

Date: September 15, 2014

To,
The Listing Compliance Department,
BSE Limited,
P. J. Tower, Dalal Street,
Mumbai – 400 001

To,
The Listing Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, BandraKurla Complex,
Bandra (East), Mumbai - 400051

Sub.: Details of Voting Results at the 9th Annual General Meeting

Ref.: PC Jeweller Limited (Scrip Code: 534809, Symbol: PCJEWELLER)

Dear Sir/Madam,

Pursuant to Clause 35A of the Listing Agreement, please find attached herewith details of the voting results (e-voting / Poll) at the 9th Annual General Meeting of the Company held on Saturday, September 13, 2014 at 3:30 P.M. at Air Force Auditorium, Subroto Park, New Delhi – 110010.

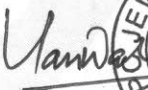
Date of the AGM	September 13, 2014
Total number of Shareholders on record date	As at close of business hours on August 1, 2014 (for determining voting rights): 28996 As at close of business hours on September 5, 2014 (for dividend): 23019
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	7 2195
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group Public	0 0

Kindly take the same on record.

Thanking you,

Your's faithfully,

For PC Jeweller Limited


(VIJAY PANWAR)
Company Secretary

Encl.: As above

CIN: L36911DL2005PLC134929 PC Jeweller Limited

Corporate Office : C - 54, IInd Floor, Vikas Marg, Preet Vihar, Delhi - 110 092 Ph. : 011 - 49714971 Fax : 011 49714972

Regd. & Head Off. : 24/2708, Bank Street, Karol Bagh, New Delhi - 110 005, INDIA

OTHER SHOWROOMS : NEW DELHI: Karol Bagh • Pitampura • Kingsway Camp • Rajouri Garden • South Extn., Part-I • GK-I • UTTAR PRADESH: Ghaziabad • Indrapuram • Noida • Lucknow • Kanpur •
HARYANA: Gurgaon • Faridabad • Rohtak • Panchkula • CHANDIGARH • UTTARAKHAND: Dehradun • Haridwar • MADHYA PRADESH: Bhopal • Indore • CHHATTISGARH: Raipur • Bilaspur •
RAJASTHAN: Jodhpur • Bhilwara • Pali • Beawar • Ajmer • PUNJAB: Ludhiana • Amritsar
info@pcjeweller.com • www.pcjeweller.com

Annexure – Clause 35A of Listing Agreement

Agenda wise voting details at the 9th Annual General Meeting held on September 13, 2014

Item No. 1 : To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2014 together with the reports of Statutory Auditors and the Directors' thereon.

Resolution required : Ordinary

Mode of voting : E-voting / Poll

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
Promoters and Promoter Group	126352850	126352850	100.00	126352850	0	100.00	0
Public – Institutional holders	25052005	16235986	64.81	16235986	0	100.00	0
Public - Others	27695145	8585481	31.00	8585466	15	100.00	0
Total	179100000	151174317	84.41	151174302	15	100.00	0

Item No. 2 : To confirm the payment of interim dividend of ₹1.50 per equity share and to declare final dividend for the financial year 2013-14.

Resolution required : Ordinary

Mode of voting : E-voting / Poll

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
Promoters and Promoter Group	126352850	126352850	100.00	126352850	0	100.00	0
Public – Institutional holders	25052005	16235986	64.81	16235986	0	100.00	0
Public - Others	27695145	8585481	31.00	8585466	15	100.00	0
Total	179100000	151174317	84.41	151174302	15	100.00	0



Item No. 3 : To appoint a director in place of Shri Padam Chand Gupta (DIN: 00032794), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required : Ordinary

Mode of voting : E-voting / Poll

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
Promoters and Promoter Group	126352850	126352850	100.00	126352850	0	100.00	0
Public – Institutional holders	25052005	16235986	64.81	12126483	4109503	74.69	25.31
Public - Others	27695145	8585481	31.00	8585466	15	100.00	0
Total	179100000	151174317	84.41	147064799	4109518	97.28	2.72

Item No. 4 : To appoint M/s Walker Chandio & Co LLP, Chartered Accountants and M/s Sharad Jain Associates, Chartered Accountants as Joint Statutory Auditors and fix their remuneration.

