

August 01, 2014

The BSE Limited Corporate Relationship Department, 1 <sup>st</sup> Floor, New Trading Ring, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai- 400 001 022 - 2272 3121, 2037, 2061 corp.relations@bseindia.com	The National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> Floor, Plot no.C/1, G Block Bandra-Kurla Complex, Bandra(E), <b>Mumbai-400051</b> 022- 2659 8237, 8238, 8347, 8348 cmist@nse.co.in
<b>Security Code:- 532286</b>	<b>Security Code:-JINDALSTEL</b>

Dear Sirs,

**Sub: Clause 35A of the Listing Agreement - Details of Voting Results at the 35<sup>th</sup> Annual General Meeting of the Company**

Pursuant to Clause 35A of the Listing Agreement, details of voting results of the 35<sup>th</sup> Annual General Meeting (AGM) of the Company held on Wednesday, July 30, 2014 at O. P. Jindal Marg, Hisar - 125005, Haryana, are enclosed herewith as per the prescribed format.

Further, we are enclosing the following documents:

1. Results of voting through electronic means, physical ballot forms and poll conducted at the AGM.
2. Scrutinizer's Report on:
  - a. e-voting and physical ballot forms
  - b. poll.

The above are also uploaded on the Company's website i.e [www.jindalsteelpower.com](http://www.jindalsteelpower.com).

Kindly acknowledge the receipt and do the needful.

Thanking You.

Yours faithfully,

For **JINDAL STEEL & POWER LIMITED**



**JAGISH PATRA**  
**COMPANY SECRETARY**

Encl: As above



Details of Voting Result

Date of the AGM	30 <sup>th</sup> July, 2014
Total number of shareholders on record date i.e 20.06.2014	1,34,541
No. of Shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none"><li>▪ Promoters and Promoter Group<ul style="list-style-type: none"><li>- In person</li><li>- In proxy</li></ul></li><li>▪ Public<ul style="list-style-type: none"><li>- In person</li><li>- In proxy</li></ul></li></ul>	18 Persons Representing 21 Shareholders Nil  36 Persons 5 Persons Representing 59 Shareholders
No. of Shareholders attended the meeting through Video Conferencing	Not Arranged



## AGENDA-WISE VOTING RESULTS

### In case of Poll/Postal ballot/E-voting

All the resolutions were carried out through e-voting and physical ballot and through poll conducted at the meeting..

Item No.	Particulars of Resolution	Resolution required: (Ordinary/Special)	Mode of voting: (Poll/ballot/E-voting)	Remarks
1	To adopt Standalone and Consolidated Financial Statements of the Company including Report of Board of Directors and Auditors	Ordinary	Poll/Ballot /E-voting	The resolution was passed with requisite majority.
2	To declare dividend on Equity Shares	Ordinary	Poll/Ballot /E-voting	The resolution was passed with requisite majority.
3	To re-appoint Shri Rafan Jindal as Director	Ordinary	Poll/Ballot /E-voting	The resolution was passed with requisite majority.
4	To re-appoint Smt Shallu Jindal as Director	Ordinary	Poll/Ballot /E-voting	The resolution was passed with requisite majority
5	To appoint M/s S. R. Batliboi & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company in place of M/s S. S. Kothari Mehta & Co., Chartered Accountants, the retiring Auditors	Ordinary	Poll/Ballot /E-voting	The resolution was passed with requisite majority
6	To consider appointment of Shri K. Rajagopal as Director	Ordinary	Poll/Ballot /E-voting	The resolution was passed with requisite majority
7	To consider appointment of Shri	Ordinary	Poll/Ballot	The resolution was



