

Outcome of Voting of Annual General Meeting (As per Clause 35A of Listing Agreement)

Date of Annual General Meeting	30th June, 2014						
Total number of shareholders as on record date	3,19,034 shareholders as on 12th June, 2014						
No. of shareholders present in the	Promoters &	P	ublic				
meeting either in person or through	Promoter Group						
proxy	In Person	In Person Through Proxy					
	7	879 84					
No. of Shareholders attended the	Promoters &	Р	ublic				
meeting through Video	Promoter Group						
Conferencing	N.A.	1	N.A.				
		,					

Agenda wise

The mode of voting for all the resolutions was:

- 1. E-voting conducted between 24th June, 2014 to 26th June, 2014 and
- 2. Poll (electronically) conducted at the Meeting.

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

Resolution 1: Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2014 (Ordinary Resolution)

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							2
Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public -							0.00
Institutional							25
Holders	403349382	234861289	58.23	234861289	0	100.00	0.00
Public - Others	305345560	1278220	0.42	1277146	1074	99.92	0.08
Total	2163107800	1690552367	78.15	1690551293	1074	99.99	0.01







Resolution 2: Declaration of Dividend (Ordinary Resolution)

Promoter/ Public	No. of shares held#	No. of votes polled ^{\$}	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes– against	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and			7			100	100
Promoter Group	1454412858	1454412858	100.00	1454412858		400.00	
Public -			100.00	1434412030	0	100.00	0.00
Institutional							
Holders	403349382	236143558	50 55	000440770			
Public - Others	305345560		58.55	236143558	0	100.00	0.00
Total		1279189	0.42	1276117	3072	99.76	0.24
I Otal	2163107800	1691835605	78.21	1691832533	3072	99.99	0.01

Resolution 3A: Re-election of Mr. Harish Manwani'as Director of the Company (Ordinary Resolution)

Promoter/ Public	No. of shares held [#]	No. of votes polled ^{\$}	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	No. of Votes – in favour (4)	No. of Votes– against	% of Votes in favour on votes polled (6)=[(4)/(2)]	% of Votes against on votes polled (7)=[(5)/(2)]
Promoter and			100			*100	*100
Promoter Group	1454412858	1454412858	100.00	1454412858			
Public -			100.00	1434412030	0	100.00	0.00
Institutional							
Holders	403349382	236143558	50.55				
Public - Others	305345560		58.55	222506184	13637374	94.22	5.78
Total		1274860	0.42	1268196	6664	99.48	0.52
·	2163107800	1691831276	78.21	1678187238	13644038	99.19	0.81

Resolution 3B: Re-election of Mr. Pradeep Banerjee as Director of the Company (Ordinary Resolution)

Shares held# Votes polled on outstanding shares (2) Polled on outstanding shares (3)=[(2)/(1)]* (4) (5) (5) (6)=[(4)/(2)] *100 (6)=[(4)/(2)] *100 (7)=[(4)/(2)]						10 10 10		,
Promoter and Promoter Group 1454412858 1454412858 100.00 1454412858 0 100.00 Public - Institutional Holders 403349382 210004774 51400	Promoter/ Public	shares held [#]	votes polled ^{\$}	Polled on outstanding shares (3)=[(2)/(1)]*	Votes - in favour	Votes- against	in favour on votes polled (6)=[(4)/(2)]	% of Votes against on votes polled (7)=[(5)/(2)]
Public - 1454412858 100.00 1454412858 0 100.00	Promoter and						~100	*100
Public - Institutional Holders 403349382 210004774 54.00	Promoter Group	1454412858	1454412858	100.00	1454440050			
70004774	Public -		1101112000	100.00	1454412858	0	100.00	0.00
Holders 403349382 310004774	Institutional							
	Holders	403349382	240004774					
Public - Others 305345560 215054714 54.32 215552396 3542378 98.38	Public - Others		219094774	54.32	215552396	3542378	98.38	1.62
Total 246347300 12/6683 0.42 1269415 7268 99.43				0.42	1269415	7268	99.43	0.57
Total 2163107800 1674784315 77.42 1671234669 3549646 99.79	Total	2103107800	1674784315	77.42	1671234669	3549646		0.21







