

S. V. Deulkar
Practicing company secretary
63, Ashoknagar, Pune -411007

To
The Chairman,
Finolex Cables Limited
26/27, Mumbai-Pune Road,
Pimpri, Pune- 411018

Sub: Results of E-voting and Poll

Dear Sir,

I undersigned, S. V. Deulkar, Practicing Company Secretary who has been appointed as the Scrutinizer of Finolex Cables Limited for following:

- a) E-voting conducted during 3rd September, 2014 to 5th September, 2014,
- b) Poll conducted at 46th Annual General Meeting (AGM) held on 9th September, 2014 and
- c) Combined report of e-voting and Poll

for the resolutions contained in the Notice of the said 46th Annual General Meeting (AGM) held on 9th September, 2014.

I enclose my Reports on E-voting, Poll and Combined report of E-voting and Poll for your information and records.

I hereby declare that all the 17 (seventeen) resolutions as per the aforesaid Notice of the AGM of the Company have been passed by the requisite majority.

Thanking you,

Yours faithfully,



S. V. Deulkar
Practicing Company Secretary
C. P. No. 965

Place: Pune

Date: 9th September, 2014

S. V. Deulkar
Practicing company secretary
63, Ashoknagar, Pune -411007

Scrutinizer's Report

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

To,

The Chairman

46th Annual General Meeting of the Equity shareholders of Finolex Cables Limited to be held on Tuesday, 9th day of September, 2014 at 11.30 a.m. at Auditorium of Auto Cluster Development and Research Institute, H Block, Plot C-181, Near D Mart, Chinchwad, Pune – 411019.

Dear Sir,

I, S. V. Deulkar, Practicing Company Secretary, having office at 63, Ashoknagar, Pune 411007, have been appointed as scrutinizer of Finolex Cables Limited ("the company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on below mentioned resolution(s), at the 46th Annual General Meeting (AGM) of the Equity shareholders of Finolex Cables Limited to be held on Tuesday, 9th day of September, 2014 at 11.30 a.m. at Auditorium of Auto Cluster Development and Research Institute, H Block, Plot C-181, Near D Mart, Chinchwad, Pune – 411019. I submit my report as under:

1. The e-voting period remained open from 3rd September, 2014 (9:00 am) and ended on 5th September, 2014 (6:00 pm).
2. The shareholders holding shares as on the "cut off" date i.e. 8th August, 2014 were entitled to vote on the proposed resolutions (Item no. 1 to 17 as set out in the Notice of the 46th AGM of Finolex Cables Limited.)
3. The votes were unblocked on 6th September, 2014 around 1:45 p.m in the presence of two witnesses, Ms. Dhanashree Gokhale (401, Anant Vaibhav, Bavdhan, Pune -411021) and Ms. Amruta Jana (787, Ganj Peth, Pune-411042) who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.



Name : Dhanashree Gokhale



Name : Amruta Jana



4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Security Depository Limited (www.evoting.nsdl.com)

5. The result of the e-voting is as under:

a) Resolution 1 – Ordinary Resolution to Consider and adopt the audited Balance Sheet as at 31st March, 2014 .

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
92	44788327	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ not voted	Total number of votes cast by them
0	0

b) Resolution 2 - Ordinary Resolution for declaration of dividend on equity shares for the financial year ended 31st March, 2014.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
94	44978654	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0



c) Resolution 3 – Ordinary Resolution for appointment of Dr. Vikas G Pai who retires by rotation at this AGM, but though eligible, does not offer himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
86	44764547	99.52

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
6	213987	0.48

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ not voted	Total number of votes cast by them
0	0

d) Resolution 4 – Ordinary Resolution for appointment of Auditors and fixing their remuneration.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
86	44744942	99.48

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
6	233442	0.52

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ not voted	Total number of votes cast by them
0	0



e) Resolution 5 – Ordinary Resolution for appointment of Mr. Adi J. Engineer as an Independent Director

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
87	41301883	91.83

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
5	3676171	8.17

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0

f) Resolution 6 - Ordinary Resolution for appointment of Dr. Homiar S. Vachha as an Independent Director

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
76	40325932	89.66

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
16	4652122	10.34

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0



g) Resolution 7 – Ordinary Resolution for appointment of Mr. Atul C. Choksey as an Independent Director

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
42	25830011	60.64

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
42	16763078	39.36

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0

h) Resolution 8 - Ordinary Resolution for appointment of Mr. S.B. (Ravi) Pandit as an Independent Director

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
85	41301633	91.83

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
5	3676171	8.17

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0



i) Resolution 9 – Ordinary Resolution for appointment of Mr. Pradeep R. Rath as an Independent Director

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
56	29164797	64.84

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
35	15813057	35.16

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0

j) Resolution 10 - Ordinary Resolution for appointment of Mr. Sanjay K. Asher as an Independent Director

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
79	41274883	91.77

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
9	3701101	8.23

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0



k) Resolution 11 – Ordinary Resolution for appointment of Mr. Pratap G. Pawar as an Independent Director

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
66	37938367	89.07

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
18	4654722	10.93

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0

l) Resolution 12 - Special Resolution for authority for borrowing monies in excess of paid up capital and free reserves of the Company

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
85	44974967	99.99

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
6	2887	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0



m) Resolution 13 - Special Resolution for Authority for creation of charges / mortgages etc on movable and/or immovable properties of the Company

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
89	44976522	99.996

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
3	1832	0.004

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0

n) Resolution 14 - Special Resolution for the approval of payment of remuneration to the directors other than in whole-time employment and Managing Director of the Company .

