Declaration of Results of e-voting and poll

The 25th Annual general Meeting of the members of Archies Limited was held on Monday, 28th September, 2015 at 11.00 A.M. at Manesar Club, Sector-5, IMT Manesar, Gurgaon, Haryana-122050

As per the provisions of the Companies Act, 2013 and the Listing Agreement, the Company has provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 25th Annual General Meeting (AGM). The e-voting was open from 25th September, 2015 to 27th September, 2015.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by show of hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 25th AGM, voting was conducted by means of poll.

The Board of Directors has appointed M/s P B & Associates, Practicing Company Secretary, as the Scrutinizer for the poll conducted at the AGM. The Scrutinizer(s) have carried out the scrutiny of all the electronic votes received upto 5.00 P.M. on 27th September, 2015 and poll received till the conclusion of the Meeting and submitted their reports on 28th September, 2015

The Consolidated Results as per the Scrutinizers' Report is as follows:

RESO NO.	RESOLUTION PASSED AT THE AGM	% Votes in favour	% Votes Against
ORDINARY BUSINESS			
1	To receive, consider and adopt Financial Statements and Report of Board of Directors and Auditors thereon for the financial year ended 31st March, 2015.**(ORDINARY RESOLUTION)**	100	NIL
2	To declare dividend for the financial year ended 31st March, 2015.**(ORDINARY RESOLUTION)**	100	NIL
3	To appoint a director in place of Mr. Dilip Seth (DIN-06640936), who retires by rotation and being eligible offers himself for re-appointment.**(ORDINARY RESOLUTION)**	100	NIL
4	To reappoint M/s. Uberoi Sood & Kapoor, Chartered Accountants, New Delhi, as Statutory Auditors of the Company. .**(ORDINARY RESOLUTION)**	99.99993	0.00007
SPECIAL BUSINESS			
5	To reappoint M/s V.D. Rupani & Co, Chartered Accountants as Branch Auditors	100	NIL

ARCHIES LIMITED
C-113, NARAINA INDUSTRIAL AREA, PHASE-1, NEW DELHI-110028 (INDIA), CIN : L36999HR1990PLC041175
TEL.: 91-11-41410000, 41412222, Fax : 91-11-41410060, Email : archies@archiesonline.com, Website : www.archiesonline.com
REGISTERED OFFICE : PLOT NO. 191-F, SECTOR-4, I.M.T. MANESAR, GURGAON-122050, HARYANA (INDIA)

	of the Mumbai, Pune & Goa Branches of the Company. .**(ORDINARY RESOLUTION)**		
6	To reappoint M/s Sanjiv Shah & Associates, Chartered Accountants as Branch Auditor of the Chennai Branch of the Company.**(ORDINARY RESOLUTION)**	99.99993	0.00007
7	To reappoint Mehul. V. Chalishajar & Co, Chartered Accountants as Branch Auditor of the Ahmedabad Branch of the Company. **(ORDINARY RESOLUTION)**	100	NIL
8	To reappoint M/s Rajesh Chowdhury & Associates, Chartered Accountants as Branch Auditor of the Kolkata & Bhubneshwar Branches of the Company. **(ORDINARY RESOLUTION)**	99.99993	0.00007
9	To reappoint M/s Rajesh Adityaraj & Co, Chartered Accountants as Branch Auditor of the Indore Branch of the Company. **(ORDINARY RESOLUTION)**	99.99993	0.00007
10	To reappoint M/s S Vijay Kumar, Chartered Accountants as Branch Auditor of the Bangalore Branch of the Company. **(ORDINARY RESOLUTION)**	100	NIL
11	To reappoint M/s Ashok Shashi & Co, Chartered Accountants as Branch Auditor of the Ludhiana Branch of the Company. **(ORDINARY RESOLUTION)**	100	NIL
12	To reappoint M/s Pramod G Gupta & Associates, Chartered Accountants as Branch Auditor of the Chandigarh Branch of the Company. **(ORDINARY RESOLUTION)**	100	NIL
13	To reappoint M/s Suryanarayana & Suresh, Chartered Accountants as Branch Auditor of the Hyderabad Branch of the Company. **(ORDINARY RESOLUTION)**	99.99993	0.00007
14	To reappoint M/s Shetty & Thomas, Chartered Accountants as Branch Auditor of the Kochi Branch of the Company. **(ORDINARY RESOLUTION)**	100	NIL
15	Payment of minimum remuneration to Mr. Anil Moolchandani as Chairman and Managing Director of the Company **(SPECIAL RESOLUTION)**	99.9997	0.0003