	Arun Kumar Purwar as Independent Director		/E-voting	passed with requisite majority
8	To consider appointment of Shri Haigreve Khaitan as Independent Director	Ordinary	Poll/Ballot /E-voting	The resolution was passed with requisite majority
9	To consider appointment of Shri Hardip Singh Wirk as Independent Director	Ordinary	Poll/Ballot /E-voting	The resolution was passed with requisite majority
10	To consider appointment of Shri Ram Vinay Shahi as Independent Director	Ordinary	Poll/Ballot /E-voting	The resolution was passed with requisite majority
11	To consider appointment of Shri Arun Kumar as Independent Director	Ordinary	Poll/Ballot /E-voting	The resolution was passed with requisite majority
12	To consider appointment of Shri Sudershan Kumar Garg as Independent Director	Ordinary	Poll/Ballot /E-voting	The resolution was passed with requisite majority
13	To consider payment of Commission to Independent Director	Special	Poll/Ballot /E-voting	The resolution was passed with requisite majority
14	To ratify the payment of Remuneration to M/s Ramanath Iyer & Co., (FRN 00019), Cost Accountants, as cost auditors of the Company	Ordinary	Poll/Ballot/ E-voting	The resolution was passed with requisite majority
15	To consider revision in Share in Profit of Shri Naveen Jindal	Ordinary	Poll/Ballot/ E-voting	The resolution was passed with requisite majority



16	To consider amendment in Articles of Association of the Company	Special	Poll/Ballot/ E-voting	The resolution was passed with requisite majority
17	To consider revision in remuneration of Shri Ravi Uppal, Managing Director & Group CEO	Ordinary	Poll/Ballot/ E-voting	The resolution was passed with requisite majority
18	To consider revision in remuneration of Shri K. Rajagopal, Group CFO & Director	Ordinary	Poll/Ballot/ E-voting	The resolution was passed with requisite majority
19	To consider revision in remuneration of Shri Dinesh Kumar Saraogi, Wholetime Director	Ordinary	Poll/Ballot/ E-voting	The resolution was passed with requisite majority



**Resolution No. 1:** To adopt Standalone and Consolidated Financial Statements of the Company including Report of Board of Directors and Auditors.

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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,10,394	21.44	5,31,10,938	99,456	99.81	0.19
Public - Others	11,40,29,364	47,669	0.04	47,669	-	100.00	0.00
Total	91,48,85,984	60,37,34,231	65.99	60,36,34,775	99,456	99.98	0.02



**Resolution No. 2: To Declare dividend on Equity Shares.**

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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	5,31,13,385	99,456	99.81	0.19
Public - Others	11,40,29,364	47,639	0.04	47,639	0	100	0.00
Total	91,48,85,984	60,37,36,648	65.99	60,36,37,192	99,456	99.98	0.02



**Resolution No. 3: To Reappoint Shri Ratan Jindal as Director.**

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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	1,21,54,292	4,10,58,549	22.84	77.16
Public - Others	11,40,29,364	47,659	0.04	47,524	135	99.72	0.28
Total	91,48,85,984	60,37,36,668	65.99	56,26,77,984	4,10,58,684	93.20	6.80



**Resolution No. 4: To Reappoint Smt Shallu Jindal as Director.**

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g 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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institution al holders	24,81,52,772	5,32,12,841	21.44	1,49,56,974	38,25,5867	28.11	71.89
Public - Others	11,40,29,364	47,659	0.04	45,989	1,670	96.50	3.50
Total	91,48,85,984	60,37,36,668	65.99	56,54,79,131	3,82,57,537	93.66	6.34



**Resolution No. 5: To Appoint M/s S. R. Badliboi & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company M/s S. S. Kothari Mehta & Co., Chartered Accountants, the retiring Auditors.**

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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	5,30,54,626	1,58,215	99.70	0.30
Public - Others	11,40,29,364	47,559	0.04	47,534	25	99.95	0.05
Total	91,48,85,984	60,37,36,568	65.99	60,35,78,328	1,58,240	99.97	0.03



Resolution No. 6: To Consider Appointment of Shri K. Rajagopal as Director.

