

Castrol India Limited
Technopolis Knowledge Park,
Mahakali Caves Road,
Chakala, Andheri (East),
Mumbai - 400 093.

Tel: (022) 6698 4100
Fax: (022) 6698 4101
www.castrol.co.in

CIN L23200MH1979PLC021359



CIL:SHARES: 2847

15th May, 2015

The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

National Stock Exchange of India Ltd
Bandra Kurla Complex
Plot No. C/1, "G" Block
Bandra (East)
Mumbai 400051

Scrip Code: 500870

Symbol : CASTROLIND

Dear Sir,

Sub: Report as per Clause 35A of the Listing Agreement

We are enclosing herewith the results for the 37th Annual General Meeting held on 14th May, 2015 as per the format prescribed in Clause 35A

Kindly take on record.

Yours faithfully,
For Castrol India Limited


Sandeep Deshmukh
Company Secretary

Encl: a/a

DETAILS OF VOTING RESULTS

Date of AGM/GM	:	14 th May,2015		
Total No. of shareholders on record date (i.e. 7 th May,2014 - cut-off date for e-voting and poll at AGM	:	93,116		
No. of Shareholders present in the meeting either in person or through proxy		Promoters and Promoters Group	Public	
		In Person	In Person	Through Proxy
		2	200	0
No. of Shareholders attended the meeting through Video Conferencing	:	Not arranged		

Agenda wise

The mode of voting for all the resolutions was:

1. Remote E- Voting conducted between 10th May,2015 to 14th May,2015
2. Voting through Ballot Papers at AGM Venue

Given below is the resolution wise result of remote e-voting and ballot paper



Castrol India Limited

Voting Results as per Clause 35A of Listing Agreement

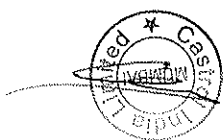
Resolutions	Promoter/ Public	No. of Shares Held (1)	No. of Valid Votes Polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1)]*100	No. of Valid Votes - in favor (4)	No. of Valid Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Resolution No. 1 Ordinary Resolution for Adoption of Annual Accounts and Reports thereon for the financial year ended 31 st December, 2014	Mode of Voting : Electronic							
	Promoter and Promoter Group	35,12,91,716	NIL	NIL	NIL	NIL	NIL	NIL
	Public - Institutional holders	6,79,87,099	3,06,93,818	45.1465	3,06,93,818	NIL	100.00	NIL
	Public-Others	7,52,82,377	23,59,801	3.1345	23,57,771	2,030	99.9140	0.0860
	Total(A)	49,45,61,192	3,30,53,619	6.6834	3,30,51,589	2,030	99.9939	0.0061
	Mode of Voting : Poll							
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL
	Public-Others	7,52,82,377	67,661	0.0898	67,661	NIL	100.00	NIL
	Total (B)	49,45,61,192	35,13,59,377	71.0446	35,13,59,377	NIL	100.00	NIL
	Grand Total (A+B)	49,45,61,192	38,44,12,996	77.7280	38,44,10,966	2,030	99.9995	0.0005



Resolution No. 2	Mode of Voting : Electronic							
Ordinary Resolution for Declaration of Dividend	Promoter and Promoter Group	35,12,91,716	NIL	NIL	NIL	NIL	NIL	NIL
	Public - Institutional holders	6,79,87,099	3,06,93,818	45.1465	3,06,93,818	NIL	100.00	NIL
	Public-Others	7,52,82,377	23,59,495	3.1341	23,59,185	310	99.9869	0.0131
	Total(A)	49,45,61,192	3,30,53,313	6.6833	3,30,53,003	310	99.9991	0.0009
	Mode of Voting : Poll							
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL
	Public-Others	7,52,82,377	67,661	0.0898	67,661	NIL	100.00	NIL
	Total(B)	49,45,61,192	35,13,59,377	71.0446	35,13,59,377	NIL	100.00	NIL
	Grand Total (A+B)	49,45,61,192	38,44,12,690	77.7280	38,44,12,380	310	99.9999	0.0001



