

NIBL/BSE/NSE/18/2015-16

09th July, 2015

Head-Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1,
G-Block, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

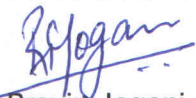
Listing Department
BSE Limited
Sir P.J. Tower, Dalal Street
Mumbai – 400001

Sub. : Declaration Of Result Of E-Voting / Ballot Forms Voting
Ref. : BSE Scrip Code: 535458; NSE Scrip Id: NIBL

Dear Sir / Madam,

In terms of Section 108 read with rule 20 of Companies (Management and Administration) Rules, 2014 as amended from time to time and Clause 35 B of the Listing Agreement, CDSL (India) Limited provided e-voting facility to the members vide 4th Annual General Meeting (AGM) Notice dated 28th May, 2015. Members voted through e-voting from 4th July, 2015 till 6th July, 2015. Further on 7th July, 2015, the day of the 4th AGM, Physical Ballot Forms were distributed to the Members present in person or by proxy to enable those Members to vote who could not do e-voting. The Board had appointed Mr. Upendra C. Shukla, Practicing Company Secretary, as Scrutinizer to scrutinize the votes cast through e-voting and Ballot Forms. Scrutinizer prepared the Scrutinizer's Report on 9th July, 2015, in terms of the said Rule 20 and further submitted the Scrutinizer's Report dated 9th July, 2015 for ballot voting at the AGM held on 7th July, 2015.

Based on the Scrutinizer's Report for both E-Voting and Ballot Voting, I hereby declare that all the 10 (Ten) resolutions contained in NRB Industrial Bearings Limited's 4th AGM Notice dated 28th May, 2015 have been passed on the date of AGM i.e. 7th July, 2015 as per the details enclosed below.

For **NRB Industrial Bearings Limited**

Pravin Jogani
Company Secretary

Encl: a/a

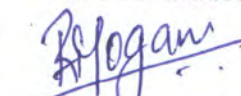
Details of Voting Results

SN	Particulars	Details
1	Date of AGM	7 th July, 2015
2	Total No. of shareholders as on record date	8094
3	No. of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	61 6 55
4	No. of shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group: Public:	Not Applicable Not Applicable Not Applicable

Agenda Wise

Item No.	Agenda	Resolution required (Ordinary / Special)	Mode of Voting (Poll / E-Voting)	Remarks	
1	Approval of Financial Statements for period ended 31 st March, 2015 and the reports of Board of Directors of the Company and the Auditors Report.	Ordinary	Remote E-Voting & Polling at Annual General Meeting.	Passed with Requisite Majority	
2	Re-appointment of Ms. Harshbeena Sahney Zaveri as a Director, who retires by rotation.			Passed with Requisite Majority	
3	Appointment of M/s. Deloitte Haskins & Sells as Statutory Auditors for period of 3 years.			Passed with Requisite Majority	
4	Appointment of Mr. Ashish Chugani as Independent Director			Passed with Requisite Majority	
5	Appointment of Mr. Manish Choksi as Independent Director			Passed with Requisite Majority	
6	Appointment of Mr. Kaushal Aggarwal as Independent Director			Passed with Requisite Majority	
7	Approval / Ratification u/s 180 (1) (a) of Companies Act, 2013.	Special			Passed with Requisite Majority
8	Approval of Managing Directors remuneration for a period of three years.				Passed with Requisite Majority
9	Increase in the Authorised Capital of the Company to Rs. 55 Crore and amend Clause V (a) of the Memorandum of Association of the Company.				Passed with Requisite Majority
10	Issuance of Non-Convertible Preference Shares on Private Placement basis to Mr. Trilochan Singh Sahney				Passed with Requisite Majority

For NRB Industrial Bearings Limited


Pravin Jogani
 Company Secretary

NRB INDUSTRIAL BEARINGS LTD.

REGD. OFFICE : DHANNUR, 2ND FLOOR, 15, SIR P.M. ROAD, FORT, MUMBAI - 400 001, INDIA

TEL.: 9122 - 2270 4206 FAX : 9122 - 2270 4207

WEBSITE : <http://www.nrbindustrialbearings.com>

CIN : U29253MH2011PLC1396

Item No. 1

Approval of Financial Statements for period ended 31st March, 2015 and the reports of Board of Directors of the Company and the Auditors Report.