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Based on the Reports of the Scrutinizer, all the Resolutions as set out in the Notice of 25th Annual General Meeting have been duly approved by the Shareholders with requisite majority.

For ARCHIES LIMITED

Pankaj

ARCHIES LIMITED New Delhi

PANKAJ KAMRA
COMPANY SECRETARY

ARCHIES LIMITED

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archies®

Date : 30th September, 2015

1) The Manager , Listing Department, National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051	2) The Listing Department Corporate Relationship Department Bombay Stock Exchange limited 1st Floor, New Trading Wing P.J. Towers Dalal Street Fort, Mumbai- 400 001
Scrip Code- ARCHIES	Scrip Code- 532212

Sub : Voting Results pursuant to clause 35A of the Listing Agreement

With reference to the Annual General Meeting, we furnish below a report under clause 35A of the Listing Agreement

Date of AGM/EGM	28th September, 2015			
Total number of shareholders on record date	15110			
No of shareholders present in the meeting either in person or through proxy:	Promoters and Promoter Group		Public	
	In Person	Through Proxy	In Person	Through Proxy
	8	Nil	35	NIL
No of shareholders attended the meeting through Video Conferencing	Promoters and Promoter Group		Public	
	N.A.		N.A.	

ARCHIES LIMITED New Delhi

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Agenda Wise

The Mode of Voting for all the Resolutions was:
1. E-voting Conducted between 25th September, 2015 to 27th September, 2015.
2. Poll conducted (Ballot) at Meeting.

Given below is the resolution wise combined result of e-voting and Poll.

RESOLUTION NO -1

ADOPTION OF BALANCE SHEET & STATEMENT OF PROFIT & LOSS ACCOUNT FOR THE YEAR 2014-15 ALONG WITH AUDITORS REPORT, DIRECTORS AND CORPORATE GOVERNANCE REPORT. **(ORDINARY RESOLUTION)**

Promoter/Public	No. of shares held 1	No. of votes polled 2	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 3	No. of Votes - in favour 4	No. of Votes - against 5	% of Votes in favour on votes polled (6)= [(4)/(2)]*100 6	% of Votes against on votes polled (7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29396	0	100.00	0.00
Total	**33780000**	**20483996**		**20483996**	**0**		

RESOLUTION NO -2

TO DECLARE DIVIDEND @ 15% EQUIVALENT TO RS 0.30/- PER EQUITY SHARE OF FACE VALUE OF RS 2/- FOR THE FINANCIAL YEAR 2014-15. **(ORDINARY RESOLUTION)**

Promoter/Public	No. of shares held 1	No. of votes polled 2	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 3	No. of Votes - in favour 4	No. of Votes - against 5	% of Votes in favour on votes polled (6)= [(4)/(2)]*100 6	% of Votes against on votes polled (7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29396	0	100.00	0.00
Total	**33780000**	**20483996**		**20483996**	**0**		

RESOLUTION NO -3

TO REAPPOINT MR DILIP SETH WHO RETIRES BY ROTATION, AT THE AGM. **(ORDINARY RESOLUTION)**

Promoter/Public	No. of shares held 1	No. of votes polled 2	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 3	No. of Votes - in favour 4	No. of Votes - against 5	% of Votes in favour on votes polled (6)= [(4)/(2)]*100 6	% of Votes against on votes polled (7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	24021	0.182014296	24021	0	100.00	0.00
Total	**33780000**	**20478621**		**20478621**	**0**		

