CORDS™

# CORDS CABLE INDUSTRIES LTD.

REGD. OFFICE : B-1/A-26, MOHAN CO-OPERATIVE INDUSTRIAL ESTATE, MATHURA ROAD, NEW DELHI - 110044
TEL. : 40551200, FAX : 26951196 / 1731
Website : www.cordscable.com
Email : ccil@cordscable.com
CIN : L74999DL1991PLC046092

Date: 01.10.2015

| | |
|---|---|
| Listing Department (Compliance Cell),<br>National Stock Exchange of India Limited<br>Exchange Plaza,<br>Plot no. C/1, G Block,<br>Bandra Kurla Complex,<br>Bandra (E),<br>Mumbai- 400 051 | Listing Department (Compliance Cell),<br>Bombay Stock Exchange Ltd.<br>Floor 25, PJ Towers,<br>Dalal Street,<br>Mumbai- 400 001 |

**Sub: Voting Results as per Clause 35A of the Listing Agreement.**

Dear Sir/ Madam,

We wish to inform you that at the 24th Annual General Meeting of the Company held on September 30, 2015 commenced at 01.30 p.m. at Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Near Interstate Bus Terminal, Delhi-110054, the members of the company have duly approved, through e-voting and voting through ballot at the meeting, all the businesses as specified in the notice of the Annual General Meeting.

Pursuant to Clause-35B of the Listing Agreement and provision of Section 108 of the Companies Act, 2013 and rule made thereunder, the company had provided e-voting facility to the members entitled to cast their votes on all resolutions. E-voting facility provided by the company commenced at 9.30 a.m. IST on 24th September, 2015 and ended at 5.00 p.m. IST on 29th September, 2015. Shri Kapoor Chand Garg, Practising Company Secretary was appointed as the Scrutinizer for scrutinizing voting process and he has submitted his report on e-voting and voting through ballot at the meeting, to the Chairman of the 24th Annual General Meeting of the company.

Further, the company provided voting facility at the AGM venue through a physical ballot for those who had not exercised e-voting.

All the resolutions contained in the Notice of the above AGM are approved by requisite majority of shareholders through e-voting and ballot voting at the venue of the AGM.

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In accordance with the Clause 35A of the Listing Agreement, we enclose the consolidated voting results in the prescribed format along with the scrutinizer report for e-voting and voting through physical ballot conducted at the AGM venue.

Kindly take the above information on record and acknowledge receipt.

Thanking You,

Yours faithfully,
**For Cords Cable Industries Limited**

**Garima Pant**
**(Company Secretary)**
**Membership No. : A 28170**

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## DETAIL OF VOTING RIGHT

| Particulars | Details |
|---|---|
| Date of AGM | 30.09.2015 |
| Book Closure Date | 24.09.2015 to 30.09.2015 |
| Total number of Shareholders on record Date | 11334 |
| Number of Shareholders present in the meeting either personally or through proxy. | |
| Promoter & Promoter Group | 4 |
| Public | 542 |
| Number of Shareholders attended the meeting through video conferencing. | Nil |
| Details of Agenda wise voting | Enclosed herewith |



| Resolution 1 – Adoption of the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2015, together with the Reports of the Board of Directors and the Auditors thereon. ( Ordinary Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 6647009 | | 6647009 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.



| Resolution 2 – Declaration of dividend @ 10% for the financial year 2014-15, on Non-Convertible Cumulative Preference Shares. (Ordinary Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 6647009 | | 6647009 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.

| Resolution 3 - Appointment of a Director in place of Mr. Naveen Sawhney (DIN 00893704), who retires by rotation and, being eligible, offers himself for re-appointment. (Ordinary Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 598416 | 9.00356 | 598416 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 598416 | 9.00356 | 598416 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 598987 | | 598987 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.



| Resolution 4 – re-appointment of M/s Sharma Goel and Co. LLP, Chartered Accountants as Statutory Auditor of the Company, to hold office from the conclusion of 24th Annual General Meeting until the conclusion of 25th Annual General Meeting and fixing their remuneration. ( Ordinary Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 6647009 | | 6647009 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.



| Resolution 5 – Appointment of Mr. Vijay Kumar (DIN 01291193), as an Independent Director of the company. (Ordinary Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 6647009 | | 6647009 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.



