

Godrej Industries Ltd.
Regd. Office : Pirojshanagar,
Eastern Express Highway,
Vikhroli (E), Mumbai 400 079. India
Tel. : +91-22-2518 8010/8020/8030
Fax: +91-22-2518 8068/8063/8074
Website : www.godrejinds.com

August 13, 2015

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

National Stock Exchange of India Ltd.
Plot No.C-1, G-Block, Exchange Plaza,
4th Floor, Bandra-Kurla Complex,
Mumbai - 400 051

Dear Sir,

Sub.: Outcome / result of voting through remote e-voting and poll conducted at the 27th Annual General Meeting of the Equity Shareholders of the Company.

The 27th Annual General Meeting (AGM) of the Company was held on Tuesday, August 11, 2015 at 3.30 p.m. at the Auditorium, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai - 400 079.

As per the provisions of the Companies Act, 2013, the rules made thereunder and the Listing Agreement, the Company had provided the facility of remote e-voting to the shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 27th AGM.

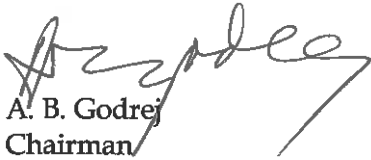
In line with the provisions of the Companies Act, 2013 voting was conducted by means of Poll at the AGM, for shareholders present at the AGM and who had not cast their vote in the remote e-voting.

The Board of Directors had appointed Mr. Kalidas Vanjpe, a Practicing Company Secretary, as the Scrutiniser for the remote E- voting and also for the Poll at the meeting. The Scrutiniser had carried out the scrutiny of the votes cast by remote e-voting and by poll at the meeting and submitted his Consolidated Report. The Consolidated results as per the Scrutiniser's Report is attached.

Accordingly, all the Resolutions as mentioned in the Notice of AGM dated May 27, 2015 has been passed with the requisite majority.

This communication is in compliance with clause 35A of the Listing Agreement.

Thanking you.
Yours faithfully
For Godrej Industries Limited


A. B. Godrej
Chairman



Godrej

Outcome / result of the 27th Annual General Meeting of Godrej Industries Limited:

Date of the AGM / EGM	11-Aug-15	
Total number of shareholders on record date for ROM for E-voting: (4th Aug 2015)	46060	
No. of Shareholders present in the meeting either in person or through proxy:	In person	In Proxy
Promoters and Promoter Group	22	Nil
Public	70	14
No. of Shareholders attended the meeting through Video Conferencing	In person	In Proxy
Promoters and Promoter Group:	Nil	Nil
Public:		

Resolution No.1 in the Notice of AGM dated May 27, 2015

Details of Agenda	Adoption of audited financial statements (both standalone and consolidated), Report of Board of Directors and Auditors for the year ended March 31, 2015.
Resolution Required	Ordinary
Mode of Voting	E-voting/AGM Voting

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	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	26,755,392	48.17%	26,755,392	-	100.00%	0.00%
Public-Others	29,057,053	6,100,311	20.99%	6,100,309	2	100.00%	0.00%
Total	335,931,629	284,192,170	84.60%	284,192,168	2	100.00%	0.00%

Resolution No.2 in the Notice of AGM dated May 27, 2015

Detail of Agenda	To declare dividend on equity shares
Resolution Required	Ordinary
Mode of Voting	E-voting/AGM Voting

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	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	26,755,392	48.17%	26,755,392	-	100.00%	0.00%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	284,192,185	84.60%	284,192,183	2	100.00%	0.00%



Resolution No.3 in the Notice of AGM dated May 27, 2015

Detail of Agenda	To appoint a Director in place of Mr. A B Godrej, who retires by rotation and being eligible, offers himself for re-appointment						
Resolution Required	Ordinary						
Mode of Voting	E-voting/AGM Voting						
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	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	26,755,392	48.17%	26,143,926	611,466	97.71%	2.29%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	284,192,185	84.60%	283,580,717	611,468	99.78%	0.22%

Resolution No.4 in the Notice of AGM dated May 27, 2015

Detail of Agenda	To appoint a Director in place of Mr. V M Crishna, who retires by rotation and being eligible, offers himself for re-appointment						
Resolution Required	Ordinary						
Mode of Voting	E-voting/AGM Voting						
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	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	16,922,842	30.47%	4,220,326	12,702,516	24.94%	75.06%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	274,359,635	81.67%	261,657,117	12,702,518	95.37%	4.63%