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RESOLUTION NO -4

TO REAPPOINT M/S UBEROI SOOD & KAPOOR, CHARTERED ACCOUNTANTS AND TO FIX THEIR REMUNERATION. **(ORDINARY RESOLUTION)**

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 3	4	5	(6)= [(4)/(2)]*100 6	(7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29381	15	99.9490	0.0510
Total	**33780000**	**20483996**		**20483981**	**15**		

RESOLUTION NO -5

TO REAPPOINT M/S V D RUPANI & CO., CHARTERED ACCOUNTANTS AS BRANCH AUDITOR OF MUMBAI, PUNE AND GOA BRANCHES OF THE COMPANY. **(ORDINARY RESOLUTION)**

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 3	4	5	(6)= [(4)/(2)]*100 6	(7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29396	0	100.0000	0.0000
Total	**33780000**	**20483996**		**20483996**	**0**		

RESOLUTION NO -6

TO REAPPOINT M/S. SANJIV SHAH & ASSOCIATES, CHARTERED ACCOUNTANTS AS BRANCH AUDITOR OF CHENNAI BRANCH OF THE COMPANY **(ORDINARY RESOLUTION)**

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 3	4	5	(6)= [(4)/(2)]*100 6	(7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100	0
Public – Institutional holders	128085	0	0	0	0	0	0
Public-Others	13197315	29396	0.222742278	29381	15	99.9490	0.0510
Total	**33780000**	**20483996**		**20483981**	**15**		

RESOLUTION NO -7

TO REAPPOINT M/S. MEHUL V CHALISHAJAR & CO., CHARTERED ACCOUNTANTS AS BRANCH AUDITOR OF AHMEDABAD BRANCH OF THE COMPANY **(ORDINARY RESOLUTION)**

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 3	4	5	(6)= [(4)/(2)]*100 6	(7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29396	0	100.0000	0.0000
Total	**33780000**	**20483996**		**20483996**	**0**		

RESOLUTION NO -8

TO REAPPOINT M/S. RAJESH CHOWDHURY & ASSOCIATES, CHARTERED ACCOUNTANTS AS BRANCH AUDITOR OF THE KOLKATA & BHUBNESHWAR BRANCHES OF THE COMPANY
(ORDINARY RESOLUTION)

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 3	4	5	(6)= [(4)/(2)]*100 6	(7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29381	15	99.9490	0.0510
Total	**33780000**	**20483996**		**20483981**	**15**		

RESOLUTION NO -9

TO REAPPOINT M/S. RAJESH ADITYARAJ & CO., CHARTERED ACCOUNTANTS AS BRANCH AUDITOR OF INDORE BRANCH OF THE COMPANY. **(ORDINARY RESOLUTION)**

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 3	4	5	(6)= [(4)/(2)]*100 6	(7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29381	15	99.9490	0.0510
Total	**33780000**	**20483996**		**20483981**	**15**		

RESOLUTION NO -10

TO REAPPOINT M/S. S VIJAYKUMAR, CHARTERED ACCOUNTANTS AS BRANCH AUDITOR OF BANGALORE BRANCH OF THE COMPANY. **(ORDINARY RESOLUTION)**

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 3	4	5	(6)= [(4)/(2)]*100 6	(7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29396	0	100.0000	0.0000
Total	**33780000**	**20483996**		**20483996**	**0**		

RESOLUTION NO -11

TO REAPPOINT M/S. ASHOK SHASHI & CO., CHARTERED ACCOUNTANTS AS BRANCH AUDITOR OF LUDHIANA BRANCH OF THE COMPANY. **(ORDINARY RESOLUTION)**

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 3	4	5	(6)= [(4)/(2)]*100 6	(7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29396	0	100.0000	0.0000
Total	**33780000**	**20483996**		**20483996**	**0**		

