment or at a specified percentage of the net profits of the Company or partly by one way and partly by the other, to any one or more or all of the existing Non-Executive Directors or Non-Executive Directors to be appointed in future, as the Board of Directors may from time to time, determine, and that such remuneration shall not exceed 1% of the net profits of the Company in any financial year (computed in the manner provided in Section 198 of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof) and subject to an individual limit of remuneration for each of the Non-Executive Directors during each of the five financial years commencing from 1st April, 2014.

RESOLVED FURTHER THAT the Board of Directors of the Company (including Nomination and Remuneration Committee) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

7. **Power to enter into loan contracts / arrangements / transactions (deemed to be related party transactions) with the entities / qualified corporate bodies within the overall limit prescribed.**

Proposed as Special Resolution

Proposed by Smt. Usha Jain

Seconded by Shri Rajesh Khandelwal:



“RESOLVED THAT in compliance with and subject to the provisions of the Companies Act, 2013 and the rules framed thereunder, the equity listing agreements entered into by the Company with Stock Exchanges and any relevant circulars and regulations issued by the Securities and Exchange Board of India (including circular No. CIR/CFD/POLICY CELL/2/2014 dated April 17, 2014 and circular No. CIR/CFD/POLICY CELL/7/2014 dated September 15, 2014), as may be applicable, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to enter into loan contracts / arrangements / transactions (deemed to be related party transactions) with the entities / qualified corporate bodies within the overall limit prescribed (as listed in the explanatory statement to this resolution) from time to time.

RESOLVED FURTHER THAT the Board is hereby authorised to do, perform, or cause to be done all such acts, deeds, matters and things as may be necessary or desirable, and do all other acts and things as may be incidental, necessary or desirable to give effect to the above resolution.

RESOLVED FURTHER THAT the Board is hereby authorised to delegate all or any of its powers conferred by the above resolutions to any director or directors or to any committee of directors or any other officer or officers of the Company to give effect to the aforesaid resolution.”

Conclusion:

There being no further business to transact, the meeting ended with a vote of thanks to the Chair.

8. TAKING NOTE OF THE MINUTES OF THE ANNOUNCEMENT OF THE RESULTS OF THE POLL HELD BY THE COMPANY AND CONCLUDED ON 31st AUGUST, 2015.

8.A: PERUSING REPORT OF THE SCRUTINIZER DATED 01.09.2015

The Chairman for the Meeting noted that with respect to the poll through ballot conducted by the company, to obtain assent/dissent of the members/shareholders of the company in the matter of Items 1 to 7 stated above and contained in the Notice to the Shareholders dated 13th May, 2015, the Scrutinizer for the poll, CS Shri Mihen Halani, after scrutinizing the ballots cast physically at the Annual general meeting held on 31st August, 2015 and through e-voting facility provided to the Members through NSDL, had presented his report dated 01st September, 2015 to the Company with regard to the results of the said poll. The report was published



through the Notice Board at the Registered Office of the Company for the benefit of the members and was also published on the Website of the Company.

8.B: ANNOUNCEMENT OF RESULT CONDUCTED THROUGH E-VOTING & BALLOT:

On the basis of the Report submitted by the Scrutinizer, CS Shri Mihen Halani, on September 4, 2015, the Chairman for the Meeting announced on behalf of the Company, the results of the Poll conducted on 31st August, 2015. The Chairman stated that each of the Ordinary and Special Resolutions contained in the said Notice was passed by the requisite majority.

The Chairman stated that the detailed results of the Poll conducted on 31st August, 2015 were placed on the Notice Board at the Company's Registered Office for information of the concerned members and the public, and that the signed Minutes of the said 'Announcement of Results' had been submitted to the Stock Exchanges where the shares of the Company were listed, and were available for inspection of any Member who would be interested to peruse the same. The said results were also hosted on the website of the Company.

As per the Report submitted by the Scrutinizer, the detailed results were as follows:-

Resolution 1: Adoption of Audited Financial Statements (Standalone & Consolidated) for the year ended March 31, 2015 (Ordinary Resolution)

Promoter / Public	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. Of Invalid Votes
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100	(8)
Promoter and Promoter Group	6648160	6648160	100.00%	6648160	0	100.00%	0.00%	0
Public - Institutional holders	6059	0	0.00%	0	0	0.00%	0.00%	0
Public - Others	3941641	2021278	51.28%	2020877	401	99.98%	0.02%	81
Total	10595860	8669438	81.82%	8669037	401	99.995%	0.005%	81



Resolution 2: Approval of Dividend (Ordinary Resolution)

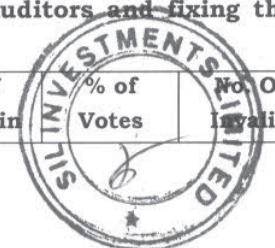
Promoter / Public	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. Of Invalid Votes
	(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$	(8)
Promoter and Promoter Group	6648160	6648160	100.00%	6648160	0	100.00%	0.00%	0
Public - Institutional holders	6059	0	0.00%	0	0	0.00%	0.00%	0
Public - Others	3941641	2021278	51.28%	2020877	401	99.98%	0.02%	81
Total	10595860	8669438	81.82%	8669037	401	99.995%	0.005%	81

