



# ITL Industries Ltd.

ITL/BSE/02/

September 29, 2014

To,  
The Bombay Stock Exchange Limited  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers  
Dalal Street,  
MUMBAI-400001  
Online Filing at:-listing.bseindia.com  
Email :- [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)  
FAX :- 022 22723121,22722039,2272041

To,  
National Securities Depository Limited  
Trade World, 4<sup>th</sup>, Floor, Kamala Mills  
Compound, Senapati Bapat Marg,  
Lower Parel (W)  
Mumbai - 400 01  
Email :- [paragj@nsdl.co.in](mailto:paragj@nsdl.co.in)

**Subject :- Disclosure of Voting Results as per Clause 35<sup>A</sup> of the Listing Agreement.**

In compliance with the Listing Agreement, Please find the details of the voting results of the 26<sup>th</sup> Annual General Meeting of the Company.

Sr. No	Description	Particulars
1.	Venue, Date & time of the Annual General Meeting	111, Sector "B", Sanwer Road , Industrial Area Indore - 452 015 September 27 <sup>th</sup> , 2014 11.30 A.M.
2.	Total number of Shareholders on record date (i.e. August 22 <sup>nd</sup> , 2014 for the purpose to determine shareholders eligible to vote at Annual General Meeting)	4451
3.	Number of shareholders present in the meeting either in person or through proxy : Promoters & Promoters Group Public	14 8
4.	Number of shareholders attend the Meeting through Video conferencing: Promoters & Promoters Group Public	Not arrangend

The agenda wise details of e-voting and poll at the Annual General Meeting provided in annexure "A". Further enclosed the Report of the Scrutinizer on e-voting facility provided by the Company and poll conducted at the Annual General Meeting of the Company in annexure "B" & "C".

This is for your information and records purpose.

Thanking you,

Yours faithfully,

For **ITL Industries Ltd.**

*M. Jain*  
**Mahendra Singh Jain**  
**Joint Managing Director**  
(DIN - 00256047)

Industries Ltd. (a BSE listed Company) Address : 111, Sector "B" Sanwer Road, Industrial Area, Indore - 452015 (M.P.) INDIA  
Phone No. : +91 731 3044419, 3044420, 3044421, 3044422, 3044423, 3044424, 3044425, 3044426, 3044427, 3044428, 3044429, 3044430, 3044431, 3044432, 3044433, 3044434, 3044435, 3044436, 3044437, 3044438, 3044439, 3044440, 3044441, 3044442, 3044443, 3044444, 3044445, 3044446, 3044447, 3044448, 3044449, 3044450, 3044451, 3044452, 3044453, 3044454, 3044455, 3044456, 3044457, 3044458, 3044459, 3044460, 3044461, 3044462, 3044463, 3044464, 3044465, 3044466, 3044467, 3044468, 3044469, 3044470, 3044471, 3044472, 3044473, 3044474, 3044475, 3044476, 3044477, 3044478, 3044479, 3044480, 3044481, 3044482, 3044483, 3044484, 3044485, 3044486, 3044487, 3044488, 3044489, 3044490, 3044491, 3044492, 3044493, 3044494, 3044495, 3044496, 3044497, 3044498, 3044499, 3044500  
Sales : +91 7313044419 E-mail : [info@itl.co.in](mailto:info@itl.co.in) Website : [www.itl.co.in](http://www.itl.co.in) CIN No. : L28939MP1999PLC005037

Encl: Annexure 'A', 'B' & 'C'

Technology with Time .....



**CA. VISHNU P. GUPTA**  
B.Com., F.C.A.

**Vishnu Gupta & Associates**

**CHARTERED ACCOUNTANTS**

306, Gold Arcade, Opp. Vrindavan Restaurant,  
Zanjeer Wala Square, INDORE - 452 001 (M.P.)  
Ph.: 4070363 E-mail: vishnuguptaassociates@yahoo.in

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**REPORT OF SCRUTINIZER**

**Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the  
Companies (Management and Administration) Rules, 2014**

September 29, 2014

**To**

**The Chairman**

**ITL Industries Limited**

**Meeting:** Twenty Sixth Annual General Meeting of the Shareholders

**Date and Time:** Saturday, September 27, 2014 at 11: 30 a.m.

**Venue:** 111, Sector "B", Sanwer Road, Industrial Area, Indore 452 015

Dear Sir,

I, Vishnu Gupta, , Practicing Chartered Accountant, Vishnu Gupta & Associates. having office at 306, gold Arcade, Zanjeer wala square, Indore - 452 001 was appointed as a Scrutinizer for the purpose of poll taken on the below mentioned resolutions at the meeting of Shareholders of ITL Industries Limited ("the Company") held on Saturday, September 27, 2014 at 11: 30 a.m. at 111, Sector "B" Sanwer Road, Indore - 452 015 and submit my report as under:

