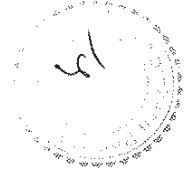


Annexure:

Date of AGM	20 th September, 2014
Total number of Shareholders on cut-off i.e. 19th August, 2014 (Record Date)	3,32,105
Number of Shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none">• Promoters and Promoter Group• Public	195 (e-voting 105 + Vote on poll 90) 5 190
Number of Shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none">• Promoters and Promoter Group• Public	No Video Conferencing facility was made available



ANNEXURE

Resolution No. 1 : Ordinary Resolution. To receive, consider & adopt the Audited Balance Sheet of the Company for the year ended 31st March, 2014, Statement of Profit & Loss for the year ended on that date

	Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on out- standing shares (3)=[(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoters								
A	Promoter and Promoter Group	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	Public Institutional holders	363,254,779	160,780,950	44.26%	160,780,950	-	100.00%	0.00%
B2	Public – others	706,100,068	393,626,821	55.75%	393,626,436	385	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	554,407,771	51.85%	554,407,386	385	100.00%	0.00%
	Total (A + B)	2,938,003,084	2,423,054,208	82.47%	2,423,053,823	385	100.00%	0.00%

Resolution No. 2 : Ordinary Resolution. To appoint a Director in place of Shri Sunil Kumar Sharma (DIN: 00008125), who retires by rotation and, being eligible, offers himself for re-appointment

	Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on out- standing shares (3)=[(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoters								
A	Promoter and Promoter Group	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	Public Institutional holders	363,254,779	160,615,950	44.22%	160,615,950	-	100.00%	0.00%
B2	Public – others	706,100,068	393,426,121	55.72%	393,422,401	3,720	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	554,042,071	51.81%	554,038,351	3,720	100.00%	0.00%
	Total (A + B)	2,938,003,084	2,422,688,508	82.46%	2,422,684,788	3,720	100.00%	0.00%



Resolution No. 3 :Ordinary Resolution.To appoint a Director in place of Shri D.P.Goyal (DIN: 00211541), who retires by rotation and, being eligible, offers himself for re-appointment

	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
Promoters								
A	Promoter and Promoter Group	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	Public Institutional holders	363,254,779	160,780,950	44.26%	147,513,482	13,267,468	91.75%	8.25%
B2	Public – others	706,100,068	393,608,471	55.74%	393,604,761	3,710	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	554,389,421	51.84%	541,118,243	13,271,178	97.61%	2.39%
	Total (A + B)	2,938,003,084	2,423,035,858	82.47%	2,409,764,680	13,271,178	99.45%	0.55%

Resolution No. 4 :Ordinary Resolution.To appoint a Director in place of Shri G.P.Gaur (DIN: 00918895), who retires by rotation and, being eligible, offers himself for re-appointment

	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
Promoters								
A	Promoter and Promoter Group	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	Public Institutional holders	363,254,779	160,780,950	44.26%	147,513,482	13,267,468	91.75%	8.25%
B2	Public – others	706,100,068	393,626,821	55.75%	393,623,031	3,790	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	554,407,771	51.85%	541,136,513	13,271,258	97.61%	2.39%
	Total (A + B)	2,938,003,084	2,423,054,208	82.47%	2,409,782,950	13,271,258	99.45%	0.55%



Resolution No. 5 :Ordinary Resolution.To appoint M/s R. Nagpal Associates, Chartered Accountants (Firm Registration no. 002626N), as Statutory Auditors

Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out-standing 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
Promoters							
A	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	363,254,779	160,780,950	44.26%	158,624,700	2,156,250	98.66%	1.34%
B2	706,100,068	393,626,621	55.75%	393,624,466	2,155	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	51.85%	552,249,166	2,158,405	99.61%	0.39%
	Total (A + B)	2,938,003,084	82.47%	2,420,895,603	2,158,405	99.91%	0.09%

Resolution No. 6 :Ordinary Resolution.Ratification of the remuneration of Cost Auditors

Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out-standing 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
Promoters							
A	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	363,254,779	160,780,950	44.26%	160,780,950	-	100.00%	0.00%
B2	706,100,068	393,626,721	55.75%	393,623,256	3,465	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	51.85%	554,404,206	3,465	100.00%	0.00%
	Total (A + B)	2,938,003,084	82.47%	2,423,050,643	3,465	100.00%	0.00%



Resolution No. 7 :Ordinary Resolution.Appointment of Shri R.N. Bhardwaj (DIN: 01571764), as an Independent Director of the Company

	Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out-standing 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
Promoters								
A	Promoter and Promoter Group	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	Public Institutional holders	363,254,779	160,615,950	44.22%	160,222,670	393,280	99.76%	0.24%
B2	Public - others	706,100,068	393,626,821	55.75%	393,624,691	2,130	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	554,242,771	51.83%	553,847,361	395,410	99.93%	0.07%
	Total (A + B)	2,938,003,084	2,422,889,208	82.47%	2,422,493,798	395,410	99.98%	0.02%

Resolution No. 8 :Ordinary Resolution.Appointment of Shri B.B. Tandon (DIN: 00740511), as an Independent Director of the Company

	Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out-standing 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
Promoters								
A	Promoter and Promoter Group	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	Public Institutional holders	363,254,779	160,615,950	44.22%	160,222,670	393,280	99.76%	0.24%
B2	Public - others	706,100,068	393,626,621	55.75%	393,623,716	2,905	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	554,242,571	51.83%	553,846,386	396,185	99.93%	0.07%
	Total (A + B)	2,938,003,084	2,422,889,008	82.47%	2,422,492,823	396,185	99.98%	0.02%

