



January 20, 2014

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Scrip code no.: 500089

National Stock Exchange of India Limited

Exchange Plaza,
Plot no. C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051

Symbol and series: DICIND

The Calcutta Stock Exchange Limited

7, Lyons Range
Kolkata 700 001

Scrip code no.: 131217

Dear Sirs,

SUB: Declaration of Results of Postal Ballot for voluntary delisting of equity shares of DIC India Limited under Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - Compliance with clause 35A of the listing agreement

Ref: Our letters dated November 22, 2013 and November 23, 2013

With reference to the above, we wish to state that DIC India Limited (the “Company”) had conducted the process of postal ballot pursuant to provisions of Section 192A and other applicable provisions, if any, of the Companies Act, 1956 (including amendments and re-enactments thereof) and notified provisions of the Companies Act, 2013, Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (the “Delisting Regulations”) read with the Companies (passing of the Resolution by Postal Ballot) Rules, 2011 for passing special resolution seeking approval of the shareholders of the Company in connection with the proposal regarding voluntary

DIC INDIA LIMITED

Transport Depot Road, Kolkata - 700 088
Telephone : (033) 2449 6591-96, 2449 3984/5, 2449 2345
Fax : (033) 2449-5267, 2311, 0433, 8650



delisting offer, made by DIC Asia Pacific Pte Ltd, the promoter of the Company, with a view to delist the equity shares of the Company (the “**Equity Shares**”) from all stock exchanges where the Equity Shares are currently listed, namely BSE Limited, National Stock Exchange of India Limited and The Calcutta Stock Exchange Limited, as specified in the notice of the postal ballot dated December 13, 2013 read with the explanatory statement. The voting through postal ballot by physical mode commenced on December 19, 2013 and ended on 17:30 hours on January 17, 2014.

The Company had appointed Mr. B.V. Dholakia, a practicing company secretary as the scrutinizer (the “**Scrutinizer**”) for conducting the process of postal ballot in a fair and transparent manner. The Scrutinizer submitted his report and the result was announced by Mr D. Banerjee (Non-Executive & Independent Director of the Company) on January 20, 2014 at the registered office of the Company.

In this respect and in compliance with clause 35A of the listing agreement, we furnish the details of the postal ballot results (herein attached as **Annexure I**).

The said resolution passed as special resolution has been approved by the requisite majority of votes as required under Section 114 of the Companies Act, 2013 and considering only the votes cast by the public shareholders, the votes cast in favour of the special resolution is more than two times the votes cast against the special resolution, which complies with the requirement of the Proviso to Regulation 8(1)(b) of the Delisting Regulations.

Kindly take the same on record and you are also requested to inform the members of the stock exchange accordingly.

For DIC India Limited

Timir Baran Chatterjee
Senior Executive Vice President
(Corporate Affairs and Legal) & Company Secretary



ANNEXURE I

Particulars	Public Shareholders		Promoter		Total	
	No. of Postal Ballot Forms	No. of Shares	No. of Postal Ballot Form	No. of Shares	No. of Postal Ballot Forms	No. of Shares
Total number of Postal Ballot Forms/E-voting received	651	10,38,679	1	65,86,077	652	76,24,756
Less: Invalid Postal Ballot forms	139	62,491	NIL	NIL	139	62,491
Valid Postal Ballot Forms	512	9,76,188	1	65,86,077	513	75,62,265
Postal Ballot forms with assent to the Resolution	330	9,34,005	1	65,86,077	331	75,20,082
Postal ballot forms with dissent to the Resolution	182	42,183	NIL	NIL	182	42,183
Percentage of votes with assent to the resolution	NA	95.68	NA	100	NA	99.44
Percentage of votes with dissent to the resolution	NA	4.32	NA	NIL	NA	0.56



Details of voting in terms of regulation 8(1)(b) of the SEBI (Delisting of Equity Shares) Regulations, 2009 as under:-

Particulars	No. of Ballot Forms	No. of Equity Shares of Rs. 10 each (Votes)	% of Valid Votes Received
Total Valid Postal Ballots / Votes received	513	75,62,265	Not Applicable
LESS :- Promoters shareholding	1	65,86,077	Not Applicable
Public Shareholding	512	9,76,188	100.00
Assented to Resolution out of public shareholding	330	9,34,005	95.68
Dissented to Resolution out of public shareholding	182	42,183	4.32