Details for reporting as per Clause 35A of Listing Agreement based on polling at the Annual General Meeting							
Resolution No. 1: 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 Group	17217692	3897068	22.63	3897068	0	100	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	365164	5.21	365164	0	100	0
Grand Total	24230650	4262232	17.60	4262232	0	100	0

Details for reporting as per Clause 35A of Listing Agreement based on e-voting.							
Resolution No. 1: 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	367	0.005	367	0	100	0
Grand Total	24230650	367	0.0015	367	0	100	0



For NRB INDUSTRIAL BEARINGS LTD.

[Signature]
Company Secretary

Item No. 2
Appointment of Ms. Harshbeena Sahney Zaveri as a Director, who retires by rotation

Details for reporting as per Clause 35A of Listing Agreement based on polling at the Annual General Meeting							
Resolution No. 2: 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	365164	5.21	365164	0	100	0
Grand Total	24230650	365164	1.51	365164	0	100	0

Details for reporting as per Clause 35A of Listing Agreement based on e-voting.							
Resolution No. 2: 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	367	0.005	367	0	100	0
Grand Total	24230650	367	0.0015	367	0	100	0



For NRB INDUSTRIAL BEARINGS LTD.

R. S. Jagan
 Company Secretary

Item No. 3
Appointment of M/s. Deloitte Haskins & Sells as Statutory Auditors for period of 3 years.

Details for reporting as per Clause 35A of Listing Agreement based on polling at the Annual General Meeting							
Resolution No. 3: 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 Group	17217692	3897068	22.63	3897068	0	100	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	365164	5.21	365164	0	100	0
Grand Total	24230650	4262232	17.60	4262232	0	100	0

Details for reporting as per Clause 35A of Listing Agreement based on e-voting.							
Resolution No. 3: 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	367	0.005	367	0	100	0
Grand Total	24230650	367	0.0015	367	0	100	0



For NRB INDUSTRIAL BEARINGS LTD.

[Signature]
 Company Secretary

Item No. 4
Appointment of Mr. Ashish Chugani as Independent Director

Details for reporting as per Clause 35A of Listing Agreement based on polling at the Annual general Meeting							
Resolution No. 4: 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 Group	17217692	3897068	22.63	3897068	0	100	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	365164	5.21	365164	0	100	0
Grand Total	24230650	4262232	17.60	4262232	0	100	0

Details for reporting as per Clause 35A of Listing Agreement based on e-voting.							
Resolution No. 4: 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	367	0.005	367	0	100	0
Grand Total	24230650	367	0.0015	367	0	100	0



For NRB INDUSTRIAL BEARINGS LTD.

Ashish Chugani
Company Secretary

Item No. 5
Appointment of Mr. Manish Choksi as Independent Director

Details for reporting as per Clause 35A of Listing Agreement based on polling at the Annual General Meeting							
Resolution No. 5: 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 Group	17217692	3897068	22.63	3897068	0	100	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	365164	5.21	365164	0	100	0
Grand Total	24230650	4262232	17.60	4262232	0	100	0

Details for reporting as per Clause 35A of Listing Agreement based on e-voting.							
Resolution No. 5: 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	367	0.005	367	0	100	0
Grand Total	24230650	367	0.0015	367	0	100	0



For NRB INDUSTRIAL BEARINGS LTD.

R. Logan
Company Secretary

Item No. 6
Appointment of Mr. Kaushal Aggarwal as Independent Director

Details for reporting as per Clause 35A of Listing Agreement based on polling at the Annual General Meeting							
Resolution No. 6: 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 Group	17217692	3897068	22.63	3897068	0	100	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	365164	5.21	365164	0	100	0
Grand Total	24230650	4262232	17.60	4262232	0	100	0

Details for reporting as per Clause 35A of Listing Agreement based on e-voting.							
Resolution No. 6: 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	367	0.005	367	0	100	0
Grand Total	24230650	367	0.0015	367	0	100	0



For NRB INDUSTRIAL BEARINGS LTD.

K. Aggarwal
Company Secretary

Item No. 7
Approval / Ratification u/s 180 (1) (a) of Companies Act, 2013.

Details for reporting as per Clause 35A of Listing Agreement based on polling at the Annual General Meeting							
Resolution No. 7: Special 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 Group	17217692	3897068	22.63	3897068	0	100	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	365164	5.21	365164	0	100	0
Grand Total	24230650	4262232	17.60	4262232	0	100	0

Details for reporting as per Clause 35A of Listing Agreement based on e-voting.							
Resolution No. 7: Special 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	367	0.005	367	0	100	0
Grand Total	24230650	367	0.0015	367	0	100	0



For NRB INDUSTRIAL BEARINGS LTD.

