# VOTING RESULT AS PER CLAUSE 35A OF THE LISTING AGREEMENT

Name:

**PSL Limited** 

Scrip Code:

**NSE: PSL** 

BSE: 526801

| S.No. | Description  | Particulars  |
|-------|--|--|
| 1.    | Date of Annual General Meeting   | 25th September, 2014   |
| 2.    | Date of Closure of Register of Members   | From 20 <sup>th</sup> September, 2014<br>to 25 <sup>th</sup> September, 2014 |
| 3.    | Total no. of shareholders as on Record Date/<br>Closure of Register of Members | 32683  |

# 4. No of Shareholders present in the meeting either in person or through proxy

| Shareholders   | Present in Person | Present through Proxy | roxy Total |  |  |
|----------------|-------------------|-----------------------|------------|--|--|
| Promoters and  | 40                | 2                     | 15         |  |  |
| Promoter Group | 13                |                       |            |  |  |
| Public         | 23                | 3                     | 26         |  |  |
| Total          | 36                | 5                     | 41         |  |  |

# 5. No. of Shareholders attended the meeting through video conferencing

| Promoters and Promoter Group | No Video Conference |
|------------------------------|---------------------|
| Public                       | No Video Conference |
| Total                        |                     |



# Outcome of the 26th Annual General Meeting - Agenda Wise

The mode of voting for all the resolutions was:

- 1. E- voting conducted September  $18^{th}$ , 2014 (10.00 A.M. ) to September  $20^{th}$ , 2014 ( 6.00 P.M.) and
- Poll conducted at the Annual General Meeting held on 25<sup>th</sup> September, 2014

Given below is the resolution wise combined result of e-voting and Poll.

Resolution No. 1:

Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the Financial Year ended March 31, 2014

# ( Resolution required - Ordinary )

| Promoter/Public        | No. of<br>Shares Held | No. of votes<br>polled | % of<br>Votes<br>Polled on<br>outstandi<br>ng shares | No. of Votes in<br>favour | No. of<br>Votes<br>agains<br>t | % of Votes in favour on votes polled | % of Votes against on votes polled |
|------------------------|-----------------------|------------------------|--|---------------------------|--------------------------------|--------------------------------------|------------------------------------|
|                        | (1)                   | (2)                    | (3)=[(2)/(<br>1)]*100                                | (4)                       | (5)                            | (6)=[(4)/(<br>2)]*100                | (7)=[(5)/<br>(2)]*100              |
| Promoter and Promoter  | 20982710              | 20982710               | 100  | 20982710                  | -                              | 100                                  | _                                  |
| Public – Institutional | 1441546               | 1221206                | 84.72  | 1221206                   | _                              | 100                                  | -                                  |
| holders                | 30872555              | 4190616                | 13.57  | 4185806                   | 4810                           | 99.89                                | 0.11                               |
| Public – Others  Total | 53296811              | 26394532               | 49.52  | 26389722                  | 4810                           | 99.98                                | 0.02                               |

Resolution No. 2:

Re-appointment of Shri R.K.Bahri, as Director who retires by rotation

# (Resolution required - Ordinary)

| Promoter/Public              | No. of<br>Shares Held | No. of votes<br>polled | % of<br>Votes<br>Polled on<br>outstandi<br>ng shares | No. of Votes in<br>favour | No. of<br>Votes<br>agains<br>t | % of Votes in favour on votes polled | % of<br>Votes<br>against<br>on votes<br>polled |
|------------------------------|-----------------------|------------------------|--|---------------------------|--------------------------------|--------------------------------------|--|
|                              | (1)                   | (2)                    | (3)=[(2)/(<br>1)]*100                                | (4)                       | (5)                            | (6)=[(4)/(<br>2)]*100                | (7)=[(5)/<br>(2)]*100                          |
| Promoter and Promoter        | 20982710              | 20982710               | 100  | 20982710                  | -                              | 100                                  | -  |
| Group Public - Institutional | 1441546               | 1221206                | 84.72  | 1221206                   | -                              | 100                                  | -  |
| holders                      | 30872555              | 4190616                | 13.57  | 4185806                   | 4810                           | 99.89                                | 0.11   |
| Public - Others  Total       | 53296811              | 26394532               | 49.52  | 26389722                  | 4810                           | 99.98                                | 0.02   |



Resolution No. 3:

Re-appointment of Shri S.P.Bhatia, as Director who

retires by rotation

### (Resolution required - Ordinary)

| Promoter/Public                   | No. of<br>Shares Held | No. of votes<br>polled | % of<br>Votes<br>Polled on<br>outstandi<br>ng shares | No. of Votes in favour | No. of<br>Votes<br>agains<br>t | % of<br>Votes in<br>favour on<br>votes<br>polled | % of<br>Votes<br>against<br>on votes<br>polled |
|-----------------------------------|-----------------------|------------------------|--|------------------------|--------------------------------|--|--|
|                                   | (1)                   | (2)                    | (3)=[(2)/(<br>1)]*100                                | (4)                    | (5)                            | (6)=[(4)/(<br>2)]*100                            | (7)=[(5)/<br>(2)]*100                          |
| Promoter and Promoter<br>Group    | 20982710              | 20982710               | 100  | 20982710               |                                | 100  | _  |
| Public – Institutional<br>holders | 1441546               | 1221206                | 84.72  | 1221206                | -                              | 100  | _  |
| Public – Others                   | 30872555              | 4190616                | 13.57  | 4185806                | 4810                           | 99.89  | 0.11   |
| Total                             | 53296811              | 26394532               | 49.52  | 26389722               | 4810                           | 99.98  | 0.02   |

Resolution No. 4:

To appoint M/s Suresh C Mathur & Co. Chartered Accountants, as Statutory Auditors from the conclusion

of this AGM until the conclusion of next AGM.

(Resolution required - Ordinary)

| Promoter/Public                   | No. of<br>Shares Held | No. of votes<br>polled | % of<br>Votes<br>Polled on<br>outstandi<br>ng shares | No. of Votes in<br>favour | No. of<br>Votes<br>agains<br>t | % of<br>Votes in<br>favour on<br>votes<br>polled | % of<br>Votes<br>against<br>on votes<br>polled |
|-----------------------------------|-----------------------|------------------------|--|---------------------------|--------------------------------|--|--|
|                                   | (1)                   | (2)                    | (3)=[(2)/(<br>1)]*100                                | (4)                       | (5)                            | (6)=[(4)/(<br>2)]*100                            | (7)=[(5)/<br>(2)]*100                          |
| Promoter and Promoter<br>Group    | 20982710              | 20982710               | 100  | 20982710                  | -                              | 100  | -  |
| Public – Institutional<br>holders | 1441546               | 1221206                | 84.72  | 1221206                   | -                              | 100  | -  |
| Public – Others                   | 30872555              | 4190616                | 13.57  | 4185806                   | 4810                           | 99.89  | 0.11   |
| Total                             | 53296811              | 26394532               | 49.52  | 26389722                  | 4810                           | 99.98  | 0.02   |



#### Resolution No. 5:

Ratification of appointment of Mrs. Geeta Poojary as nominee of Export-Import Bank of India

### (Resolution required - Ordinary)

| Promoter/Public                   | No. of<br>Shares Held | No. of votes<br>polled | % of<br>Votes<br>Polled on<br>outstandi<br>ng shares | No. of Votes in<br>favour | No. of<br>Votes<br>agains<br>t | % of<br>Votes in<br>favour on<br>votes<br>polled | % of<br>Votes<br>against<br>on votes<br>polled |
|-----------------------------------|-----------------------|------------------------|--|---------------------------|--------------------------------|--|--|
|                                   | (1)                   | (2)                    | (3)=[(2)/(<br>1)]*100                                | (4)                       | (5)                            | (6)=[(4)/(<br>2)]*100                            | (7)=[(5)/(2)]*100                              |
| Promoter and Promoter<br>Group    | 20982710              | 20982710               | 100  | 20982710                  | -                              | 100  | -  |
| Public - Institutional<br>holders | 1441546               | 1221206                | 84.72  | 1221206                   | -                              | 100  | -  |
| Public - Others                   | 30872555              | 4190616                | 13.57  | 4185806                   | 4810                           | 99.89  | 0.11   |
| Total                             | 53296811              | 26394532               | 49.52  | 26389722                  | 4810                           | 99.98  | 0.02   |

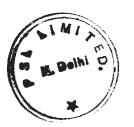
Resolution No. 6:

To approve the remuneration of the Cost Auditor for the

Financial Year 2014-15

(Resolution required - Ordinary)

| Promoter/Public                   | No. of<br>Shares Held | No. of votes<br>polled | % of<br>Votes<br>Polled on<br>outstandi<br>ng shares | No. of Votes in favour | No. of<br>Votes<br>agains<br>t | % of<br>Votes in<br>favour on<br>votes<br>polled | % of Votes against on votes polled |
|-----------------------------------|-----------------------|------------------------|--|------------------------|--------------------------------|--|------------------------------------|
|                                   | (1)                   | (2)                    | (3)=[(2)/(<br>1)]*100                                | (4)                    | (5)                            | (6)=[(4)/(<br>2)]*100_                           | (7)=[(5)/<br>(2)]*100              |
| Promoter and Promoter<br>Group    | 20982710              | 20982710               | 100  | 20982710               | -                              | 100  | -                                  |
| Public – Institutional<br>holders | 1441546               | 1221206                | 84.72  | 1221206                | -                              | 100  | _                                  |
| Public – Others                   | 30872555              | 4190616                | 13.57  | 4185806                | 4810                           | 99.89  | 0.11                               |
| Total                             | 53296811              | 26394532               | 49.52  | 26389722               | 4810                           | 99.98  | 0.02                               |



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#### Resolution No. 7:

To appoint Shri Prakash Vinayak Apte (DIN:00137248) as an Independent Director for a period of Five Years

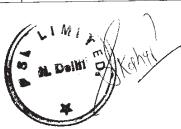
### (Resolution required - Ordinary)

| Promoter/Public                   | No. of<br>Shares Held | No. of votes<br>polled | % of<br>Votes<br>Polled on<br>outstandi<br>ng shares | No. of Votes in<br>favour | No. of<br>Votes<br>agains<br>t | % of<br>Votes in<br>favour on<br>votes<br>polled | % of<br>Votes<br>against<br>on votes<br>polled |
|-----------------------------------|-----------------------|------------------------|--|---------------------------|--------------------------------|--|--|
|                                   | (1)                   | (2)                    | (3)=[(2)/(<br>1)]*100                                | (4)                       | (5)                            | (6)=[(4)/(<br>2)]*100                            | (7)=[(5)/<br>(2)]*100                          |
| Promoter and Promoter<br>Group    | 20982710              | 20982710               | 100  | 20982710                  | _                              | 100  | -  |
| Public - Institutional<br>holders | 1441546               | 1221206                | 84.72  | 1221206                   |                                | 100  | -  |
| Public - Others                   | 30872555              | 4190616                | 13.57  | 4185806                   | 4810                           | 99.89  | 0.11   |
| Total                             | 53296811              | 26394532               | 49.52  | 26389722                  | 4810                           | 99.98  | 0.02   |

**Resolution No. 8:** To appoint Shri Naresh Chandra Sharma (DIN:00054922) as an Independent Director for a period of Five Years

## ( Resolution required - Ordinary )

| Promoter/Public                   | No. of<br>Shares Held | No. of votes<br>polled | % of<br>Votes<br>Polled on<br>outstandi<br>ng shares | No. of Votes in favour | No. of<br>Votes<br>agains<br>t | % of<br>Votes in<br>favour on<br>votes<br>polled | % of<br>Votes<br>against<br>on votes<br>polled |
|-----------------------------------|-----------------------|------------------------|--|------------------------|--------------------------------|--|--|
|                                   | (1)                   | (2)                    | (3)=[(2)/(<br>1)]*100                                | (4)                    | (5)                            | (6)=[(4)/(<br>2)]*100                            | (7)=[(5)/<br>(2)]*100                          |
| Promoter and Promoter<br>Group    | 20982710              | 20982710               | 100  | 20982710               |                                | 100  | -  |
| Public – Institutional<br>holders | 1441546               | 1221206                | 84.72  | 1221206                | -                              | 100  | -  |
| Public - Others                   | 30872555              | 4190616                | 13.57  | 4185806                | 4810                           | 99.89  | 0.11   |
| Total                             | 53296811              | 26394532               | 49.52  | 26389722               | 4810                           | 99.98  | 0.02   |



Resolution No. 9:

To appoint Shri Ashok Sharma (DIN: 00042028) as an Independent Director for a period of Five Years

(Resolution required - Ordinary)

| Promoter/Public                   | No. of<br>Shares Held | Shares Held polled Vo | % of<br>Votes<br>Polled on<br>outstanding shares | No. of Votes in<br>favour | No. of<br>Votes<br>agains<br>t | % of<br>Votes in<br>favour on<br>votes<br>polled | % of<br>Votes<br>against<br>on votes<br>polled |
|-----------------------------------|-----------------------|-----------------------|--|---------------------------|--------------------------------|--|--|
|                                   | (1)                   | (2)                   | (3)=[(2)/(<br>1)]*100                            | (4)                       | (5)                            | (6)=[(4)/(<br>2)]*100                            | (7)=[(5)/<br>(2)]*100                          |
| Promoter and Promoter<br>Group    | 20982710              | 20982710              | 100  | 20982710                  | -                              | 100  | -  |
| Public – Institutional<br>holders | 1441546               | 1221206               | 84.72  | 1221206                   | -                              | 100  | -  |
| Public – Others                   | 30872555              | 4190616               | 13.57  | 4185806                   | 4810                           | 99.89  | 0.11   |
| Total                             | 53296811              | 26394532              | 49.52  | 26389722                  | 4810                           | 99.98  | 0.02   |

