



# SIMMONDS MARSHALL LIMITED

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CIN : L29299PN1960PLC011645

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Website : [www.simmondsmarshall.com](http://www.simmondsmarshall.com)

26<sup>th</sup> September, 2014

BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring  
PhirozeJeejeebhoy Towers  
Dalal Street, Mumbai – 400 001

**Security Code No. 507998**

**Sub : Outcome of Annual General Meeting held on Tuesday, September 23, 2014.**

Dear Sirs,

We wish to inform you that at the Annual General Meeting (AGM) of the company held on Tuesday, September 23, 2014 at Kwality Restaurant, Mumbai-Pune Road, Near Titan Showroom, Chinchwad, Pune-411019., the following business was considered and approved by the shareholders with requisite majority as applicable. Voting by members:

Sr. No.	Details of Agenda	Resolution (Ordinary / Special)	Mode of Voting : (E-Voting / Poll)	Remarks
1.	To receive, consider and adopt the audited statement of Profit & loss for the financial year ended at March 31, 2014 and Balance Sheet as on that date and the Report of the Director's and Auditor's thereon.	Ordinary	E-Voting & Poll	Passed Unanimously
2.	To declare Dividend on Equity Shares.	Ordinary	E-Voting & Poll	Passed Unanimously
3.	To elect and appoint Directors in place of those retiring by rotation.	Ordinary	E-Voting & Poll	Passed Unanimously

[Cont..2]



IATF No. 0096543  
ISO/TS 16949:2009



ISO 14001:2004  
Reg. No. 3302-E

4.	To re-appoint, Auditors of the Company and to fix their remuneration.	Ordinary	E-Voting & Poll	Passed Unanimously
5.	To Appoint Mr. S.C.Saran as an Independent Director of the Company to hold office for a term of 5 years.	Ordinary	E-Voting & Poll	Passed Unanimously
6.	To Appoint Mr. C.B.Bambawale as an Independent Director of the Company to hold office for a term of 5 years.	Ordinary	E-Voting & Poll	Passed Unanimously
7.	To Appoint Mr. F.K. Banatwalla as an Independent Director of the Company to hold office for a term of 5 years.	Ordinary	E-Voting & Poll	Passed Unanimously
8.	To Re-Appoint Mr. S.J.Marshall as Chairman of the Company.	Special	E-Voting & Poll	Passed Unanimously
9.	To Re-Appoint Mr. N.S. Marshall as Managing Director of the Company.	Special	E-Voting & Poll	Passed Unanimously
10.	To Re-Appoint Mr. I.M.Panju as Whole-time Director of the Company.	Special	E-Voting & Poll	Passed Unanimously
11.	Approval of the Remuneration of the Cost Auditor.	Ordinary	E-Voting & Poll	Passed Unanimously
12.	Special resolution under Section 180(1)(c) of the Companies Act, 2013 for borrowing money upto Rs.200 crores over and above the aggregate of the paid-up share capital and free reserves of the Company.	Special	E-Voting & Poll	Passed Unanimously
13.	Special resolution under section 180(1)(a) of the Companies Act, 2013 for creation of security.	Special	E-Voting & Poll	Passed Unanimously

: 3 :

The mode of voting for all resolution was:

- (i) Poll conducted at the AGM to facilitate the shareholders who attended the AGM Personally and did not participate in the e-voting process and
- (ii) E-Voting

Result of voting in the prescribed format is annexed herewith.

Kindly acknowledge receipt.

Yours faithfully,

For **SIMMONDS MARSHALL LIMITED**



**COMPLIANCE OFFICER**

Encl : As above.

Scrutinizer's Report on E-voting carried out For Simmonds Marshall Limited

To,  
The Chairman,  
Simmonds Marshall Limited

54th Annual General Meeting of the Equity Shareholders of M/s. Simmonds Marshall Limited to be held on Tuesday, September 23, 2014 at 12.00 Noon at Kwality Restaurant, Mumbai-Pune Road, Near Titan Showroom, Chinchwad, Pune-411019.

Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Pursuant to the Resolution passed by the Board of Simmonds Marshall Limited (hereinafter referred to as the "Company") on May 30, 2014. I, CS Mahesh Soni, Partner, GMJ & Associates, Company Secretaries have been appointed as the Scrutinizer for the e-voting process as mentioned under clause (ix) of sub rule 3 of Rule 20 of the Companies (Management and Administration) Rules, 2014. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular dated 17<sup>th</sup> April 2014 issued in this regard.

The Company has appointed M/s. Central Depository Services Limited as the Service Provider for providing the facility of electronic voting to the shareholders of the Company. M/s. Sharex Dynamic (India) Private Limited are Registrar and Share Transfer Agent (RTA) of the Company. The Service Provider, had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the 54th Annual General Meeting (AGM) of the Company, which is scheduled to be held on Tuesday, September 23, 2014. The Service Provider accordingly had set up e-Voting facility on their website, <https://evotingindia.com>. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through e-Voting.

As on the cut-off date there were 2430 shareholders of the Company. The Company has sent the Notice of the AGM by Courier to 2388 Shareholders, by air mail to 13 Foreign Shareholders and by Hand Delivery to 29 Shareholders as per the details available with the RTA/Service Provider.



The Notices sent in physical form contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Cut-off date (record date) for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was Thursday, August 14, 2014. As prescribed in the aforesaid Rules, the e-Voting facility was kept open for three days from Monday, September 15, 2014 at 9:00 A.M. to Wednesday, September 17, 2014 at 6:00 P.M.

As prescribed in clause (v) of sub rule 3 of the Rule 20, the Company also released an advertisement, which was published more than 5 days in advance from the date of beginning of the voting period in English in Free Press Journal dated September 4, 2014 and in Marathi in Navshakti dated September 4, 2014. The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20.

At the end of the voting period on Wednesday, September 17, 2014 at 6:00 P.M., the voting portal of the Service Provider was blocked forthwith. On Wednesday, September 17, 2014, the votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of two witnesses, as prescribed in Sub Rule 3(xi) of the said Rule 20.

As a Scrutinizer the report of the e-Voting carried out by the shareholders was duly compiled, the details of which are as follows:

There are in all 6 shareholders holding 42,850 equity shares of the Company, who have participated in the e-Voting process carried out by the Company.

The result of the E-voting is as under:



(1) As an Ordinary Resolution - Item No. 1. Passed with the requisite majority

To receive, consider and adopt the audited statement of Profit & loss for the financial year ended at March 31, 2014 and Balance Sheet as on that date and the Report of the Director's and Auditor's thereon.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	--

(2) As an Ordinary Resolution - Item No. 2. Passed with the requisite majority

To declare Dividend on Equity Shares.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	--



(3) As an Ordinary Resolution - Item No. 3. Passed with the requisite majority

To elect and appoint Directors in place of those retiring by rotation.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	--

(4) As an Ordinary Resolution - Item No. 4. Passed with the requisite majority

To re-appoint, Auditors of the Company and to fix their remuneration.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	--



(5) As an Ordinary Resolution - Item No. 5. Passed with the requisite majority

To Appoint Mr. S.C.Saran as an Independent Director of the Company to hold office for a term of 5 years.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(6) As an Ordinary Resolution - Item No. 6. Passed with the requisite majority

To Appoint Mr. C.B.Bambawale as an Independent Director of the Company to hold office for a term of 5 years.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(7) As an Ordinary Resolution - Item No. 7. Passed with the requisite majority

To Appoint Mr. F.K. Banatwalla as an Independent Director of the Company to hold office for a term of 5 years.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(8) As a Special Resolution - Item No. 8. Passed with the requisite majority

To Re-Appoint Mr. S.J. Marshall as Chairman of the Company.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(9) As a Special Resolution - Item No. 9. Passed with the requisite majority

To Re-Appoint Mr. N.S. Marshall as Managing Director of the Company.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(10) As a Special Resolution - Item No. 10. Passed with the requisite majority

To Re-Appoint Mr. I.M.Panju as Whole-time Director of the Company.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(11) As an Ordinary Resolution - Item No. 11. Passed with the requisite majority

Approval of the Remuneration of the Cost Auditor.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(12) As a Special Resolution - Item No. 12. Passed with the requisite majority

Special resolution under Section 180(1)(c) of the Companies Act, 2013 for borrowing money upto Rs.200 crores over and above the aggregate of the paid-up share capital and free reserves of the Company.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(13) As a Special Resolution - Item No. 13. Passed with the requisite majority

Special resolution under section 180(1)(a) of the Companies Act, 2013 for creation of security.