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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	1,37,57,770	3,94,55,071	25.85	74.15
Public - Others	11,40,29,364	47,659	0.04	46,194	1,465	96.93	3.07
Total	91,48,85,984	60,37,36,668	65.99	56,42,80,132	3,94,56,536	93.46	6.54



**Resolution No. 7: To Consider Appointment of Shri Arun Kumar Purwar as Independent Director.**

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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	5,01,77,531	30,35,310	94.30	5.70
Public - Others	11,40,29,364	47,659	0.04	45,630	2,029	95.74	4.26
Total	91,48,85,984	60,37,36,668	65.99	60,06,99,329	30,37,339	99.50	0.50



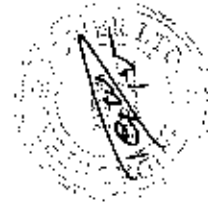
**Resolution No. 8: To Consider Appointment of Shri Haigreave Khaitan as Independent Director.**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3) = \frac{(2)}{(1)} * 100$	No. of Votes-in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled $(6) = \frac{(4)}{(2)} * 100$	% of Votes against on votes polled $(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	1,22,34,138	4,09,78,703	22.99	77.01
Public - Others	11,40,29,364	47,659	0.04	45,499	2,160	95.47	4.53
Total	91,48,85,984	60,37,36,668	65.99	56,27,55,805	4,09,80,863	93.21	6.79



**Resolution No. 9: To Consider Appointment of Shri Hardip Singh Wirk as Independent Director.**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3) = \frac{(2)}{(1)} \times 100$	No. of Votes-in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled $(6) = \frac{(4)}{(2)} \times 100$	% of Votes against on votes polled $(7) = \frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	5,20,67,085	11,45,756	97.85	2.15
Public - Others	11,40,29,364	47,549	0.04	45,865	1,684	96.46	3.54
Total	91,48,85,984	6,03,73,6558	65.99	60,25,89,118	11,47,440	99.81	0.19



**Resolution No. 10: To Consider Appointment of Shri Ram Vinay Shahi as Independent Director .**

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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	4,87,49,050	44,63,791	91.61	8.39
Public - Others	11,40,29,364	46,384	0.04	46,030	354	99.24	0.76
Total	91,48,85,984	60,37,35,393	65.99	59,92,71,248	44,64,145	99.26	0.74



**Resolution No. 11:** To Consider Appointment of Shri Arun Kumar as Independent Director.

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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	5,13,04,689	19,08,152	96.41	3.59
Public - Others	11,40,29,364	46,629	0.04	44,895	1,734	96.28	3.72
Total	91,48,85,984	60,37,35,638	65.99	60,18,25,752	19,09,886	99.68	0.32



**Resolution No. 12: To Consider Appointment of Shri Sudershan Kumar Garg as Independent Director.**

Promoter / Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3) = \frac{(2)}{(1)} * 100$	No. of Votes-in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled $(6) = \frac{(4)}{(2)} * 100$	% of Votes against on votes polled $(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	5,21,58,218	10,54,623	98.02	1.98
Public - Others	11,40,29,364	47,529	0.04	45,895	1,634	96.56	3.44
Total	91,48,85,984	60,37,36,538	65.99	60,26,80,281	10,56,257	99.83	0.17



**Resolution No. 13: To Consider Payment of Commission to Independent Director.**

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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	5,31,13,385	99,456	99.81	0.19
Public - Others	11,40,29,364	47,659	0.04	45,209	2,450	94.86	5.14
Total	91,48,85,984	60,37,36,668	65.99	60,36,34,762	1,01,906	99.98	0.02



**Resolution No. 14:** To Ratify the Payment of Remuneration to M/s Ramanath Iyer & Co., (FRN 00019), Cost Accountants, as cost auditors of the Company.

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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	5,31,13,385	99,456	99.81	0.19
Public - Others	11,40,29,364	47,659	0.04	47,109	550	98.85	1.15
Total	91,48,85,984	60,37,36,668	65.99	60,36,36,662	1,00,006	99.98	0.02



**Resolution No. 15: To Consider Revision in Share in Profit of Shri Naveen Jindal.**

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-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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders.	24,81,52,772	5,32,12,841	21.44	5,30,89,192	1,23,649	99.77	0.23
Public - Others.	11,40,29,364	47,654	0.04	45,133	2,521	94.71	5.29
Total	91,48,85,984	60,37,36,663	65.99	60,36,10,493	1,26,170	99.98	0.02