Resolution required : Ordinary

Mode of voting : E-voting / Poll

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
Promoters and Promoter Group	126352850	126352850	100.00	126352850	0	100.00	0
Public – Institutional holders	25052005	16235986	64.81	15969324	266662	98.36	1.64
Public - Others	27695145	8585481	31.00	8585466	15	100.00	0
Total	179100000	151174317	84.41	150907640	266677	99.82	0.18



Item No. 5 : Appointment of Dr. Manohar Lal Singla (DIN: 03625700) as an Independent Director.
Resolution required : Ordinary
Mode of voting : E-voting / Poll

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
Promoters and Promoter Group	126352850	126352850	100.00	126352850	0	100.00	0
Public – Institutional holders	25052005	16235986	64.81	16135404	100582	99.38	0.62
Public - Others	27695145	8585481	31.00	8585291	190	100.00	0
Total	179100000	151174317	84.41	151073545	100772	99.93	0.07

Item No. 6 : Appointment of Shri Krishan Kumar Khurana (DIN: 00253589) as an Independent Director.
Resolution required : Ordinary
Mode of voting : E-voting / Poll

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
Promoters and Promoter Group	126352850	126352850	100.00	126352850	0	100.00	0
Public – Institutional holders	25052005	16235986	64.81	16135404	100582	99.38	0.62
Public - Others	27695145	8585481	31.00	8585466	15	100.00	0
Total	179100000	151174317	84.41	151073720	100597	99.93	0.07



Item No. 7 : Appointment of Shri Miyar Ramanath Nayak (DIN: 03352749) as an Independent Director.
Resolution required : Ordinary
Mode of voting : E-voting / Poll

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
Promoters and Promoter Group	126352850	126352850	100.00	126352850	0	100.00	0
Public – Institutional holders	25052005	16235986	64.81	16235986	0	100.00	0
Public - Others	27695145	8585481	31.00	8585466	15	100.00	0
Total	179100000	151174317	84.41	151174302	15	100.00	0

Item No. 8 : Appointment of Shri Ramesh Kumar Sharma (DIN: 01980542) as a Director liable to retire by rotation.
Resolution required : Ordinary
Mode of voting : E-voting / Poll

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
Promoters and Promoter Group	126352850	126352850	100.00	126352850	0	100.00	0
Public – Institutional holders	25052005	16235986	64.81	16069906	166080	98.98	1.02
Public - Others	27695145	8325481	30.06	8325466	15	100.00	0
Total	179100000	150914317	84.26	150748222	166095	99.89	0.11



Item No. 9 : Appointment of Shri Ramesh Kumar Sharma (DIN: 01980542) as a Whole-Time Director.
Resolution required : Ordinary
Mode of voting : E-voting / Poll

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
Promoters and Promoter Group	126352850	126352850	100.00	126352850	0	100.00	0
Public – Institutional holders	25052005	16235986	64.81	16235986	0	100.00	0
Public - Others	27695145	8325481	30.06	8325466	15	100.00	0
Total	179100000	150914317	84.26	150914302	15	100.00	0

Item No. 10 : Ratification of remuneration to be paid to M/s M. K. Singhal & Co., Cost Accountants, Cost Auditors of the Company.
Resolution required : Ordinary
Mode of voting : E-voting / Poll

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
Promoters and Promoter Group	126352850	126352850	100.00	126352850	0	100.00	0
Public – Institutional holders	25052005	16235986	64.81	16235986	0	100.00	0
Public - Others	27695145	8585481	31.00	8585291	190	100.00	0
Total	179100000	151174317	84.41	151174127	190	100.00	0



Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013
[Rule 20 (xi) of the Companies (Management and Administration) Rules, 2014]

