

**Wadala Commodities Ltd.**  
Regd. Office: 107, Gold Arcade, 3/1  
New Palasia, Opp. Curewell Hospital,  
Indore - 452001, M.P.  
Tel. No. (0731) 2535841  
CIN No.:L15142MP1984PLC002382  
Website: www.wadalacommodities.co.in

July 25, 2014

BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

Dear Sirs,

**Sub: Results of Postal Ballot**

As informed to you earlier, the Company conducted a Postal Ballot, the result of which was announced today, July 25, 2014 at 2.00 p.m. by the Chairman, which is as under :-

**Details of the Agenda:**

<b>Mode of voting: (Show of hands/Poll/ Postal ballot/E-voting)</b>	Postal Ballot (including E-voting)
<b>Total number of shareholders as on May 30, 2014 (cut off date for reckoning the voting rights of the members)</b>	8,359

**Resolution:**

To approve the Scheme of Amalgamation of Wadala Commodities Limited ("WCL") with Godrej Industries Limited ("GIL") and their respective shareholders which inter-alia includes issue of equity shares to the shareholders of WCL.



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Resolution required: **Ordinary (Including all shareholders):**

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
Promoter and Promoter Group	11,046,635	11,046,635	100.00	11,046,635	-	100.00	-
Public – Institutional holders	-	-	-	-	-	-	-
Public-Others	10,579,603	213,155	2.01	202,383	5,405	94.95	2.54
<b>Total</b>	<b>21,626,238</b>	<b>11,259,790</b>	<b>52.07</b>	<b>11,249,018</b>	<b>5,405</b>	<b>99.90</b>	<b>0.05</b>

In all 246 valid ballots were received/ e-voting done. The votes cast “FOR” the Ordinary Resolution (including all shareholders) out of the total votes polled represent 99.90%.

Resolution required: **Ordinary (Including only public shareholders pursuant to SEBI Circular Number CIR/CFD/DIL/5/2013 and Circular Number CIR/CFD/DIL/8/2013) dated February 4, 2013 and May 21, 2013 respectively:**

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
Public – Institutional holders	-	-	-	-	-	-	-
Public-Others	10,579,603	213,155	2.01	202,383	5,405	94.95	2.54
<b>Total</b>	<b>10,579,603</b>	<b>213,155</b>	<b>2.01</b>	<b>202,383</b>	<b>5,405</b>	<b>94.95</b>	<b>2.54</b>

In all 244 valid ballots were received/ e-voting done. The votes cast by the public shareholders of Company in favor of the Resolution are more (94.95%) than the number of votes cast by the public shareholders against it (2.54%). Hence the resolution is passed in terms of para 5.16 of Circular Number CIR/CFD/DIL/5/2013 dated February 4, 2013 issued by Securities and Exchange Board of India read with para 7 of Circular Number CIR/CFD/DIL/8/2013 dated May 21, 2013 issued by Securities and Exchange Board of India (“SEBI Circular”) and conditions laid down in the Observation Letter dated April 2, 2014 issued by the BSE Limited.

Therefore, the Ordinary Resolution as mentioned in the notice of postal ballot dated June 7, 2014 has been passed with the requisite majority.

Report dated July 24, 2014 of Mr. B.M. Shemlani, proprietor of B.M. Shemlani & Co., Chartered Accountants, scrutinizer appointed for the postal ballot is enclosed herewith.



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Website: www.wadalacommodities.co.in

This information is furnished under Clause 35A and other applicable clauses, if any, of the Listing Agreement.

Thank you.

Yours faithfully  
for **Wadala Commodities Limited**

A handwritten signature in black ink, appearing to read 'N. S. Nabar', is written over a large, loopy circular scribble.

**N. S. Nabar**  
Chairman

Encl: As above



# B. M. SHEMLANI & CO.

CHARTERED ACCOUNTANTS

**Bharat Shemlani**  
B.Com. F.C.A.

July 24, 2014

**Mr. N. S. Nabar**  
Chairman,  
Wadala Commodities Limited,  
107, Gold Arcade, 3/1 New Palasia,  
Opp. Curewell Hospital,  
Indore - 452001, Madhya Pradesh,

Dear Sir,

**Sub: Postal Ballot voting by the equity shareholders of  
Wadala Commodities Limited**

I, Bharat Shemlani, Proprietor of B. M. Shemlani and Co., Chartered Accountants, was appointed as scrutineer to scrutinize the ballots for votes duly cast by the shareholders for the purpose of considering and, if thought fit, approving with or without modification the certain resolutions, vide notice dated June 7, 2014.

The summary of votes received is as follows:

**Ordinary Resolution :**

To approve the Scheme of Amalgamation of Wadala Commodities Limited ("WCL") with Godrej Industries Limited ("GIL") and their respective shareholders which inter-alia includes issue of equity shares to the shareholders of WCL.

I found that in all 246 valid ballots were received/ e-voting done by the shareholders, for this resolution. Based on my scrutiny, I am enclosing herewith the details of the ballots received/ e-voting done.

**(Including all shareholders):**

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
Promoter and Promoter Group	11,046,635	11,046,635	100.00	11,046,635	-	100.00	-
Public – Institutional holders	-	-	-	-	-	-	-
Public-Others	10,579,603	213,155	2.01	202,383	5,405	94.95	2.54
<b>Total</b>	<b>21,626,238</b>	<b>11,259,790</b>	<b>52.07</b>	<b>11,249,018</b>	<b>5,405</b>	<b>99.90</b>	<b>0.05</b>



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The votes cast "FOR" the Ordinary Resolution out of the total votes polled are 99.90%.

(Including only public shareholders pursuant to SEBI Circular Number CIR/CFD/DIL/5/2013 and Circular Number CIR/CFD/DIL/8/2013) dated February 4, 2013 and May 21, 2013 respectively:

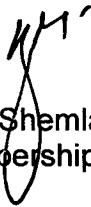
I found that in all 244 valid ballots were received/ e-voting done by the shareholders, for this resolution. Based on my scrutiny, I am enclosing herewith the details of the ballots received/ e-voting done.

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
Public – Institutional holders	-	-	-	-	-	-	-
Public-Others	10,579,603	213,155	2.01	202,383	5,405	94.95	2.54
<b>Total</b>	<b>10,579,603</b>	<b>213,155</b>	<b>2.01</b>	<b>202,383</b>	<b>5,405</b>	<b>94.95</b>	<b>2.54</b>

The votes cast by the public shareholders of Company in favor of the Resolution are more (94.95%) than the number of votes cast by the public shareholders against it (2.54%). Hence the resolution is passed in terms of para 5.16 of Circular Number CIR/CFD/DIL/5/2013 dated February 4, 2013 issued by Securities and Exchange Board of India read with para 7 of Circular Number CIR/CFD/DIL/8/2013 dated May 21, 2013 issued by Securities and Exchange Board of India ("SEBI Circular") and conditions laid down in the Observation Letter dated April 2, 2014 issued by the BSE Limited.

The votes cast "FOR" the Ordinary Resolution out of the total votes polled are 94.95%.

Yours truly,



B.M. Shemlani  
Membership No.:046319