

23rd ANNUAL GENERAL MEETING HELD ON 28TH JULY, 2014

Declaration of Results of e-voting and poll

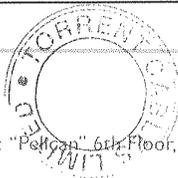
As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 23rd Annual General Meeting (AGM). The e-voting was open from 21st July, 2014 to 23rd July, 2014.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 23rd AGM, voting was conducted by means of poll.

Shri Tapan Shah, Practicing Company Secretary as the Scrutinizer for E-Voting and Poll have carried out the scrutiny of all the electronic votes received up to the close of E-voting on 23rd July, 2014 and Poll received till the conclusion of the 23rd AGM and submitted their Report on 28th July, 2014. The Result of voting is as follows as per the Scrutinizers' Report dated 28th July, 2014:

Total of	FOR		AGAINST		TOTAL CONSOLIDATED VOTING (EVOTING AND POLL) PERCENTAGE (%) (Round to near integer)	
	Voter Count (No. of Shareholders)	Vote Count (No. of Shares)	Voter Count (No. of Shareholders)	Vote Count (No. of Shares)	FOR	AGAINST
Ballot Papers & e-Voting on the ordinary and special businesses from item 1 to 10 as mentioned in the notice dated 12th May,2014 convening 23rd AGM (brief description of resolutions)						
Ordinary Resolution 1 To receive, consider and adopt the audited Balance Sheet as at March 31, 2014, the audited Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors' and Auditors' thereon	39	5254244	3	135	100	0
Ordinary Resolution 2 Declaration dividend of Rs.1.50/- per equity shares of Rs.10/- each of the Company for the financial year ended on 31 st March, 2014	40	5254269	2	110	100	0

ISO : 9001-2008 Certified Company



TORRENT CABLES LIMITED

CIN : L24230GJ1991PLC015279

Head Office : "Petron" 6th Floor, GCCI Compound, Ashram Road, Ahmedabad - 380 009, INDIA. Phone: +91 79 26582573, 26577935, 30001067

Fax : +91 79 26583484. Email : tclho@torrentcables.com

Reg Office : Torrent House, Off Ashram Road, Ahmedabad - 380 009, India. Phone: +91 79 26585090. www.torrentcables.com

Ordinary Resolution 3 Re-appointment of Shri Jayesh Desai, who retires by rotation and being eligible, offers himself for reappointment.	41	5254369	1	10	100	0
Ordinary Resolution 4 Appointment of statutory auditors and fixing their remuneration	40	5254269	2	110	100	0
Ordinary Resolution 5 Approval of the remuneration of cost auditors	40	5254269	2	110	100	0
Ordinary Resolution 6 Appointment of Shri Rohit C Mehta as Independent Director	41	5254369	1	10	100	0
Ordinary Resolution 7 Appointment of Shri Prafull Anubhai as Independent Director	41	5254369	1	10	100	0
Ordinary Resolution 8 Appointment of Shri Vipin Parikh as Independent Director	41	5254369	1	10	100	0
Ordinary Resolution 9 Appointment of Shri Vasant A Shah as Independent Director	39	5254363	1	10	100	0
Ordinary Resolution 10 Appointment of Shri Raghu Parakh as Director In Charge and CEO of the Company	41	5254369	1	10	100	0

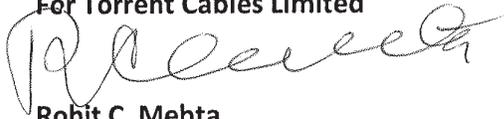
Based on the consolidated Report of the Scrutinizer, all Ordinary Resolutions (Resolution 1 to 10) as set out in the Notice of 23rd Annual General Meeting have been duly approved by the Shareholders with requisite majority prescribed under the law applicable Laws. A copy of the Scrutinizer's Report dated 28th July, 2014 is attached herewith.

This is for your information, records and necessary action. Kindly acknowledge receipt.

Thanking you.

Yours truly,

For Torrent Cables Limited



Rohit C. Mehta

Chairman.

Encl : as above

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TAPAN SHAH
Company Secretary

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Nr. Doctor House, Ellisbridge, Ahmedabad-380006
Phone:(O) 26430810, 30081114 (R) 26650050
Fax : 91-079-26430810 •E-mail : tapanshah814@yahoo.com

To,

The Chairman of the Meeting
Torrent Cables Limited
Ahmedabad

Meeting : 23rd Annual General Meeting of the Equity Shareholders
Date and Time: Monday, 28th July, 2014
Venue : ATMA Hall, Ahmedabad Textiles Mills' Association, Opp. La Gajjar
Chambers, Ashram Road, Ahmedabad - 380 009

Dear Sir,

**Subject: Declaration of Consolidated Results of e-voting and Ballot Forms voting
in respect of resolutions placed in the notice of 23rd Annual General
Meeting held on, 28th July, 2014**

Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, Consolidated Results of e-voting and Ballot Forms voting in respect of resolutions placed in the notice of 23rd Annual General Meeting held on, 28th July, 2014 is annexed herewith.