1. After the time fixed for closing of poll by the Chairman, One Ballot boxe kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were 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:

**Resolution No. 1 : Ordinary Resolution for receive, consider and adopt the Directors' Report, Statement of Profit for the year ended 31<sup>st</sup> March, 2014 and the Balance Sheet as on that date and the Auditor's Report thereon.**

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
22	1145157	100%

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution No. 2: Ordinary Resolution for declaration of Dividend on Equity Shares for the year 2013-14.**

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
22	1145157	100%

ii. Voted **against** the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**Resolution No. 3 :Ordinary Resolution for election a Director in place of Mr. Manohor Singh Jain (DIN : 00256131), who retire by rotation and being eligible, offers himself for re-appointment.**

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
22	1145157	100%

ii. Voted **against** the resolution:

Number of members vote	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution No. 4 :Ordinary Resolution for Appoint a Auditor and fix their Remuneration**

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
22	1145157	100%

ii. Voted **against** the resolution:

Number of members vote	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**Resolution No. 5 :Ordinary Resolution for Re-appointment of Mr. Dinesh Jain as an Independent Director of the Company**

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
22	1145157	100%

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution No. 6 :Ordinary Resolution for Re-appointment of Dr. S K Kapoor as an Independent Director of the Company**

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
22	1145157	100%

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**Resolution No. 7 :Ordinary Resolution for Re-appointment of Mr. N Chakarborty as an Independent Director of the Company**

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
22	1145157	100%

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution No. 8 :Ordinary Resolution for Appointment of Dr. Pratima Jain as an Independent Woman Director of the Company**

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
22	1145157	100%

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**Resolution No. 9 :Special Resolution for Authority given to Board of Directors for Borrowing**

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
22	1145157	100%

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution No. 10 :Special Resolution for Authority given to Board of Directors for Creation/Modification of chrg on Company's Assets**

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
22	1145157	100%

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**Resolution No. 11 :Special Resolution for Maintenance of Register of members, index of register and Annual Return at aplace other than the registered office of the Company**

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
22	1145157	100%

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution No. 12 :Special Resolution for approve payment of remuneration to non-executive directors of the Company**

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
22	1145157	100%

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil





5. The poll papers and all other relevant records were sealed and handed over to the authorized person of the Company for safe keeping.

Thanking You,

**Vishnu Gupta & Associates**

**Chartered Accountants**



**CA Vishnu Gupta**

**Proprietor**

**Membership No.**

**Place:- Indore**

**Date :- 29/092014**



CA. VISHNU P. GUPTA  
B.Com., F.C.A.

**Vishnu Gupta & Associates**  
**CHARTERED ACCOUNTANTS**

306, Gold Arcade, Opp. Vrindavan Restaurant,  
Zanjeer Wala Square, INDORE - 452 001 (M.P.)  
Ph.: 4070363 E-mail: vishnuguptaassociates@yahoo.in

**Resolution No. 2: Ordinary Resolution for declaration dividend on Equity Shares for the year ended on 31<sup>st</sup> March, 2014.**

i. Voted in the favor of the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
7	405900	100%

ii. Voted against the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
Nil	Nil	Nil

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total Number votes casted by them
Nil	Nil

**Resolution No. 3: Ordinary Resolution for election a Director in place of Mr. Manohor Singh Jain (DIN : 00256131), who retire by rotation and being eligible, offers himself for re-appointment.**

i. Voted in the favor of the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
7	405900	100%

ii. Voted against the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
Nil	Nil	Nil





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iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total Number votes casted by them
Nil	Nil

**Resolution No. 4: Ordinary Resolution for Appoint an Auditor and fix their Remuneration**

i. Voted in the favor of the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
7	405900	100%

ii. Voted against the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
Nil	Nil	Nil

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total Number votes casted by them
Nil	Nil

**Resolution No. 5: Ordinary Resolution for Re-appointment of Mr. Dinesh Jain as an Independent Director of the Company**

i. Voted in the favor of the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
7	405900	100%





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Ph.: 4070363 E-mail: vishnuguptaassociates@yahoo.in

ii. Voted against the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
Nil	Nil	Nil

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total Number votes casted by them
Nil	Nil

**Resolution No. 6: Ordinary Resolution for Re-appointment of Dr. S K Kapoor as an Independent Director of the Company**

i. Voted in the favor of the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
7	405900	100%

ii. Voted against the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
Nil	Nil	Nil

