

DETAILS OF VOTING RESULTS

Date of AGM/GM	:	14 th May,2015			
Total No. of shareholders on record date (i.e. 7 th May,2014 - cut-off date for e-voting and poll at AGM	:	93,116			
No. of Shareholders present in the meeting either in person or through proxy		Promoters and Promoters Group	Public		
		In Person	In Person	Through Proxy	
		2	200	0	
No. of Shareholders attended the meeting through Video Conferencing	:	Not arranged			

Agenda wise

The mode of voting for all the resolutions was:

1. Remote E- Voting conducted between 10th May,2015 to 14th May,2015
2. Voting through Ballot Papers at AGM Venue

Given below is the resolution wise result of remote e-voting and ballot paper



Castrol India Limited

Voting Results as per Clause 35A of Listing Agreement

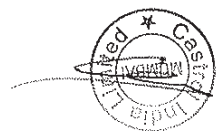
Resolutions	Promoter/ Public	No. of Shares Held	No. of Valid Votes Polled	% of Votes Polled on outstandi ng shares (3)=[(2)/(1)]*100	No. of Valid Votes - in favor	No. of Valid Votes - against	% of Votes in favor on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Resolution No. 1	Mode of Voting : Electronic							
Ordinary Resolution for Adoption of Annual Accounts and Reports thereon for the financial year ended 31 st December, 2014	Promoter and Promoter Group	35,12,91,716	NIL	NIL	NIL	NIL	NIL	NIL
	Public - Institutional holders	6,79,87,099	3,06,93,818	45.1465	3,06,93,818	NIL	100.00	NIL
	Public-Others	7,52,82,377	23,59,801	3.1345	23,57,771	2,030	99.9140	0.0860
	Total(A)	49,45,61,192	3,30,53,619	6.6834	3,30,51,589	2,030	99.9939	0.0061
	Mode of Voting : Poll							
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL
	Public-Others	7,52,82,377	67,661	0.0898	67,661	NIL	100.00	NIL
	Total (B)	49,45,61,192	35,13,59,377	71.0446	35,13,59,377	NIL	100.00	NIL
	Grand Total (A+B)	49,45,61,192	38,44,12,996	77.7280	38,44,10,966	2,030	99.9995	0.0005



Resolution No. 2	Mode of Voting : Electronic										
Ordinary Resolution for Declaration of Dividend	Promoter and Promoter Group	35,12,91,716	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
	Public - Institutional holders	6,79,87,099	3,06,93,818	45.1465	3,06,93,818	NIL	100.00	NIL	NIL	NIL	
	Public-Others holders	7,52,82,377	23,59,495	3.1341	23,59,185	310	99.9869	0.0131			
	Total(A)	49,45,61,192	3,30,53,313	6.6833	3,30,53,003	310	99.9991	0.0009			
	Mode of Voting : Poll										
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL	NIL		
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL	NIL		
	Public-Others holders	7,52,82,377	67,661	0.0898	67,661	NIL	100.00	NIL	NIL		
	Total(B)	49,45,61,192	35,13,59,377	71.0446	35,13,59,377	NIL	100.00	NIL	NIL		
	Grand Total (A+B)	49,45,61,192	38,44,12,690	77.7280	38,44,12,380	310	99.9999	0.0001			



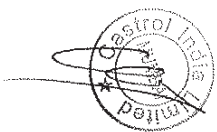
Resolution No. 3	Mode of Voting : Electronic										
Ordinary Resolution for re-appointment of Mr. Peter Weidner as a Director of the Company	Promoter and Promoter Group	35,12,91,716	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
	Public - Institutional holders	6,79,87,099	3,06,93,818	45.1465	3,00,63,380	6,30,438	97.9460	2.0540			
	Public-Others	7,52,82,377	23,59,495	3.1341	23,37,203	22,292	99.0772	0.9448			
	Total(A)	49,45,61,192	3,30,53,313	6.6833	3,24,00,583	6,52,730	98.0252	1.9748			
	Mode of Voting : Poll										
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL			
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL			
	Public-Others	7,52,82,377	67,661	0.0898	67,661	NIL	100.00	NIL			
	Total(B)	49,45,61,192	35,13,59,377	71.0446	35,13,59,377	NIL	100.00	NIL			
	Grand Total (A+B)	49,45,61,192	38,44,12,690	77.7280	38,37,59,960	6,52,730	99.8302	0.1698			



