

**Details of Voting Results at 27th Annual General Meeting held on
August 13, 2014**

(Pursuant to Clause 35A of the Listing Agreement)

A. Details of Attendance at Annual General Meeting:

<u>PARTICULARS</u>	<u>DETAILS</u>
Date of AGM	August 13, 2014
Total number of Equity shareholders as on Book Closure	6006
No. of Equity Shareholders present in the meeting either in person or through proxy:	
a) Promoters & Promoter Group	5
b) Public	1497
No. of Shareholders attended the meeting through Video Conferencing	
a) Promoters & Promoter Group	Not Applicable
b) Public	Not Applicable
Details of Agenda	As detailed in "B" below
Resolution required	
Mode of Voting	
Voting Results	

B. Details of E-Voting for all items proposed at Annual General Meeting

ORDINARY BUSINESS

Item No. 1- Ordinary Resolution

To receive, consider and adopt the Audited Profit & Loss Account for the financial year ended March 31, 2014 and Balance Sheet as at that date together with the Reports of the Directors and the Auditors.

Category of Shareholders	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
Promoter and Promoter Group	72,22,040	72,17,400	99.93	72,17,400	-	100	-
Public-Institutional Holders	8,38,556	74,602	8.89	74,602	-	100	-
Public- Others	25,36,936	1,21,415	4.78	1,21,415	-	100	-
	1,05,97,532	74,13,417	69.95	74,13,417	-	100	-



Item No. 2- Ordinary Resolution**To declare dividend on equity shares.**

Category of Shareholders	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
Promoter and Promoter Group	72,22,040	72,17,400	99.93	72,17,400	-	100	-
Public-Institutional Holders	8,38,556	74,602	8.89	74,602	-	100	-
Public- Others	25,36,936	1,21,415	4.78	1,21,415	-	100	-
	1,05,97,532	74,13,417	69.95	74,13,417	-	100	-

Item No. 3- Ordinary Resolution**To appoint a director in place of Mr. Shakir Ali (DIN: 00331069), who retires by rotation and being eligible, offers himself for re-appointment.**

Category of Shareholders	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
Promoter and Promoter Group	72,22,040	72,17,400	99.93	72,17,040	-	100	-
Public-Institutional Holders	8,38,556	74,602	8.89	74,602	-	100	-
Public- Others	25,36,936	1,21,415	4.78	1,21,413	2	100	0.00
	1,05,97,532	74,13,417	69.95	74,13,415	2	100	0.00

Item No. 4- Ordinary Resolution**Appointment of Doshi, Chatterjee, Bagri & Co., Chartered Accountants (Firm Registration No. 325197E), as statutory auditors of the company.**

Category of Shareholders	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
Promoter and Promoter Group	72,22,040	72,17,400	99.93	72,17,400	-	100	-
Public-Institutional Holders	8,38,556	74,602	8.89	74,602	-	100	-
Public- Others	25,36,936	1,21,415	4.78	1,21,415	-	100	-
	1,05,97,532	74,13,417	69.95	74,13,417	-	100	-



Item No. 5- Special Resolution

Reappointment of Mr. Sushil Jhunjunwala (DIN 00082461) as Vice Chairman & Managing Director pursuant to the provisions of Section 196, 197, Schedule V of the Companies Act, 2013 and other applicable provisions, if any, of the Company Act, 2013.

Category of Shareholders	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
Promoter and Promoter Group	72,22,040	72,17,400	99.93	72,17,400	-	100	-
Public-Institutional Holders	8,38,556	74,602	8.89	56,102	18,500	75.20	24.80
Public- Others	25,36,936	1,21,415	4.78	1,21,415	-	100	-
	1,05,97,532	74,13,417	69.95	73,94,917	18,500	99.75	0.25

Item No. 6- Special Resolution

Remuneration by way of Commission to the Directors other than the Managing and Whole-time Directors of the Company pursuant to the provision of Section 197 of the Companies Act, 2013 and the Articles of Association of the Company & within the limits stipulated by Section 197(1) of the Companies Act, 2013.

