

Date of the AGM: 12<sup>th</sup> May, 2014

Total number of shareholders on record date: 66127

No. of Shareholders present in the meeting either in person or through proxy\*:

(\*Based on shareholders registering attendance)

Promoters and Promoter Group : 2  
Public : 4516

No. of Shareholders attended the meeting through Video Conferencing :

Promoters and Promoter Group : Not Applicable  
Public : Not Applicable

Detail of the Agenda:

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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
<b>Resolution No: 1 - Adoption of Financial Statements for the year ended 31<sup>st</sup> December, 2013.</b>							
<b>Resolution required: (Ordinary)</b>							
<b>Mode of voting: [E-voting]</b>							
Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	2545260	0	100.00	0.00
Public-Others	11114	11114	100.00	11109	5	99.96	0.04
<b>Total (A)</b>	<b>35636963</b>	<b>35607773</b>	<b>99.92</b>	<b>35607768</b>	<b>5</b>	<b>99.99</b>	<b>0.01</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034295	0	100.00	0.00
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157882</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>69794845</b>	<b>69765655</b>	<b>99.96</b>	<b>69765650</b>	<b>5</b>	<b>99.99</b>	<b>0.01</b>



Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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
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Resolution No.: 2 Approval of final dividend for 2013 and confirm two interim dividends already paid during the year 2013.

Resolution required: (Ordinary)

Mode of voting: (E-voting)							
Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	2545260	0	100.00	0.00
Public-Others	11125	11125	100.00	11115	10	99.91	0.09
<b>Total (A)</b>	<b>35636974</b>	<b>35607784</b>	<b>99.92</b>	<b>35607774</b>	<b>10</b>	<b>99.99</b>	<b>0.01</b>

Mode of voting: (Poll)							
Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034295	0	100.00	0.00
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157882</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>69794856</b>	<b>69765666</b>	<b>99.96</b>	<b>69765656</b>	<b>10</b>	<b>99.99</b>	<b>0.01</b>

Resolution 3 - Re-appointment of Mr. Aristides Protonotarios, who retires by rotation.

Resolution required: (Ordinary)

Mode of voting: (E-voting)							
Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	2430174	115086	95.48	4.52
Public-Others	9460	9456	99.96	8828	628	93.36	6.64
<b>Total (A)</b>	<b>35635309</b>	<b>35606115</b>	<b>99.92</b>	<b>35490401</b>	<b>115714</b>	<b>99.68</b>	<b>0.32</b>

Mode of voting: (Poll)							
Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034295	0	100.00	0.00
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157882</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>69793191</b>	<b>69763997</b>	<b>99.96</b>	<b>69648283</b>	<b>115714</b>	<b>99.83</b>	<b>0.17</b>



Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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
<b>Resolution 4 - Appointment of M/s. A. F. Ferguson &amp; Co., Chartered Accountants, as Auditors and fixing their remuneration.</b>							
<b>Resolution required: (Ordinary)</b>							
<b>Mode of voting: (E-voting)</b>							
Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	2545260	0	100.00	0.00
Public-Others	11051	11047	99.96	10949	98	99.11	0.89
<b>Total (A)</b>	<b>35636900</b>	<b>35607706</b>	<b>99.92</b>	<b>35607608</b>	<b>98</b>	<b>99.99</b>	<b>0.01</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034295	0	100.00	0.00
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157882</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>69794782</b>	<b>69765588</b>	<b>99.96</b>	<b>69765490</b>	<b>98</b>	<b>99.99</b>	<b>0.01</b>
<b>Resolution 5 - Appointment of Mr. Michael William Oliver Garrett as an Independent Director.</b>							
<b>Resolution required: (Ordinary)</b>							
<b>Mode of voting: (E-voting)</b>							
Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	2424155	121105	95.24	4.76
Public-Others	11075	11075	100.00	10866	209	98.11	1.89
<b>Total (A)</b>	<b>35636924</b>	<b>35607734</b>	<b>99.92</b>	<b>35486420</b>	<b>121314</b>	<b>99.66</b>	<b>0.34</b>
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034295	0	100.00	0.00
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157882</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>69794806</b>	<b>69765616</b>	<b>99.96</b>	<b>69644302</b>	<b>121314</b>	<b>99.83</b>	<b>0.17</b>



Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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
<b>Resolution 6 - Appointment of Mr. Ravinder Narain as an Independent Director.</b>							
Resolution required: (Ordinary)							
Mode of voting: (E-voting)							
Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	621317	1923943	24.41	75.59
Public-Others	11048	11048	100.00	10391	657	94.05	5.95
<b>Total (A)</b>	<b>35636897</b>	<b>35607707</b>	<b>99.92</b>	<b>33683107</b>	<b>1924600</b>	<b>94.59</b>	<b>5.41</b>
Mode of voting: (Poll)							
Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034295	0	100.00	0.00
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157882</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>69794779</b>	<b>69765589</b>	<b>99.96</b>	<b>67840989</b>	<b>1924600</b>	<b>97.24</b>	<b>2.76</b>
<b>Resolution 7 - Appointment of Mr. Ashok Kumar Mahindra as an Independent Director.</b>							
Resolution required: (Ordinary)							
Mode of voting: (E-voting)							
Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	2545260	0	100.00	0.00
Public-Others	9775	9771	99.96	9522	249	97.45	2.55
<b>Total (A)</b>	<b>35635624</b>	<b>35606430</b>	<b>99.92</b>	<b>35606181</b>	<b>249</b>	<b>99.99</b>	<b>0.01</b>
Mode of voting: (Poll)							
Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034295	0	100.00	0.00
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157882</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>69793506</b>	<b>69764312</b>	<b>99.96</b>	<b>69764063</b>	<b>249</b>	<b>99.99</b>	<b>0.01</b>



Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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
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**Resolution 8 - Appointment of Dr. (Mrs.) Swati Ajay Piramal as an Independent Director.**

Resolution required: (Ordinary)

Mode of voting: (E-voting)							
Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	2545260	0	100.00	0.00
Public-Others	11038	11030	99.93	10281	749	93.21	6.79
<b>Total (A)</b>	<b>35636887</b>	<b>35607689</b>	<b>99.92</b>	<b>35606940</b>	<b>749</b>	<b>99.99</b>	<b>0.01</b>

Mode of voting: (Poll)							
Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034245	50	99.99	0.01
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157832</b>	<b>50</b>	<b>99.99</b>	<b>0.01</b>
<b>Result (A+B)</b>	<b>69794769</b>	<b>69765571</b>	<b>99.96</b>	<b>69764772</b>	<b>799</b>	<b>99.99</b>	<b>0.01</b>

**Resolution 9 - Appointment of Mr. Antonio Helio Waszyk as a director, retiring by rotation.**

Resolution required: (Ordinary)

Mode of voting: (E-voting)							
Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	2430174	115086	95.48	4.52
Public-Others	11063	11059	99.96	10451	608	94.50	5.50
<b>Total (A)</b>	<b>35636912</b>	<b>35607718</b>	<b>99.92</b>	<b>35492024</b>	<b>115694</b>	<b>99.68</b>	<b>0.32</b>

Mode of voting: (Poll)							
Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034295	0	100.00	0.00
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157882</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>69794794</b>	<b>69765600</b>	<b>99.96</b>	<b>69649906</b>	<b>115694</b>	<b>99.83</b>	<b>0.17</b>



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

**Resolution 10 - Approval of the terms of appointment of Mr. Etienne André Marie Benet as the Managing Director.**  
 Resolution required: (Ordinary)

Mode of voting: (E-voting)							
Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	2479596	65664	97.42	2.58
Public-Others	11030	11030	100.00	10855	175	98.41	1.59
<b>Total (A)</b>	<b>35636879</b>	<b>35607689</b>	<b>99.92</b>	<b>35541850</b>	<b>65839</b>	<b>99.82</b>	<b>0.18</b>

Mode of voting: (Poll)							
Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034295	0	100.00	0.00
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157882</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Result (A+B)</b>	<b>69794761</b>	<b>69765571</b>	<b>99.96</b>	<b>69699732</b>	<b>65839</b>	<b>99.91</b>	<b>0.09</b>

