

DNL/140/257/2014  
August 9, 2014

Listing Department  
National Stock Exchange of India Ltd  
Exchange Plaza,  
Bandra Kurla Complex  
Bandra (East)  
**MUMBAI – 400 051.**

Dear Sir,

**Ref: Stock Code: DEEPAKNTR**

**Sub: Proceedings of the 43<sup>rd</sup> Annual General Meeting**

Pursuant to Clause 31 of the Listing Agreement with the Listing Agreement with the Stock Exchange, we wish to inform you that the 43<sup>rd</sup> Annual General Meeting of the Members of the Company was held on 8<sup>th</sup> August, 2014 at Hotel Surya Palace, Opp. Parsi Agiari, Sayajigunj, Vadodara – 390 005, where the resolutions were duly passed regarding all the businesses as mentioned in the Notice of Annual General Meeting dated 2<sup>nd</sup> May, 2014.

The details required as per Clause 35A of Listing Agreement are given hereunder:

**Date of the AGM: 8<sup>th</sup> August, 2014**

**Total number of shareholders on Book Closure Date: 12346**

**No. of Shareholders present at the meeting either in person or through proxy:**

Promoters and Promoter Group: - 16

Public: - 320

**No. of Shareholders attended the meeting through Video Conferencing:**

Promoters and Promoter Group: Nil

Public: Nil

| Item No. of the Notice | Details of Business                                                                                                                                                                                                                                                                                          | Resolution Required | Mode of Voting    |
|------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|-------------------|
|                        | <b>Ordinary Business</b>                                                                                                                                                                                                                                                                                     |                     |                   |
| 01                     | Adoption of Audited Balance Sheet as at, and the Statement of Profit and Loss for the financial year ended March 31, 2014, together with the Directors' Report and the Auditor's Report thereon.                                                                                                             | Ordinary            | E-Voting and Poll |
| 02                     | Declaration of Dividend on Equity Shares.                                                                                                                                                                                                                                                                    | Ordinary            | E-Voting and Poll |
| 03                     | Re-appointment of Shri Chimanlal K. Mehta (DIN 0028289) who retires by rotation and being eligible, has offered himself for re-appointment.                                                                                                                                                                  | Ordinary            | E-Voting and Poll |
| 04                     | Appointment of M/s. B. K. Khare & Co., Chartered Accountants (Firm Registration No. 105102W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of forty-sixth Annual General Meeting of the Company and to fix their remuneration. | Ordinary            | E-Voting and Poll |
|                        | <b>Special Business</b>                                                                                                                                                                                                                                                                                      |                     |                   |
| 05                     | Appointment of Shri Nimesh Kampani (DIN 00009071) as an Independent Director of the Company to hold office for a term of 5 years upto August 7, 2019.                                                                                                                                                        | Ordinary            | E-Voting and Poll |

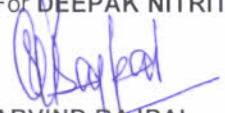
|    |                                                                                                                                                                                                                             |          |                   |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|-------------------|
| 06 | Appointment of Shri Sudhin Choksey (DIN 00036085) as an Independent Director of the Company to hold office for a term of 5 years upto August 7, 2019.                                                                       | Ordinary | E-Voting and Poll |
| 07 | Appointment of Shri Sudhir Mankad (DIN 00086077) as an Independent Director of the Company to hold office for a term of 5 years upto August 7, 2019.                                                                        | Ordinary | E-Voting and Poll |
| 08 | Appointment of Dr. Richard Helmut Rupp (DIN 02205790) as an Independent Director of the Company to hold office for a term of 5 years upto August 7, 2019.                                                                   | Ordinary | E-Voting and Poll |
| 09 | Appointment of Shri Sandesh Kumar Anand (DIN 00001792) as an Independent Director of the Company to hold office for a term of 5 years upto August 7, 2019.                                                                  | Ordinary | E-Voting and Poll |
| 10 | Appointment of Dr. Swaminathan Sivaram (DIN 00009900) as an Independent Director of the Company to hold office for a term of 5 years upto August 7, 2019.                                                                   | Ordinary | E-Voting and Poll |
| 11 | Re-appointment and payment of remuneration to Shri Deepak C. Mehta (DIN 00028377) as the Vice Chairman & Managing Director of the Company for a further period of 5 years with effect from 14 <sup>th</sup> December, 2013. | Ordinary | E-Voting and Poll |
| 12 | Approval for holding an Office or Place of Profit in the Company by Shri Maulik D. Mehta, son of Shri D. C. Mehta, Vice Chairman & Managing Director of the Company.                                                        | Special  | E-Voting and Poll |
| 13 | Approval for the appointment of Shri Meghav D. Mehta, son of Shri D. C. Mehta, Vice Chairman & Managing Director of the Company, to an Office or Place of Profit in the Company.                                            | Special  | E-Voting and Poll |
| 14 | Approval for payment of remuneration to Non-Executive Directors of the Company.                                                                                                                                             | Special  | E-Voting and Poll |
| 15 | Approval for adoption of new set of Article of Association of the Company.                                                                                                                                                  | Special  | E-Voting and Poll |
| 16 | Ratification of remuneration of M/s. B. M. Sharma & Co., Cost Accountants (Firm Registration No. 00219) as the Cost Auditors of the Company for the Financial Year 2014-15.                                                 | Ordinary | E-Voting and Poll |

