

Godrej Industries Ltd.
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Eastern Express Highway,
Vikhroli (E), Mumbai 400 079. India
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CIN : L24241MH1988PLC097781

September 11, 2015

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

The National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051

Dear Sirs,

Ref.: Godrej Industries Limited
BSE – Script Code: 500164, Scrip ID – GODREJIND
NSE – GODREJIND

We enclose a copy of the minutes of the Annual General Meeting of the Company held on August 11, 2015.

Thank you.

Yours faithfully
For Godrej Industries Limited

P. Ganesh

P. Ganesh
Chief Financial Officer &
Company Secretary

encl.: as above

The Godrej logo is located at the bottom center of the page. It features the word "Godrej" in a stylized, cursive font. The letters are multi-colored, with shades of green, yellow, and red, giving it a vibrant appearance.

Minutes of the Twenty Seventh Annual General Meeting of Godrej Industries Limited held on Tuesday, August 11, 2015 at 3.30 P.M. at the Auditorium, Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai- 400 0079.

Present:

Mr. A. B. Godrej	Chairman
Mr. N. B. Godrej	Managing Director
Mr. J. N. Godrej	Director
Mr. S. A. Ahmadullah	Director
Mr. A. B. Choudhury	Director
Mr. V. M. Crishna	Director
Mr. K. K. Dastur	Director
Mr. K. M. Elavia	Director
Mr. K. N. Petigara	Director
Ms. T. A. Dubash	Executive Director & Chief Brand Officer
Mr. N. S. Nabar	Executive Director & President (Chemicals)
Mr. P. Ganesh	Company Secretary & Chief Finance Officer
Mr. D. Z. Fraser	Partner of M/s. Kalyaniwalla & Mistry, Chartered Accountants, Auditors of the Company
Ms. Bhavana Shewakramani	Partner of M/s. A. N. Ramani & Co., Secretarial Auditor
Mr. Kalidas Vanjpe	Practicing Company Secretary (Scrutinizer for E-voting and Poll)

92 members / authorized representatives and 14 proxies were present.

1. Chairman of the Meeting

Mr. A. B. Godrej, Chairman of the Company, took the chair and welcomed all the members to the Twenty-seventh Annual General Meeting (AGM).

After noting that the required quorum was present, the Chairman called the meeting to order.

2. Notice convening the Meeting and Auditor's Report

The Chairman informed the shareholders that the notice dated May 27, 2015, convening the Annual General Meeting along with the Annual Report for the Financial Year 2014-15 had been circulated to the shareholders and with the permission of the shareholders present, the notice of the meeting was taken as read.

The Chairman further informed that the Auditor's Report on the Financial Statements of the Company for the Financial Year ended March 31, 2015 did not have any qualifications. Accordingly, as provided in the Companies Act, 2013 the Auditors' Report was not required to be read.

3. Chairman's Statement

The Chairman then addressed the meeting with his opening remarks as follows:

"I am delighted to share with you the events, developments and the progress made by Godrej Industries Limited during the financial year ended March 31, 2015. In a challenging macro-economic environment, your Company continued to do well in most of its core businesses. Given our presence in some of the key growth sectors of the economy, we are well positioned to deliver strong performance in the coming years on the expectation of a strong GDP growth."

As a conglomerate with interest in diverse businesses, growth at the consolidated level is pursued through competitively growing your Company's core businesses, building an environment to achieve transformation while also nurturing and investing in emergent businesses of the future.

The essence of your Company's business strategy is captured in the approach called CREATE which stands for:

C - Consumer

FY 2015 proved another year of good performance for Godrej Consumer Products Limited (GCPL), in domestic and international operations. In spite of macroeconomic challenges of currency devaluation and slowdown in FMCG sector, GCPL prudently managed its business and continued to grow ahead of overall FMCG sector, as well as the home and personal care categories that we participate in.

The response to GCPL's innovations has been very encouraging. The innovation pipeline remains strong which gives the confidence of building a stronger brand presence. I am pleased to share that GCPL is the highest ranked Indian company (at number 24) on Forbes' list of the World's 100 most innovative growth Companies 2015, for the second time in a row.

GCPL maintains focus on the 3x3 strategy as it believes that the opportunities across all its geographies and categories are immense. With the strategic foundation in place, GCPL is confident of sustaining its growth going forward.

The letter C of CREATE also stands for Chemicals

The Chemicals business had a difficult year due to global macroeconomic environment and raw material price fluctuations. However with stabilizing raw material prices, we anticipate better performance from chemical business in coming financial year. I would like to take this opportunity to share with you that our Valia factory in Gujarat attained the distinction of being the first oleo chemical company to have been awarded the prestigious GreenCo Silver under the Green Company Rating System by CII. The award recognizes your Company's green vision of creating a more inclusive and greener India.