**Resolution No. 16: To Consider Amendment in Articles of Association of the Company.**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3) = \frac{(2)}{(1)} \times 100$	No. of Votes-in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled $(6) = \frac{(4)}{(4) + (5)} \times 100$	% of Votes against on votes polled $(7) = \frac{(5)}{(4) + (5)} \times 100$
Promoter and Promoter Group	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,23,91,085	21.11	4,96,09,197	27,81,888	94.69	5.31
Public - Others	11,40,29,364	47,659	0.04	47,120	539	98.87	1.13
Total	91,48,85,984	60,29,14,912	65.90	60,01,32,485	27,82,427	99.54	0.46



**Resolution No. 17:** To Consider revision in remuneration of Shri Ravi Uppal, Managing Director & Group CEO.

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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	5,31,13,385	99,456	99.81	0.19
Public - Others	11,40,29,364	47,559	0.04	45,099	2,460	94.83	5.17
Total	91,48,85,984	60,37,36,568	65.99	60,36,34,652	1,01,916	99.98	0.02



**Resolution No. 18: To Consider revision in remuneration of Shri K. Rajagopal, Group CFO & Director.**

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3) = \frac{(2)}{(1)} \times 100$	No. of Votes-in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled $(6) = \frac{(4)}{(4)+(5)} \times 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(4)+(5)} \times 100$
Promoter and Promoter Group	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,32,12,841	21.44	5,31,13,385	99,456	99.81	0.19
Public - Others	11,40,29,364	47,659	0.04	45,720	1,939	95.93	4.07
Total	91,48,85,984	60,37,36,668	65.99	60,36,35,273	1,01,395	99.98	0.02



**Resolution No. 19: To Consider revision in remuneration of Shri Dinesh Kumar Saraogi, Wholetime Director**

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	55,27,03,848	55,04,76,168	99.60	55,04,76,168	0	100.00	0.00
Public - Institutional holders	24,81,52,772	5,23,20,774	21.44	5,22,21,318	99,456	99.81	0.19
Public - Others	11,40,29,364	47,631	0.04	45,581	2,050	95.70	4.30
Total	91,48,85,984	60,28,44,573	65.99	60,27,43,067	1,01,506	99.98	0.02

Kindly acknowledge the receipt.

Yours faithfully,  
For JINDAL STEEL & POWER LIMITED



JAGDISH PATRA  
COMPANY SECRETARY  
MEMBERSHIP NO. - FCS5320

ADDRESS: 28, NAJAFGARH ROAD  
NEW DELHI- 110015



*VISHAL ARORA & ASSOCIATES*  
*Company Secretaries*

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To

The chairman

Jindal Steel & Power Limited

O. P. Jindal Marg,

Hisar - 125005

Haryana

Dear Sir,

**Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the shareholders who do not have access to e-voting.**

I, Vishal Arora of Vishal Arora & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of M/s Jindal Steel & Power Limited vide resolution dated April 29, 2014 pursuant to Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the Thirty Fifth Annual General Meeting of the Company to be held on July 30, 2014.

The Notice dated June 11, 2014 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolution to be passed at the said AGM of the Company to be held on July 30, 2014.

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45E, 1st Floor, Amar Plaza, Hasanpur Main Road, Patparganj, Delhi - 110 092

Telefax: +91 11 4309 4977, Tel.: +91 11 4309 5987

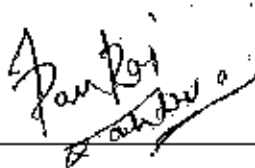
e-mail: [info@legumamicuss.com](mailto:info@legumamicuss.com) Website: [www.legumamicuss.com](http://www.legumamicuss.com)



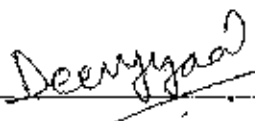
The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The Shareholders of the Company holding share as on the "cut-off" date of June 20, 2014 were entitled to vote on the proposed resolutions as set out at items nos. 1 to 19 in the Notice of the 35<sup>th</sup> AGM of M/s Jindal Steel & Power Limited.