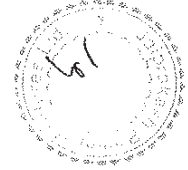


Resolution No. 9 : Ordinary Resolution.Appointment of Shri A.K. Goswami (DIN: 026362447), as an Independent Director of the Company

Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out-standing 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
Promoters							
A	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	363,254,779	160,780,950	44.26%	160,780,950	-	100.00%	0.00%
B2	706,100,068	393,626,721	55.75%	393,623,841	2,880	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	51.85%	554,404,791	2,880	100.00%	0.00%
	Total (A + B)	2,938,003,084	82.47%	2,423,051,228	2,880	100.00%	0.00%

Resolution No. 10 : Ordinary Resolution.Appointment of Shri S.C. Bhargava (DIN: 00020021), as an Independent Director of the Company

Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out-standing 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
Promoters							
A	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	363,254,779	160,780,950	44.26%	160,387,670	393,280	99.76%	0.24%
B2	706,100,068	393,626,721	55.75%	393,624,541	2,180	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	51.85%	554,012,211	395,460	99.93%	0.07%
	Total (A + B)	2,938,003,084	82.47%	2,422,658,648	395,460	99.98%	0.02%



Resolution No. 11 : Ordinary Resolution.Appointment of Shri S.S. Gupta (DIN: 02284265), as an Independent Director of the Company

	Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out-standing 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
Promoters								
A	Promoter and Promoter Group	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	Public Institutional holders	363,254,779	160,780,950	44.26%	160,387,670	393,280	99.76%	0.24%
B2	Public – others	706,100,068	393,626,601	55.75%	393,623,721	2,880	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	554,407,551	51.85%	554,011,391	396,160	99.93%	0.07%
	Total (A + B)	2,938,003,084	2,423,053,988	82.47%	2,422,657,828	396,160	99.98%	0.02%

Resolution No. 12 : Ordinary Resolution.Appointment of Dr. J.N. Gupta (DIN: 00397952), as an Independent Director of the Company

	Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out-standing 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
Promoters								
A	Promoter and Promoter Group	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	Public Institutional holders	363,254,779	160,780,950	44.26%	160,780,950	-	100.00%	0.00%
B2	Public – others	706,100,068	393,626,721	55.75%	393,623,781	2,940	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	554,407,671	51.85%	554,404,731	2,940	100.00%	0.00%
	Total (A + B)	2,938,003,084	2,423,054,108	82.47%	2,423,051,168	2,940	100.00%	0.00%

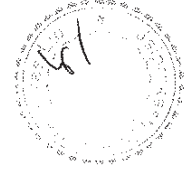


Resolution No. 13 :Ordinary Resolution.Re-appointment of Shri Sunil Kumar Sharma (DIN: 00008125), as Vice Chairman & Chief Executive Officer

Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out-standing 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
Promoters							
A	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	363,254,779	160,615,950	44.22%	160,615,950	-	100.00%	0.00%
B2	706,100,068	393,426,021	55.72%	393,421,982	4,039	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	51.81%	554,037,932	4,039	100.00%	0.00%
	Total (A + B)	2,938,003,084	82.46%	2,422,684,369	4,039	100.00%	0.00%

Resolution No. 14 :Ordinary Resolution.Appointment of Shri Shyam Datt Nailwal (DIN: 00008529), as a Director

Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out-standing 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
Promoters							
A	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
B1	363,254,779	160,780,950	44.26%	147,120,202	13,660,748	91.50%	8.50%
B2	706,100,068	393,626,721	55.75%	393,623,268	3,453	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	51.85%	540,743,470	13,664,201	97.54%	2.46%
	Total (A + B)	2,938,003,084	82.47%	2,409,389,907	13,664,201	99.44%	0.56%



Resolution No. 15 :Ordinary Resolution.Appointment of Ms. Sunita Joshi (DIN: 00025720), as a Director

Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out-standing 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
Promoters							
A	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,648,237	100.00%	1,868,646,437	-	100.00%	0.00%
B1	363,254,779	160,780,950	44.26%	147,120,202	13,660,748	91.50%	8.50%
B2	706,100,068	393,626,721	55.75%	393,623,241	3,480	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	51.85%	540,743,443	13,664,228	97.54%	2.46%
	Total (A + B)	2,938,003,084	82.47%	2,409,389,880	13,664,228	99.44%	0.56%

Resolution No. 16 :Special Resolution.Re-appointment of Shri Suren Jain (DIN: 00011026) as Managing Director & Chief Financial Officer

Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out-standing 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
Promoters							
A	1,868,648,237	1,868,646,437	100.00%	1,868,646,437	-	100.00%	0.00%
Public	(A)	1,868,648,237	100.00%	1,868,646,437	-	100.00%	0.00%
B1	363,254,779	160,615,950	44.22%	160,615,950	-	100.00%	0.00%
B2	706,100,068	393,441,522	55.72%	393,436,842	4,680	100.00%	0.00%
	B = (B1 + B2)	1,069,354,847	51.81%	554,057,792	4,680	100.00%	0.00%
	Total (A + B)	2,938,003,084	82.46%	2,422,699,229	4,680	100.00%	0.00%

The image shows a handwritten signature in black ink over a circular official stamp. The stamp contains text in Hindi, including 'सुनिता जोशी' (Sunita Joshi) and 'निदेशक' (Director). The signature appears to be 'Sunita Joshi'.