Resolution No. 4	Mode of Voting : Electronic										
Ordinary Resolution for re-appointment of Mr. Ravi Kirpalani as a Director of the Company	Promoter and Promoter Group	35,12,91,716	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
	Public - Institutional holders	6,79,87,099	3,06,93,818	45,14,65	3,02,94,430	3,99,388	98,69,88	1,30,12			
	Public-Others	7,52,82,377	23,57,621	3,13,17	23,44,263	13,358	99,43,34	0,56,66			
	Total(A)	49,45,61,192	3,30,51,439	6,68,29	3,26,38,693	4,12,746	98,75,12	1,24,88			
	Mode of Voting : Poll										
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100,00	35,12,91,716	NIL	100,00	NIL			
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL			
	Public-Others	7,52,82,377	67,661	0,00,89	67,661	NIL	100,00	NIL			
	Total(B)	49,45,61,192	35,13,59,377	71,04,46	35,13,59,377	NIL	100,00	NIL			
	Grand Total (A+B)	49,45,61,192	38,44,10,816	77,72,76	38,39,98,070	4,12,746	99,89,26	0,10,74			



Resolution No. 5	Mode of Voting : Electronic										
Ordinary Resolution for appointment of M/s. SRBC & Co. LLP as Statutory Auditors of the Company and fix their remuneration for the financial year ending 31 st December, 2015	Promoter and Promoter Group	35,12,91,716	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Public - Institutional holders	6,79,87,099	3,06,93,818	45,1465	3,05,77,518	1,16,300	99,6211	0.3789			
	Public-Others	7,52,82,377	23,59,024	3,1335	23,50,744	8,280	99,6490	0.3510			
	Total (A)	49,45,61,192	3,30,52,842	6,6832	3,29,28,262	1,24,580	99,6231	0.3769			
	Mode of Voting : Poll										
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL			
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL			
	Public-Others	7,52,82,377	67,661	0.0898	67,661	NIL	100.00	NIL			
	Total (B)	49,45,61,192	35,13,59,377	71.0446	35,13,59,377	NIL	100.00	NIL			
	Grand Total (A+B)	49,45,61,192	38,44,12,219	77.7279	38,42,87,639	1,24,580	99,9676	0.0324			



Resolution No. 6		Mode of Voting : Electronic										
Special Resolution for Payment of Commission to Non-Executive Directors of the Company		Promoter and Promoter Group	35,12,91,716	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
		Public - Institutional holders	6,79,87,099	3,06,93,818	45,1465	3,06,93,818	NIL	100.00	NIL	NIL	NIL	
		Public-Others	7,52,82,377	23,59,436	3,1341	23,31,089	28,347	98,7986	1.2014			
		Total (A)	49,45,61,192	3,30,53,254	6,6833	3,30,24,907	28,347	99,9142	0.0858			
		Mode of Voting : Poll										
		Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL			
		Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL			
		Public-Others	7,52,82,377	39,777	0.0528	39,440	337	99,1528	0.8472			
		Total (B)	49,45,61,192	35,13,31,493	71.0390	35,13,31,156	337	99,9999	0.0001			
		Grand Total (A+B)	49,45,61,192	38,43,84,747	77.7223	38,43,56,063	28,648	99,9925	0.0075			



