APAR INDUSTRIES LTD.

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SEC/105/2014 | By Mail & Hand Del. | 2nd August, 2014

National Stock Exchange of India Ltd. "Exchange Plaza", C-1, Block G, Bandra- Kurla Complex, Bandra (E), Mumbai – 400 051. **Scrip Symbol : APARINDS** **Kind Attn.: The Manager, Listing Dept.**	BSE Ltd. Corporate Relationship Department, 14th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001. **Scrip Code : 532259** **Kind Attn. : Corporate Relationship Dept.**

Sub. : Declaration / Announcement of Voting Results of the 25th Annual General Meeting of the Shareholders of the Company held on Friday, 1st August, 2014 at Vadodara as per the applicable Clauses of the Listing Agreement with the Stock Exchanges

Dear Sir,

With reference to above, we hereby declare / announce agenda-wise Voting Results of the 25th Annual General Meeting of the Shareholders of the Company held on Friday, 1st August, 2014 at Vadodara as per the details furnished hereinbelow :

The Mode of voting for all resolutions was E-voting and Poll which was conducted at the Meeting.

ORDINARY BUSINESS :

Resolution No. 1 – As an Ordinary Resolution:

To receive, consider and adopt the Audited Financial statements including Consolidated Financial statements comprising the Balance Sheet as at March 31, 2014 and the Statement of Profit and Loss and Cash flow for the year ended on that date including Notes thereto together with Reports of Directors and Auditors thereon.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	56	2,98,73,634	2,98,73,633	1	93.94 %	0 %
Poll	19	19,26,972	19,26,972	0	6.06 %	0 %
Total Voting	**75**	**3,18,00,606**	**3,18,00,605**	**1**	**100.00 %**	**0 %**

....2

Resolution No. 2 – As an Ordinary Resolution:

To declare dividend on the Equity Shares of the Company at the rate of Rs. 5.25 (52.50 %) per share of the face value of Rs. 10/- each fully paid.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	56	2,98,73,634	2,98,73,634	0	93.94 %	0 %
Poll	19	19,26,972	19,26,972	0	6.06 %	0 %
Total Voting	75	3,18,00,606	3,18,00,606	0	100.00 %	0 %

Resolution No. 3 – As an Ordinary Resolution:

To appoint a Director in place of Dr. N. D. Desai who offers to retire by rotation and, being eligible offers himself for re-appointment.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	56	2,98,73,634	2,98,73,633	1	93.94 %	0 %
Poll	19	19,26,972	19,26,972	0	6.06 %	0 %
Total Voting	75	3,18,00,606	3,18,00,605	1	100.00 %	0 %

Resolution No. 4 – As an Ordinary Resolution:

To appoint M/s. Sharp & Tannan, Chartered Accountants as Auditors of the Company and authorise the Board of Directors to fix their remuneration.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll

.....3

(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	56	2,98,73,634	2,98,73,633	1	93.94 %	0 %
Poll	19	19,26,972	19,26,972	0	6.06 %	0 %
Total Voting	75	3,18,00,606	3,18,00,605	1	100.00 %	0 %

SPECIAL BUSINESS :

Resolution No. 5 – As an Ordinary Resolution:

To appoint Dr. N. K. Thingalaya as an Independent Director of the Company for five consecutive years upto the conclusion of 30th Annual General Meeting of the Company in the calendar year 2019.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	56	2,98,73,634	2,98,73,633	1	93.94 %	0 %
Poll	19	19,26,972	19,26,972	0	6.06 %	0 %
Total Voting	75	3,18,00,606	3,18,00,605	1	100.00 %	0 %

Resolution No. 6 – As an Ordinary Resolution:

To appoint Shri F. B. Virani as an Independent Director of the Company for five consecutive years upto the conclusion of 30th Annual General Meeting of the Company in the calendar year 2019.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	56	2,98,73,634	2,98,73,633	1	93.94 %	0 %
Poll	19	19,26,972	19,26,972	0	6.06 %	0 %
Total Voting	75	3,18,00,606	3,18,00,605	1	100.00%	0 %

Resolution No. 7 – As an Ordinary Resolution:

To appoint Shri Suyash Saraogi, who was appointed as an Additional Director of the Company and who holds office upto the date of this Annual General Meeting, as an Independent Director of the Company for five consecutive years upto the conclusion of 30th Annual General Meeting of the Company in the calendar year 2019.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	56	2,98,73,634	2,98,73,633	1	93.94 %	0 %
Poll	19	19,26,972	19,26,972	0	6.06 %	0 %
Total Voting	75	3,18,00,606	3,18,00,605	1	100.00 %	0 %

Resolution No. 8 – As an Ordinary Resolution:

To appoint Smt. Nina Kapasi, who was appointed as an Additional Director of the Company and who holds office upto the date of this Annual General Meeting, as an Independent Director of the Company for five consecutive years upto the conclusion of 30th Annual General Meeting of the Company in the calendar year 2019.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	56	2,98,73,634	2,98,73,633	1	93.94 %	0 %
Poll	19	19,26,972	19,26,972	0	6.06 %	0 %
Total Voting	75	3,18,00,606	3,18,00,605	1	100.00 %	0 %

.....5

Resolution No. 9 – As an Ordinary Resolution:

To ratify payment of remuneration not exceeding Rs. 1,20,000/- to Shri T. M. Rathi, the Cost Auditors for the Financial Year ending 31st March, 2015.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	56	2,98,73,634	2,98,73,633	1	93.94 %	0 %
Poll	19	19,26,972	19,26,972	0	6.06 %	0 %
Total Voting	75	3,18,00,606	3,18,00,605	1	100.00 %	0 %

Resolution No. 10 – As a Special Resolution:

To accord consent of the Company to the Board of Directors of the Company pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 for borrowing in excess of the aggregate of the paid-up share capital and free reserves, upto a sum of Rs. 500 Crores.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	56	2,98,73,634	2,98,73,633	1	93.94 %	0 %
Poll	19	19,26,972	19,26,972	0	6.06 %	0 %
Total Voting	75	3,18,00,606	3,18,00,605	1	100.00%	0 %

Resolution No. 11 – As a Special Resolution:

To accord consent of the Company to the Board of Directors of the Company under Section 180(1)(a) of the Companies Act, 2013 for creation of mortgage, charge etc. on the assets / properties of the Company.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	56	2,98,73,634	2,98,73,633	1	93.94 %	0 %
Poll	19	19,26,972	19,26,972	0	6.06 %	0 %
Total Voting	75	3,18,00,606	3,18,00,605	1	100.00 %	0 %

Note : All the aforesaid resolutions were passed with requisite majority.

Thanking you,

Yours faithfully,
For Apar Industries Ltd.

(Sanjaya Kunder)
Company Secretary