Resolution No. 10:

To appoint Shri Harinder Shourie (DIN:00400593) as an Independent Director for a period of Five Years

### (Resolution required - Ordinary)

| Promoter/Public                   | No. of<br>Shares Held | No. of votes polled | % of<br>Votes<br>Polled on<br>outstandi<br>ng shares<br>(3)=[(2)/(<br>1) *100 | No. of Votes in<br>favour | No. of<br>Votes<br>agains<br>t | % of<br>Votes in<br>favour on<br>votes<br>polled<br>(6)=[(4)/(<br>2)]*100 | % of<br>Votes<br>against<br>on votes<br>polled<br>(7)=[(5)/<br>(2)]*100 |
|-----------------------------------|-----------------------|---------------------|---|---------------------------|--------------------------------|---|---|
|                                   |                       |                     |   |                           |                                |   |   |
| Public – Institutional<br>holders | 1441546               | 1221206             | 84.72   | 1221206                   | -                              | 100   | -   |
| Public – Others                   | 30872555              | 4190616             | 13.57   | 4185806                   | 4810                           | 99.89   | 0.11  |
| Total                             | 53296811              | 26394532            | 49.52   | 26389722                  | 4810                           | 99.98   | 0.02  |



Resolution No. 11: To appoin

To appoint Shri Harsh Pateria (DIN:00197447) as an Independent Director for a period of Five Years

(Resolution required - Ordinary)

| Promoter/Public                   | No. of<br>Shares Held | No. of votes polled | % of<br>Votes<br>Polled on<br>outstanding shares<br>(3)=[(2)/(<br>1)]*100 | No. of Votes in favour | No. of<br>Votes<br>agains<br>t | % of<br>Votes in<br>favour on<br>votes<br>polled<br>(6)=[(4)/(<br>2)]*100 | % of<br>Votes<br>against<br>on votes<br>polled<br>(7)=[(5)/<br>(2)]*100 |
|-----------------------------------|-----------------------|---------------------|---|------------------------|--------------------------------|---|---|
|                                   |                       |                     |   |                        |                                |   |   |
| Public – Institutional<br>holders | 1441546               | 1221206             | 84.72   | 1221206                | _                              | 100   | -   |
| Public – Others                   | 30872555              | 4190616             | 13.57   | 4185806                | 4810                           | 99.89   | 0.11  |
| Total                             | 53296811              | 26394532            | 49.52   | 26389722               | 4810                           | 99.98   | 0.02  |

Resolution No. 12:

Approval for continuation of Shri R. K. Bahri as "Whole-Time Director" of the Company inspite of his attaining the age of 70 years

(Resolution required - Special Ordinary)

| Promoter/Public                   | lic No. of Shares Held (1) | No. of votes polled | % of<br>Votes<br>Polled on<br>outstandi<br>ng shares<br>(3)=[(2)/(<br>1)]*100 | No. of Votes in<br>favour | No. of<br>Votes<br>agains<br>t | % of<br>Votes in<br>favour on<br>votes<br>polled<br>(6)=[(4)/(<br>2)]*100 | % of<br>Votes<br>against<br>on votes<br>polled<br>(7)=[(5)/<br>(2)]*100 |
|-----------------------------------|----------------------------|---------------------|---|---------------------------|--------------------------------|---|---|
|                                   |                            |                     |   |                           |                                |   |   |
| Promoter and Promoter<br>Group    | 20982710                   | 20982710            | 100   | 20982710                  | _                              | 100   | -   |
| Public - Institutional<br>holders | 1441546                    | 1221206             | 84.72   | 1221206                   | -                              | 100   | _   |
| Public – Others                   | 30872555                   | 4190616             | 13.57   | 4185806                   | 4810                           | 99.89   | 0.11  |
| Total                             | 53296811                   | 26394532            | 49.52   | 26389722                  | 4810                           | 99.98   | 0.02  |

Thanking you

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Manager-Legal & Secretarial