RESOLUTION NO -12

TO REAPPOINT M/S. PRAMOD G GUPTA & ASSOCIATES, CHARTERED ACCOUNTANTS AS BRANCH AUDITOR OF CHANDIGARH BRANCH OF THE COMPANY. **(ORDINARY RESOLUTION)**

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 3	4	5	(6)= [(4)/(2)]*100 6	(7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29396	0	100.0000	0.0000
Total	**33780000**	**20483996**		**20483996**	**0**		

RESOLUTION NO -13

TO REAPPOINT M/S. SURYANARAYANA & SURESH, CHARTERED ACCOUNTANTS AS BRANCH AUDITOR OF HYDERABAD BRANCH OF THE COMPANY. **(ORDINARY RESOLUTION)**

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 3	4	5	(6)= [(4)/(2)]*100 6	(7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29381	15	99.9490	0.0510
Total	**33780000**	**20483996**		**20483981**	**15**		

RESOLUTION NO -14

TO REAPPOINT M/S. SHETTY & THOMAS, CHARTERED ACCOUNTANTS AS BRANCH AUDITOR OF KOCHI BRANCH OF THE COMPANY. **(ORDINARY RESOLUTION)**

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 3	4	5	(6)= [(4)/(2)]*100 6	(7)= [(5)/(2)]*100
Promoter and Promoter Group	20454600	20454600	100	20454600	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29396	0	100.00	0.00
Total	**33780000**	**20483996**		**20483996**	**0**		

RESOLUTION NO -15

PAYMENT OF MINIMUM REMUNERATION TO MR. ANIL MOOLCHANDANI AS CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY. (SPECIAL RESOLUTION)

Promoter/Public	No. of shares held 1	No. of votes polled 2	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 3	No. of Votes - in favour 4	No. of Votes - against 5	% of Votes in favour on votes polled (6)= [(4)/(2)]*100 6	% of Votes against on votes polled (7)= [(5)/(2)]*100 7
Promoter and Promoter Group	20454600	4919720	24.05190031	4919720	0	100.00	0.00
Public – Institutional holders	128085	0	0	0	0	0.00	0.00
Public-Others	13197315	29396	0.222742278	29381	15	99.9490	0.0510
Total	**33780000**	**4949116**		**4949101**	**15**		

You are **kindly requested to receive and acknowledge the receipt**

Thanking You

Yours Faithfully
For Archies Limited

Pankaj

ARCHIES LIMITED ★ New Delhi

Pankaj Kamra
Company Secretary

ARCHIES LIMITED

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PB & Associates

COMPANY SECRETARIES

Consolidated Scrutinizers' Report

(Pursuant to the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 (3) (xi) and rule 21 (2) of Companies (Management & Administration) Rules, 2014)

To,

The Chairman
Archies Limited
Manesar Club, Sector-5, IMT Manesar
Gurgaon, Haryana - 122050

25th Annual General Meeting of the Equity Shareholders of M/s Archies Limited held on 28th day of September, 2015 at 11.00 A.M at Manesar Club, Sector-5, IMT Manesar Gurgaon, Haryana - 122050.

Dear Sir,

1. I, Pooja Bhatia, Proprietor of M/s PB & Associates, Company Secretaries, having office at 'AASTHA', LP-11C, Pitampura, New Delhi–110034, have been appointed as a scrutinizer of 'Archies Limited' (hereinafter referred to as 'the Company') for the purpose of :

   a) The e-voting process (remote e-voting) as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management & Administration) Rules, 2014.

   b) The Poll (Ballot paper) as per the provisions of Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management & Administration) Rules, 2014 on the resolution(s) contained in the notice to 25th Annual General Meeting of the Equity Shareholders of M/s Archies Limited held on 28th day of September, 2015 at 11.00 A.M at Manesar Club, Sector-5, IMT Manesar Gurgaon, Haryana - 122050.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and Poll at the AGM for the resolutions contained in the Notice to the 25th AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process through electronic means and Poll at the AGM is restricted to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL) and on the ballot voting done by the shareholders of the Company at the AGM.