Resolution No. 7	Mode of Voting : Electronic										
Ordinary Resolution for Payment of remuneration to the Cost Auditors of the Company for Financial Year ending 31 st December, 2015	Promoter and Promoter Group	35,12,91,716	NIL		NIL	NIL	NIL	NIL	NIL	NIL	
	Public - Institutional holders	6,79,87,099	3,06,93,818	45,1465	3,06,93,818	NIL	100.00	NIL			
	Public-Others	7,52,82,377	23,59,138	3,1337	23,50,799	8,339	99,6465	0.3535			
	Total(A)	49,45,61,192	3,30,52,956	6,6832	3,30,44,617	8,339	99,9748	0.0252			
	<u>Mode of Voting : Electronic</u>										
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL			
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL			
	Public-Others	7,52,82,377	40,169	0.0533	39,852	317	99,2108	0.7892			
	Total (B)	49,45,61,192	35,13,31,885	71.0391	35,13,31,568	317	99,9999	0.0001			
	Grand Total (A+B)	49,45,61,192	38,43,84,841	77.7224	38,43,76,185	8,656	99,9977	0.0023			



Combined Report of Scrutinizer for e-Voting and Poll

To,

Mr. S. M. Datta

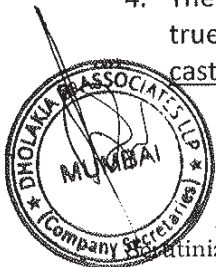
The Chairperson of 37th Annual General Meeting of Castrol India Limited

Held on Thursday, the 14th May, 2015 at 3.30 p.m. at Birla Matushri Sabhagar,
Marine Lines, Mumbai – 400020.

Dear Sir,

I, **CS Bhumitra V. Dholakia, Designated Partner of M/s. Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **Castrol India Limited ("the Company")** vide Letter dated 25th February, 2015 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014 to scrutinize the electronic voting (e-Voting) and was also appointed as a Scrutinizer by you at the 37th Annual General Meeting of the Company for the Poll Process for the resolutions contained in the Notice of 37th Annual General Meeting ("the Meeting") of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.
2. The e-Voting commenced on May 10, 2015 (9:00 am) and was closed on May 13, 2015 (5.00 pm).
3. The e-Voting Result was unblocked at Mumbai from the website of M/s. National Securities Depository Limited i.e. www.evoting.nsdl.com after votes cast by Poll at the Meeting was counted me and the Excel File containing the Result was opened in the presence of Mr. Vishvesh Bhagat and Mr. Vidyut Vasavada who are not in the employment of the Company. **(Declaration attached)**
4. The Votes cast by Corporate/Institutional Members who have emailed the scanned certified true copy of the Board Resolution/Authority Letter, etc. at email ID: castrolagm2015@dholakia-associates.com have been considered valid.



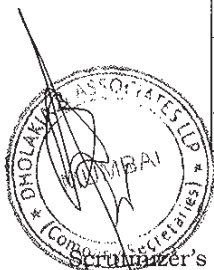
Scrutinizer's Report – Combined (e-Voting and Poll) – Castrol India Limited

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5. After the time fixed for the poll by the Chairperson, Two (2) empty ballot boxes kept for polling was locked in my presence and members who were present.
6. The locked ballot boxes were subsequently opened in my presence and in the presence of Ms. Vidya Brahme and Mr. Damodar Kambli (**Declaration attached**) who are not in the employment of the Company. The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and M/s. TSR Darashaw Limited, Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.
7. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
8. **The Combined Result (e-Voting + Poll) is as under :**

(a) Item No 1: Audited Balance Sheet as at 31st December, 2014 and the Statement of Profit and Loss for the year ended on that date along with the Reports of the Board of Directors and Auditors thereon.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	239	5,42,02,064
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	229	3,30,53,619
B. Poll		
Total Votes received by Poll	55	35,13,59,783
Less: Total Number of Invalid Votes	4	406
Total Number of Valid Votes	51	35,13,59,377
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	294	40,55,61,847
Less: Total Number of Invalid Votes	14	2,11,48,851
Total Number of Valid Votes	280	38,44,12,996



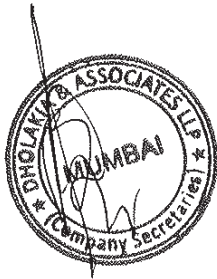
R. K. Kulkarni

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
227	3,30,51,589	99.9939
B. Poll		
51	35,13,59,377	100.00
C. Combined (A+B)		
278	38,44,10,966	99.9995