Further, we are enclosing herewith details of voting results in the prescribed format as Annexure – I.

Kindly treat this as compliance of Clause No. 31 and 35A of the Equity Listing Agreement and acknowledge receipt.

Thanking you.

Yours faithfully,  
For **DEEPAK NITRITE LIMITED**

  
**ARVIND BAJPAI**  
Company Secretary

Encl.: Annexure - I

## ANNEXURE – I

### RESOLUTION NO. 1 - ORDINARY RESOLUTION

(Adoption of Audited Balance Sheet as at, and the Statement of Profit and Loss for the financial year ended March 31, 2014, together with the Directors' Report and the Auditor's Report thereon)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 59129070                   | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770                  | 7759105                    | 20.030                                                           | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>          | <b>66888175</b>            | <b>63.98</b>                                                     | <b>66888175</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |

### RESOLUTION NO. 2 - ORDINARY RESOLUTION

(Declaration of Dividend on Equity Shares)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 59129070                   | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770                  | 7759105                    | 20.030                                                           | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>          | <b>66888175</b>            | <b>63.98</b>                                                     | <b>66888175</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |

### RESOLUTION NO. 3 - ORDINARY RESOLUTION

(Re-appointment of Shri Chimanlal K. Mehta (DIN 0028289) who retires by rotation and being eligible, has offered himself for re-appointment)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 59129070                   | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770                  | 7759105                    | 20.030                                                           | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>          | <b>66888175</b>            | <b>63.98</b>                                                     | <b>66888175</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |



**RESOLUTION NO. 4 - ORDINARY RESOLUTION**

(Appointment of M/s. B. K. Khare & Co., Chartered Accountants (Firm Registration No. 105102W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of forty-sixth Annual General Meeting of the Company and to fix their remuneration)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 59129070                   | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770                  | 7759105                    | 20.030                                                           | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>          | <b>66888175</b>            | <b>63.98</b>                                                     | <b>66888175</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |

**RESOLUTION NO. 5 - ORDINARY RESOLUTION**

(Appointment of Shri Nimesh Kampani (DIN 00009071) as an Independent Director of the Company to hold office for a term of 5 years upto August 7, 2019)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 59129070                   | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770                  | 7759105                    | 20.030                                                           | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>          | <b>66888175</b>            | <b>63.98</b>                                                     | <b>66888175</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |

**RESOLUTION NO. 6 - ORDINARY RESOLUTION**

(Appointment of Shri Sudhin Choksey (DIN 00036085) as an Independent Director of the Company to hold office for a term of 5 years upto August 7, 2019)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 59129070                   | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770                  | 7759105                    | 20.030                                                           | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>          | <b>66888175</b>            | <b>63.98</b>                                                     | <b>66888175</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |



**RESOLUTION NO. 7 - ORDINARY RESOLUTION**

(Appointment of Shri Sudhir Mankad (DIN 00086077) as an Independent Director of the Company to hold office for a term of 5 years upto August 7, 2019)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 59129070                   | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770                  | 7758845                    | 20.030                                                           | 7758845                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>          | <b>66887915</b>            | <b>63.98</b>                                                     | <b>66887915</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |

**RESOLUTION NO. 8 - ORDINARY RESOLUTION**

(Appointment of Dr. Richard Helmut Rupp (DIN 02205790) as an Independent Director of the Company to hold office for a term of 5 years upto August 7, 2019)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 59129070                   | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770                  | 7759105                    | 20.030                                                           | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>          | <b>66888175</b>            | <b>63.98</b>                                                     | <b>66888175</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |

**RESOLUTION NO. 9 - ORDINARY RESOLUTION**

(Appointment of Shri Sandesh Kumar Anand (DIN 00001792) as an Independent Director of the Company to hold office for a term of 5 years upto August 7, 2019)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 59129070                   | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770                  | 7759105                    | 20.030                                                           | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>          | <b>66888175</b>            | <b>63.98</b>                                                     | <b>66888175</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |



**RESOLUTION NO. 10 - ORDINARY RESOLUTION**

(Appointment of Dr. Swaminathan Sivaram (DIN 00009900) as an Independent Director of the Company to hold office for a term of 5 years upto August 7, 2019)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 59129070                   | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770                  | 7759105                    | 20.030                                                           | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>          | <b>66888175</b>            | <b>63.98</b>                                                     | <b>66888175</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |

**RESOLUTION NO. 11 - ORDINARY RESOLUTION**

(Re-appointment and payment of remuneration to Shri Deepak C. Mehta (DIN 00028377) as the Vice Chairman & Managing Director of the Company for a further period of 5 years with effect from 14<sup>th</sup> December, 2013)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 59129070                   | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770                  | 7759105                    | 20.030                                                           | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>          | <b>66888175</b>            | <b>63.98</b>                                                     | <b>66888175</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |

**RESOLUTION NO. 12 - SPECIAL RESOLUTION**

(Approval for holding an Office or Place of Profit in the Company by Shri Maulik D. Mehta, son of Shri D. C. Mehta, Vice Chairman & Managing Director of the Company)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|---------------------------|----------------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 58997770                   | 99.778                                                           | 58997770                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770                  | 7759105                    | 20.03                                                            | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>          | <b>66756875</b>            | <b>63.86</b>                                                     | <b>66756875</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |



**RESOLUTION NO. 13 - SPECIAL RESOLUTION**

(Approval for the appointment of Shri Meghav D. Mehta, son of Shri D. C. Mehta, Vice Chairman &amp; Managing Director of the Company, to an Office or Place of Profit in the Company)

| Promoter/Public                | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|--------------------|---------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070           | 59081780            | 99.92                                                            | 59081780                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350            | 0                   | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770           | 7759105             | 20.03                                                            | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>   | <b>66840885</b>     | <b>63.94</b>                                                     | <b>66840885</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |

**RESOLUTION NO. 14 - SPECIAL RESOLUTION**

(Approval for payment of remuneration to Non-Executive Directors of the Company)

| Promoter/Public                | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|--------------------|---------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070           | 59129070            | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350            | 0                   | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770           | 7757345             | 20.025                                                           | 7757345                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>   | <b>66886415</b>     | <b>63.98</b>                                                     | <b>66886415</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |

**RESOLUTION NO. 15 - SPECIAL RESOLUTION**

(Approval for adoption of new set of Article of Association of the Company)

| Promoter/Public                | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares<br>(3)=<br>[(2)/(1)]*100 | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=<br>[(5)/(2)]*100 |
|--------------------------------|--------------------|---------------------|------------------------------------------------------------------|---------------------------------|-------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070           | 59129070            | 100.00                                                           | 59129070                        | 0.00                          | 100.00                                                        | 0.00                                                        |
| Public – Institutional holders | 6671350            | 0                   | 0.00                                                             | 0                               | 0.00                          | 0.00                                                          | 0.00                                                        |
| Public-Others                  | 38737770           | 7759105             | 20.03                                                            | 7759105                         | 0.00                          | 100.00                                                        | 0.00                                                        |
| <b>Total</b>                   | <b>104538190</b>   | <b>66888175</b>     | <b>63.98</b>                                                     | <b>66888175</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                 | <b>0.00</b>                                                 |



**RESOLUTION NO. 16 - ORDINARY RESOLUTION**

(Ratification of remuneration of M/s. B. M. Sharma & Co., Cost Accountants (Firm Registration No. 00219) as the Cost Auditors of the Company for the Financial Year 2014-15)

| Promoter/Public                | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=<br>$[(2)/(1)]*100$ | No. of Votes - in favour<br>(4) | No. of Votes - against<br>(5) | % of Votes in favour on votes polled<br>(6)=<br>$[(4)/(2)]*100$ | % of Votes against on votes polled<br>(7)=<br>$[(5)/(2)]*100$ |
|--------------------------------|---------------------------|----------------------------|--------------------------------------------------------------------|---------------------------------|-------------------------------|-----------------------------------------------------------------|---------------------------------------------------------------|
| Promoter and Promoter Group    | 59129070                  | 59129070                   | 100.00                                                             | 59129070                        | 0.00                          | 100.00                                                          | 0.00                                                          |
| Public – Institutional holders | 6671350                   | 0                          | 0.00                                                               | 0                               | 0.00                          | 0.00                                                            | 0.00                                                          |
| Public-Others                  | 38737770                  | 7759055                    | 20.03                                                              | 7759055                         | 0.00                          | 100.00                                                          | 0.00                                                          |
| <b>Total</b>                   | <b>104538190</b>          | <b>66888125</b>            | <b>63.98</b>                                                       | <b>66888125</b>                 | <b>0.00</b>                   | <b>100.00</b>                                                   | <b>0.00</b>                                                   |