R. Jagan
Company Secretary

Item No. 8

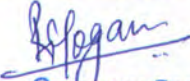
Approval of Managing Directors remuneration for a period of three years.

Details for reporting as per Clause 35A of Listing Agreement based on polling at the Annual General Meeting							
Resolution No. 8: Special 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	365164	5.21	365164	0	100	0
Grand Total	24230650	365164	1.51	365164	0	100	0

Details for reporting as per Clause 35A of Listing Agreement based on e-voting.							
Resolution No. 8: Special 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	367	0.005	367	0	100	0
Grand Total	24230650	367	0.0015	367	0	100	0



For NRB INDUSTRIAL BEARINGS LTD.


Company Secretary

Item No. 9

Increase in Authorised Capital of the Company to Rs. 55 Crore and amend Clause V (a) of the Memorandum of Association of the Company.

Details for reporting as per Clause 35A of Listing Agreement based on polling at the Annual General Meeting							
Resolution No. 9: Special 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 Group	17217692	3897068	22.63	3897068	0	100	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	365164	5.21	365164	0	100	0
Grand Total	24230650	4262232	17.60	4262232	0	100	0

Details for reporting as per Clause 35A of Listing Agreement based on e-voting.							
Resolution No. 9: Special 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	367	0.005	367	0	100	0
Grand Total	24230650	367	0.0015	367	0	100	0



For NRB INDUSTRIAL BEARINGS LTD.

R. Logan
Company Secretary

Item No. 10
Issuance of Non-Convertible Preference Shares on Private Placement basis to Mr. Trilochan Singh Sahney

Details for reporting as per Clause 35A of Listing Agreement based on polling at the Annual General Meeting							
Resolution No. 9: Special 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	365164	5.21	365164	0	100	0
Grand Total	24230650	365164	1.51	365164	0	100	0

Details for reporting as per Clause 35A of Listing Agreement based on e-voting.							
Resolution No. 9: Special 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 Group	17217692	0	0	0	0	0	0
Public – Institutional holders	9293	0	0	0	0	0	0
Public – Others	7003665	367	0.005	367	0	100	0
Grand Total	24230650	367	0.0015	367	0	100	0



For NRB INDUSTRIAL BEARINGS LTD.

[Signature]
 Company Secretary

UPENDRA SHUKLA

B. Com., F. C. S.

Company Secretary

504, Navkar,
Nandapatkar Road,
Vile Parle East, Mumbai - 400 057.
Resi : 2611 8257
Mob.: 98211 25846
E-mail : ucshukla@rediffmail.com

Shri T. S. Sahney,
Chairman,
NRB Industrial Bearings Ltd.
15, Dhannur, Sir P. M. Road,
Fort,
Mumbai-400001

Dear Sir,

Sub: Combined Report on e-voting and voting by Poll conducted at the 4th Annual General Meeting of NRB Industrial Bearings Ltd.

- 1) As per the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as also the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to cast their votes electronically on all the resolutions proposed in the Notice of the 4th Annual General Meeting.
- 2) In line with the provisions of the Companies Act, 2013 and in term of the clarifications issued by MCA, voting by show of hands is not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 4th Annual General Meeting of the Company, voting was announced by the Chairman and was conducted by means of poll.
- 3) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the electronic voting process. I was also appointed as scrutinizer to scrutinize the voting by means of Poll at the 4th Annual General Meeting (AGM). The said appointment was for ascertaining the requisite majority on e-voting as also on Poll carried out for the resolutions proposed to be passed at the 4th AGM of the Shareholders of the Company, held on Tuesday, the 7th July, 2015.
- 4) M/s. Universal Capital Securities Pvt. Ltd., the Registrar and Share Transfer Agents of the Company, provided all the requisite data of shareholders eligible for voting.
- 5) My responsibility as a scrutinizers for voting on Poll, is also to make a Combined Report on the votes cast 'in favour' or 'against' the resolutions placed before the 4th AGM of the Company.