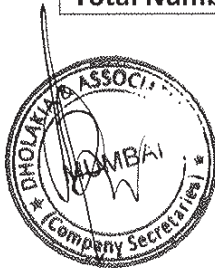
(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
2	2,030	0.0061
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
2	2,030	0.0005



(b) Item No 2: Confirming the payment of Interim Dividend and Declaration of Final Dividend on Equity Shares for the Financial Year ended 31st December, 2014.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	239	5,42,01,758
<u>Less:</u> Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	229	3,30,53,313
B. Poll		
Total Votes received by Poll	55	35,13,59,783
<u>Less:</u> Total Number of Invalid Votes	4	406
Total Number of Valid Votes	51	35,13,59,377
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	294	40,55,61,541
<u>Less:</u> Total Number of Invalid Votes	14	2,11,48,851
Total Number of Valid Votes	280	38,44,12,690



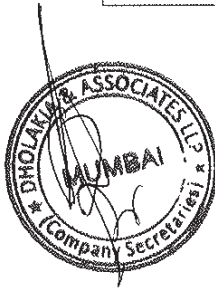
R. K. Patil

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
228	3,30,53,003	99.9991
B. Poll		
51	35,13,59,377	100.00
C. Combined (A+B)		
279	38,44,12,380	99.9999

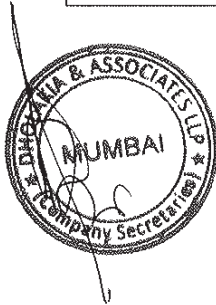
(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
1	310	0.0009
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
1	310	0.0001



(c) Item No 3: Re-appointment of Mr. Peter Weidner (DIN 03620389), who retires by rotation and, being eligible, offers himself for re-appointment.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	239	5,42,01,758
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	229	3,30,53,313
B. Poll		
Total Votes received by Poll	55	35,13,59,783
Less: Total Number of Invalid Votes	4	406
Total Number of Valid Votes	51	35,13,59,377
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	294	40,55,61,541
Less: Total Number of Invalid Votes	14	2,11,48,851
Total Number of Valid Votes	280	38,44,12,690



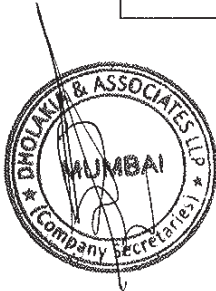
R. K. Patil

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
207	3,24,00,583	98.0252
B. Poll		
51	35,13,59,377	100.00
C. Combined (A+B)		
258	38,37,59,960	99.8302

(ii) Voted against the resolution:

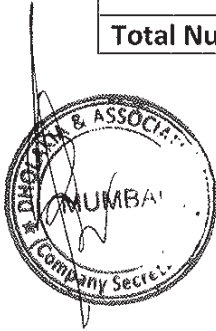
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
22	6,52,730	1.9748
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
22	6,52,730	0.1698



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(d) Item No 4: Re-appointment of Mr. Ravi Kirpalani (DIN 02613688), who retires by rotation and, being eligible, offers himself for re-appointment.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	235	5,41,99,884
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	225	3,30,51,439
B. Poll		
Total Votes received by Poll	55	35,13,59,783
Less: Total Number of Invalid Votes	4	406
Total Number of Valid Votes	51	35,13,59,377
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	290	40,55,59,667
Less: Total Number of Invalid Votes	14	2,11,48,851
Total Number of Valid Votes	276	38,44,10,816



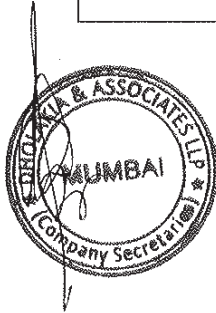
R Kirpalani

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
209	3,26,38,693	98.7512
B. Poll		
51	35,13,59,377	100.00
C. Combined (A+B)		
260	38,39,98,070	99.8926

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
16	4,12,746	1.2488
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
16	4,12,746	0.1074