Resolution No.5 in the Notice of AGM dated May 27, 2015

Detail of Agenda	Appointment of Auditors of the Company
Resolution Required	Ordinary
Mode of Voting	E-voting/AGM Voting

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	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	26,750,040	48.17%	25,828,716	921,324	96.56%	3.44%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	284,186,833	84.60%	283,265,507	921,326	99.68%	0.32%

Resolution No.6 in the Notice of AGM dated May 27, 2015

Detail of Agenda	Reappointment of and remuneration payable to Ms. T A Dubash as Whole-time Director
Resolution Required	Special
Mode of Voting	E-voting/AGM Voting

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	251,336,467	247,067,684	98.30%	247,067,684	-	100.00%	0.00%
Public – Institutional holders	55,538,109	16,922,842	30.47%	16,922,842	-	100.00%	0.00%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	270,090,852	80.40%	270,090,850	2	100.00%	0.00%



Resolution No.7 in the Notice of AGM dated May 27, 2015

Detail of Agenda	Reappointment of and remuneration payable to Mr. N S Nabar as Whole-time Director
Resolution Required	Special
Mode of Voting	E-voting/AGM Voting

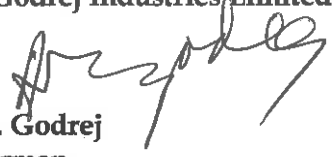
Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter and Promoter Group	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	16,922,842	30.47%	16,922,842	-	100.00%	0.00%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	274,359,635	81.67%	274,359,633	2	100.00%	0.00%

Resolution No.8 in the Notice of AGM dated May 27, 2015

Detail of Agenda	Remuneration of R. Nanabhoy & Co., as Cost Auditors of the Company
Resolution Required	Ordinary
Mode of Voting	E-voting/AGM Voting

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	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	26,755,392	48.17%	26,526,595	228,797	99.14%	0.86%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	284,192,185	84.60%	283,963,386	228,799	99.92%	0.08%

For Godrej Industries Limited


A. B. Godrej
Chairman




KALIDAS VANJPE

B.Com. (Hon), LL.B.(G), F.C.S.
Practising Company Secretary

307, Dev Milan, Above Woodland Retreat, L. B. S. Marg, Thane 400 604.
Cell : 9920271677 ● e-mail : kalidasvanjpe@gmail.com ● kalidasvanjpe.blogspot.com

August 12, 2015

Mr. A B Godrej
Chairman
Godrej Industries Limited
Pirojshanagar, Eastern Express Highway
Vikhroli, Mumbai 400 079

Dear Sir,

Sub: Consolidated Report on Voting by the Equity Shareholders at the Annual General meeting of the Company held on 11th August, 2015 at Auditorium, Godrej One, Pirojshanagar, Eastern Express Highway, Vikroli, Mumbai

I, Kalidas Vanjpe, was appointed as Scrutinizer for the purpose of the e-voting and for the poll taken on the resolutions as mentioned in the Annexure, at the Annual General Meeting of the Equity Shareholders of Godrej Industries Limited, held on 11th August, 2015 at 3.30 p.m. at Auditorium, Godrej One, Pirojshanagar, Eastern Express Highway, Vikroli, Mumbai, 400079, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The consolidated results of the e-voting and Poll is given in the annexure.
5. A soft copy containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is sent separately.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Yours truly,


Kalidas Vanjpe
Practising Company Secretary



Godrej Industries Limited- Details of Outcome of AGM
Annexure to Scrutinizer's report dt. 12th August, 2015

Date of the AGM/EGM	11-Aug-15	
Total number of shareholders on record date for ROM for E-voting: (4th Aug 2015)	46060	
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	In person	In Proxy
	22	Nil
	70	14
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	In person	In Proxy
	Nil	Nil

Resolution No.1 in the Notice of AGM dated May 27, 2015

Details of Agenda	Adoption of audited financial statements (both standalone and consolidated), Report of Board of Directors and Auditors for the year ended March 31, 2015.
Resolution Required	Ordinary
Mode of Voting	E-voting/AGM Voting