| Resolution 6 – Appointment of Smt. Asha Bhandari (DIN 00212254), as an Independent Director of the company. (Ordinary Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 6647009 | | 6647009 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.



| Resolution 7 – Appointment of Mr. Vimal Dev Monga (DIN 06803618), as an Independent Director of the company. (Ordinary Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 6647009 | | 6647009 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.



| Resolution 8 - Appointment of Mr. Sanjeev Kumar (DIN 07178759) as a Director of the company. ( Ordinary Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 6647009 | | 6647009 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.



| Resolution 9 – Appointment of Mr. Sanjeev Kumar (DIN 07178759) as a Whole Time Director of the company. (Special Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 6647009 | | 6647009 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.



| Resolution 10 – Revision in the terms of remuneration of Mr. Naveen Sawhney (DIN 00893704), Managing Director in terms of the Companies Act, 2013. ( Special Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 598416 | 9.00356 | 598416 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 598416 | 9.00356 | 598416 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 598987 | | 598987 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.



| Resolution 11 – Regularization in the terms of remuneration of Mr. Devender Kumar Prashar (DIN 00540057), Joint Managing Director in terms of the Companies Act, 2013. ( Special Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 6647009 | | 6647009 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.



| Resolution 12 – Ratification of remuneration of M/s S. Chander & Associates, Cost accountant firm (FRN: 100105) as Cost Auditor of the company for the F.Y 2015-16. ( Ordinary Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 6647009 | | 6647009 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.



| Resolution 13 – Amendment to Articles of Association of the Company in terms of the Companies Act, 2013. ( Special Resolution) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Category | No. of shares Held | Mode of Voting | No. of valid Votes polled | % of Votes Polled on Outstanding Shares | No. of Votes in Favour | No. of Votes in Against | % of votes in favour over votes Polled | % of votes in against over Votes Polled |
| | -1 | | -2 | (3)=(2)/(1)*100 | -4 | -5 | (6)=(4)/(2)*100 | (7)=(5)/(2)*100 |
| Promoter and Promoter Group | 6646438 | e-voting | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 6646438 | 100 | 6646438 | 0 | 100 | 0 |
| Public- Institutional | 12695 | e-voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Ballot voting | 0 | 0 | 0 | 0 | 0 | 0 |
| | | Total | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Others | 4768647 | e-voting | 567 | 0.00012 | 567 | 0 | 100 | 0 |
| | | Ballot voting | 4 | 0.00008 | 4 | 0 | 100 | 0 |
| | | Total | 571 | 0.0002 | 571 | 0 | 100 | 0 |
| Total | 11427780 | | 6647009 | | 6647009 | 0 | 100 | 0 |

Remarks : Resolution passed with requisite majority.

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

To,
**CHAIRMAN** of the
24TH Annual General Meeting of equity shareholders of
**CORDS CABLES INDUSTRIES LIMITED**
B-1/A-26, Mohan Cooperative Industrial Estate,
Mathura Road, New Delhi-110044

**24th Annual General Meeting of the Equity Shareholders of Cords Cables Industries Limited held on Wednesday, 30th September, 2015 at 01.30 p.m. at Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Near Interstate Bus Terminal, Delhi-110054**

Dear Sir,

I, **Kapoor Chand Garg**, Company Secretary having its Delhi office at 102, Ganga Chamber, 6A/1, W.E.A., Above Union Bank ATM, Karol Bagh, New Delhi – 110005, appointed as the Scrutinizer by the Board of Directors of **Cords Cables Industries Limited,** ("the Company") pursuant to the Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 to scrutinize the electronic voting (e-voting) on the resolution(s) contained in the Notice dated 14th August, 2015, submit our Report as under:

1. The e-voting commenced on September 27, 2015 (9.30 A.M) and was closed on September 29, 2015 (05.00 P.M.).

2. The shareholders holding shares as on the "cut off" date i.e. Wednesday, 23rd September, 2015 were entitled to vote on the proposed 13 (Thirteen) resolutions as mentioned in the Notice of 24th AGM of Cords Cables Industries Limited.