All the resolutions have been passed with requisite majority as an **Ordinary Resolutions** as prescribed under the applicable Laws.

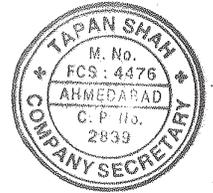
Place : Ahmedabad

Date : 28/07/2014

Signature : 

Name of Company Secretary : TAPAN SHAH

C.P.No. : 2839



Detailed Consolidated Results of e-voting and Ballot Forms voting

Annexure

Item No. 1 - To receive, consider and adopt the audited Balance Sheet as at March 31, 2014, the audited Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors' and Auditors' thereon – Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	34	8	42	5253188	1191	5254379	100.00
Assent	33	6	39	5253088	1156	5254244	100.00
Dissent	1	2	3	100	35	135	0.00
Total	34	8	42	5253188	1191	5254379	100.00

Thus, the Ordinary Resolution as contained in Item No. 1 is passed with requisite majority

Item No. 2 - To declare dividend on equity shares for the financial year ended on 31st March, 2014 – Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	34	8	42	5253188	1191	5254379	100.00
Assent	33	7	40	5253088	1181	5254269	100.00
Dissent	1	1	2	100	10	110	0.00
Total	34	8	42	5253188	1191	5254379	100.00

Thus, the Ordinary Resolution as contained in Item No. 2 is passed with requisite majority

Item No. 3 - To appoint a director in place of Shri Jayesh Desai, who retires by rotation and being eligible, offers himself for reappointment – Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	34	8	42	5253188	1191	5254379	100.00
Assent	34	7	41	5253188	1181	5254369	100.00
Dissent	0	1	1	0	10	10	0.00
Total	34	8	42	5253188	1191	5254379	100.00

Thus, the Ordinary Resolution as contained in Item No. 3 is passed with requisite majority

Item No. 4 - Appointment of Statutory Auditors and fixing their remuneration- Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	34	8	42	5253188	1191	5254379	100.00
Assent	33	7	40	5253088	1181	5254269	100.00
Dissent	1	1	2	100	10	110	0.00
Total	34	8	42	5253188	1191	5254379	100.00

Thus, the Ordinary Resolution as contained in Item No. 4 is passed with requisite majority

1 of 3



Item No. 5 - Approval for remuneration of the cost auditor of the company - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	34	8	42	5253188	1191	5254379	100.00
Assent	33	7	40	5253088	1181	5254269	100.00
Dissent	1	1	2	100	10	110	0.00
Total	34	8	42	5253188	1191	5254379	100.00

Thus, the Ordinary Resolution as contained in Item No. 5 is passed with requisite majority

Item No. 6 - Appointment of Shri Rohit C Mehta as an Independent Director - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	34	8	42	5253188	1191	5254379	100.00
Assent	34	7	41	5253188	1181	5254369	100.00
Dissent	0	1	1	0	10	10	0.00
Total	34	8	42	5253188	1191	5254379	100

Thus, the Ordinary Resolution as contained in Item No. 6 is passed with requisite majority

Item No. 7 - Appointment of Shri Prafull Anubhai as an Independent Director - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	34	8	42	5253188	1191	5254379	100.00
Assent	34	7	41	5253188	1181	5254369	100.00
Dissent	0	1	1	0	10	10	0.00
Total	34	8	42	5253188	1191	5254379	100.00

Thus, the Ordinary Resolution as contained in Item No. 7 is passed with requisite majority

Item No. 8 Appointment of Shri Vipin S Parikh as an Independent Director - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Papers	E-Votes	Total	Papers	E-Votes	Total	
Received	34	8	42	5253188	1191	5254379	100.00
Assent	34	7	41	5253188	1181	5254369	100.00
Dissent	0	1	1	0	10	10	0.00
Total	34	8	42	5253188	1191	5254379	100.00

Thus, the Ordinary Resolution as contained in Item No. 8 is passed with requisite majority

Item No. 9 - Appointment of Shri Vasant A Shah as an Independent Director - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	33	7	40	5253183	1190	5254373	100.00
Assent	33	6	39	5253183	1180	5254363	100.00
Dissent	0	1	1	0	10	10	0.00
Total	33	7	40	5253183	1190	5254373	100.00

Thus, the Ordinary Resolution as contained in Item No. 9 is passed with requisite majority

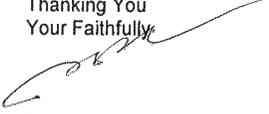


Item No. 10 - Appointment of Shri Raghu Parakh as Director In Charge and Chief Executive Officer of the company - **Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling	E-Votes	Total	Polling	E-Votes	Total	
Received	34	8	42	5253188	1191	5254379	100.00
Assent	34	7	41	5253188	1181	5254369	100.00
Dissent	0	1	1	0	10	10	0.00
Total	34	8	42	5253188	1191	5254379	100.00

Thus, the Ordinary Resolution as contained in Item No. 10 is **passed with requisite majority**

Thanking You
Your Faithfully


 Tapan Shah
 C.P. No.: 2839