Category of Shareholders	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
Promoter and Promoter Group	72,22,040	72,17,400	99.93	72,17,400	-	100	-
Public-Institutional Holders	8,38,556	74,602	8.89	74,602	-	100	-
Public- Others	25,36,936	1,21,415	4.78	1,21,013	402	99.67	0.33
	1,05,97,532	74,13,417	69.95	74,13,015	402	99.99	0.01

Item No. 7- Ordinary Resolution

Sub-Division of Issued, subscribed & fully paid-up Equity Shares of the Company, comprising of 1,05,97,532 (one crore five lacs ninety seven thousand five hundred thirty two) Equity shares of the Face Value Rs. 10/- each aggregating to Rs. 10,59,75,320 (rupees ten crores fifty nine lacs seventy five thousand three hundred twenty only) be sub-divided into 5,29,87,660 (five crore twenty nine lacs eighty seven thousand six hundred sixty) Equity shares of the Face Value of Rs. 2/- each pursuant to Section 61(1)(d) of the Companies Act, 2013.



Category of Shareholders	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
Promoter and Promoter Group	72,22,040	72,17,400	99.93	72,17,400	-	100	-
Public-Institutional Holders	8,38,556	74,602	8.89	74,602	-	100	-
Public- Others	25,36,936	1,21,415	4.78	1,21,415	-	100	-
	1,05,97,532	74,13,417	69.95	74,13,417	-	100	-

Item No. 8- Special Resolution

Alteration of Clause V of the Memorandum of Association of the Company pursuant to Section 64 read with Section 13 of the Companies Act, 2013 (including any modifications or re-enactment thereof) and other applicable provision, if any, of the Companies Act, 2013.

Category of Shareholders	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
Promoter and Promoter Group	72,22,040	72,17,400	99.93	72,17,400	-	100	-
Public-Institutional Holders	8,38,556	74,602	8.89	74,602	-	100	-
Public- Others	25,36,936	1,21,415	4.78	1,21,415	-	100	-
	1,05,97,532	74,13,417	69.95	74,13,417	-	100	-

Item No. 9- Ordinary Resolution

Appointment of Mr. G. Narayana (DIN 00020575) as an Independent Director, who was liable to retire by rotation pursuant to the provisions of Section 149, 152, read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement.

Category of Shareholders	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
Promoter and Promoter Group	72,22,040	72,17,400	99.93	72,17,400	-	100	-
Public-Institutional Holders	8,38,556	74,602	8.89	74,602	-	100	-
Public- Others	25,36,936	1,21,415	4.78	1,21,415	-	100	-
	1,05,97,532	74,13,417	69.95	74,13,417	-	100	-



Item No. 10- Ordinary Resolution

Appointment of Mr. A.C. Chakraborti (DIN 00015622) as an Independent Director, who was liable to retire by rotation pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement.

Category of Shareholders	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
Promoter and Promoter Group	72,22,040	72,17,400	99.93	72,17,040	-	100	-
Public-Institutional Holders	8,38,556	74,602	8.89	74,602	-	100	-
Public- Others	25,36,936	1,21,415	4.78	1,21,413	2	100	0.00
	1,05,97,532	74,13,417	69.95	74,13,415	2	100	0.00

Item No. 11- Ordinary Resolution

Appointment of Mr. Rajiv Gujral (DIN 000409916) as an Independent Director, who was liable to retire by rotation pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement.

Category of Shareholders	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
Promoter and Promoter Group	72,22,040	72,17,400	99.93	72,17,400	-	100	-
Public-Institutional Holders	8,38,556	74,602	8.89	74,602	-	100	-
Public- Others	25,36,936	1,21,415	4.78	1,21,415	-	100	-
	1,05,97,532	74,13,417	69.95	74,13,417	-	100	-



Item No. 12- Special Resolution

Alteration of Article 100 of the Article of Association of the Company and Insertion of New Article 76A after Article 76 of the Article of Association of the Company subject to the approval of shareholders pursuant to Section 14 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013.

Category of Shareholders	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
Promoter and Promoter Group	72,22,040	72,17,400	99.93	72,17,040	-	100	-
Public-Institutional Holders	8,38,556	74,602	8.89	74,602	-	100	-
Public- Others	25,36,936	1,21,415	4.78	1,21,413	2	100	0.00
	1,05,97,532	74,13,417	69.95	74,13,415	2	100	0.00