The letters R and E of CREATE stands for Real Estate

The real estate subsidiary of your Company, Godrej Properties Limited delivered healthy financial results in a challenging environment reporting a growth of 54% in Total Income, and 20% in Net Profit in 2014-15. This performance demonstrates GPL's ability to maintain growth in difficult market conditions. During the year, GPL signed 5 new projects adding 8 million sq. ft. of saleable area to its portfolio. With regards to our operations, we successfully delivered 3.5 million sq. ft. in FY15 which includes 2.7 million sq. ft. of residential and 0.8 million sq. ft. of commercial space across five cities.

The real estate sector in India holds huge potential and given our national presence, strong brand and large number of new projects, we believe we are well-positioned to fully capitalise on this opportunity.

The letter A of CREATE stands for Agri Business

Godrej Agrovet continues to deliver a strong growth across verticals, with Consolidated Net Profit growing by 29%.

I am happy to share that GAVL has commissioned the Nadir Godrej Centre for Animal Research and Development to create what is possibly a one-of-its-kind animal husbandry research centre in the private sector in India. The animal feed vertical which is the largest vertical did well in FY 2014-15. Cattle feed, layer feed and shrimp feed delivered a strong performance with a growth of 19%, 25% and 23% respectively. Despite of adverse environmental conditions the Agri-inputs vertical too performed well recording a growth of 19% in revenues and 22% in profitability. In the Oil Palm vertical, we continue our focus on developing additional revenue streams by enhancing the value of Biomass generated in the business and on increasing the acreage under Oil Palm Plantation. In the Poultry segment, our strategy is to focus on building a brand based business and we launched several innovative products under the 'Real Good Chicken' and 'Yummiez' brands during the year. Overall, the future prospect of GAVL remains robust and I am confident that GAVL will continue on its strong growth path in the years to come.

The letter T of CREATE stands for Transformation

As a Group, your Company believes in inclusive growth that aims at enhancing the competitiveness of the businesses while simultaneously advancing the economic and social conditions of the communities in which it operates. This is implemented Group wide through the 'Godrej Good and Green' initiative.

As part of Good & Green, the Group, by 2020, aspires to create a more employable Indian workforce, a greener India and innovate for products that are greener or cater to the bottom of the income pyramid. The Group has made good progress on each of these objectives during the last fiscal year. Through employability programs in beautician training, channel sales, rural entrepreneurship and animal husbandry, the Group has been able to train and empower thousands of unemployed or underemployed youth in the last year.

I am pleased to share with you that in the recently published Brand Trust Report, 2015 Godrej's all India rank for the Most Trusted Brand stood at 9th - a testimony to the strong equity enjoyed by the brand.

The letter E of CREATE stands for Emergent Businesses

Over the years, your Company has selectively incubated new businesses and grown them successfully. The current emergent businesses viz. Natures Basket (NBL) and the Seeds business are evolving fast. Natures Basket, the gourmet food retailing business, is one such business where your Company sees immense growth potential given low penetration levels and a growing addressable market. This business is ramping up well with healthy increase in same store sales as well as opening of new stores. Natures Basket is now spread across 5 key metro cities in India. The business recorded a 20% growth in Total Income. I am pleased to share that NBL continues to be the most awarded gourmet business brand and has won several awards during the year.

Godrej Seeds, our emerging business in the agri space, reported an impressive growth of 23% during the year. Despite a subdued Rabi crop and unattractive commodity prices, the new vertical delivered healthy performance. This provides us confidence that we will be able to do well in a steady environment and significantly scale-up the business going forward.

Overall, your Company has performed well inspite of a challenging macro-economic environment. With recovery underway, we believe your Company is well positioned to deliver sustainable and profitable growth in the coming years. I am confident that our disciplined strategy, prudent approach, agile execution, and committed team will enable us to improve performance and create value for all stakeholders.

I would also like to share with you that in an unfortunate incident at our Valia Plant on 8th of June, 2015, a leakage in the Hydrogen recycle compressor led to fire in a small section of the plant. We regret to inform that we lost one of our colleagues, Bharat Rajput, Senior Officer (Production), who succumbed to the injuries. Four other employees were injured and were immediately rushed to the hospital for treatment. They have recovered fully and resumed to work. As per the company's policy, adequate care and compensation has been provided to the injured and family of the deceased.

Performance during April - June 2015

I would also like to now update you on the results of the first quarter of the current financial year, which were taken on record by the Board at its meeting held this afternoon.