**Resolution 11 - Appointment of Mr. Shobinder Duggal as a director and approval of the terms of his appointment as a Whole-time Director, designated as "Director - Finance & Control and Chief Financial Officer.**  
 Resolution required: (Ordinary)

Mode of voting: (E-voting)							
Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	2479596	65664	97.42	2.58
Public-Others	11094	11094	100.00	10407	687	93.81	6.19
<b>Total (A)</b>	<b>35636943</b>	<b>35607753</b>	<b>99.92</b>	<b>35541402</b>	<b>66351</b>	<b>99.82</b>	<b>0.18</b>

Mode of voting: (Poll)							
Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034248	47	99.99	0.01
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157835</b>	<b>47</b>	<b>99.99</b>	<b>0.01</b>
<b>Result (A+B)</b>	<b>69794825</b>	<b>69765635</b>	<b>99.96</b>	<b>69699237</b>	<b>66398</b>	<b>99.90</b>	<b>0.10</b>



Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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
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Resolution 12 - Special Resolution for substitution of Article 92 of the Articles of Association of the Company to increase the maximum number of directors to ten.

Resolution required: (Special)

Mode of voting: (E-voting)

Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	2545260	0	100.00	0.00
Public-Others	11081	11077	99.96	10446	631	94.30	5.70
<b>Total (A)</b>	<b>35636930</b>	<b>35607736</b>	<b>99.92</b>	<b>35607105</b>	<b>631</b>	<b>99.99</b>	<b>0.01</b>

Mode of voting: (Poll)

Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034244	51	99.99	0.01
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157831</b>	<b>51</b>	<b>99.99</b>	<b>0.01</b>
<b>Result (A+B)</b>	<b>69794812</b>	<b>69765618</b>	<b>99.96</b>	<b>69764936</b>	<b>682</b>	<b>99.99</b>	<b>0.01</b>

Resolution 13 - Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for borrowing upto Rs. 150 Crores over and above the aggregate of the paid up share capital and free reserves of the Company.

Resolution required: (Special)

Mode of voting: (E-voting)

Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2574450	2545260	98.87	2545260	0	100.00	0.00
Public-Others	11044	11044	100.00	9657	1387	87.44	12.56
<b>Total (A)</b>	<b>35636893</b>	<b>35607703</b>	<b>99.92</b>	<b>35606316</b>	<b>1387</b>	<b>99.99</b>	<b>0.01</b>

Mode of voting: (Poll)

Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034245	50	99.99	0.01
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157832</b>	<b>50</b>	<b>99.99</b>	<b>0.01</b>
<b>Result (A+B)</b>	<b>69794775</b>	<b>69765585</b>	<b>99.96</b>	<b>69764148</b>	<b>1437</b>	<b>99.99</b>	<b>0.01</b>

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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
<b>Resolution 14 - Special Resolution for payment of remuneration under Section 197 of the Companies Act, 2013 to directors other than Managing Director and Whole-time Directors not exceeding Rs. 10,00,000/- every financial year.</b>							
<b>Resolution required: (Special)</b>							

<b>Mode of voting: (E-voting)</b>							
<b>Mode of voting: (Poll)</b>							
Promoter and Promoter Group	33051399	33051399	100.00	33051399	0	100.00	0.00
Public - Institutional holders	2563761	2534795	98.87	2534795	0	100.00	0.00
Public-Others	11050	11050	100.00	10385	665	93.98	6.02
<b>Total (A)</b>	<b>35626210</b>	<b>35597244</b>	<b>99.92</b>	<b>35596579</b>	<b>665</b>	<b>99.99</b>	<b>0.01</b>
Promoter and Promoter Group	27463680	27463680	100.00	27463680	0	100.00	0.00
Public - Institutional holders	5659907	5659907	100.00	5659907	0	100.00	0.00
Public-Others	1034295	1034295	100.00	1034245	50	99.99	0.01
<b>Total (B)</b>	<b>34157882</b>	<b>34157882</b>	<b>100.00</b>	<b>34157832</b>	<b>50</b>	<b>99.99</b>	<b>0.01</b>
<b>Result (A+B)</b>	<b>69784092</b>	<b>69755126</b>	<b>99.96</b>	<b>69754411</b>	<b>715</b>	<b>99.99</b>	<b>0.01</b>