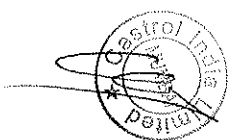
Resolution No. 3	Mode of Voting : Electronic							
Ordinary Resolution for re- appointment of Mr. Peter Weidner as a Director of the Company	Promoter and Promoter Group	35,12,91,716	NIL	NIL	NIL	NIL	NIL	NIL
	Public - Institutional holders	6,79,87,099	3,06,93,818	45,1465	3,00,63,380	6,30,438	97.9460	2.0540
	Public-Others	7,52,82,377	23,59,495	3,1341	23,37,203	22,292	99.0772	0.9448
	Total(A)	49,45,61,192	3,30,53,313	6,6833	3,24,00,583	6,52,730	98.0252	1.9748
	Mode of Voting : Poll							
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL
	Public-Others	7,52,82,377	67,661	0.0898	67,661	NIL	100.00	NIL
	Total(B)	49,45,61,192	35,13,59,377	71,0446	35,13,59,377	NIL	100.00	NIL
	Grand Total (A+B)	49,45,61,192	38,44,12,690	77,7280	38,37,59,960	6,52,730	99.8302	0.1698



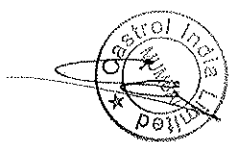
Resolution No. 4	Mode of Voting : Electronic							
Ordinary Resolution for re-appointment of Mr. Ravi Kirpalani as a Director of the Company	Promoter and Promoter Group	35,12,91,716	NIL	NIL	NIL	NIL	NIL	NIL
	Public - Institutional holders	6,79,87,099	3,06,93,818	45.1465	3,02,94,430	3,99,388	98.6988	1.3012
	Public-Others	7,52,82,377	23,57,621	3.1317	23,44,263	13,358	99.4334	0.5666
	Total(A)	49,45,61,192	3,30,51,439	6.6829	3,26,38,693	4,12,746	98.7512	1.2488
	Mode of Voting : Poll							
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL
	Public-Others	7,52,82,377	67,661	0.0089	67,661	NIL	100.00	NIL
	Total(B)	49,45,61,192	35,13,59,377	71.0446	35,13,59,377	NIL	100.00	NIL
	Grand Total (A+B)	49,45,61,192	38,44,10,816	77.7276	38,39,98,070	4,12,746	99.8926	0.1074



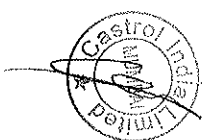
Resolution No. 5	Mode of Voting : Electronic							
Ordinary Resolution for appointment of M/s. SRBC & Co. LLP as Statutory Auditors of the Company and fix their remuneration for the financial year ending 31 st December, 2015	Promoter and Promoter Group	35,12,91,716	NIL	NIL	NIL	NIL	NIL	NIL
	Public - Institutional holders	6,79,87,099	3,06,93,818	45.1465	3,05,77,518	1,16,300	99.6211	0.3789
	Public-Others	7,52,82,377	23,59,024	3.1335	23,50,744	8,280	99.6490	0.3510
	Total (A)	49,45,61,192	3,30,52,842	6.6832	3,29,28,262	1,24,580	99.6231	0.3769
	Mode of Voting : Poll							
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL
	Public-Others	7,52,82,377	67,661	0.0898	67,661	NIL	100.00	NIL
	Total (B)	49,45,61,192	35,13,59,377	71.0446	35,13,59,377	NIL	100.00	NIL
	Grand Total (A+B)	49,45,61,192	38,44,12,219	77.7279	38,42,87,639	1,24,580	99.9676	0.0324