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total Number votes casted by them
Nil	Nil





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**Resolution No. 7: Ordinary Resolution for Re-appointment of Mr. N Chakarborty as an Independent Director of the Company**

i. Voted in the favor of the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
7	405900	100%

ii. Voted against the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
Nil	Nil	Nil

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total Number votes casted by them
Nil	Nil

**Resolution No. 8: Ordinary Resolution for Appointment of Dr. Pratima Jain as an Independent Woman Director of the Company**

i. Voted in the favor of the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
7	405900	100%

ii. Voted against the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
Nil	Nil	Nil





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Ph.: 4070363 E-mail: vishnuguptaassociates@yahoo.in

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total Number votes casted by them
Nil	Nil

**Resolution No. 9: Special Resolution for Authority given to Board of Directors for Borrowing**

i. Voted in the favor of the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
7	405900	100%

ii. Voted against the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
Nil	Nil	Nil

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total Number votes casted by them
Nil	Nil

**Resolution No. 10: Special Resolution for Authority given to Board of Directors for Creation/Modification of charge on Company's Assets**

iv. Voted in the favor of the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
7	405900	100%





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Ph.: 4070363 E-mail: vishnuguptaassociates@yahoo.in

v. Voted against the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
Nil	Nil	Nil

vi. Invalid Votes

Total number of Members whose votes were declared invalid	Total Number votes casted by them
Nil	Nil

**Resolution No. 11: Special Resolution for Maintenance of Register of members, index of register and Annual Return at a place other than the registered office of the Company**

i. Voted in the favor of the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
7	405900	100%

ii. Voted against the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
Nil	Nil	Nil

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total Number votes casted by them
Nil	Nil





**VISHNU P. GUPTA**  
m., F.C.A.

## **Vishnu Gupta & Associates** **CHARTERED ACCOUNTANTS**

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Zanjeer Wala Square, INDORE - 452 001 (M.P.)  
Ph.: 4070363 E-mail: vishnuguptaassociates@yahoo.in

### **Resolution No. 12: Special Resolution for approve payment of remuneration to non-executive directors of the Company**

i. Voted in the favor of the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
7	405900	100%

ii. Voted against the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
Nil	Nil	Nil

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total Number votes casted by them
Nil	Nil

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handover to Authorized person of the Company for safe keeping.

Thanking You,

**Vishnu Gupta & Associates**  
**Chartered Accountants**

**CA Vishnu Gupta**  
**Proprietor**  
**Membership No. 075560**

**Place: - Indore**  
**Date: - 24/09/2014**







CA. VISHNU P. GUPTA  
B.Com., F.C.A.

## Vishnu Gupta & Associates

### CHARTERED ACCOUNTANTS

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Ph.: 4070363 E-mail: vishnuguptaassociates@yahoo.in

- b) The shareholders holding shares as on the 'cut off' date August 22<sup>nd</sup>, 2014 were entitled to vote on the proposed resolutions for item Nos. 1 to 12 as set out in the notice of the 26<sup>th</sup> Annual General Meeting of the Company.
- c) The votes were unblocked on September 24<sup>th</sup>, 2014 in presence of, who are not the employments of the Company. They have signed below in confirmation of votes being unblocked in their presence.

1. Mr. Nilesh Gupta

Signature 

2. Mr. Ashish Tiwari

Signature 

Thereafter the details containing inter-alia list of equity shareholder, who voted 'for' or 'against' each of the resolutions that were put to vote, were downloaded from the e-voting website of NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) and based on such reports generated, the results of e-voting is as under:-

**Resolution No. 1 : Ordinary Resolution for receive, consider and adopt the Directors' Report, Statement of Profit for the year ended 31<sup>st</sup> March, 2014 and the Balance Sheet as on that date and the Auditor's Report thereon.**

i. Voted in the favor of the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
7	405900	100%

ii. Voted against the Resolution

No. of Members voted	Number votes casted by them	% of total valid votes cast by them
Nil	Nil	Nil

iii. Invalid Votes

Total number of Members whose votes were declared invalid	Total Number votes casted by them
Nil	Nil





CA. VISHNU P. GUPTA  
B.Com., F.C.A.