3. The Management of the Company is responsible for the compliance of Section 108 of the companies Act, 2013 read with Rule 20 of the Companies (Management and Administration ) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's report for ascertaining the votes casted in favor or against for respective Resolution(s).

4. The e- voting result was unblocked from the website https://evotingindia.com and the excel file containing the result was opened

KCG & ASSOCIATES Company Secretary FCS No. 7145 CP No. 7829 NEW DELHI

in the presence of Mr. Deepak Kaushik and Mr. Chandan Rastogi who are not in the employment of the Company.

They have signed below in Confirmation of the votes being unblocked in their presence.

| | | | |
|---|---|---|---|
| Signatures | Deepak | Signatures | Chandan |
| Name | Deepak Kaushik | Name | Chandan Rastogi |

5. The result of the e-voting is as hereunder:

a) Item No. 1-

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended on 31st March, 2015, together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in **favor** of resolution:

| No of Members who have casted vote | Number of votes cast in favor of resolution | % of total number of valid votes cast |
|---|---|---|
| 16 | 66,47,005 | 100 |

(ii) Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

b) Item No. 2-

To Declare Dividend @ 10% for the financial year 2014-15, on Non Convertible Cumulative Preference Shares

(i) Voted in **favor** of resolution:

| No of Members who | Number of votes cast in | % of total number |
|---|---|---|

KCC & ASSOCIATES Company Secretary FCS No. 7145 CP No. 7829

| have casted vote | favor of resolution | of valid votes cast |
|---|---|---|
| 16 | 66,47,005 | 100 |

(ii) Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

c) Item No. 3-

**To appoint a Director in place of Mr. Naveen Sawhney (DIN No. 00893704) who retires by rotation and being eligible, offer himself for reappointment.**

(i) Voted in **favor** of resolution:

| No of Members who have casted vote | Number of votes cast in favor of resolution | % of total number of valid votes cast |
|---|---|---|
| 15 | 5,98,983 | 100 |

(ii) Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of the total number of valid votes cast |
|---|---|---|
| - | - | - |

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

d) Item No. 4-

KCG & ASSOCIATES Company Secretary FCS No. 7145 CP No. 7829 NEW DELHI

To Consider Re-appointment of Statutory Auditor and if thought fit, to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 139 141 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, M/s Sharma Goel and Co. LLP, Chartered Accountants (FRN000643N), be and are hereby, reappointed as Statutory Auditors of the Company, to hold office from the conclusion of 24th Annual General Meeting until the conclusion of 25th Annual General Meeting at a remuneration of Rs. 7,00,000/- (Rupees Seven Lacs only) p.a. + Service Tax as applicable."

(i) Voted in **favor** of resolution:

| No of Members who have casted vote | Number of votes cast in favor of resolution | % of total number of valid votes cast |
|---|---|---|
| 16 | 66,47,005 | 100 |

(ii)Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of the total number of valid votes cast |
|---|---|---|
| - | - | - |

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

e) Item No. 5-

To consider and if though fit to pass with or without modification(s) the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, read with schedule IV to the Act, Mr. Vijay Kumar (DIN 01291193), who was appointed by the Board of Directors as an Additional Director of the company with effect from January 10th, 2015 in terms of Section 161 of the Companies Act, 2013, and who has submitted a declaration that he meet the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment as Independent Director and in respect of whom the Company has received a notice in writing u/s 160 of the Act from a member proposing his candidature for the

office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold the office for a period of one year from 10.01.2015 to 09.01.2016."

(i) Voted in **favor** of resolution:

| No of Members who have casted vote | Number of votes cast in favor of resolution | % of total number of valid votes cast |
|---|---|---|
| 16 | 66,47,005 | 100 |

(ii)Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of the total number of valid votes cast |
|---|---|---|
| - | - | - |

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

f) Item No. 6-

To consider and if though fit to pass with or without modification(s) the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, read with schedule IV to the Act, Smt. Asha Bhandari (DIN 00212254), who was appointed by the Board of Directors as an Additional Director of the company with effect from April 01st, 2015 in terms of Section 161 of the Companies Act, 2013, and who has submitted a declaration that she meet the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment as Independent Director and in respect of whom the Company has received a notice in writing u/s 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold the office for a period of one year from 01.04.2015 to 31.03.2016."