..2/-

US

: 2 :

6) Based on the reports generated from the e-voting system provided by the CDSL and also votes cast on poll, I submit the consolidated results of the e-voting and the Poll as under:

Resolution No. 1: Ordinary Resolution: To consider and adopt the Audited financial statements of the Company for the financial year ended on March 31, 2015 and reports of the Board of Directors of the Company and Auditors Report.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Share-holder	No. of votes cast	% of votes cast	No. of share-holders	No. of shares/ votes
E-voting	04	367	100	0	0	0	-	-
Poll	41	4262232	100	0	0	0	-	-
Combined	45	4262599	100	0	0	0	-	-

Resolution No. 2: Ordinary Resolution: To appoint a Director in place of Ms. Harshbeena Sahney Zaveri (DIN: 00003948) who retires by rotation and is eligible for re-appointment.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Share-holder	No. of votes cast	% of votes cast	No. of share-holders	No. of shares/ votes
E-voting	04	367	100	0	0	0	-	-
Poll	39	365164	100	0	0	0	2	3897068
Combined	43	365531	100	0	0	0	2	3897068

Resolution No. 3: Ordinary Resolution: To appoint of M/s. Deloitte Haskins and Sells as Statutory Auditors for period of 3 years.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Share-holder	No. of votes cast	% of votes cast	No. of share-holders	No. of shares /votes
E-voting	04	367	100	0	0	0	-	-
Poll	41	4262232	100	0	0	0	-	-
Combined	45	4262599	100	0	0	0	-	-



Resolution No. 4: Ordinary Resolution: To appoint Mr. Ashish Chugani (DIN: 00009654) as Independent Director for a term of five consecutive years.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Share- holder	No. of votes cast	% of votes cast	No. of share- holders	No. of shares/ votes
E-voting	04	367	100	0	0	0	-	-
Poll	41	4262232	100	0	0	0	-	-
Combined	45	4262599	100	0	0	0	-	-

Resolution No. 5: Ordinary Resolution: To appoint Mr. Manish Choksi (DIN: 00026496) as Independent Director for a term of five consecutive years.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Share- holder	No. of votes cast	% of votes cast	No. of share- holders	No. of shares/ votes
E-voting	04	367	100	0	0	0	-	-
Poll	41	4262232	100	0	0	0	-	-
Combined	45	4262599	100	0	0	0	-	-

Resolution No. 6: Ordinary Resolution: To appoint Mr. Kaushal Aggarwal (DIN: 00153487) as Independent Director for a term of five consecutive years.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Share- holder	No. of votes cast	% of votes cast	No. of share- holders	No. of shares/ votes
E-voting	04	367	100	0	0	0	-	-
Poll	41	4262232	100	0	0	0	-	-
Combined	45	4262599	100	0	0	0	-	-

Resolution No. 7: Special Resolution: To approve / ratify resolution under section 180(1)(a) of the Companies Act, 2013 for creation of securities on the Company's assets.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Share- holder	No. of votes cast	% of votes cast	No. of share- holders	No. of shares/ votes
E-voting	04	367	100	0	0	0	-	-
Poll	41	4262232	100	0	0	0	-	-
Combined	45	4262599	100	0	0	0	-	-



Resolution No. 8: Special Resolution: To consider and approve Managing Director's remuneration for a period of three years.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Shareholder	No. of votes cast	% of votes cast	No. of share-holders	No. of shares/ votes
E-voting	04	367	100	0	0	0	-	-
Poll	39	365164	100	0	0	0	2	3897068
Combined	43	365531	100	0	0	0	2	3897068

Resolution No. 9: Special Resolution: To increase the Authorised Capital of the Company to Rs. 55 crore and amend the clause V(a) of Memorandum of Association of the Company.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Shareholder	No. of votes cast	% of votes cast	No. of share-holders	No. of shares/ votes
E-voting	04	367	100	0	0	0	-	-
Poll	41	4262232	100	0	0	0	-	-
Combined	45	4262599	100	0	0	0	-	-

Resolution No. 10: Special Resolution: To issue Non Convertible Preference Shares on private placement basis to Mr. Trilochan Singh Sahney.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Shareholder	No. of votes cast	% of votes cast	No. of share-holders	No. of shares/ votes
E-voting	04	367	100	0	0	0	-	-
Poll	39	365164	100	0	0	0	2	3897068
Combined	43	365531	100	0	0	0	2	3897068

- 7) Out of 43, 2 ballot papers were rejected on the basis of wrong client ID mentioned by the members, which were having no shares in their account as reconciled with Register of Members.
- 8) A Compact Disc (CD) containing a list of Equity Shareholders, who voted 'For', 'Against' through e-voting and those whose votes were declared invalid for each resolution and data of polling is kept ready for handing over to the Company Secretary.

UPENDRA SHUKLA

: 5 :

- 9) Poll papers and all other relevant records were sealed and are kept ready for handing over to the Company Secretary.

Thanking you,

Yours faithfully,



A handwritten signature of U.C. Shukla.

(U.C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP: 1654

Date: 09/07/2015

Place: Mumbai