*Vishnu Gupta & Associates*

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Ph : 4070363 E-mail: vishnuguptaassociates@yahoo.in

**Report of Scrutinizer**

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

To,  
Chairman  
ITL Industries Limited  
111, Sector "B", Sanwer Road,  
Industrial Area,  
Indore - 452015

Dear Sir,

I, Vishnu Gupta, Practicing Chartered Accountant, Vishnu Gupta & Associates, having office at 306, gold Arcade, Zanjeerwala square, Indore - 452 001 was appointed as Scrutinizer(s) for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 on the agenda items including resolutions thereof contained in the notice convening 26<sup>th</sup> Annual General Meeting of ITL Industries Limited (the Company) to be held on September 27, 2014 at 11.30 P. M. At 111, Sector "B", Sanwer Road, Industrial Area, Indore - 452015.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice for AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the cast 'in favour' of 'against' the resolutions stated above, based on the reports generated from e-voting system provided by National Securities Depository Limited, the authorized agency to provide e-voting facilities engaged by the Company.

In this regard, I submit my report as under:

- a) The e-voting period remained open from September 20<sup>th</sup>, 2014 (9.00 a.m.) to September 22<sup>nd</sup>, 2014 (6.00 p.m.).



The consolidated results of e-voting & Poll at 26<sup>th</sup> Annual General Meeting of the Company.

<b>Resolution No. 1 Ordinary Business - Ordinary Resolution</b>							
Adoption of the Financial Statements of the Company for the year March 31, 2014							
Promoter/Public	No. of Shares Held	No. of Votted polled	% of Votes poled on outstan ding shares	No. of Votes in favour	No. of Votes again st	% Votes in favour on votes polled	% Votes against on votes polled
	1	2	3(2/1*1 00)	4	5	6(4/2*1 00)	7(5/2*1 00)
Promoters and Promoters Group	1503587	1483584	98.67	1483584	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	1793713	67473	3.76%	67473	Nil	100%	Nil
Total	3297300	1551057	47.04%	1551057	Nil	100%	Nil

<b>Resolution No. 2 Ordinary Business - Ordinary Resolution</b>							
Declaration of Dividend on Equity Shares for the year 2013-14.							
Promoter/Public	No. of Shares Held	No. of Votted polled	% of Votes poled on outstan ding shares	No. of Votes in favour	No. of Votes again st	% Votes in favour on votes polled	% Votes against on votes polled
	1	2	3(2/1*1 00)	4	5	6(4/2*1 00)	7(5/2*1 00)
Promoters and Promoters Group	1503587	1483584	98.67	1483584	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	1793713	67473	3.76%	67473	Nil	100%	Nil
Total	3297300	1551057	47.04%	1551057	Nil	100%	Nil

<b>Resolution No. 3 Ordinary Business - Ordinary Resolution</b>							
Re-appointment of Mr. Manhor Singh Jain as a Director of the Company.							
Promoter/Public	No. of Shares Held	No. of Votted polled	% of Votes poled on outstand ing shares	No. of Votes in favour	No. of Votes again st	% Votes in favour on votes polled	% Votes against on votes polled
	1	2	3(2/1*1 00)	4	5	6(4/2*1 00)	7(5/2*1 00)
Promoters and Promoters Group	1503587	1483584	98.67	1483584	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	1793713	67473	3.76%	67473	Nil	100%	Nil
Total	3297300	1551057	47.04%	1551057	Nil	100%	Nil

<b>Resolution No. 4 Ordinary Business - Ordinary Resolution</b>							
Re-appointment of M/s Mahaveer M Jain & Co., Statutory of the Company.							
Promoter/Public	No. of Shares Held	No. of Votted polled	% of Votes poled on outstand ing shares	No. of Votes in favour	No. of Votes again st	% Votes in favour on votes polled	% Votes against on votes polled
	1	2	3(2/1*1 00)	4	5	6(4/2*1 00)	7(5/2*1 00)
Promoters and Promoters Group	1503587	1483584	98.67	1483584	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	1793713	67473	3.76%	67473	Nil	100%	Nil
Total	3297300	1551057	47.04%	1551057	Nil	100%	Nil

<b>Resolution No. 5 Special Business - Ordinary Resolution</b>							
Re-appointment of Mr. Dinesh Jain, as an Independent Director of the Company.							
Promoter/Public	No. of Shares Held	No. of Votted polled	% of Votes poled on outstanding shares	No. of Votes in favour	No. of Votes against	% Votes in favour on votes polled	% Votes against on votes polled
	1	2	3(2/1*100)	4	5	6(4/2*100)	7(5/2*100)
Promoters and Promoters Group	1503587	1483584	98.67	1483584	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	1793713	67473	3.76%	67473	Nil	100%	Nil
Total	3297300	1551057	47.04%	1551057	Nil	100%	Nil