(i) Voted in **favor** of resolution:

| No of Members who have casted vote | Number of votes cast in favor of resolution | % of total number of valid votes cast |
|---|---|---|
| 16 | 66,47,005 | 100 |



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(ii) Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of the total number of valid votes cast |
|---|---|---|
| - | - | - |

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

g) Item No. 7-

To consider and if though fit to pass with or without modification(s) the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, read with schedule IV to the Act, Mr. Vimal Dev Monga (DIN 06803618), who was appointed by the Board of Directors as an Additional Director of the company with effect from April 23rd, 2015 in terms of Section 161 of the Companies Act, 2013, and who has submitted a declaration that he meet the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment as Independent Director and in respect of whom the Company has received a notice in writing u/s 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold the office for a period of one year from 23.04.2015 to 22.04.2016."

(i) Voted in **favor** of resolution:

| No of Members who have casted vote | Number of votes cast in favor of resolution | % of total number of valid votes cast |
|---|---|---|
| 16 | 66,47,005 | 100 |

(ii)Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

KCG & ASSOCIATES Company Secretary FCS No. 7145 CP No. 7829 NEW DELHI

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

h) Item No. 8-

To consider and if though fit to pass with or without modification(s) the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013 and rules made there under, Mr. Sanjeev Kumar (DIN 07178759) who was appointed by the Board of Directors as an Additional Director of the Company with effect from May 30, 2015 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 ("Act") and who is eligible for appointment as Director and in respect of whom the Company has received a notice in writing u/s 160 of the Act from a member proposing
his candidature for the office of Director, be and is hereby appointed a Director of the Company."

(i) Voted in **favor** of resolution:

| No of Members who have casted vote | Number of votes cast in favor of resolution | % of total number of valid votes cast |
|---|---|---|
| 16 | 66,47,005 | 100 |

(ii) Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of total number of valid votes cast |
|---|---|---|
| - | - | - |

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

i) Item No. 9-

To consider and if thought fit to pass with or without modification(s) the following resolution as a SPECIAL RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V to the Companies Act, 2013 and Articles



KOTHARI & ASSOCIATES Company Secretary FCS No. 7145 CP No. 7829

of Association of the Company, the consent of the members of the company be and is hereby accorded to appoint Mr. Sanjeev Kumar (DIN : 07178759), as Whole-time Director of the Company for a period of five years with effect from May 30, 2015 and he shall be liable to retire by rotation.

**RESOLVED FURTHER** that consent of Company be and is hereby accorded for payment of Rs. 65,304/- p.m. remuneration to Mr. Sanjeev Kumar as Whole Time Director of the Company for a period of three years with effect from May 30, 2015 to May 29, 2018.

**RESOLVED FURTHER** that consent of Company be and is hereby also accorded for payment of Helper Allowance to Mr. Sanjeev Kumar, Whole-time Director of the Company subject to the maximum of Rs. 10,000/- in a month with effect from July 01, 2015 to May 29, 2018 and in addition to monthly salary and helper allowance, Mr. Sanjeev Kumar shall be entitled to perquisites and allowances as enumerated herein below:

| | |
|---|---|
| Medical Reimbursement | Medical Expenses incurred by the appointee on self, and family will be reimbursed subject to the maximum of Rs.15,000 in a year. |
| Contribution to Provident | Contribution to the Provident Fund as per the Rules of the Company, presently Rs 1800/- p.m. |
| Gratuity | Gratuity payable as per the rules of the Company. |
| Leave Encashment | Encashment of leave at the end of the tenure as per the rules of the Company. |
| Telephone | Free land line telephone and mobile phone facility will be provided upto Rs. 600/- p.m. |

**RESOLVED FURTHER THAT** in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, during the term of office of Mr. Sanjeev Kumar (DIN 07178759), the minimum remuneration shall be paid in accordance with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of the company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

(i) Voted in **favor** of resolution:

| No of Members who have casted vote | Number of votes cast in favor of resolution | % of total number of valid votes cast |
|---|---|---|
| 16 | 66,47,005 | 100 |

(ii) Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of the total number of valid votes cast |
|---|---|---|
| | | |

| | | |
|---|---|---|
| - | - | - |

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

j) Item No. 10-

To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

"**RESOLVED THAT** in line with the Nomination and Remuneration Policy the Company and pursuant to the provisions of Sections 197, 203, schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 consent of the members of the company be and is hereby accorded to approve the remuneration of Mr. Naveen Sawhney (DIN: 00893704), Managing Director of the Company for the remaining period of his tenure as Managing Director i.e.

from 01.07.2014 to 30.04.2015 : Consolidated salary Rs. 3,75,000/- p.m.
from 01.05.2015 to 30.06.2016 : Consolidated salary of Rs. 6,15,000/- p.m.