The Voting period for e-voting commenced on Thursday, July 24, 2014 at 09:00 a.m. and ended on Saturday, July 26, 2014 at 05:00 p.m. and the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facilities were then unblocked in the presence of two witnesses who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence. Votes cast through Physical ballot forms received upto July 26, 2014 (05:00 P.M. IST), were considered.



Name: Mr. Pankaj Sachdeva



Name: Ms. Deevyaa Goel

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein upto 05:00 PM (IST) on July 26, 2014. The scrutiny was done on the basis of e-voting result downloaded from the National Securities Depository Limited (NSDL) e-voting system and on the basis of physical ballot forms received.

I now submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions.



I. Resolution No. 1 :-

To adopt Standalone and Consolidated Financial Statements of the Company including Report of Board of Directors and Auditors

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	280	512517157	-
Postal Ballot	28	91117618	-
Total	304	603634775	99.98

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	1	99456	-
Postal Ballot	-	-	-
Total	1	99456	0.02

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



**H. Resolution No. 2 :-**

**To Declare Dividend on Equity Shares**

**(i) Voted in favour of the resolution:**

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	280	512519574	-
Postal Ballot	24	91117618	-
Total	304	603637192	99.98

**(ii) Voted against the resolution:**

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	1	99456	-
Postal Ballot	-	-	-
Total	1	99456	0.02

**(iii) Invalid votes:**

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



**III. Resolution No. 3 :-**

**To Reappoint Shri Ratan Jindal as Director**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	128	471560366	-
Postal Ballot	24	91117618	-
Total	152	562677984	93.20

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	153	41058684	-
Postal Ballot	-	-	-
Total	153	41058684	6.80

(iv) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



**IV. Resolution No. 4 :-**

**To Reappoint Smt Shalita Jindal as Director**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	133	474361513	-
Postal Ballot	24	91117618	-
Total	157	565479131	93.66

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	148	38257537	-
Postal Ballot	-	-	-
Total	148	38257537	6.34

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



V. Resolution No. 5 :-

To Appoint M/s S. R. Batliboi & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company in place of M/s S. S. Kothari Mehta & Co. Chartered Accountants, the retiring Auditors

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	277	512460710	-
Postal Ballot	24	91117618	-
Total	301	603578328	99.97

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	3	158240	-
Postal Ballot	-	-	-
Total	3	158240	0.03

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



VI. Resolution No. 6 :-

To Consider Appointment of Shri K. Rajagopal as Director

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	133	473162514	-
Postal Ballot	24	91117618	-
Total	157	564280132	93.46

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	148	39456536	-
Postal Ballot	-	-	-
Total	148	39456536	6.54

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



**VII. Resolution No. 7 :-**

**To Consider Appointment of Shri Arun Kumar Purwar as an Independent Director**

(i) Voted in favour of the resolution:

	Number of members voted.	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	268	509581711	-
Postal Ballot	24	91117618	-
<b>Total</b>	<b>292</b>	<b>600699329</b>	<b>99.50</b>

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	13	3037339	-
Postal Ballot	-	-	-
<b>Total</b>	<b>13</b>	<b>3037339</b>	<b>0.50</b>

(iv) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



**VIII. Resolution No. 8 :-**

**To Consider Appointment of Shri Haigreve Khaitan as an Independent Director**

**(i) Voted in favour of the resolution:**

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	116	471638187	-
Postal Ballot	24	91117618	-
Total	140	562755805	93.21

**(ii) Voted against the resolution:**

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	165	40980863	-
Postal Ballot	-	-	-
Total	165	40980863	6.79

**(v) Invalid votes:**

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



**IX. Resolution No. 9 :-**

**To Consider Appointment of Shri Hardip Singh Wirk as an Independent Director**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	268	511471500	-
Postal Ballot	24	91117618	-
Total	292	602589118	99.81

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	12	1147440	-
Postal Ballot	-	-	-
Total	12	1147440	0.19