Resolution 3 : Re-appointment of Shri S.K.Khandelia as a Director, who retires by rotation (Ordinary Resolution)

Promoter / Public	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. Of Invalid Votes
	(1)	(2)	(3) = $[(2)/(1)]*100$	(4)	(5)	(6) = $[(4)/(2)]*100$	(7) = $[(5)/(2)]*100$	(8)
Promoter and Promoter Group	6648160	6648160	100.00%	6648160	0	100.00%	0.00%	0
Public - Institutional holders	6059	0	0.00%	0	0	0.00%	0.00%	0
Public - Others	3941641	2021278	51.28%	2020428	850	99.96%	0.04%	81
Total	10595860	8669438	81.82%	8668588	850	99.990%	0.010%	81

Resolution 4 : Appointment of M/s. Singhi & Co., as Statutory Auditors and fixing their remuneration (Ordinary Resolution)

Promoter / Public	No. of Shares	No. of Votes	% of Votes	No. of Votes -	No. of Votes	% of Votes in	% of Votes	No. Of Invalid
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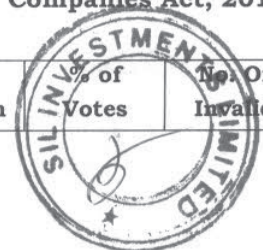
	held	polled	Polled on outstanding shares	In favour	- against	favour on votes polled	against on votes polled	Votes
	(1)	(2)	(3) = $[(2)/(1)]^* 100$	(4)	(5)	(6) = $[(4)/(2)]^* 100$	(7) = $[(5)/(2)]^* 100$	(8)
Promoter and Promoter Group	6648160	6648160	100.00%	6648160	0	100.00%	0.00%	0
Public - Institutional holders	6059	0	0.00%	0	0	0.00%	0.00%	0
Public - Others	3941641	2021278	51.28%	2020428	850	99.96%	0.04%	81
Total	10595860	8669438	81.82%	8668588	850	99.990%	0.010%	81

Resolution 5 : Re-appointment of Smt. Shalini Nopany as the Managing Director of the Company (Ordinary Resolution)

Promoter / Public	No. of Shares held	No. of Votes polled	% of Votes Polled on outstanding shares	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. Of Invalid Votes
	(1)	(2)	(3) = $[(2)/(1)]^* 100$	(4)	(5)	(6) = $[(4)/(2)]^* 100$	(7) = $[(5)/(2)]^* 100$	(8)
Promoter and Promoter Group	6648160	6648160	100.00%	6648160	0	100.00%	0.00%	0
Public - Institutional holders	6059	0	0.00%	0	0	0.00%	0.00%	0
Public - Others	3941641	2021278	51.28%	2020433	845	99.96%	0.04%	81
Total	10595860	8669438	81.82%	8668593	845	99.990%	0.010%	81

Resolution 6 : To pay remuneration to non-executive directors by way of commission which shall not exceed the limits as prescribed by Section 197 of the Companies Act, 2013 (Special Resolution)

Promoter / Public	No. of Shares	No. of Votes	% of Votes	No. of Votes - In	No. of Votes	% of Votes in	No. of Invalid



	held	polled	Polled on outstand ing shares	favour	- again st	favour on votes polled	against on votes polled	Votes
	(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) =[(4)/(2)] *100	(7) =[(5)/(2)]* 100	(8)
Promoter and Promoter Group	6648160	6648160	100.00%	6648160	0	100.00%	0.00%	0
Public - Institio nal holders	6059	0	0.00%	0	0	0.00%	0.00%	0
Public - Others	3941641	2021278	51.28%	2020433	845	99.96%	0.04%	81
Total	10595860	8669438	81.82%	8668593	845	99.990%	0.010%	81

Resolution 7 : Power to enter into loan contracts / arrangements / transactions (deemed to be related party transactions) with the entities / qualified corporate bodies within the overall limit prescribed (Special Resolution)

Promoter / Public	No. of Shares held	No. of Votes polled	% of Votes Polled on outstan ding shares	No. of Votes - In favour	No. of Votes - again st	% of Votes in favour on votes polled	% of Votes against on votes polled	No. Of Invalid Votes
	(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) =[(4)/(2)] *100	(7) =[(5)/(2)]* 100	(8)
Promoter and Promoter Group	6648160	0	0.00%	0	0	0.00%	0.00%	0
Public - Institio nal holders	6059	0	0.00%	0	0	0.00%	0.00%	0
Public - Others	3941641	2021278	51.28%	2020428	850	99.96%	0.04%	81
Total	10595860	2021278	19.08%	2020428	850	99.96%	0.04%	81

Note: *Being the Related Party Transaction under Clause 49 of the Listing Agreement & under other applicable laws, none of the promoter shareholders / directors / key managerial personal



and their relatives are counted for quorum, and none have cast their vote on Resolution No. 7.
Further, vote, if any, is not counted for result also.

Sd/-
(S.S.Maheshwari)
Chairman for the meeting

Place: Bhawanimandi (Raj.)

Date: September 04, 2015

//Certified True Copy//
For **SIL INVESTMENTS LTD.**



LOKESH GANDHI
COMPANY SECRETARY
Membership No. A25417