**RESOLVED FURTHER** that in addition to monthly salary Mr. Naveen Sawhney shall be entitled to perquisites and allowances as enumerated herein below:

| | |
|---|---|
| Commission | Commission not exceeding 1% of the net profits of the Company, subject to the approval by the Board of Directors of the Company or any Committee thereof constituted in this regard. |
| Medical Reimbursement | Medical Expenses incurred by the appointee on self, and family will be reimbursed subject to the maximum of Rs.15,000 in a year. |
| Contribution to Provident and other Fund | Contribution to the Provident Fund, Superannuation Fund or Annuity Fund as per the Rules of the Company. |
| Leave Travel Concession | For self and the family once a year in accordance with the rules of the Company. |
| Gratuity | Gratuity payable as per the rules of the Company. |
| Leave Encashment | Encashment of leave at the end of the tenure as per the rules of the Company. |

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| | |
|---|---|
| Car | The Managing Director will be provided with a car and a driver. |
| Telephone | Free land line telephone and mobile phone facility will be provided. |

**RESOLVED FURTHER THAT** in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, during the term of office of Mr. Naveen Sawhney the minimum remuneration shall be paid in accordance with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of the company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

(i) Voted in **favor** of resolution:

| No of Members who have casted vote | Number of votes cast in favor of resolution | % of total number of valid votes cast |
|---|---|---|
| 15 | 5,98,983 | 100 |

(ii) Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of the total number of valid votes cast |
|---|---|---|
| - | - | - |

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

k) Item No. 11-

To consider and if thought fit, to pass with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Sections 197, 203, schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re enactment thereof for the time being in force), consent of the members of the company be and is hereby accorded for payment of managerial remuneration to Mr. Devender Kumar Prashar (DIN 00540057), Joint



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Managing Director of the Company for the remaining period of his tenure as Joint Managing Director i.e. from 01.07.2014 to 30.06.2016 as under:

| | |
|---|---|
| Salary | Consolidated Salary at the rate of Rs. 3,75,000/- (Rupees Three Lacs Seventy Five Thousand only) per month. |
| Commission | Commission not exceeding 1% of the net profits of the Company, subject to the approval by the Board of Directors of the Company or any Committee thereof constituted in this regard. |
| Medical Reimbursement | Medical Expenses incurred by the appointee on self, and family will be reimbursed subject to the maximum of Rs.15,000 in a year. |
| Contribution to Provident and other Fund | Contribution to the Provident Fund, Superannuation Fund or Annuity Fund as per the Rules of the Company. |
| Leave Travel Concession | For self and the family once a year in accordance with the rules of the Company. |
| Gratuity | Gratuity payable as per the rules of the Company. |
| Leave Encashment | Encashment of leave at the end of the tenure as per the rules of the Company. |
| Car | The Joint Managing Director will be provided with a car and a driver. |
| Telephone | Free land line telephone and mobile phone facility will be provided. |

**RESOLVED FURTHER THAT** in the event of any loss, absence or inadequacy of the profits of the Company in any financial year, during the term of office of Mr. Devender Kumar Prashar as Joint Managing Director, the minimum remuneration shall be paid in accordance with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of the company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

(i) Voted in **favor** of resolution:

| No of Members who have casted vote | Number of votes cast in favor of resolution | % of total number of valid votes cast |
|---|---|---|
| 16 | 66,47,005 | 100 |

(ii) Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of the total number of valid |
|---|---|---|



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| | | votes cast |
|---|---|---|
| - | - | - |

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

l) Item No. 12-

To consider and if though fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION:

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, the remuneration payable to M/s S. Chander & Associates, Cost Accountant (Firm Registration No 100105), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending March 31, 2016, amounting to Rs. 1,00,000/- (Rupees One Lac only) p.a. plus service tax and out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed."