Date: 12/09/2014

To,

The Chairman

PC Jeweller Limited

24/2708, Bank Street, Karol Bagh,

New Delhi – 110 005

Sub: Scrutinizer's Report on e-voting conducted in terms of provisions of Section 108 of the Companies Act, 2013 read with Clause 35B of Listing Agreement and Rule 20 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof

Dear Sir,

I, Randhir Singh Sharma (FCS: 2062, CP No.: 3872), Proprietor M/s R S Sharma & Associates, Company Secretaries, New Delhi, was appointed as Scrutinizer by the Board of Directors of PC Jeweller Limited (the "Company") to scrutinize the e-voting process in a fair and transparent manner on the Agenda Items to be transacted at the 9th Annual General Meeting ("AGM") of the Company to be held on Saturday, the 13th day of September, 2014, at 3:30 P.M., at Air Force Auditorium, Subroto Park, New Delhi – 110 010.

I submit my report as under:

- 1) The Company has provided e-voting facility for voting on the Agenda Items (Nos.1 to 10 of the Notice of 9th AGM of the Company) to the Shareholders holding shares as at the close of business hours on 1st August, 2014 and their voting rights were in proportion to their shares in the paid up equity share capital of the Company as at the close of business hours on 1st August, 2014 ("Cut-off Date").
- 2) The e-voting period began at 9:00 A.M. on Sunday, 7th September, 2014 and ended at 6.00 P.M. on Tuesday, 9th September, 2014. The votes received electronically from the Shareholders till Tuesday, 9th September, 2014 upto 6.00 P.M. being the last date and time fixed by the Company for e-voting were considered for my scrutiny.
- 3) The Shareholders have casted their votes electronically through e-voting platform provided by the Karvy Computershare Private Limited ("Karvy").



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RES.: 108C, DDA FLATS, GULABI BAGH, DELHI-110007

4) I have monitored the process of electronic voting through the Scrutinizer's secured link provided by the Karvy on the designated website i.e. <https://evoting.karvy.com/>.

5) Particulars of all votes received electronically from the Members have been entered in a register separately maintained for the purpose.

6) The votes were unblocked at New Delhi on 12th September, 2014 at 9:30 A.M. in the presence of Shri Brij Bhushan Sharma and Shri Sunil Kumar, who are not the employees of the Company, and who have signed below as witness to the unblocking of votes.



Name: BRIJ BHUSHAN SHARMA



Name: SUNIL KUMAR

7) Thereafter the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", each of the resolution that were put to vote, were generated from the website <https://evoting.karvy.com/> and based on such reports generated, the result of the e-voting is provided hereunder:

ITEM NO. 1 – To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2014 together with the reports of Statutory Auditors and the Directors' thereon.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	150594821	100.00

(ii) Voted against of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	200



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ITEM NO. 2 – To confirm the payment of interim dividend of ₹1.50 per equity share and to declare final dividend for the financial year 2013-14.

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	150594821	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	200



ITEM NO. 3 – To appoint a director in place of Shri Padam Chand Gupta, who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
49	146485318	97.27

(ii) Voted against of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	4109503	2.73

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	200



ITEM NO. 4 – To appoint M/s Walker Chandiok & Co LLP, Chartered Accountants and M/s Sharad Jain Associates, Chartered Accountants as Joint Statutory Auditors and fix their remuneration.

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
49	150328159	99.82

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	266662	0.18

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	200



ITEM NO. 5 – Appointment of Dr. Manohar Lal Singla as an Independent Director.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
49	150494064	99.93

(ii) Voted against of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	100757	0.07

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	200



ITEM NO. 6 – Appointment of Shri Krishan Kumar Khurana as an Independent Director.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
50	150494239	99.93

(ii) Voted against of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	100582	0.07

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	200



ITEM NO. 7 – Appointment of Shri Miyar Ramanath Nayak as an Independent Director.

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	150594821	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	200



ITEM NO. 8 – Appointment of Shri Ramesh Kumar Sharma as a Director liable to retire by rotation.