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
84	44422086	98.77

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
5	555218	1.23

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0



o) Resolution 15 - Ordinary Resolution for approval of remuneration to M/s Joshi Apte & Associates Cost Auditors.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
89	44978298	100

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
2	6	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0

p) Resolution 16 - Special Resolution for approval to offer or invite subscriptions for secured/ unsecured redeemable non-convertible debentures.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
92	44976754	99.996

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	1800	0.004

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
0	0



q) Resolution 17 - Special Resolution for approval to the board for purchase of optical fibre from Corning Finolex Optical Fibre Private Limited.

(i) Voted in **favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
89	44976442	99.995

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
3	2062	0.005

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ not voted	Total number of votes cast by them
0	0

6. The register, all other papers and relevant records relating electronic voting shall remain in my safe custody until the chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



S. V. Deulkar
Practicing Company Secretary
C. P. No. 965



Place: Pune

Date : 6th September, 2014

Scrutinizer's Report

[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

46th Annual General Meeting of the Equity shareholders of Finolex Cables Limited to be held on Tuesday, 9th day of September, 2014 at 11.30 a.m. at Auditorium of Auto Cluster Development and Research Institute, H Block, Plot C-181, Near D Mart, Chinchwad, Pune – 411019.

I, S. V. Deulkar, Practicing Company Secretary having office at 63, Ashoknagar, Pune 411007 and Mr. Yogesh Shah having residential address 55/4, Ganesh Khind Road, Aund, Pune - 411007 having client ID 12011300 00017132 have been appointed as scrutinizer of Finolex Cables Limited ("the company") for the purpose of the poll taken on below mentioned resolution(s), at the 46th Annual General Meeting of the Equity shareholders of Finolex Cables Limited held on Tuesday, 9th day of September, 2014 at 11.30 a.m. at Auditorium of Auto Cluster Development and Research Institute, H Block, Plot C-181, Near D Mart, Chinchwad, Pune – 411019. I submit my report as under:

1. After the time fixed for closing of the poll by the chairman, one ballot box kept for polling was locked in our presence with due identification marks placed by us.

2. The locked ballot box was subsequently opened in our 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:

a) Resolution 1 – Ordinary Resolution to Consider and adopt the audited Balance Sheet as at 31st March, 2014 .

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
84	56418409	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
2	1830



b) Resolution 2 - Ordinary Resolution for declaration of dividend on equity shares for the financial year ended 31st March, 2014.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
84	56418409	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
2	1830

c) Resolution 3 – Ordinary Resolution for appointment of Dr. Vikas G Pai who retires by rotation at this meeting, but though eligible, does not offer himself for re-appointment.

(i) Voted In favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	2716664	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
30	53703575

d) Resolution 4 – Ordinary Resolution for appointment of Auditors and fixing their remuneration.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
81	56268746	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
5	151493



g

e) Resolution 5 – Ordinary Resolution for appointment of Mr. Adi J. Engineer as an Independent Director

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
83	56417709	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
3	2530

f) Resolution 6 - Ordinary Resolution for appointment of Dr. Homiar S. Vachha as an Independent Director

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
83	56417709	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
3	2530

g) Resolution 7 – Ordinary Resolution for appointment of Mr. Atul C. Choksey as an Independent Director

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
77	55363018	98.13

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	1054391	1.87

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
3	2530



g

h) Resolution 8 - Ordinary Resolution for appointment of Mr. S.B. (Ravi) Pandit as an Independent Director

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
83	56417709	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
3	2530

i) Resolution 9 – Ordinary Resolution for appointment of Mr. Pradeep R. Rathi as an Independent Director

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
78	55367018	98.14

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	1050691	1.86

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
3	2530

j) Resolution 10 - Ordinary Resolution for appointment of Mr. Sanjay K. Asher as an Independent Director

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
83	56417709	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
3	2530



88

k) Resolution 11 – Ordinary Resolution for appointment of Mr. Pratap G. Pawar as an Independent Director

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
84	56418409	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
2	1830

l) Resolution 12 - Special Resolution for authority for borrowing monies in excess of paid up capital and free reserves of the Company

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
83	56417709	

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
3	2530

m) Resolution 13 - Special Resolution for Authority for creation of charges / mortgages etc on movable and/or immovable properties of the Company

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
83	56417709	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
3	2530



n) Resolution 14 - Special Resolution for the approval of payment of remuneration to the directors other than in whole-time employment and Managing Director of the Company .