	Number of members Who have cast their votes through E-voting	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	6	42,850	100%
(ii)Voted against the resolution	-	--	--
(iii)Invalid Votes	Total number of members whose votes were declared invalid	Total number of votes cast by them	
	--	--	

All the Resolutions stand passed under e-voting with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-Voting by the shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course as prescribed in the said Rules.

Thanking you,

Yours Faithfully  
For GMJ & ASSOCIATES  
Company Secretaries



*[Signature]*  
[CS MAHESH SONI]  
PARTNER  
FCS : 3706; COP : 2324

PLACE : MUMBAI  
DATE: SEPTEMBER 19, 2014.

FORM No. MGT-13

Report of Scrutinizer

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

To,  
The Chairman,  
Annual General Meeting of the Equity Shareholders of Simmonds Marshall Limited held on  
Tuesday, September 23, 2014 at 12.00 P.M. at Kwaliti Restaurant, Mumbai-Pune Road,  
Near Titan Showroom, Chinchwad, Pune-411019.

Dear Sir,

I, CS Mahesh Kumar Soni, Partner, GMJ & Associates, Company Secretaries appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Simmonds Marshall Limited held on Tuesday, September 23, 2014 at 12.00 P.M. at Kwaliti Restaurant, Mumbai-Pune Road, Near Titan Showroom, Chinchwad, Pune-411019 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ONEBallot 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 in presence of two witnesses 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.



The result of the Poll is as under:

(1) As an Ordinary Resolution - Item No. 1. Passed with the requisite majority

To receive, consider and adopt the audited statement of Profit & loss for the financial year ended at March 31, 2014 and Balance Sheet as on that date and the Report of the Director's and Auditor's thereon.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	3,220,912	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(2) As an Ordinary Resolution - Item No. 2. Passed with the requisite majority

To declare Dividend on Equity Shares

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	3,220,912	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(3) As an Ordinary Resolution - Item No. 3. Passed with the requisite majority  
To elect and appoint Directors in place of those retiring by rotation

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	3,220,912	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	--

(4) As an Ordinary Resolution - Item No. 4. Passed with the requisite majority

Re-appointment of Auditors M/s. SHR & Co., Chartered Accountants and to fix their remuneration

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	3,220,912	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	--



(5) As an Ordinary Resolution - Item No. 5. Passed with the requisite majority

Appointment of Mr. S.C.Saran as an Independent Director of the Company for a term of 5 years

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	3,220,912	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(6) As an Ordinary Resolution - Item No. 6. Passed with the requisite majority

Appointment of Mr. C.B.Bambawale as an Independent Director of the Company for a term of 5 years

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	3,220,912	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(7) As an Ordinary Resolution - Item No. 7. Passed with the requisite majority

Appointment of Mr. F.K. Banatwalla as an Independent Director of the Company for a term of 5 years

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	3,220,912	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(8) As a Special Resolution- Item No. 8. Passed with the requisite majority

Re-Appointment of Mr. S.J. Marshall as Chairman of the Company

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	13	238,352	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(9) As aSpecial Resolution- Item No. 9. Passed with the requisite majority

Re-Appointment ofMr. N.S. Marshall as Managing Director of the Company

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	13	238,352	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(10) As aSpecial Resolution- Item No. 10. Passed with the requisite majority

Re-Appointment ofMr.I.M.Panju as Whole-time Director of the Company

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	3,220,912	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(11) As an Ordinary Resolution - Item No. 11. Passed with the requisite majority

Approval of Remuneration of the Cost Auditor

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	3,220,912	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(12) As a Special Resolution - Item No. 12. Passed with the requisite majority

Special resolution under Section 180(1)(c) of the Companies Act, 2013 for Borrowings

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	3,220,912	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	



(13) As a Special Resolution - Item No. 13. Passed with the requisite majority

Special resolution under section 180(1)(a) of the Companies Act, 2013 for creation of security

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	3,220,912	100
(ii) Voted against the resolution	--	--	--
(iii) Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

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

Thanking you,

Yours faithfully,  
For GMJ & ASSOCIATES  
Company Secretaries



[CS. MAHESH SONI]  
PARTNER

FCS : 3706; COP : 2324

PLACE : MUMBAI

DATE: SEPTEMBER 25, 2014.

COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL  
SIMMONDS MARSHALL LIMITED

To,  
The Chairman,  
SIMMONDS MARSHALL LIMITED

Sub: Passing of Resolution through E-Voting AND Poll conducted at the Annual General Meeting (AGM) of SIMMONDS MARSHALL LIMITED held on September 23, 2014

I, CS Mahesh Kumar Soni, Partner, GMJ & Associates, Company Secretaries hereby submit combined Scrutinizer Report on E-Voting AND Poll conducted at the AGM of SIMMONDS MARSHALL LIMITED held on September 23, 2014.

The Board of Directors of the Company at their meeting held on May 30, 2014 have appointed me as the Scrutinizer for the e-voting held between September 15, 2014 at 9:00 A.M. to September 17, 2014 at 6:00 P.M. and the Chairman of the AGM has appointed me as the Scrutinizer for the Poll held at the AGM of the Company on the September 23, 2014.

The Company has appointed M/s. Central Depository Services Limited as the Service Provider for providing the facility of electronic voting to the shareholders of the Company from September 15, 2014 at 9:00 A.M. to September 17, 2014 at 6:00 P.M. M/s. Sharex Dynamic (India) Pvt. Ltd. is the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked by me on September 17, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's Report dated September 19, 2014 attached herewith.

At the AGM of the Company held on September 23, 2014, the Chairman of the Company had called for a Poll to facilitate the members present at the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's Report in Form MGT 13 dated September 25, 2014.



The result of the E-voting together with that of the Poll is as under:

Item of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.1 of the Notice (As an Ordinary Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	3,220,912	100%	--	--	--	--
	TOTAL	3,263,762	100%	--	--	--	--
Item No.2 of the Notice (As an Ordinary Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	3,220,912	100%	--	--	--	--
	TOTAL	3,263,762	100%	--	--	--	--
Item No.3 of the Notice (As an Ordinary Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	3,220,912	100%	--	--	--	--
	TOTAL	3,263,762	100%	--	--	--	--
Item No.4 of the Notice (As an Ordinary Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	3,220,912	100%	--	--	--	--
	TOTAL	3,263,762	100%	--	--	--	--
Item No.5 of the Notice (As an Ordinary Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	3,220,912	100%	--	--	--	--
	TOTAL	3,263,762	100%	--	--	--	--
Item No.6 of the Notice (As an Ordinary Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	3,220,912	100%	--	--	--	--
	TOTAL	3,263,762	100%	--	--	--	--



Item of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.7 of the Notice (As an Ordinary Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	3,220,912	100%	--	--	--	--
	TOTAL	3,263,762	100%	--	--	--	--
Item No.8 of the Notice (As an Special Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	238,352	100%	--	--	--	--
	TOTAL	281,202	100%	--	--	--	--
Item No.9 of the Notice (As an Special Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	238,352	100%	--	--	--	--
	TOTAL	281,202	100%	--	--	--	--
Item No.10 of the Notice (As an Special Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	3,220,912	100%	--	--	--	--
	TOTAL	3,263,762	100%	--	--	--	--
Item No.11 of the Notice (As an Ordinary Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	3,220,912	100%	--	--	--	--
	TOTAL	3,263,762	100%	--	--	--	--
Item No.12 of the Notice (As a Special Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	3,220,912	100%	--	--	--	--
	TOTAL	3,263,762	100%	--	--	--	--



Item of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.13 of the Notice (As a Special Resolution)	E-voting	42,850	100%	--	--	--	--
	Poll	3,220,912	100%	--	--	--	--
	<b>TOTAL</b>	<b>3,263,762</b>	<b>100%</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>

All the Resolutions stand passed under e-voting and poll with requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through E-voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking You,

Yours Faithfully  
For GMJ & Associates  
Company Secretaries

  
MUMBAI  
[MAHESH SONI]  
PARTNER  
FCS: 3706 COP: 2324

PLACE: MUMBAI  
DATE: SEPTEMBER 25, 2014.