



**RP - Sanjiv Goenka
Group**

Growing Legacies



SEC:11447

28 July, 2012

The Secretary
The Calcutta Stock Exchange
Association Limited
7, Lyons Range
Kolkata - 700 001

The Secretary
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Manager (Listing)
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G-Block
Bandra-Kurla Complex
Bandra (East)
Mumbai - 400 051

Dear Sirs,

**Clause 35A of the Listing Agreement – Details of Voting Results at the
Thirty-Fourth Annual General Meeting of the Company**

Pursuant to Clause 35A of the Listing Agreement, details of the voting results at its 34th Annual General Meeting of the Company held on Friday, 27 July, 2012 at City Centre, Royal Bengal Room, DC Block, Sector-1, Salt Lake, Kolkata – 700 064, are enclosed as per the prescribed format.

The said details are also being uploaded on the Company's Website.

We request you to note the above and acknowledge receipt of this letter.

Yours faithfully,

General Manager (Secretarial & Estates)

Encl.

CC : National Securities Depository Ltd.
Trade World, 4th Floor
Kamala Mills Compound
Senapati Bapat Marg
Lower Parel
Mumbai 400 013.

CC Central Depository Services (India) Ltd.
Phiroz Jeejeebhoy Towers
28th Floor, Dalal Street
Mumbai 400 023

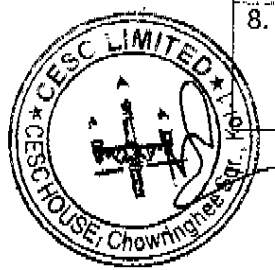
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Details of Voting Results

Sr. No.	Particulars	Details
1.	Date of the AGM	27 July, 2012
2.	Total number of shareholders on record date (Book Closure : 13 July, 2012 – 27 July, 2012, both days inclusive)	42,793
3.	No. of Shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group : Public :	18 831
4.	No. of Shareholders attended the meeting through Video Conferencing : Promoters and Promoter Group : Public :	Not arranged

Agenda –wise

Item Nos.	Details of the Agenda	Resolution required : (Ordinary / Special)	Mode of voting : (Show of hands / Poll / Postal ballot / E-voting)	Remarks
1.	Adoption of Audited Profit and Loss Account for the year ended 31 March 2012 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors.	Ordinary	Show of hands	The resolution was passed unanimously
2.	Declaration of Dividend	Ordinary	Show of hands	The resolution was passed unanimously
3.	Re- appointment of Mr. P K Khaifan as a Director of the Company	Ordinary	Show of hands	The resolution was passed unanimously
4.	Re- appointment of Mr. S K V Srinivasan as a Director of the Company	Ordinary	Show of hands	The resolution was passed unanimously
5.	Appointment of Auditors and fixing their remuneration	Ordinary	Show of hands	The resolution was passed unanimously
6.	Appointment of Mr. S N Menon as a Director of the Company	Ordinary	Show of hands	The resolution was passed unanimously
7.	Appointment of Mr. O P Vaish as a Director of the Company	Ordinary	Show of hands	The resolution was passed unanimously
8.	Appointment of Mr. C K Dhanuka as a Director of the Company	Ordinary	Show of hands	The resolution was passed unanimously



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9.	Consent of Members under Section 293(1)(a) and other applicable provisions, if any, of the Companies Act, 1956 to mortgaging and / or charging all the immovable and movable properties of the Company in favour of certain term Lenders and Working Capital Bankers	Ordinary	Show of hands	The resolution was passed unanimously
10.	Approval for alteration of Article 91 of the Articles of Association of the Company	Special	Show of hands	The resolution was passed unanimously
11.	Approval for increasing the rate of commission of Non-executive Directors of the Company	Special	Show of hands	The resolution was passed unanimously



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In case of Poll / Postal ballot / E-voting : Not applicable

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3) $= [(2) / (1)] * 100$	(4)	(5)	(6) $= [(4) / (2)] * 100$	(7) $= [(5) / (2)] * 100$
Promoter and Promoter Group	-	-	-	-	-	-	-
Public – Institutional Holders	-	-	-	-	-	-	-
Public – Others	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-