Resolution No. 6	Mode of Voting : Electronic							
Special Resolution for Payment of Commission to Non-Executive Directors of the Company	Promoter and Promoter Group	35,12,91,716	NIL	NIL	NIL	NIL	NIL	NIL
	Public - Institutional holders	6,79,87,099	3,06,93,818	45.1465	3,06,93,818	NIL	100.00	NIL
	Public-Others	7,52,82,377	23,59,436	3.1341	23,31,089	28,347	98.7986	1.2014
	Total (A)	49,45,61,192	3,30,53,254	6.6833	3,30,24,907	28,347	99.9142	0.0858
	Mode of Voting : Poll							
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL
	Public-Others	7,52,82,377	39,777	0.0528	39,440	337	99.1528	0.8472
	Total (B)	49,45,61,192	35,13,31,493	71.0390	35,13,31,156	337	99.9999	0.0001
	Grand Total (A+B)	49,45,61,192	38,43,84,747	77.7223	38,43,56,063	28,648	99.9925	0.0075



Resolution No. 7	Mode of Voting : Electronic							
Ordinary Resolution for Payment of remuneration to the Cost Auditors of the Company for Financial Year ending 31 st December, 2015	Promoter and Promoter Group	35,12,91,716	NIL		NIL	NIL	NIL	NIL
	Public - Institutional holders	6,79,87,099	3,06,93,818	45.1465	3,06,93,818	NIL	100.00	NIL
	Public-Others	7,52,82,377	23,59,138	3.1337	23,50,799	8,339	99.6465	0.3535
	Total(A)	49,45,61,192	3,30,52,956	6.6832	3,30,44,617	8,339	99.9748	0.0252
	Mode of Voting : Electronic							
	Promoter and Promoter Group	35,12,91,716	35,12,91,716	100.00	35,12,91,716	NIL	100.00	NIL
	Public - Institutional holders	6,79,87,099	NIL	NIL	NIL	NIL	NIL	NIL
	Public-Others	7,52,82,377	40,169	0.0533	39,852	317	99.2108	0.7892
	Total (B)	49,45,61,192	35,13,31,885	71.0391	35,13,31,568	317	99.9999	0.0001
	Grand Total (A+B)	49,45,61,192	38,43,84,841	77.7224	38,43,76,185	8,656	99.9977	0.0023



Combined Report of Scrutinizer for e-Voting and Poll

To,

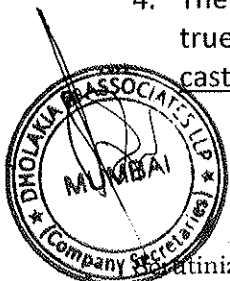
Mr. S. M. Datta

The Chairperson of 37th Annual General Meeting of Castrol India Limited
Held on Thursday, the 14th May, 2015 at 3.30 p.m. at Birla Matushri Sabhagar,
Marine Lines, Mumbai – 400020.

Dear Sir,

I, **CS Bhumitra V. Dholakia, Designated Partner of M/s. Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **Castrol India Limited ("the Company")** vide Letter dated 25th February, 2015 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014 to scrutinize the electronic voting (e-Voting) and was also appointed as a Scrutinizer by you at the 37th Annual General Meeting of the Company for the Poll Process for the resolutions contained in the Notice of 37th Annual General Meeting ("the Meeting") of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 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 cast in favour or against for respective Resolution.
2. The e-Voting commenced on May 10, 2015 (9:00 am) and was closed on May 13, 2015 (5.00 pm).
3. The e-Voting Result was unblocked at Mumbai from the website of M/s. National Securities Depository Limited i.e. www.evoting.nsdl.com after votes cast by Poll at the Meeting was counted me and the Excel File containing the Result was opened in the presence of Mr. Vishvesh Bhagat and Mr. Vidyut Vasavada who are not in the employment of the Company. **(Declaration attached)**
4. The Votes cast by Corporate/Institutional Members who have emailed the scanned certified true copy of the Board Resolution/Authority Letter, etc. at email ID: castrolagm2015@dholakia-associates.com have been considered valid.