The consolidated total income for the first 3 months of the current year is Rs. 2,565 crore as against Rs. 2,389 crore in the previous year, a growth of 7%. The consolidated Net Profit for the quarter ended June 30, 2015 is Rs. 94 crore as against Rs. 78 crore in the previous year, a growth of 21%.

I would like to take this opportunity to thank all employees of your Company for their contribution in the continued success of Godrej Industries. I would also like to extend my gratitude towards our business partners, associates, vendors and also Central, State governments and government agencies for their sustained support. Finally, I would like to express my sincere appreciation to you for your continued faith, trust, encouragement and support."

4. Queries by shareholders and voting

After completion of his address, the Chairman informed the shareholders that in view of the provisions contained in the Companies Act, 2013, the Rule made thereunder and the Listing Agreement, the Company had provided the remote e-voting facility to its members to exercise their right to vote by electronic means on all the businesses specified in the Notice. He requested the members who could not cast their votes by e-voting, to vote at the meeting by way of Poll.

Before the Poll commenced, the Chairman briefly explained each of the items on the agenda including the objective and implications, wherever necessary. Thereafter, the Chairman invited the shareholders to speak or ask questions pertaining to the performance of the Company during the year under review. In response to the Chairman's invitation, the following shareholders spoke:

- Mr. Shailesh Mahadevia
- Mr. Vinay Bhide
- Ms. H. S. Patel
- Mr. Hiranand Kotwani
- Capt. Suresh Divekar

The above shareholders/ speaker gave their observations / sought clarification on certain matters reported in the annual report and the general performance of the Company. Some of the observation/ clarification sought are as under:-

- Why is the Company taking unsecured loans which are considered to be more expensive.
- What is the capacity utilization of Valia and Ambernath factories.
- Where does the Company stand w.r.t. employee engagement ratio.
- Whether Business Responsibility Report format has been changed.
- What is the male/female bifurcation.
- How many workers are there at Ambernath.
- What is the expenditure on CSR.
- How many more stores Natures Basket is going to open.
- Are any of our products facing Chinese competition.
- Company should arrange for shareholder's factory visit.
- What percentage is spent on R&D for Godrej Seeds.
- Details as to why borrowing cost has gone up.
- Is there any proposal for bonus issue.
- Is there any proposal for IPO of GAVL.
- Was there any sexual harassment cases /human rights violations reported.
- Speakers congratulated the decision to conduct the AGM at the new venue – Godrej One.
- Speakers felt that the annual report is informative and the design is good.

The Chairman replied to the queries raised / information sought and the members were satisfied with the response. He then informed the shareholders that the Board of Directors of the Company had appointed Mr. Kalidas Vanjpe, a Practising Company Secretary, as Scrutinizer for the E-voting under Section 108 of the Companies Act, 2013 and also for the Poll at the AGM of the Company, to scrutinize the E-voting and Poll process in a fair and transparent manner.

The Chairman then ordered the poll on all the Ordinary and Special businesses as mentioned in the Notice of the AGM. The Ordinary and Special Business as mentioned in the Notice of the AGM along with the resolutions are as follows:

Ordinary Business

- 1) Adoption of audited financial statements (both standalone and consolidated), Report of Board of Directors and Auditors for the year ended March 31, 2015. (Ordinary Resolution)**

The resolution was proposed by Mr. Shailesh Mahadevia and seconded by Mr. Hiren Vyas.

RESOLVED THAT the audited financial statements (both standalone and consolidated) of the Company for the year ended March 31, 2015 which includes the Statement of Profit & Loss and Cash Flow Statement for the year ended March 31, 2015, the Balance Sheet as at that date, the Auditors' Report thereon and the Directors' Report, placed before this meeting, be and are hereby adopted.

- 2) Declaration of dividend for the financial year ended March 31, 2015 (Ordinary Resolution)**

The resolution was proposed by Ms. H. S. Patel and seconded by Mr. Vinay Bhide.

RESOLVED THAT final dividend @ Rs.1.75 per equity share, aggregating Rs. 58.80 crore recommended by the Board of directors for the year ended March 31, 2015, be and is hereby approved.

RESOLVED THAT sanction be and is hereby given to the payment of final dividend to all equity shareholders whose names appear in the Register of Members of the Company on the eligibility date fixed by the Company i.e. August 3, 2015 [Book Closure dates August 4, 2015 to August 11, 2015] at the rate of Rs.1.75 per equity share, aggregating Rs. 58.80 crore out of the profits available for appropriation.

- 3) Reappointment of retiring Director – Mr. A. B. Godrej (Ordinary Resolution)**

The resolution was proposed by Mr. R. Shivashankar and seconded by Mr. Subodh Karode.