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
83	56414409	99.99

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	4000	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
2	1830

o) Resolution 15 - Ordinary Resolution for approval of remuneration to M/s Joshi Apte & Associates Cost Auditors.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
84	56418409	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
2	1830

p) Resolution 16 - Special Resolution for approval to offer or invite subscriptions for secured/ unsecured redeemable non-convertible debentures.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
82	56410509	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
4	9730



(Signature)

q) Resolution 17 - Special Resolution for approval to the board for purchase of optical fibre from Corning Finolex Optical Fibre Private Limited.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
82	56410509	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid/ Not Voted	Total number of votes cast by them
4	9730

5. A list of equity shareholders who voted " FOR", "AGAINST" and those whose votes were declared invalid/ not voted for each resolution is enclosed.

6. The poll papers and other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking you,



S. V. Deulkar
Practicing Company Secretary
C. P. No. 965



Yogesh J. Shah
YOGESH J. SHAH
55/4 GANESHKHED ROAD,
A. W. D. H., PUNE 411007

S. V. Deulkar
Practicing Company Secretary
63, Ashok Nagar, Pune 411007

Combined Report
Finolex Cables Limited

Annual General Meeting dated 9th September, 2014

Sr. No	Resolutions	E - voting		Voting through Poll		Total		Result
		No. of Votes For	No. of Votes Against	No. of Votes For	No. of Votes Against	No. of Votes For	No. of Votes Against	
1	Ordinary Resolution to Consider and adopt the audited Balance Sheet as at 31st March, 2014 .	44788327	0	56418409	0	101206736	0	Resolution passed unanimously
2	Ordinary Resolution for declaration of dividend on equity shares for the financial year ended 31st March, 2014.	44978654	0	56418409	0	101397063	0	Resolution passed unanimously
3	Ordinary Resolution for appointment of Dr. Vikas G Pai who retires by rotation at this meeting, but though eligible, does not offer himself for re-appointment.	44764547	0	2716664	0	47481211	0	Resolution passed unanimously
4	Ordinary Resolution for appointment of M/s. B. K. Khare & Co. Chartered Accountants as Auditors and fixing their remuneration.	44744942	233442	56268746	0	101013688	233442	Resolution passed with requisite majority
5	Ordinary Resolution for appointment of Mr. Adi J. Engineer as an Independent Director	41301883	3676171	56417709	0	97719592	3676171	Resolution passed with requisite majority
6	Ordinary Resolution for appointment of Dr. Homiar S. Vachha as an Independent Director	40325932	4652122	56417709	0	96743641	4652122	Resolution passed with requisite majority
7	Ordinary Resolution for appointment of Mr. Atul C. Choksey as an Independent Director	25830011	16763078	55363018	1054391	81193029	17817469	Resolution passed with requisite majority



Sr. No	Resolutions	E - voting		Voting through Poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	
8	Ordinary Resolution for appointment of Mr. S.B. (Ravi) Pandit as an Independent Director	41301633	3676171	56417709	0	97719342	3676171	Resolution passed with requisite majority
9	Ordinary Resolution for appointment of Mr. Pradeep R. Rathi as an Independent Director	29164797	15813057	55367018	1050691	84531815	16863748	Resolution passed with requisite majority
10	Ordinary Resolution for appointment of Mr. Sanjay K. Asher as an Independent Director	41274883	3701101	56417709	0	97692592	3701101	Resolution passed with requisite majority
11	Ordinary Resolution for appointment of Mr. Pratap G. Pawar as an Independent Director	37938367	4654722	56418409	0	94356776	4654722	Resolution passed with requisite majority
12	Special Resolution for authority for borrowing monies in excess of paid up capital and free reserves of the Company	44974967	2887	56417709	0	101392676	2887	Resolution passed with requisite majority
13	Special Resolution for authority for creation of charges / mortgages etc on movable and/or immovable properties of the Company	44976522	1832	56417709	0	101394231	1832	Resolution passed with requisite majority
14	Special Resolution for the approval of payment of remuneration to the directors other than in whole-time employment and Managing Director	44422086	555218	56414409	4000	100836495	559218	Resolution passed with requisite majority
15	Ordinary Resolution for approval of remuneration to M/s Joshi Apte & Associates,	44978298	6	56418409	0	101396707	6	Resolution passed with requisite majority
16	Special Resolution for approval to offer or invite subscriptions for secured/ unsecured redeemable non-convertible debentures.	44976754	1800	56410509	0	101387263	1800	Resolution passed with requisite majority
17	Special Resolution for approval for the Company to purchase optical fibre from Corning Finolex Optical Fibre Private Limited.	44976442	2062	56410509	0	101386951	2062	Resolution passed with requisite majority



9/9/19