"AASTHA" LP-11C, Pitampura, New Delhi-110034
Tel: 91-11-2732 4080 • Fax: 91-11-2732 4070 • e-mail: pooja@aasthalaw.com

We submit our report as under:

1. The Company has entered into an arrangement with CDSL duly engaged by the company to provide electronic voting facilities to all the shareholders who were eligible to participate in the remote e-voting. The Company has also provided the Ballot-voting facility at the AGM venue for all those shareholders who are present at the AGM and who have not cast their votes by availing the remote e-voting facilities.

2. The remote e-voting facility was kept opened from Friday, the 25th September, 2015 (9:00 a.m.) to Sunday, the 27th September, 2015 (5:00 p.m.).

3. The Shareholders holding shares as on the "cut off" date i.e. as on 21st September, 2015, were entitled to vote on the proposed resolutions (item no. 1 to 15) as set out in the notice of the 25th Annual General Meeting of Archies Limited.

4. After the time fixed for the poll by the Chairman, the ballot box kept for polling was locked in my presence with due identification marks placed by me.

5. After the Completion of the Poll, the locked ballot box was subsequently open in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

6. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

7. Thereafter, the votes cast through remote e-voting were unblocked after completion of poll at the AGM in the presence of two witnesses, Mr. Radhey Shayam and Mr. Nitin Gupta, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

8. The consolidated summary of results of remote e-voting and Poll at AGM are as under:

(a) Resolution No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015 and Statement of Profit & Loss Account for the year ended on that date along with the Reports of the Auditors and the Directors thereon.

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			
Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	**7359**
E-Voting								
Promoter	20454600	20454600	99.86	0	0	0	0	20454600
Public	22037	22037	0.11	0	0	0	0	22037
Total E voting	**20476637**	**20476637**	**99.96**	**0**	**0**	**0**	**0**	**20476637**
Total	**20491501**	**20483996**	**100.00**	**0**	**0.00**	**7505**	**0**	**20483996**

(b) Resolution No. 2: Ordinary Resolution

Declare dividend @ 15% equivalent to Rs 0.30/- per equity share of Face value of Rs. 2/- each for the financial year 2014-15.

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			

Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	**7359**
E-Voting								
Promoter	20454600	20454600	99.86	0	0	0	0	20454600
Public	22037	22037	0.11	0	0	0	0	22037
Total E voting	**20476637**	**20476637**	**99.96**	**0**	**0**	**0**	**0**	**20476637**
Total	**20491501**	**20483996**	**100.00**	**0**	**0.00**	**7505**	**0**	**20483996**

(c) Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Dilip Seth (DIN-06640936), who retires by rotation and being eligible offers himself for re-appointment.

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			
Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	**7359**
E-Voting								
Promoter	20454600	20454600	99.88	0	0	0	0	20454600
Public	22037	16662	0.08	0	0	5375	0	16662
Total E voting	**20476637**	**20471262**	**99.96**	**0**	**0**	**5375**	**0**	**20471262**
Total	**20491501**	**20478621**	**100.00**	**0**	**0.00**	**12880**	**0**	**20478621**

(d) Resolution No. 4: Ordinary Resolution

Appointment of M/s Uberoi Sood & Kapoor, Chartered Accountants, as the Statutory Auditors of the Company

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			
Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	7505	0	7359
E-Voting								
Promoter	20454600	20454600	99.86	0	0	0	0	20454600
Public	22037	22022	0.11	15	0	0	0	22037
Total E voting	**20476637**	**20476622**	**99.96**	**15**	**0**	**0**	0	20476637
Total	**20491501**	**20483981**	**100.00**	15	0.00	**7505**	0	**20483996**