(vi) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



X. Resolution No. 10 :-

To Consider Appointment of Shri Ram Vinay Shahi as an Independent Director

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	251	508153630	-
Postal Ballot	24	91117618	-
	275	599271248	99.26

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	28	4464145	-
Postal Ballot	-	-	-
Total	28	4464145	0.74

(vi) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



**XI. Resolution No. 11 :-**

**To Consider Appointment of Shri Arun Kumar as an Independent Director**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	259	510708134	-
Postal Ballot	24	91117618	-
Total	283	601825752	99.68

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	21	1909886	-
Physical	-	-	-
Total	21	1909886	0.32

(viii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



**XII. Resolution No. 12 :-**

**To Consider Appointment of Shri Sudershan Kumar Garg as an Independent Director**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	269	511562663	-
Postal Ballot	24	91117618	-
Total	293	602680281	99.82

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	10	1056257	-
Postal Ballot	-	-	-
Total	10	1056257	0.18

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



**XIII. Resolution No. 13 :-**

**To Consider Payment of Commission to Independent Directors**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	265	512517144	-
Postal Ballot	24	91117618	-
<b>Total</b>	<b>289</b>	<b>603634762</b>	<b>99.98</b>

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	16	101906	-
Postal Ballot	-	-	-
<b>Total</b>	<b>16</b>	<b>101906</b>	<b>0.02</b>

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



**XIV. Resolution No. 14 :-**

**To Ratify the Payment of Remuneration to M/s Ramanath Iyer & Co., (FRN 00019), Cost Accountants, as cost auditors of the Company**

**(i) Voted in favour of the resolution:**

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	277	512519044	-
Postal Ballot	24	91117618	-
Total	301	603636662	99.98

**(ii) Voted against the resolution:**

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	4	100006	-
Postal Ballot	-	-	-
Total	4	100006	0.02

**(iii) Invalid votes:**

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting		
Postal Ballot		
Total		



XV. Resolution No. 15 :-

To Consider Revision in Share in Profit of Shri Naveen Jindal

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	264	512492875	-
Postal Ballot	24	91117618	-
Total	288	603610493	99.98

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	16	126170	-
Postal Ballot	-	-	-
Total	16	126170	0.02

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



**XVI. Resolution No. 16 :-**

**To Consider Adoption of new set of Articles of Association of the Company**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	260	509014867	-
Postal Ballot	24	91117618	-
Total	284	600132485	99.54

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	11	2782427	-
Postal Ballot	-	-	-
Total	11	2782427	0.46

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



**XVII. Resolution No. 17 :-**

**To Consider Revision in remuneration of Shri Ravi Uppal, Managing Director & Group CEO**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	266	512517034	-
Postal Ballot	24	91117618	-
Total	290	603634652	99.98

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	14	101916	-
Postal Ballot	-	-	-
Total	14	101916	0.02

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



**XVIII. Resolution No. 18 :-**

**To Consider Revision in remuneration of Shri K. Rajagopal, Group CFO & Director**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	269	512517655	-
Postal Ballot	24	91117618	-
Total	293	603635273	99.98

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	12	101395	-
Postal Ballot	-	-	-
Total	12	101395	0.02

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-



**XIX. Resolution No. 19 :-**

**To Consider Revision in remuneration of Shri Dinesh Kumar Saraogi,  
Wholetime Director**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	262	511625449	-
Postal Ballot	24	91117618	-
Total	286	602743067	99.98

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	16	101506	-
Postal Ballot	-	-	-
Total	16	101506	0.02

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Postal Ballot	-	-
Total	-	-




The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and sign the minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

**For Vishal Arora & Associates**

**Company Secretaries**

  
Prop.

**M. No. 5958**

**C. P. No: 5992**



Place: Delhi

Dated: July 26, 2014

**VISHAL ARORA & ASSOCIATES**  
*Company Secretaries*

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**FORM No. MGT-13**

**Report of Scrutinizer(s)**

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To  
The Chairman  
Jindal Steel & Power Limited  
O. P. Jindal Marg,  
Hisar – 125005  
Haryana

The Thirty fifth Annual General Meeting of the Equity Shareholders of Jindal Steel & Power Limited held on Wednesday, July 30, 2014 at O. P. Jindal Marg, Hisar – 125005, Haryana.