RESOLVED THAT Mr. A. B. Godrej (DIN 00065964), who retires by rotation and being eligible be and is hereby reappointed as a Director of the Company, liable to retire by rotation.

4) Reappointment of retiring Director – Mr. V. M. Crishna (*Ordinary Resolution*)

The resolution was proposed by Mr. K. G. Mudaliar and seconded by Mr. Dilip Salve.

RESOLVED THAT Mr. V. M. Crishna (DIN 00066267), who retires by rotation and being eligible be and is hereby reappointed as a Director of the Company, liable to retire by rotation.

5) To appoint Auditors of the Company (*Ordinary Resolution*)

The resolution was proposed by Ms. H.S. Patel and seconded by Mr. Shailesh Mahadevia.

RESOLVED THAT pursuant to section 139 of the Companies Act, 2013 and the Rules made thereunder, the company hereby ratifies the appointment of M/s. Kalyaniwalla & Mistry, Chartered Accountants (Firm Registration No. 104607W), as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the Company.

Special Business

6) Reappointment of and remuneration payable to Ms. T. A. Dubash as Whole-time Director (*Special Resolution*)

The resolution was proposed by Mr. Shailesh Mahadevia and seconded by Mr. Hiranand Kotwani.

RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), approval of the Company be and is hereby accorded for the reappointment of and terms of remuneration payable to, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of appointment of Ms. T. A. Dubash (DIN: 00026028), as a Whole time Director of the Company, designated as Executive Director & Chief Brand Officer, for a period of three years from April 1, 2016 to March 31, 2019 on the terms and conditions, as set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Directors / Nomination and Compensation Committee to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Directors and Ms. T. A. Dubash.

7) Reappointment of and remuneration payable to Mr. N. S. Nabar as Whole-time Director (*Special Resolution*)

The resolution was proposed by Mr. Subodh Karode and seconded by Mr. Dilip Salve.

RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), approval of the Company be and is hereby accorded for the reappointment of and terms of remuneration payable to, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of appointment of Mr. N. S. Nabar (DIN: 06521655), as a Whole time Director of the Company, designated as Executive Director & President (Chemicals), for a period of three years from April 1, 2016 to March 31, 2019 on the terms and conditions, as set out in the Explanatory Statement annexed to the Notice convening this meeting, with liberty to the Directors / Nomination and Compensation Committee to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Directors and Mr. N. S. Nabar.

8) Remuneration of R. Nanabhoy & Co., as Cost Auditors of the Company (*Ordinary Resolution*)

The resolution was proposed by Mr. Shailesh Mahadevia and seconded by Ms. H. S. Patel.

RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, M/s. R. Nanabhoy & Co., Cost Accountants, the Cost Auditors appointed by the Board of Directors of the Company, for the financial year ending March 31, 2016 for the conduct of the audit of the cost records of the Company be paid a remuneration of Rs. 2.20 lac per annum exclusive of service tax and out-of-pocket expenses.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

The Chairman informed the shareholder to raise their hands if they did not have the poll papers. Before the voting began, he requested that the empty Poll Boxes be locked after showing them to the shareholders. After the Poll Boxes were locked he requested the shareholders to cast their vote and deposit the Poll paper in the ballot boxes. The shareholders casted their votes by way of Poll and the Poll Boxes were sealed. The Chairman then informed the shareholders that the Results of voting would be announced on, August 13, 2015 by intimation to the Stock Exchanges as well as uploaded on the website of the Company. He then thanked all the Members for their continued support to the Company. With this the Chairman declared the Twenty Seventh Annual General Meeting as concluded.

Results of E-voting and Poll

The results of e-voting (conducted from August 8, 2015 to August 10, 2015) and poll, as announced by the Chairman at the AGM i.e. on, August 11, 2015 was announced on August 13, 2015. The same was intimated to the Stock Exchanges and uploaded on the website of the Company, are annexed herewith as Annexure – I. Accordingly the resolutions for businesses as per the notice of the Annual General Meeting were passed with requisite majority.


Chairman

Encl.: Annexure – I

Date: 31/08/2015

ANNEXURE – I

(This document forms part of Minutes of the Twenty Seventh Annual General Meeting of Godrej Industries Limited held on Tuesday, August 11, 2015 at 3.30 P.M. Auditorium, Godrej One, Pirojshanagar, Vikhroli (E), Mumbai- 400 0079.)

Outcome / result of voting (E-voting and Poll) conducted for 27th Annual General Meeting of the Equity Shareholders of the Company.

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 (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%	26,755,392	-	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) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(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	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) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(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%	26,143,926	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	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	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	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	26,750,040	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	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) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
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	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) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(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	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	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) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(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%	26,526,595	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%