Chirag

- (e) Item No 5: Appointment of M/s. SRBC & Co. LLP, Chartered Accountants (Firm Registration No. 324982E), as Statutory Auditors of the Company from conclusion of this Annual General Meeting till next Annual General Meeting, in place of Messrs. S. R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No. 301003E), the retiring Auditors of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	234	5,42,01,287
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	224	3,30,52,842
B. Poll		
Total Votes received by Poll	55	35,13,59,783
Less: Total Number of Invalid Votes	4	406
Total Number of Valid Votes	51	35,13,59,377
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	289	40,55,61,070
Less: Total Number of Invalid Votes	14	2,11,48,851
Total Number of Valid Votes	275	38,44,12,219



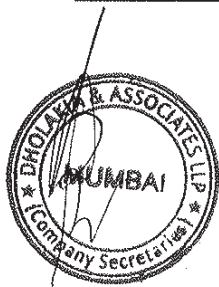
Rampal

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
214	3,29,28,262	99.6231
B. Poll		
51	35,13,59,377	100.00
C. Combined (A+B)		
265	38,42,87,639	99.9676

(ii) Voted against the resolution:

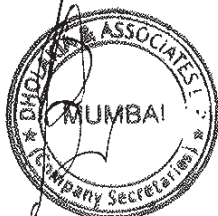
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
10	1,24,580	0.3769
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
10	1,24,580	0.0324



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(f) Item No 6: Payment of Commission to Non-Executive Directors of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	236	5,42,01,699
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	226	3,30,53,254
B. Poll		
Total Votes received by Poll	55	35,13,60,352
Less: Total Number of Invalid Votes	9	28,859
Total Number of Valid Votes	46	35,13,31,493
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	291	40,55,62,051
Less: Total Number of Invalid Votes	19	2,11,77,304
Total Number of Valid Votes	272	38,43,84,747



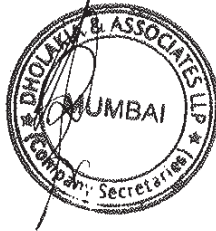
[Handwritten Signature]

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
197	3,30,24,907	99.9142
B. Poll		
42	35,13,31,156	99.9999
C. Combined (A+B)		
239	38,43,56,063	99.9925

(ii) Voted against the resolution:

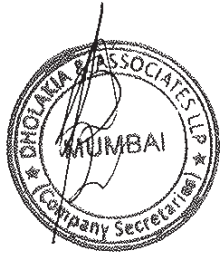
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
29	28,347	0.0858
B. Poll		
4	337	0.0001
C. Combined (A+B)		
33	28,684	0.0075



R. K. Patil

(g) Item No 7: Payment of remuneration to the Cost Auditors of the Company for Financial Year ending 31st December, 2015.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	235	5,42,01,401
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	225	3,30,52,956
B. Poll		
Total Votes received by Poll	55	35,13,60,352
Less: Total Number of Invalid Votes	7	28,467
Total Number of Valid Votes	48	35,13,31,885
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	290	40,55,61,753
Less: Total Number of Invalid Votes	17	2,11,76,912
Total Number of Valid Votes	273	38,43,84,841



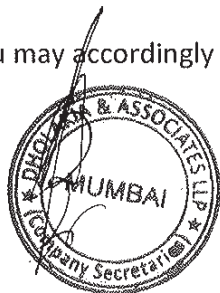
(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
216	3,30,44,617	99.9748
B. Poll		
45	35,13,31,568	99.9999
C. Combined (A+B)		
261	38,43,76,185	99.9977

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
9	8,339	0.0252
B. Poll		
3	317	0.0001
C. Combined (A+B)		
12	8,656	0.0023

9. A Compact Disc (CD) containing a list of equity shareholders who voted by Poll at the Meeting and who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
10. The aforesaid Combined Report is tabulated on the basis of Acceptance and Rejection and Report on Invalid e-Voting Votes and Poll Papers provided in the Annexure attached herewith which forms an integral part of this Report.
11. The poll papers and all other relevant records were sealed and handed over to Mr. Sandeep Deshmukh, Company Secretary of the Company authorized by the Board for safe keeping.
12. You may accordingly declare the result of the e-Voting.