(i) Voted in **favor** of resolution:

| No of Members who have casted vote | Number of votes cast in favor of resolution | % of total number of valid votes cast |
|---|---|---|
| 16 | 66,47,005 | 100 |

(ii) Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of the total number of valid votes cast |
|---|---|---|
| - | - | - |

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

m) Item No. 13-

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To consider and if though fit to pass, with or without modification(s), the following resolution as a SPECIAL RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014, the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion (except particulars of subscribers to the articles of association), of the regulations contained in the existing Article of Association of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties, doubts that may arise with regard to alteration of object clause and execute such documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company."

(i) Voted in **favor** of resolution:

| No of Members who have casted vote | Number of votes cast in favor of resolution | % of total number of valid votes cast |
|---|---|---|
| 16 | 66,47,005 | 100 |

(ii) Voted **against** the resolution:

| No of Members who have casted vote | Number of votes cast against the resolution | % of the total number of valid votes cast |
|---|---|---|
| - | - | - |

(iii) **Invalid** votes:

| Total numbers of members whose votes were declared invalid | Total number of votes cast by them |
|---|---|
| NIL | NIL |

6. Mr. Naveen Sawhney (DIN No: 00893704) abstained from the voting on Resolution No. 3 & 10 of the Notice of the 24th AGM of the Company.

7. The Registers, all other papers and relevant records relating to Physical Ballot voting and e-voting by the shareholders of the Company shall remain in our Safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,
Yours faithfully,




Kapoor Chand Garg
Company Secretary in Practice
C.P. No. 7829
FCS No. 7145
SCRUTINIZER

Date: 01.10.2015
Place: New Delhi

# SCRUTINIZER'S REPORT
## (Combined Report for E-voting and Physical Ballot Voting)

To,
**CHAIRMAN** of the
24TH Annual General Meeting of equity shareholders of
**CORDS CABLES INDUSTRIES LIMITED**
B-1/A-26, Mohan Cooperative Industrial Estate,
Mathura Road, New Delhi-110044

Sub. : Result of voting through e-voting and Ballot voting for the Annual General Meeting ("AGM) of **M/s Cords Cables Industries Limited** held on Wednesday, 30th September, 2015 at 01.30 p.m. at Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Near Interstate Bus Terminal, Delhi-110054

**Dear Sir,**

1. I, Kapoor Chand Garg, a Company Secretary in Practice, have been appointed as a scrutinizer by the Board of Directors of the Company at its meeting held on 14th August, 2015 for scrutinizing the E-Voting process conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and process of physical Ballot voting at the venue of AGM and in accordance with the Listing Agreement.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and related Rules in respect of voting through Electronic means and Physical Ballot voting on the Resolutions contained in the Notice of AGM of the Company. As Scrutinizer for e-voting process and Physical Ballot voting at the AGM, my responsibility is to provide the Scrutinizer's report of the Votes Cast in "favor" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities and also at the time of physical voting at AGM.

3. As a scrutinizer, I have duly compiled all the details of the E-Voting carried out by the Members and Physical Ballot voting done at the venue of AGM and I hereby submit the Combined report on the results of e-voting and Physical Ballot voting as mentioned below:

   a. The E-voting e-voting commenced from September 27, 2015 (9.30 A.M) and ended on September 29, 2015 (05.00 P.M.).

KCG & ASSOCIATES * NEW DELHI * Company Secretary FCS No. 7145 CP No. 7829

b. The e- voting result was unblocked from the website https://evotingindia.com and the excel file containing the result was opened in the presence of Mr. Deepak Kaushik and Mr. Chandan Rastogi who are not in the employment of the Company.

c. The e-voting data was scrutinized by me for verification of votes cast in favor and against the Resolution.