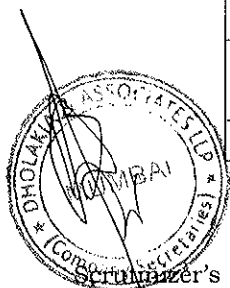
Scrutinizer's Report – Combined (e-Voting and Poll) – Castrol India Limited

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5. After the time fixed for the poll by the Chairperson, Two (2) empty ballot boxes kept for polling was locked in my presence and members who were present.
6. The locked ballot boxes were subsequently opened in my presence and in the presence of Ms. Vidya Brahme and Mr. Damodar Kambli (**Declaration attached**) who are not in the employment of the Company. The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and M/s. TSR Darashaw Limited, Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.
7. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
8. The Combined Result (e-Voting + Poll) is as under :

(a) Item No 1: Audited Balance Sheet as at 31st December, 2014 and the Statement of Profit and Loss for the year ended on that date along with the Reports of the Board of Directors and Auditors thereon.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	239	5,42,02,064
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	229	3,30,53,619
B. Poll		
Total Votes received by Poll	55	35,13,59,783
Less: Total Number of Invalid Votes	4	406
Total Number of Valid Votes	51	35,13,59,377
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	294	40,55,61,847
Less: Total Number of Invalid Votes	14	2,11,48,851
Total Number of Valid Votes	280	38,44,12,996

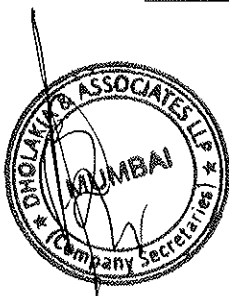


(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
227	3,30,51,589	99.9939
B. Poll		
51	35,13,59,377	100.00
C. Combined (A+B)		
278	38,44,10,966	99.9995

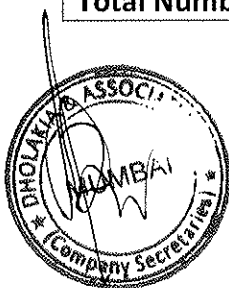
(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
2	2,030	0.0061
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
2	2,030	0.0005



(b) Item No 2: Confirming the payment of Interim Dividend and Declaration of Final Dividend on Equity Shares for the Financial Year ended 31st December, 2014.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	239	5,42,01,758
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	229	3,30,53,313
B. Poll		
Total Votes received by Poll	55	35,13,59,783
Less: Total Number of Invalid Votes	4	406
Total Number of Valid Votes	51	35,13,59,377
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	294	40,55,61,541
Less: Total Number of Invalid Votes	14	2,11,48,851
Total Number of Valid Votes	280	38,44,12,690



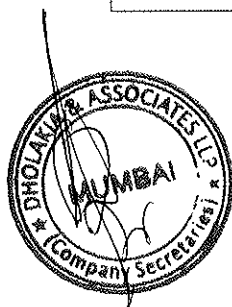
R. K. Palani

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
228	3,30,53,003	99.9991
B. Poll		
51	35,13,59,377	100.00
C. Combined (A+B)		
279	38,44,12,380	99.9999

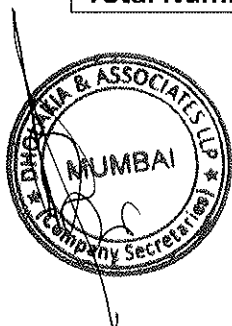
(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
1	310	0.0009
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
1	310	0.0001



(c) Item No 3: Re-appointment of Mr. Peter Weidner (DIN 03620389), who retires by rotation and, being eligible, offers himself for re-appointment.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	239	5,42,01,758
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	229	3,30,53,313
B. Poll		
Total Votes received by Poll	55	35,13,59,783
Less: Total Number of Invalid Votes	4	406
Total Number of Valid Votes	51	35,13,59,377
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	294	40,55,61,541
Less: Total Number of Invalid Votes	14	2,11,48,851
Total Number of Valid Votes	280	38,44,12,690