(e) Resolution No. 5: Ordinary Resolution

Appointment of M/s V D Rupani & Co, Chartered Accountants, as the Branch Auditors of the Mumbai, Pune & Goa Branches

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			

Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	**7359**
E-Voting								
Promoter	20454600	20454600	99.86	0	0	0	0	20454600
Public	22037	22037	0.11	0	0	0	0	22037
Total E voting	**20476637**	**20476637**	**99.96**	**0**	**0**	0	0	**20476637**
Total	**20491501**	**20483996**	**100.00**	0	**0.00**	**7505**	0	**20483996**

(f) **Resolution No. 6: Ordinary Resolution**

Appointment of M/s. Sanjiv Shah & Associates, Chartered Accountants, as the Branch Auditors of the Chennai Branch

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			
Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	**7359**
E-Voting								
Promoter	20454600	20454600	99.86	0	0.00	0	0	20454600
Public	22037	22022	0.11	15	0.00	0	0	22037
Total E voting	**20476637**	**20476622**	**99.96**	**15**	**0.00**	0.00	0	**20476637**
Total	**20491501**	**20483981**	100.00	**15**	0.00	7505	0	20483996

(g) Resolution No. 7: Ordinary Resolution

Appointment of M/s. Mehul V Chalishajar & Co, Chartered Accountants, as the Branch Auditors of the Ahmedabad Branch

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			
Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	7359
E-Voting								
Promoter	20454600	20454600	99.86	0	0	0	0	20454600
Public	22037	22037	0.11	0	0	0	0	22037
Total E voting	**20476637**	**20476637**	**99.96**	**0**	**0**	**0**	**0**	**20476637**
Total	**20491501**	**20483996**	**100.00**	**0**	**0.00**	7505	**0.00**	**20483996**

(h) Resolution No. 8: Ordinary Resolution

Appointment of M/s. Rajesh Chowdhury & Associates, Chartered Accountants, as the Branch Auditors of the Kolkata & Bhubneshwar Branches

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			

Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	**7359**
E-Voting								
Promoter	20454600	20454600	99.86	0	0.00	0	0	20454600
Public	22037	22022	0.11	15	0.00	0	0	22037
Total E voting	**20476637**	**20476622**	**99.96**	**15**	**0.00**	**0**	**0**	**20476637**
Total	**20491501**	**20483981**	**100.00**	**15**	**0.00**	**7505**	**0**	**20483996**

(i) **Resolution No. 9: Ordinary Resolution**

Appointment of M/s. Rajesh Adityaraj & Co, Chartered Accountants, as the Branch Auditors of the Indore Branch

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			
Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	**7359**
E-Voting								
Promoter	20454600	20454600	99.86	0	0.00	0	0	20454600
Public	22037	22022	0.11	15	0.00	0	0	22037
Total E voting	**20476637**	**20476622**	**99.96**	**15**	**0.00**	**0**	**0**	**20476637**
Total	**20491501**	**20483981**	**100.00**	**15**	**0.00**	**7505**	**0**	**20483996**

(j) Resolution No. 10: Ordinary Resolution

Appointment of M/s. S Vijaykumar, Chartered Accountants, as the Branch Auditors of the Bangalore Branch

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			
Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	**7359**
E-Voting								
Promoter	20454600	20454600	99.86	0	0	0	0	20454600
Public	22037	22037	0.11	0	0	0	0	22037
Total E voting	**20476637**	**20476637**	**99.96**	**0**	**0**	**0**	**0**	**20476637**
Total	**20491501**	**20483996**	**100.00**	**0**	**0.00**	**7505**	**0**	**20483996**

(k) Resolution No. 11: Ordinary Resolution

Appointment of M/s. Ashok Shashi & Co, Chartered Accountants, as the Branch Auditors of the Ludhiana Branch