4. The results of e-voting together with that of Physical Ballot voting are as hereunder:-

| Item no. & type of resolutions | Particulars | Votes in favor of the resolution | | | Votes in against the resolution | | | Invalid votes | |
|---|---|---|---|---|---|---|---|---|---|
| | | No. of Members | No. of Votes | % age | No. of Members | No. of Votes | % age | No. of Members | No. of Votes |
| Item No. 1 Ordinary Resolution | E- VOTING | 16 | 66,47,005 | | 0 | 0 | | Nil | Nil |
| | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 19 | 66,47,009 | 100 | 0 | 0 | 0.00 | 0 | 0 |
| Item No. 2 Ordinary Resolution | E- VOTING | 16 | 66,47,005 | | 0 | 0 | | Nil | Nil |
| | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 19 | 66,47,009 | 100 | 0 | 0 | 0.00 | 0 | 0 |
| Item No. 3 Ordinary Resolution | E- VOTING | 15 | 5,98,983 | | 0 | 0 | | Nil | Nil |
| | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 18 | 5,98,987 | 100 | 0 | 0 | 0.00 | 0 | 0 |
| Item No. 4 Ordinary Resolution | E- VOTING | 16 | 66,47,005 | | 0 | 0 | | Nil | Nil |
| | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 19 | 66,47,009 | 100 | 0 | 0 | 0.00 | 0 | 0 |
| Item No. 5 Ordinary Resolution | E- VOTING | 16 | 66,47,005 | | 0 | 0 | | Nil | Nil |
| | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 19 | 66,47,009 | 100 | 0 | 0 | 0.00 | 0 | 0 |
| Item No. 6 Ordinary | E- VOTING | 16 | 66,47,005 | | 0 | 0 | | Nil | Nil |

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| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| Resolution | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 19 | 66,47,009 | 100 | 0 | 0 | 0.00 | 0 | 0 |
| Item No. 7 Ordinary Resolution | E- VOTING | 16 | 66,47,005 | | 0 | 0 | | Nil | Nil |
| | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 19 | 66,47,009 | 100 | 0 | 0 | 0.00 | 0 | 0 |
| Item No. 8 Ordinary Resolution | E- VOTING | 16 | 66,47,005 | | 0 | 0 | | Nil | Nil |
| | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 19 | 66,47,009 | 100 | 0 | 0 | 0.00 | 0 | 0 |
| Item No. 9 Special Resolution | E- VOTING | 16 | 66,47,005 | | 0 | 0 | | Nil | Nil |
| | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 19 | 66,47,009 | 100 | 0 | 0 | 0.00 | 0 | 0 |
| Item No. 10 Special Resolution | E- VOTING | 15 | 5,98,983 | | 0 | 0 | | Nil | Nil |
| | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 18 | 5,98,987 | 100 | 0 | 0 | 0.00 | 0 | 0 |
| Item No. 11 Special Resolution | E- VOTING | 16 | 66,47,005 | | 0 | 0 | | Nil | Nil |
| | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 19 | 66,47,009 | 100 | 0 | 0 | 0.00 | 0 | 0 |
| Item No. 12 Ordinary Resolution | E- VOTING | 16 | 66,47,005 | | 0 | 0 | | Nil | Nil |
| | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 19 | 66,47,009 | 100 | 0 | 0 | 0.00 | 0 | 0 |
| Item No. 13 Special Resolution | E- VOTING | 16 | 66,47,005 | | 0 | 0 | | Nil | Nil |
| | PHYSICAL BALLOT VOTING | 3 | 4 | | 0 | 0 | | 0 | 0 |
| | TOTAL | 19 | 66,47,009 | 100 | 0 | 0 | 0.00 | 0 | 0 |

5. All the resolutions mentioned in the AGM notice as per the details above stand passed under E-voting and voting conducted at AGM by way of Physical Ballot voting with the required consent and deemed to be passed as on the date of the AGM.

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6. Mr. Naveen Sawhney (DIN No: 00893704) abstained from the voting on Resolution No. 3 & 10 of the Notice of the 24th AGM of the Company.

7. The Registers, all other papers and relevant records relating to Physical Ballot voting and e-voting by the shareholders of the Company shall remain in our Safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking You

K.C. GARG & ASSOCIATES Company Secretary FCS No. 7145 CP No. 7829 NEW DELHI

Kapoor Chand Garg
Company Secretary in Practice
C.P. No. 7829
FCS No. 7145
SCRUTINIZER

Date: 01.10.2015
Place: New Delhi