

VALUE INDUSTRIES LIMITED
(In Compliance with Clause 35A of the Listing Agreement)

Details of Voting Result

| | | |
|--|---|-----------------|
| Date of the Annual General Meeting | : | 30th June, 2014 |
| Total Number of Shareholders on record date | : | 69,003 |
| No. of shareholders present in the meeting either in person or through proxy | : | 51 |
| -Promoter and promoter Group | : | 21 |
| -Public | : | 30 |
| No. of Shareholders attended the meeting through Video Conferencing | | Not arranged |
| -Promoters and Promoter Group | | |
| -Public | | |

Agenda- wise

In case of Poll/ Postal Ballot/ E-voting:

The Mode of voting for all resolutions was E-Voting and Poll conducted at the Meeting:

Resolution 1: Adoption of the Audited Statement of Profit and Loss for the financial year ended on 31st December, 2013 and the audited Balance Sheet as at that date together with the Reports of the Board of Directors and Auditors thereon.

Type : Ordinary Resolution

| Promoter/Public | No. of shares held | No. of votes polled/ E-voted | % 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 |

| | | | | | | | |
|--------------------------------|-------------------|-------------------|--------------|-------------------|----------|---------------|-------------|
| Promoter and Promoter Group | 18,322,406 | 18,322,406 | 100.00 | 18,322,406 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 965,880 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Others | 19,897,389 | 145,690 | 0.73 | 145,690 | 0 | 100.00 | 0.00 |
| Total | 39,185,675 | 18,468,096 | 47.13 | 18,468,096 | 0 | 100.00 | 0.00 |

Note: The above resolution was passed unanimously.

Resolution 2: Appointment of M/s. Khandelwal Jain & Co., Chartered Accountants, Mumbai (Firm Registration No. 105049W) and M/s. Kadam & Co., Chartered Accountants, Ahmednagar (Firm Registration No. 104524W) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting i.e the 26th Annual General Meeting until the conclusion of the 29th Annual General Meeting, (subject to ratification of the appointment by the Members at every Annual General Meeting held after this Annual General Meeting).

Type : Ordinary Resolution

| Promoter/Public | No. of shares held | No. of votes polled/E-voted | % 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 |
| Promoter and Promoter Group | 18,322,406 | 18,322,406 | 100.00 | 18,322,406 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 965,880 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Others | 19,897,389 | 145,690 | 0.73 | 145,690 | 0 | 100.00 | 0.00 |
| Total | 39,185,675 | 18,468,096 | 47.13 | 18,468,096 | 0 | 100.00 | 0.00 |

Note: The above resolution was passed unanimously.

Resolution 3: Appointment of Mr. Subhash S. Dayama, as an Independent Director of the Company for a term of five consecutive years from the date of this appointment.

Type : Ordinary Resolution

| Promoter/Public | No. of shares held | No. of votes polled/ E-voted | % 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 |
| Promoter and Promoter Group | 18,322,406 | 18,322,406 | 100.00 | 18,322,406 | 0 | 100.00 | 0.00 |
| Public - Institutional holders | 965,880 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public-Others | 19,897,389 | 145,690 | 0.73 | 145,190 | 500 | 99.66 | 0.34 |
| Total | 39,185,675 | 18,468,096 | 47.13 | 18,467,596 | 500 | 100.00 | 0.00 |

Note: The above resolution was passed with requisite majority.

For VALUE INDUSTRIES LIMITED


ANAGHA JOSHI
COMPANY SECRETARY