Dear Sir,

I, Vishal Arora, Practicing Company Secretary of M/s Vishal Arora & Associates, appointed as Scrutinizer for the purpose of poll taken on the below mentioned resolutions, at the Thirty Fifth Annual General Meeting of the Shareholders of M/s. Jindal Steel & Power Limited, held on Wednesday, July 30, 2014 at O. P. Jindal Marg, Hisar – 125005, Haryana, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, I (One) ballot box kept for polling were locked in my presence with due identification marks placed by me.



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Telefax: +91 11 4309 4797, Tel: +91 11 4309 5987

e-mail: [info@learnmamicuss.com](mailto:info@learnmamicuss.com); Website: [www.learnmamicuss.com](http://www.learnmamicuss.com)

2. Members Present in the meeting were asked to cast their vote through poll if they have not casted their vote through e-voting and physical postal ballot.
3. Members present in the meeting have already casted their votes electronically by way of e-voting facility provided to them. Hence, no votes were casted by poll.
4. The result of the Poll is as under:

**ORDINARY RESOLUTION NO. 1:**

To adopt Standalone and Consolidated Financial Statements of the Company including Report of Board of Directors and Auditors

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 2:**

**To Declare Dividend on Equity Shares**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 3 :**

**To Reappoint Shri Ratan Jindal as Director**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 4 :**

**To Reappoint Smt Shalla Jindal as Director**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 5 :**

**To Appoint M/s S. R. Batliboi & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company in place of M/s S. S. Kothari Mehta & Co. Chartered Accountants, the retiring Auditors**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 6 :**

**To Consider Appointment of Shri K. Rajagopal as Director**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 7 :**

**To Consider Appointment of Shri Arun Kumar Purwar as an Independent Director**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 8 :**

**To Consider Appointment of Shri Haigreve Khaitan as an Independent Director**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 9 :**

**To Consider Appointment of Shri Hardip Singh Wirk as an Independent Director**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 10 :**

**To Consider Appointment of Shri Ram Vinay Shahi as an Independent Director**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 11 :**

**To Consider Appointment of Shri Arun Kumar as an Independent Director**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 12 :**

**To Consider Appointment of Shri Sudershan Kumar Garg as an Independent Director**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**SPECIAL RESOLUTION NO. 13 :**

**To Consider Payment of Commission to Independent Directors**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 14 :**

**To Ratify the Payment of Remuneration to M/s Ramanath Iyer & Co., (FRN 00019),  
Cost Accountants, as cost auditors of the Company**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 15 :**

**To Consider Revision in Share in Profit of Shri Naveen Jindal**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**SPECIAL RESOLUTION NO. 16 :**

**To Consider Adoption of new set of Articles of Association of the Company**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast.
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 17 :**

**To Consider Revision in remuneration of Shri Ravi Uppal, Managing Director & Group CEO**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 18 :**

**To Consider Revision in remuneration of Shri K. Rajagopal, Group CFO & Director**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



**ORDINARY RESOLUTION NO. 19 :**

**To Consider Revision in remuneration of Shri Dinesh Kumar Saraogi, Wholetime Director**

(i) Voted in favour of the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them (Shares)	% of total number of valid cast
NIL	NIL	NIL

(ii) Voted against the resolution:

Number of member present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid cast
NIL	NIL	NIL

(iii) Invalid votes:

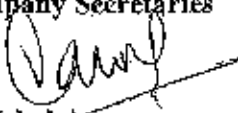
Total number of members present and voting ( in person or proxy ) whose votes were declared invalid	Total number of votes cast by them ( Shares)
NIL	NIL



5. A Compact Disc (CD) containing a list of equity shareholders, who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,

**For Vishal Arora & Associates**  
**Company Secretaries**

  
**Vishal Arora**  
**Proprietor**  
**M. No. 5958**  
**C. P. No: 5992**



Place: Delhi

Dated: July 30, 2014