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	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	26,755,392	48.17%	26,755,392	-	100.00%	0.00%
Public-Others	29,057,053	6,100,311	20.99%	6,100,309	2	100.00%	0.00%
Total	335,931,629	284,192,170	84.60%	284,192,168	2	100.00%	0.00%

Resolution No.2 in the Notice of AGM dated May 27, 2015

Detail of Agenda	To declare dividend on equity shares
Resolution Required	Ordinary
Mode of Voting	E-voting/AGM Voting

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	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	26,755,392	48.17%	26,755,392	-	100.00%	0.00%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	284,192,185	84.60%	284,192,183	2	100.00%	0.00%



Resolution No.3 in the Notice of AGM dated May 27, 2015

Detail of Agenda	To appoint a Director in place of Mr. A B Godrej, who retires by rotation and being eligible, offers himself for re-appointment
Resolution Required	Ordinary
Mode of Voting	E-voting/AGM Voting

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	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	26,755,392	48.17%	26,143,926	611,466	97.71%	2.29%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	284,192,185	84.60%	283,580,717	611,468	99.78%	0.22%

Resolution No.4 in the Notice of AGM dated May 27, 2015

Detail of Agenda	To appoint a Director in place of Mr. V M Crishna, who retires by rotation and being eligible, offers himself for re-appointment
Resolution Required	Ordinary
Mode of Voting	E-voting/AGM Voting

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	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	16,922,842	30.47%	4,220,326	12,702,516	24.94%	75.06%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	274,359,635	81.67%	261,657,117	12,702,518	95.37%	4.63%

Resolution No.5 in the Notice of AGM dated May 27, 2015

Detail of Agenda	Appointment of Auditors of the Company
Resolution Required	Ordinary
Mode of Voting	E-voting/AGM Voting

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	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	26,750,040	48.17%	25,828,716	921,324	96.56%	3.44%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	284,186,833	84.60%	283,265,507	921,326	99.68%	0.32%



Resolution No.6 in the Notice of AGM dated May 27, 2015

Detail of Agenda	Reappointment of and remuneration payable to Ms. T A Dubash as Whole-time Director
Resolution Required	Special
Mode of Voting	E-voting/AGM Voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $[(2)/(1)] \times 100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)] \times 100$	% of Votes against on votes polled (7) = $[(5)/(2)] \times 100$
Promoter and Promoter Group	251,336,467	247,067,684	98.30%	247,067,684	-	100.00%	0.00%
Public – Institutional holders	55,538,109	16,922,842	30.47%	16,922,842	-	100.00%	0.00%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	270,090,852	80.40%	270,090,850	2	100.00%	0.00%

Resolution No.7 in the Notice of AGM dated May 27, 2015

Detail of Agenda	Reappointment of and remuneration payable to Mr. N S Nabar as Whole-time Director
Resolution Required	Special
Mode of Voting	E-voting/AGM Voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $[(2)/(1)] \times 100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)] \times 100$	% of Votes against on votes polled (7) = $[(5)/(2)] \times 100$
Promoter and Promoter Group	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	16,922,842	30.47%	16,922,842	-	100.00%	0.00%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	274,359,635	81.67%	274,359,633	2	100.00%	0.00%

Resolution No.8 in the Notice of AGM dated May 27, 2015

Detail of Agenda	Remuneration of R. Nanabhoy & Co., as Cost Auditors of the Company
Resolution Required	Ordinary
Mode of Voting	E-voting/AGM Voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $[(2)/(1)] \times 100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = $[(4)/(2)] \times 100$	% of Votes against on votes polled (7) = $[(5)/(2)] \times 100$
Promoter and Promoter Group	251,336,467	251,336,467	100.00%	251,336,467	-	100.00%	0.00%
Public – Institutional holders	55,538,109	26,755,392	48.17%	26,526,595	228,797	99.14%	0.86%
Public-Others	29,057,053	6,100,326	20.99%	6,100,324	2	100.00%	0.00%
Total	335,931,629	284,192,185	84.60%	283,963,386	228,799	99.92%	0.08%

12th August, 2015



K Kalidas Vanjpe
Scrutinizer
Practising Company Secretary