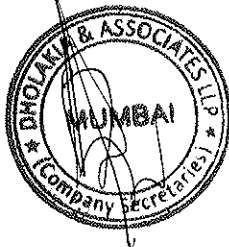
R. K. Patil

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
207	3,24,00,583	98.0252
B. Poll		
51	35,13,59,377	100.00
C. Combined (A+B)		
258	38,37,59,960	99.8302

(ii) Voted against the resolution:

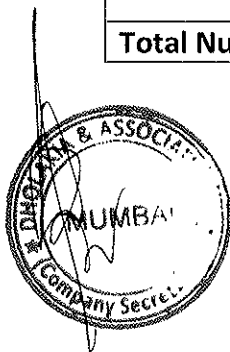
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
22	6,52,730	1.9748
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
22	6,52,730	0.1698



R. K. Jain

(d) Item No 4: Re-appointment of Mr. Ravi Kirpalani (DIN 02613688), who retires by rotation and, being eligible, offers himself for re-appointment.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	235	5,41,99,884
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	225	3,30,51,439
B. Poll		
Total Votes received by Poll	55	35,13,59,783
Less: Total Number of Invalid Votes	4	406
Total Number of Valid Votes	51	35,13,59,377
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	290	40,55,59,667
Less: Total Number of Invalid Votes	14	2,11,48,851
Total Number of Valid Votes	276	38,44,10,816



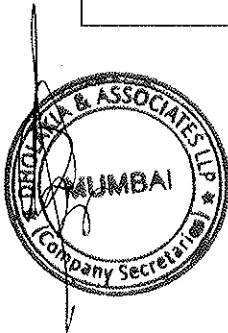
R Kirpalani

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
209	3,26,38,693	98.7512
B. Poll		
51	35,13,59,377	100.00
C. Combined (A+B)		
260	38,39,98,070	99.8926

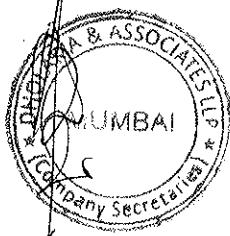
(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
16	4,12,746	1.2488
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
16	4,12,746	0.1074



- (e) **Item No 5: Appointment of M/s. SRBC & Co. LLP, Chartered Accountants (Firm Registration No. 324982E), as Statutory Auditors of the Company from conclusion of this Annual General Meeting till next Annual General Meeting, in place of Messrs. S. R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No. 301003E), the retiring Auditors of the Company.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	234	5,42,01,287
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	224	3,30,52,842
B. Poll		
Total Votes received by Poll	55	35,13,59,783
Less: Total Number of Invalid Votes	4	406
Total Number of Valid Votes	51	35,13,59,377
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	289	40,55,61,070
Less: Total Number of Invalid Votes	14	2,11,48,851
Total Number of Valid Votes	275	38,44,12,219



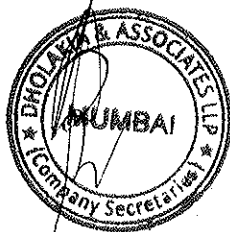
Rajpalan

(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
214	3,29,28,262	99.6231
B. Poll		
51	35,13,59,377	100.00
C. Combined (A+B)		
265	38,42,87,639	99.9676

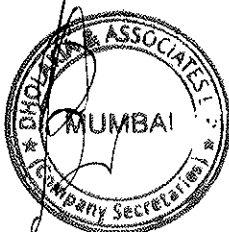
(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
10	1,24,580	0.3769
B. Poll		
NIL	NIL	NIL
C. Combined (A+B)		
10	1,24,580	0.0324



(f) Item No 6: Payment of Commission to Non-Executive Directors of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	236	5,42,01,699
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	226	3,30,53,254
B. Poll		
Total Votes received by Poll	55	35,13,60,352
Less: Total Number of Invalid Votes	9	28,859
Total Number of Valid Votes	46	35,13,31,493
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	291	40,55,62,051
Less: Total Number of Invalid Votes	19	2,11,77,304
Total Number of Valid Votes	272	38,43,84,747