R. K. Patil

13. The Register of e-Voting will be e-mailed to the Chairperson and the Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,



CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place : Mumbai

Date : 15th May, 2015

A handwritten signature in black ink, likely of the Scrutinizer, located at the bottom right of the page.

ANNEXURE**A. BASIS OF ACCEPTANCE****I. PHYSICAL POLL FORM:**

1. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
2. Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the vote(s) cast by the joint named shareholders has/have been considered.
3. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
4. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
5. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
6. If the Shareholder has voted both in e-Voting and Poll, then Voting done through e-Voting has been considered and Voting done through Poll has been treated as Invalid.

II. VOTING THROUGH ELECTRONIC MODE:

7. Member has voted only through e-voting i.e. electronic mode.

B. BASIS OF REJECTION**I. PHYSICAL POLL FORM:**

1. Shareholder has not put any mark on either assent or dissent.
2. Poll paper is not signed.
3. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.



A handwritten signature in black ink, appearing to read 'R. K. Patil'.

4. The specimen signature of the beneficial owner is not provided to the Registrar and Share Transfer Agent by the Depositories and consequently there is no way to verify the signature with the specimen.
5. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
6. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company / Registrar and Share Transfer Agent.
7. The Poll Paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizers to identify either the Member or the number of votes.
8. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.
9. If the Name of the Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
10. If the Identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.
11. If the Shareholder has voted both in e-Voting and Poll, then Voting done through e-Voting has been considered and voting done through Poll has been treated as Invalid.

II. VOTING THROUGH ELECTRONIC MODE:

12. Member has voted by Physical Ballot Form and e-Voting both, then voting done through valid Physical Postal Ballot Form has been considered and e-Voting has been treated as 'Invalid'.
13. Institutional Member (other than Individuals, HUF, NRI etc.) has not sent scanned copy / hard copy of the relevant Board Resolution / Authority Letter / Power of Attorney, etc. together with attested specimen signatures of the duly authorised signatory through Email at castrolagm2015@dholakia-associates.com.
14. Board Resolution / Authority Letter / Power of Attorney, etc. do not grant power in favour of the person who has exercised voting right.



C. REPORT FOR INVALID POLL PAPERS.**i. For Item No. 1:**

Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each)
I. PHYSICAL POLL FORM:			
1.	No votes polled	1	396
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
SUB-TOTAL - I		4	406
II. ELECTRONIC VOTES			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
SUB-TOTAL - II		10	2,11,48,445
TOTAL (I + II)		14	2,11,48,851



Ruparam

ii. For Item No. 2:

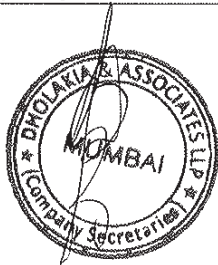
Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each)
I. PHYSICAL POLL FORM:			
1.	No votes polled	1	396
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
SUB-TOTAL - I		4	406
II. ELECTRONIC VOTES			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
SUB-TOTAL - II		10	2,11,48,445
TOTAL (I + II)		14	2,11,48,851



[Handwritten Signature]

iii. For Item No. 3:

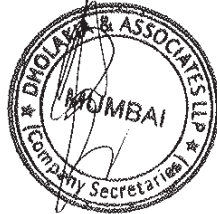
Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each)
I. PHYSICAL POLL FORM:			
1.	No votes polled	1	396
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
SUB-TOTAL - I		4	406
II. ELECTRONIC VOTES			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
SUB-TOTAL - II		10	2,11,48,445
TOTAL (I + II)		14	2,11,48,851



Rampal

iv. For Item No. 4:

Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each)
I. PHYSICAL POLL FORM:			
1.	No votes polled	1	396
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
<u>SUB-TOTAL - I</u>		4	406
II. ELECTRONIC VOTES			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
<u>SUB-TOTAL - II</u>		10	2,11,48,445
<u>TOTAL (I + II)</u>		14	2,11,48,851



Ranjana

v. For Item No. 5:

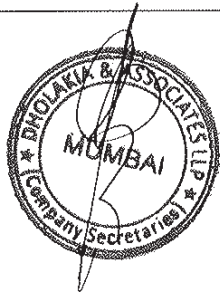
Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each)
I. PHYSICAL POLL FORM:			
1.	No votes polled	1	396
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
<u>SUB-TOTAL - I</u>		4	406
II. ELECTRONIC VOTES			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
<u>SUB-TOTAL - II</u>		10	2,11,48,445
<u>TOTAL (I + II)</u>		14	2,11,48,851



K. Parag

vi. For Item No. 6:

Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each)
I. PHYSICAL POLL FORM:			
1.	No votes polled	6	28,849
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
SUB-TOTAL - I		9	28,859
II. ELECTRONIC VOTES			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
SUB-TOTAL - II		10	2,11,48,445
TOTAL (I + II)		19	2,11,77,304



Kingpalan

vii. **For Item No. 7:**

Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each)
I. PHYSICAL POLL FORM:			
1.	No votes polled	4	28,457
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
SUB-TOTAL – I		7	28,467
II. ELECTRONIC VOTES			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
SUB-TOTAL - II		10	2,11,48,445
TOTAL (I + II)		17	2,11,76,912



CS Bhumitra V. Dholakia
 Designated Partner
 Dholakia & Associates LLP
 (Company Secretaries)
 FCS: 977 CP No: 507

Place : Mumbai

Date : 15th May, 2015

TO WHOMSOEVER IT MAY CONCERN

We, Nidrut. R. Vasavade and Vishvesh. G. Bhargat hereby state that the Excel Sheet containing the Results of e-Voting of **Castrol India Limited** ("the Company") for the 37th Annual General Meeting of the Company held on Thursday, the 14th May, 2015 at 3.30 p.m. at Birla Matushri Sabhagar, Marine Lines, Mumbai – 400020 was unblocked from the website of M/s. National Securities Depository Limited i.e. www.evoting.nsdl.com and opened in our presence as required under Rule 20(3)(xi) of Companies (Management and Administration) Rules, 2014.

Witness 1

Name: Nidrut. R. Vasavade

Address: MHB-11, A-302, Sri Sarvodaya CHS, Service Road,
Near P.F. office, Kher Nagar, Bandra (East), Mumbai - 400 051.

Signature: N. R. Vasavade

Witness 2

Name: Vishvesh. G. Bhargat

Address: MHB-11, A-302, Sarvodaya CHS, Service Road,
Near P.F. office, Kher Nagar, Bandra (East) Mumbai

Signature: 

400 051

Box 1

TO WHOMSOEVER IT MAY CONCERN


We, VIDYA BRAHME..... and DAMODAR KAMBLI..... hereby state that the Polling Box, in which Equity Shareholders of Castrol India Limited ("the Company") cast their vote by way of Poll at the 37th Annual General Meeting of the Company held on Thursday, the 14th May, 2015 at 3.30 p.m. at Birla Matushri Sabhagar, Marine Lines, Mumbai – 400020, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same was in sealed condition and without any tampering.

Witness 1

Name: VIDYA BRAHME

Address: JYOTI SADAN CHS

SION MUM - 22

Signature: 

Witness 2

Name: DAMODAR KAMBLI

Address: INDRAPRASTHA CHAYA CHS

VIRAR (W) 401302

Signature: 

Box 2

TO WHOMSOEVER IT MAY CONCERN

We, VIDYA BRAHME and DAMODAR KAMBLI hereby state that the Polling Box, in which Equity Shareholders of Castrol India Limited ("the Company") cast their vote by way of Poll at the 37th Annual General Meeting of the Company held on Thursday, the 14th May, 2015 at 3.30 p.m. at Birla Matushri Sabhagar, Marine Lines, Mumbai – 400020, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same was in sealed condition and without any tampering.

Witness 1

Name: VIDYA BRAHME

Address: JYOTI SADAN CHS
SION MUM - 22

Signature: 

Witness 2

Name: DAMODAR KAMBLI

Address: INDRAPRASTHA CHAYA CHS
VIRAR (W) 401303

Signature: 