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			

Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	7359
E-Voting								
Promoter	20454600	20454600	99.86	0	0	0	0	20454600
Public	22037	22037	0.11	0	0	0	0	22037
Total E voting	**20476637**	**20476637**	**99.96**	**0**	**0**	**0**	**0**	**20476637**
Total	**20491501**	**20483996**	**100.00**	**0**	**0.00**	**7505**	**0**	**20483996**

(l) **Resolution No. 12: Ordinary Resolution**

Appointment of M/s. Pramod G Gupta & Associates, Chartered Accountants, as the Branch Auditors of the Chandigarh Branch

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			
Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	7359
E-Voting								
Promoter	20454600	20454600	99.86	0	0	0	0	20454600
Public	22037	22037	0.11	0	0	0	0	22037
Total E voting	**20476637**	**20476637**	**99.96**	**0**	**0**	**0**	**0**	**20476637**
Total	**20491501**	**20483996**	**100.00**	**0**	**0.00**	7505	0	**20483996**

(m) Resolution No. 13: Ordinary Resolution

Appointment of M/s. Suryanarayana & Suresh, Chartered Accountants, as the Branch Auditors of the Hyderabad Branch

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			
Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	**7359**
E-Voting								
Promoter	20454600	20454600	99.86	0	0.00	0	0	20454600
Public	22037	22022	0.11	15	0.00	0	0	22037
Total E voting	**20476637**	**20476622**	**99.96**	**15**	**0.00**	**0**	**0**	**20476637**
Total	**20491501**	**20483981**	**100.00**	**15**	**0.00**	**7505**	**0**	**20483996**

(n) Resolution No. 14: Ordinary Resolution

Appointment of M/s. Shetty & Thomas, Chartered Accountants, as the Branch Auditors of the Kochi Branch

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			

Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.04	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.04**	**0**	**0**	**7505**	**0**	7359
E-Voting								
Promoter	20454600	20454600	99.86	0	0	0	0	20454600
Public	22037	22037	0.11	0	0	0	0	22037
Total E voting	**20476637**	**20476637**	**99.96**	**0**	**0**	**0**	**0**	**20476637**
Total	**20491501**	**20483996**	**100.00**	**0**	0.00	7505	0	**20483996**

(o) Resolution No. 15: Special Resolution

Payment of minimum remuneration to Mr. Anil Moolchandani, Chairman and Managing Director of the Company

Mode of Voting	Total Votes Casted for the Resolution	Votes in Favour of the Resolution		Votes in against of the Resolution		Invalid Votes	No. of members who abstain from voting	Valid votes on Resolution
		Nos.	% of total number of valid vote cast	Nos.	% of total number of valid vote cast			
Voting on Poll								
Promoter	0	0	0.00	0	0	0	0	0
Public	14864	7359	0.15	0	0	7505	0	7359
Total Voting on Poll	**14864**	**7359**	**0.15**	**0**	**0**	**7505**	**0**	7359
E-Voting								
Promoter	13660700	4919720	99.41	0	0.00	8740980	6793900	4919720
Public	22037	22022	0.44	15	0.00	0	0	22037
Total E voting	**13682737**	**4941742**	**99.85**	**15**	**0.00**	8740980	6793900	4941757
Total	**13697601**	**4949101**	**100.00**	**15**	**0.00**	8748485	6793900	**4949116**

(p) 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.

(q) The register, all other papers and relevant records relating to e-voting and poll shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same would be handed over to the Company Secretary as Authorised by Board of Directors of the Company for safe keeping.

Confirmation of the votes being unblocked in their presence:

Radhey Shayam
S/o Mr. Ramashrey Pandey
R/o A-297,Shahabad Dairy, Badli,
Delhi, 110042

Nitin Gupta
S/o Mr. I.K. Gupta
R/o 190/G-30, Sector – 3, Rohini,
New Delhi – 110085

For **PB & Associates**
Company Secretaries

C. P. No. 6485
New Delhi

Pooja Bhatia
Proprietor
M. No. F7673
CP No. 6485

Place: New Delhi
Date: 28/09/2015