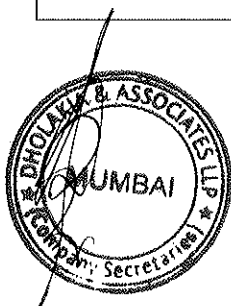


(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
197	3,30,24,907	99.9142
B. Poll		
42	35,13,31,156	99.9999
C. Combined (A+B)		
239	38,43,56,063	99.9925

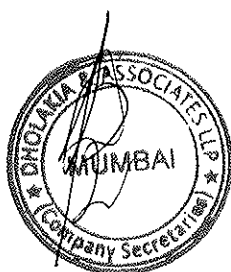
(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
29	28,347	0.0858
B. Poll		
4	337	0.0001
C. Combined (A+B)		
33	28,684	0.0075



(g) Item No 7: Payment of remuneration to the Cost Auditors of the Company for Financial Year ending 31st December, 2015.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
A. e-Voting		
Total Votes received by electronic mode	235	5,42,01,401
Less: Total Number of Invalid Votes	10	2,11,48,445
Total Number of Valid Votes	225	3,30,52,956
B. Poll		
Total Votes received by Poll	55	35,13,60,352
Less: Total Number of Invalid Votes	7	28,467
Total Number of Valid Votes	48	35,13,31,885
C. Combined (A+B)		
Total Votes received by electronic mode and Poll	290	40,55,61,753
Less: Total Number of Invalid Votes	17	2,11,76,912
Total Number of Valid Votes	273	38,43,84,841



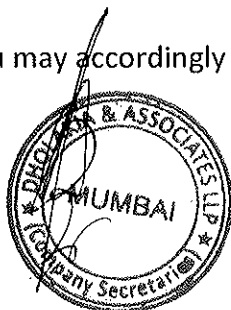
(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
216	3,30,44,617	99.9748
B. Poll		
45	35,13,31,568	99.9999
C. Combined (A+B)		
261	38,43,76,185	99.9977

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
A. e-Voting		
9	8,339	0.0252
B. Poll		
3	317	0.0001
C. Combined (A+B)		
12	8,656	0.0023

9. A Compact Disc (CD) containing a list of equity shareholders who voted by Poll at the Meeting and who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
10. The aforesaid Combined Report is tabulated on the basis of Acceptance and Rejection and Report on Invalid e-Voting Votes and Poll Papers provided in the Annexure attached herewith which forms an integral part of this Report.
11. The poll papers and all other relevant records were sealed and handed over to Mr. Sandeep Deshmukh, Company Secretary of the Company authorized by the Board for safe keeping.
12. You may accordingly declare the result of the e-Voting.



13. The Register of e-Voting will be e-mailed to the Chairperson and the Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,



CS Bhumitra V. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
FCS: 977 CP No: 507

Place : Mumbai

Date : 15th May, 2015

ANNEXURE**A. BASIS OF ACCEPTANCE****I. PHYSICAL POLL FORM:**

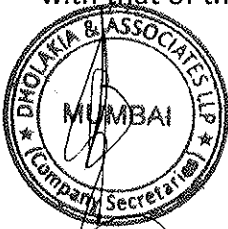
1. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
2. Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the vote(s) cast by the joint named shareholders has/have been considered.
3. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
4. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
5. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
6. If the Shareholder has voted both in e-Voting and Poll, then Voting done through e-Voting has been considered and Voting done through Poll has been treated as Invalid.

II. VOTING THROUGH ELECTRONIC MODE:

7. Member has voted only through e-voting i.e. electronic mode.

B. BASIS OF REJECTION**I. PHYSICAL POLL FORM:**

1. Shareholder has not put any mark on either assent or dissent.
2. Poll paper is not signed.
3. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.