<b>Resolution No. 6 Special Business - Ordinary Resolution</b>							
Re-appointment of Dr. S K Kapoor, as an Independent Director of the Company.							
Promoter/Public	No. of Shares Held	No. of Votted polled	% of Votes poled on outstanding shares	No. of Votes in favour	No. of Votes against	% Votes in favour on votes polled	% Votes against on votes polled
	1	2	3(2/1*100)	4	5	6(4/2*100)	7(5/2*100)
Promoters and Promoters Group	1503587	1483584	98.67	1483584	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	1793713	67473	3.76%	67473	Nil	100%	Nil
Total	3297300	1551057	47.04%	1551057	Nil	100%	Nil

<b>Resolution No. 7 Special Business - Ordinary Resolution</b>							
Re-appointment of Mr. N Chakraborty, as an Independent Director of the Company.							
Promoter/Public	No. of Shares Held	No. of Votted polled	% of Votes poled on outstand ing shares	No. of Votes in favour	No. of Votes against	% Votes in favour on votes polled	% Votes against on votes polled
	1	2	3(2/1*100)	4	5	6(4/2*100)	7(5/2*100)
Promoters and Promoters Group	1503587	1483584	98.67	1483584	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	1793713	67473	3.76%	67473	Nil	100%	Nil
Total	3297300	1551057	47.04%	1551057	Nil	100%	Nil

<b>Resolution No. 8 Special Business - Ordinary Resolution</b>							
Appointment of Dr. Pratima Jain, as an Independent Woman Director of the Company.							
Promoter/Public	No. of Shares Held	No. of Votted polled	% of Votes poled on outstan ding shares	No. of Votes in favour	No. of Votes against	% Votes in favour on votes polled	% Votes against on votes polled
	1	2	3(2/1*100)	4	5	6(4/2*100)	7(5/2*100)
Promoters and Promoters Group	1503587	1483584	98.67	1483584	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	1793713	67473	3.76%	67473	Nil	100%	Nil
Total	3297300	1551057	47.04%	1551057	Nil	100%	Nil

<b>Resolution No. 9</b>		<b>Special Business - Special Resolution</b>					
Authority given to Board of Director's for Borrowing							
Promoter/Public	No. of Shares Held	No. of Votted polled	% of Votes poled on outstanding shares	No. of Votes in favour	No. of Votes against	% Votes in favour on votes polled	% Votes against on votes polled
	1	2	3(2/1*100)	4	5	6(4/2*100)	7(5/2*100)
Promoters and Promoters Group	1503587	1483584	98.67	1483584	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	1793713	67473	3.76%	67473	Nil	100%	Nil
Total	3297300	1551057	47.04%	1551057	Nil	100%	Nil

<b>Resolution No. 10</b>		<b>Special Business - Special Resolution</b>					
Creation/ Modification of charge on assets of the Company.							
Promoter/Public	No. of Shares Held	No. of Votted polled	% of Votes poled on outstanding shares	No. of Votes in favour	No. of Votes against	% Votes in favour on votes polled	% Votes against on votes polled
	1	2	3(2/1*100)	4	5	6(4/2*100)	7(5/2*100)
Promoters and Promoters Group	1503587	1483584	98.67	1483584	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	1793713	67473	3.76%	67473	Nil	100%	Nil
Total	3297300	1551057	47.04%	1551057	Nil	100%	Nil

<b>Resolution No. 11    Special Business - Special Resolution</b>							
Maintenance of Register of Members, Index of Charge and Annual Return at a place other than the registered office of the Company							
Promoter/Public	No. of Shares Held	No. of Votted polled	% of Votes poled on outstandi ng shares	No. of Votes in favour	No. of Votes again st	% Votes in favour on votes polled	% Votes against on votes polled
	1	2	3(2/1*1 00)	4	5	6(4/2*1 00)	7(5/2*1 00)
Promoters and Promoters Group	1503587	1483584	98.67	1483584	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	1793713	67473	3.76%	67473	Nil	100%	Nil
Total	3297300	1551057	47.04%	1551057	Nil	100%	Nil

<b>Resolution No. 12    Special Business - Special Resolution</b>							
Approval of payment of remuneration to non-executive directors							
Promoter/Public	No. of Shares Held	No. of Votted polled	% of Votes poled on outstandi ng shares	No. of Votes in favour	No. of Votes agains t	% Votes in favour on votes polled	% Votes against on votes polled
	1	2	3(2/1*10 0)	4	5	6(4/2*1 00)	7(5/2*1 00)
Promoters and Promoters Group	1503587	1483584	98.67	1483584	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	1793713	67473	3.76%	67473	Nil	100%	Nil
Total	3297300	1551057	47.04%	1551057	Nil	100%	Nil



