

Godrej Industries Ltd.
Regd. Office : Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai 400 079. India
Tel. : +91-22-2518 8010/8020/8030
Fax: +91-22-2518 8068/8063/8074
Website : www.godrejinds.com
CIN : L24241MH1988PLC097781

April 8, 2015

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

The National Stock Exchange of India Ltd.
Plot No.C-1, G-Block, Exchange Plaza,
4th Floor, Bandra-Kurla Complex,
Mumbai - 400 051

Dear Sirs,

Sub: Results of Postal Ballot

As informed to you earlier, the Company conducted a Postal Ballot, the result of which was announced today, April 8, 2015 by the Chairman, at the registered office of the Company, which is as under :-

Details of the Agenda:

Mode of voting: (Show of hands/Poll/ Postal ballot/E-voting)	Postal Ballot (including E-voting)
Total number of shareholders as on February 13, 2015 (cut off date for reckoning the voting rights of the members)	53,553

Resolution:

To make investment(s) in/acquire by way of subscription, purchase or otherwise, any security(ies) of Godrej One Facility Management Private Limited or any other name as may be approved by the regulatory authority(ies), to be formed / incorporated in Mumbai, and/or Limited Liability Partnerships/entities and/or body corporates including any other permissible form of entity(ies) or organization(s) to be formed or incorporated, for an overall aggregate amount not exceeding Rs. 1 lac (Rupees One Lac only), and/or to give loan(s) to and/or place inter-corporate deposit(s) with and/ or provide any other form of debt and/or to provide any security(ies) in connection with such loan(s) and/or give guarantee(s) and/or give guarantees in connection with loan(s) given to any other person(s), notwithstanding that the aggregate of the investments and loans so far made or to be made and the guarantees/securities so far given or to be given by the Company and the deposits placed and the contribution so far made or to be made, exceeds the limits/will exceed the limits laid down by the Companies Act.

Resolution Required: **Special**

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
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	251,336,467	251,336,467	100.00	251,336,467	-	100.00	-
Public – Institutional holders	50,663,130	20,319,267	40.11	20,319,267.00	-	100.00	-
Public-Others	33,723,293	8,020,658	23.78	8,014,713	3,903	99.93%	0.05%
Total	335,722,890	279,676,392	83.31	279,670,447	3,903	100	0.00

In all 500 valid ballots were received. The votes cast 'FOR' the Special Resolution out of the total votes polled represent 100%.

Therefore, the Special Resolution as mentioned in the notice of postal ballot dated February 11, 2015 has been passed with the requisite majority.

Report dated April 7, 2015 of Mr. B.M. Shemlani, proprietor of B.M. Shemlani & Co., Chartered Accountants, scrutinizer appointed for the postal ballot is enclosed herewith.

This information is furnished under Clause 35A and other applicable clauses, if any, of the Listing Agreement.

Thank you.

Yours faithfully
for Godrej Industries Limited

A. B. Godrej
Chairman



encl: as above



B. M. SHEMLANI & CO.

CHARTERED ACCOUNTANTS

Bharat Shemlani
B.Com. F.C.A.

April 7, 2015

Mr. A. B. Godrej
Chairman,
Godrej Industries Limited,
Pirojshanagar, Eastern Express Highway,
Vikhroli, Mumbai - 400 079

Dear Sir,

**Sub: Postal Ballot voting by the equity shareholders of
Godrej Industries Limited**

I, Bharat Shemlani, Proprietor of B. M. Shemlani & Co., Chartered Accountants, was appointed as scrutineer to scrutinize the ballots for votes duly cast by the shareholders for the purpose of considering and, if thought fit, approving with or without modification the resolution, vide notice dated February 11, 2015.

The summary of votes received is as follows:

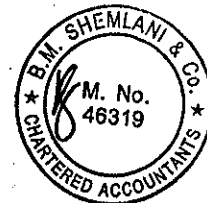
Special Resolution:

To make investment(s) in/acquire by way of subscription, purchase or otherwise, any security(ies) of Godrej One Facility Management Private Limited or any other name as may be approved by the regulatory authority(ies), to be formed / incorporated in Mumbai, and/or Limited Liability Partnerships/entities and/or body corporates including any other permissible form of entity(ies) or organization(s) to be formed or incorporated, for an overall aggregate amount not exceeding Rs. 1 lac (Rupees One Lac only), and/or to give loan(s) to and/or place inter-corporate deposit(s) with and/ or provide any other form of debt and/or to provide any security(ies) in connection with such loan(s) and/or give guarantee(s) and/or give guarantees in connection with loan(s) given to any other person(s), notwithstanding that the aggregate of the investments and loans so far made or to be made and the guarantees/securities so far given or to be given by the Company and the deposits placed and the contribution so far made or to be made, exceeds the limits/will exceed the limits laid down by the Companies Act.

I found that in all 500 valid ballots were received/e-voting done by the shareholders, for this resolution. Based on my scrutiny, I am enclosing herewith the details of the ballots received/ e-voting done.

150407- Report of Scrutinizer-08045

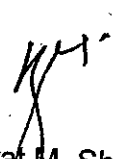
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	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	251,336,467	251,336,467	100.00	251,336,467	-	100.00	-
Public – Institutional holders	50,663,130	20,319,267	40.11	20,319,267.00	-	100.00	-
Public-Others	33,723,293	8,020,658	23.78	8,014,713	3,903	99.93%	0.05%
Total	335,722,890	279,676,392	83.31	279,670,447	3,903	100	0.00

The votes cast "FOR" the Special Resolution out of the total votes polled are 100%.

Yours truly,


Bharat M. Shemlani
Membership No.: 046319
Ref: No. 08045