4. The specimen signature of the beneficial owner is not provided to the Registrar and Share Transfer Agent by the Depositories and consequently there is no way to verify the signature with the specimen.
5. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
6. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company / Registrar and Share Transfer Agent.
7. The Poll Paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizers to identify either the Member or the number of votes.
8. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.
9. If the Name of the Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
10. If the Identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.
11. If the Shareholder has voted both in e-Voting and Poll, then Voting done through e-Voting has been considered and voting done through Poll has been treated as Invalid.

II. VOTING THROUGH ELECTRONIC MODE:

12. Member has voted by Physical Ballot Form and e-Voting both, then voting done through valid Physical Postal Ballot Form has been considered and e-Voting has been treated as 'Invalid'.
13. Institutional Member (other than Individuals, HUF, NRI etc.) has not sent scanned copy / hard copy of the relevant Board Resolution / Authority Letter / Power of Attorney, etc. together with attested specimen signatures of the duly authorised signatory through Email at castrolagm2015@dholakia-associates.com.
14. Board Resolution / Authority Letter / Power of Attorney, etc. do not grant power in favour of the person who has exercised voting right.



C. REPORT FOR INVALID POLL PAPERS.**i. For Item No. 1:**

Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each
I. <u>PHYSICAL POLL FORM:</u>			
1.	No votes polled	1	396
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
<u>SUB-TOTAL - I</u>		4	406
II. <u>ELECTRONIC VOTES</u>			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
<u>SUB-TOTAL - II</u>		10	2,11,48,445
<u>TOTAL (I + II)</u>		14	2,11,48,851



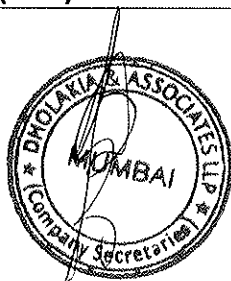
ii. For Item No. 2:

Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each)
I. <u>PHYSICAL POLL FORM:</u>			
1.	No votes polled	1	396
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
<u>SUB-TOTAL - I</u>		4	406
II. <u>ELECTRONIC VOTES</u>			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
<u>SUB-TOTAL - II</u>		10	2,11,48,445
<u>TOTAL (I + II)</u>		14	2,11,48,851



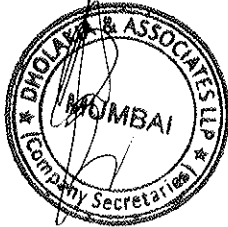
iii. For Item No. 3:

Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each)
I. <u>PHYSICAL POLL FORM:</u>			
1.	No votes polled	1	396
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
<u>SUB-TOTAL - I</u>		4	406
II. <u>ELECTRONIC VOTES</u>			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
<u>SUB-TOTAL - II</u>		10	2,11,48,445
<u>TOTAL (I + II)</u>		14	2,11,48,851



iv. For Item No. 4:

Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each)
I. <u>PHYSICAL POLL FORM:</u>			
1.	No votes polled	1	396
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
<u>SUB-TOTAL - I</u>		4	406
II. <u>ELECTRONIC VOTES</u>			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
<u>SUB-TOTAL - II</u>		10	2,11,48,445
<u>TOTAL (I + II)</u>		14	2,11,48,851



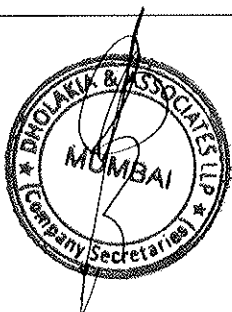
v. For Item No. 5:

Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each)
I. <u>PHYSICAL POLL FORM:</u>			
1.	No votes polled	1	396
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
<u>SUB-TOTAL - I</u>		4	406
II. <u>ELECTRONIC VOTES</u>			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
<u>SUB-TOTAL - II</u>		10	2,11,48,445
<u>TOTAL (I + II)</u>		14	2,11,48,851



vi. For Item No. 6:

Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each
I. <u>PHYSICAL POLL FORM:</u>			
1.	No votes polled	6	28,849
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
<u>SUB-TOTAL - I</u>		9	28,859
II. <u>ELECTRONIC VOTES</u>			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
<u>SUB-TOTAL - II</u>		10	2,11,48,445
<u>TOTAL (I + II)</u>		19	2,11,77,304



vii. For Item No. 7:

Sr. No.	Category	NO. OF FORMS/ ELECTRONIC VOTES	Total number of Invalid votes (Equity share of Rs. 5/- each
I. PHYSICAL POLL FORM:			
1.	No votes polled	4	28,457
2.	Signature not available	1	10
3.	Person not found in the Register of Members / Beneficial Holders as on Cut-Off Date	1	NIL
4.	Identity of Person unknown	1	NIL
<u>SUB-TOTAL – I</u>		7	28,467
II. ELECTRONIC VOTES			
5.	Authority Letter / Board Resolution / Power of Attorney not sent.	10	2,11,48,445
<u>SUB-TOTAL - II</u>		10	2,11,48,445
<u>TOTAL (I + II)</u>		17	2,11,76,912



CS Bhumitra V. Dholakia
 Designated Partner
 Dholakia & Associates LLP
 (Company Secretaries)
 FCS: 977 CP No: 507

Place : Mumbai

Date : 15th May, 2015

TO WHOMSOEVER IT MAY CONCERN

We, Nidant. R. Vasavaja and Vishvesh. G. Bhagat hereby state that the Excel Sheet containing the Results of e-Voting of **Castrol India Limited ("the Company")** for the 37th Annual General Meeting of the Company held on Thursday, the 14th May, 2015 at 3.30 p.m. at Birla Matushri Sabhagar, Marine Lines, Mumbai – 400020 was unblocked from the website of M/s. National Securities Depository Limited i.e. www.evoting.nsdl.com and opened in our presence as required under Rule 20(3)(xi) of Companies (Management and Administration) Rules, 2014.

Witness 1

Name: Nidant. R. Vasavaja

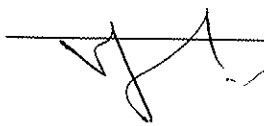
Address: MHB-11, A-302, Sri Sarvodaya CHS, Service Road,
Near P.F. office, Kher Nagar, Bandra (East), Mumbai - 400 051.

Signature: N. R. Vasavaja

Witness 2

Name: Vishvesh. G. Bhagat

Address: MHB-11, A-302, Sarvodaya CHS, Service Road,
Near P.F. office, Kher Nagar, Bandra (East) Mumbai
400 051

Signature: 

Box 1

TO WHOMSOEVER IT MAY CONCERN

We, VIDYA BRAHME..... and DAMODAR KAMBLI..... hereby state that the Polling Box, in which Equity Shareholders of Castrol India Limited ("the Company") cast their vote by way of Poll at the 37th Annual General Meeting of the Company held on Thursday, the 14th May, 2015 at 3.30 p.m. at Birla Matushri Sabhagar, Marine Lines, Mumbai – 400020, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same was in sealed condition and without any tampering.

Witness 1

Name: VIDYA BRAHME
Address: JYOTI SADAN CHS
SION MUM - 22
Signature: 

Witness 2

Name: DAMODAR KAMBLI
Address: INDRAPRASTHA CHAYA CHS
VIRAR (W) 401302
Signature: 

Box 2

TO WHOMSOEVER IT MAY CONCERN

We, VIDYA BRAHME and DAMODAR KAMBLI hereby state that the Polling Box, in which Equity Shareholders of Castrol India Limited ("the Company") cast their vote by way of Poll at the 37th Annual General Meeting of the Company held on Thursday, the 14th May, 2015 at 3.30 p.m. at Birla Matushri Sabhagar, Marine Lines, Mumbai – 400020, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same was in sealed condition and without any tampering.

Witness 1

Name: VIDYA BRAHME

Address: JYOTI SADAN CHS

SION MUM - 22

Signature: 

Witness 2

Name: DAMODAR KAMBLI

Address: INDRAPRASTHA CHAYA CHS

VIRAR (W) 401303

Signature: 