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
50	150428741	99.89

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	166080	0.11

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	200



ITEM NO. 9 – Appointment of Shri Ramesh Kumar Sharma as a Whole-time Director.

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
51	150594821	100.00

(ii) Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	200



ITEM NO. 10 – Ratification of remuneration to be paid to M/s M. K. Singhal & Co., Cost Accountants, Cost Auditor of the Company.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
50	150594646	100.00

(ii) Voted against of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	175	0.00

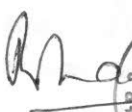
(iii) Invalid votes:


Total number of members whose votes were declared invalid	Total number of votes cast by them
1	200

Thanking you,

Yours faithfully,

For R S Sharma & Associates
Company Secretaries


Randhir Singh Sharma
Proprietor



FORM No. MGT - 13

Report of Scrutinizer

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

To,
The Chairman,
9th Annual General Meeting of the Equity Shareholders of PC Jeweller Limited
Held on Saturday, the 13th day of September, 2014, at 3:30 P.M., at Air Force Auditorium,
Subroto Park, New Delhi – 110 010.

Dear Sir,

I, Randhir Singh Sharma, Proprietor M/s R S Sharma & Associates, Company Secretaries, New Delhi, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 9th Annual General Meeting of the Equity Shareholders of PC Jeweller Limited, held on Saturday, the 13th day of September, 2014, at 3:30 P.M., at Air Force Auditorium, Subroto Park, New Delhi – 110 010, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s Karvy Computershare Private Limited, the Registrar and Transfer Agents of the Company ('the RTA') 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. Further, 4 (Four) poll papers, whose details were not found in Members Register on cut-off date (i.e. 1st August, 2014) are straight away rejected and not taken into any consideration.
4. The result of the Poll is as under:

ITEM NO. 1 – To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2014 together with the reports of Statutory Auditors and the Directors' thereon.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
80	579481	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	15	0.00



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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	1530

ITEM NO. 2 – To confirm the payment of interim dividend of ₹1.50 per equity share and to declare final dividend for the financial year 2013-14.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
80	579481	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	15	0.00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	1530

ITEM NO. 3 – To appoint a director in place of Shri Padam Chand Gupta, who retires by rotation and being eligible, offers himself for re-appointment.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
80	579481	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	15	0.00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	1530



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RES.: 108C, DDA FLATS, GULABI BAGH, DELHI-110007

ITEM NO. 4 – To appoint M/s Walker Chandio & Co LLP, Chartered Accountants and M/s Sharad Jain Associates, Chartered Accountants as Joint Statutory Auditors and fix their remuneration.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
80	579481	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	15	0.00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	1530

ITEM NO. 5 – Appointment of Dr. Manohar Lal Singla as an Independent Director.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
80	579481	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	15	0.00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	1530



ITEM NO. 6 – Appointment of Shri Krishan Kumar Khurana as an Independent Director.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
80	579481	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	15	0.00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	1530

ITEM NO. 7 – Appointment of Shri Miyar Ramanath Nayak as an Independent Director.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
80	579481	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	15	0.00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	1530



ITEM NO. 8 – Appointment of Shri Ramesh Kumar Sharma as a Director liable to retire by rotation.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
78	319481	99.99

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	15	0.01

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	261530

ITEM NO. 9 – Appointment of Shri Ramesh Kumar Sharma as a Whole-time Director.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
78	319481	99.99

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	15	0.01

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	261530



ITEM NO. 10 – Ratification of remuneration to be paid to M/s M. K. Singhal & Co., Cost Accountants, Cost Auditor of the Company.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
80	579481	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	15	0.00

(iii) Invalid votes:

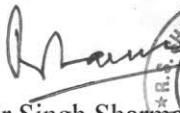
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
1	1530

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,
For **R S Sharma & Associates**
Company Secretaries


Randhir Singh Sharma
Proprietor
Membership No.: FCS2062
CP No.: 3872