Resolution 4: Appointment of M/s. B S R & Co. LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration for the financial year ending 31st March, 2015 (Ordinary Resolution)

Promoter/ Public	No. of shares held#	No. of votes polled ^s (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	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							100
Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public -			100.00	1757712050	0	100.00	0.00
Institutional							
Holders	403349382	236143558	58.55	230147144	5996414	97.46	0.54
Public - Others	305345560	1275911	0.42				2.54
Total	2462407000		0.42	1264831	11080	99.13	0.87
Iotai	2163107800	1691832327	78.21	1685824833	6007494	99.64	0.36

Resolution 5: Appointment of Mr. Aditya Narayan as an Independent Director of the Company for a term of upto five years (Ordinary Resolution)

Promoter/ Public	No. of shares held#	No. of votes polled ^s	% 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	1454412858	1454412858	100.00	1454412858	0	100.00	
Public - Institutional Holders	403349382	235299826	58.34	226048535	9251291	96.07	0.00
Public - Others	305345560	1272635	0.42				3.93
Total	2163107800			1263852	8783	99.31	0.69
	2103107000	1690985319	78.17	1681725245	9260074	99.45	0.55

Resolution 6: Appointment of Mr. S. Ramadorai as an Independent Director of the Company for a term of upto five years (Ordinary Resolution)

Promoter/ Public	No. of	No. of	% of Votes	No. of	No. of	% of Votes	% of Votes
	shares	votes	Polled on	Votes	Votes-	in favour	against on
	held*	polled ^{\$}	outstanding	– in	against	on votes	votes
	(1)	(2)	shares	favour	(=)	polled	polled
	()	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and						100	100
Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	
Public - ,			100.00	1434412030	0	100.00	0.00
Institutional							
Holders	403349382	235705021	58.44	222648826	13056195	04.46	
Public - Others	305345560	1274211	0.42			94.46	5.54
Total	2163107800			1259905	14306	98.88	1.12
	2103107600	1691392090	78.19	1678321589	13070501	99.23	0.77





Resolution 7: Appointment of Mr. O. P. Bhatt as an Independent Director of the Company for a term of upto five years (Ordinary Resolution)

Promoter/ Public	No. of	No. of	% of Votes	No. of	No. of	% of Votes	% of Votes
	shares	votes	Polled on	Votes	Votes-	in favour	against on
	held#	polled ^{\$}	outstanding	– in	against	on votes	votes
			shares	favour		polled	polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and							
Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public -							0.00
Institutional							
Holders	403349382	235705021	58.44	230599076	5105945	97.83	2.17
Public - Others	305345560	1272539	0.42	1265935	6604	99.48	0.52
Total	2163107800	1691390418	78.19	1686277869	5112549	99.70	0.30

Resolution 8: Appointment of Dr. Sanjiv Misra as an Independent Director of the Company for a term of upto five years (Ordinary Resolution)

Promoter/ Public	No. of shares	No. of Votes	% of Votes Polled on	No. of Votes	No. of Votes-	% of Votes in favour	% of Votes against on
	held*	polled ^{\$}	outstanding shares	- in favour	against	on votes	votes
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and							
Promoter Group	1454412858	1454412858	100.00	1454412858	0	100.00	0.00
Public -						100.00	0.00
Institutional							
Holders	403349382	235705021	58.44	235570783	134238	99.94	0.06
Public - Others	305345560	1268298	0.42	1260751	7547	99.40	0.60
Total	2163107800	1691386177	78.19	1691244392	141785	99.99	0.01

^{*}voting rights are in proportion to shares held as on 12th June, 2014.

As per the consolidated results of e-voting and poll on item no. 1 to 8 of the notice of AGM, all the resolutions are passed by requisite majority.

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^{\$} excludes invalid votes.