15 August 2014

BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street
Mumbai- 400001

National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
BandraKurla Complex,
Bandra (E)
Mumbai – 400 051

Dear Sir / Madam,

Sub: Submission of details, pursuant to Clause 35A of the Listing Agreement regarding voting results – Reg.

The Company held its 19th Annual General Meeting (AGM) on 14 August 2014 at 11:30 am (IST) at Novotel Hotels, ibis &Novotel Bangalore Techpark, Opp RMZ Ecospace Business Park, Marathahalli – Sarjapur Outer Ring Road, Bangalore – 560 103 to transact the business as set out in the AGM notice dated 29 May 2014. The members of the Company transacted the business by E-Voting and Poll at AGM.

Pursuant to Clause 35A of the Listing Agreement, we hereby submit the following details:

Sl No.	Description	Particulars		
A	Date of AGM	14 August 2014		
B	Book-Closure date	7 Aug 2014 to 14 Aug 14 (Both days inclusive)		
C	Total No. of Shareholders on record date to vote	12,281		
D	No. of Shareholders present in the meeting either in person or through proxy			
	Shareholders	In Person	Proxy	Total
	Promoters and Promoters Group	2	3	5
	Public	229	19	248
	Total	231	22	253
E	No. of Shareholders attended the meeting through Vide Conferencing			
	Not Arranged			
F	Details of business transacted at AGM	Annexure Attached		

You may please take note of this submission on record.

Thanking you,
Yours faithfully,
For Page Industries Limited

Murugesh C
Company Secretary
Encl: as above

PAGE INDUSTRIES LIMITED
Regd. Office : Abbaiah Reddy Industrial Area, Jockey Campus, 6/2 & 6/4, Hongasandra, Begur Hobli, Bengaluru - 560 068.
Ph: 91-80-4047 6868, 2573 2952, Fax: 91-80-2573.2226, 2573 2215. Jockey Swirl Icon is trademark of Jockey International Inc., (U.S.A)
www.jockeyindia.com | info@jockeyindia.com | CIN # L18101KA1994PLC016554

ANNEXURE

Resolution Particulars	Promoter / Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding Shares	No. of Votes – In Favour	% of votes in favour on Votes polled	No. of Votes – Against	% of Votes against on votes polled
1) Adoption of Financial Statements (Ordinary Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3285082	75.287%	3285082	100.000%	0	0.000%
	Public – Others	1010727	3662	0.362%	3654	99.782%	8	0.218%
	Total	**11153874**	**9068473**	**81.303%**	**9068465**	**100.000%**	**8**	**0.000%**
2) Approval of Dividend (Ordinary Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3695833	84.700%	3695833	100.000%	0	0.000%
	Public – Others	1010727	3662	0.362%	3654	99.782%	8	0.218%
	Total	**11153874**	**9479224**	**84.986%**	**9479216**	**100.000%**	**8**	**0.000%**
3) Appointment of Mr. Ramesh Genomal (Ordinary Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3695833	84.700%	3123022	84.501%	572811	15.499%
	Public – Others	1010727	3652	0.361%	3643	99.754%	9	0.246%
	Total	**11153874**	**9479214**	**84.986%**	**8906394**	**93.957%**	**572820**	**6.043%**
4) Appointment of Mr.Nari Genomal (Ordinary Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3695833	84.700%	3120156	84.424%	575677	15.576%
	Public – Others	1010727	3662	0.362%	3653	99.754%	9	0.246%
	Total	**11153874**	**9479224**	**84.986%**	**8903538**	**93.927%**	**575686**	**6.073%**
5) Appointment of Auditors (Ordinary Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3695833	84.700%	3695833	100.000%	0	0.000%
	Public – Others	1010727	3662	0.362%	3648	99.618%	14	0.382%
	Total	**11153874**	**9479224**	**84.986%**	**9479210**	**100.000%**	**14**	**0.000%**



Resolution Particulars	Promoter / Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding Shares	No. of Votes – In Favour	% of votes in favour on Votes polled	No. of Votes – Against	% of Votes against on votes polled
6) Appointment of Mr. G.P. Albal as Independent Director (Special Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3695833	84.700%	3695833	100.000%	0	0.000%
	Public – Others	1010727	3662	0.362%	3593	98.116%	69	1.884%
	Total	**11153874**	**9479224**	**84.986%**	**9479155**	**99.999%**	**69**	**0.001%**
7) Appointment of Mr.PradeepJaipuria as Independent Director (Ordinary Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3695833	84.700%	3695833	100.000%	0	0.000%
	Public – Others	1010727	3662	0.362%	3653	99.754%	9	0.246%
	Total	**11153874**	**9479224**	**84.986%**	**9479215**	**100.000%**	**9**	**0.000%**
8) Appointment of Mr. B C Prabhakar as Independent Director (Ordinary Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3695833	84.700%	3695833	100.000%	0	0.000%
	Public – Others	1010727	3662	0.362%	3653	99.754%	9	0.246%
	Total	**11153874**	**9479224**	**84.986%**	**9479215**	**100.000%**	**9**	**0.000%**
9) Appointment of Mr. Shamir Genomal as Director (Ordinary Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3695833	84.700%	3695833	100.000%	0	0.000%
	Public – Others	1010727	3662	0.362%	3653	99.754%	9	0.246%
	Total	**11153874**	**9479224**	**84.986%**	**9479215**	**100.000%**	**9**	**0.000%**
10) Appointment of Mr. Shamir Genomal as Executive Director - (Ordinary Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3695833	84.700%	3685739	99.727%	10094	0.273%
	Public – Others	1010727	3662	0.362%	3638	99.345%	24	0.655%
	Total	**11153874**	**9479224**	**84.986%**	**9469106**	**99.893%**	**10118**	**0.107%**



Resolution Particulars	Promoter / Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding Shares	No. of Votes – In Favour	% of votes in favour on Votes polled	No. of Votes – Against	% of Votes against on votes polled
11) Ratification of the remuneration to Cost Auditor (Ordinary Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3695833	84.700%	3695833	100.000%	0	0.000%
	Public – Others	1010727	3662	0.362%	3648	99.618%	14	0.382%
	Total	**11153874**	**9479224**	**84.986%**	**9479210**	**100.000%**	**14**	**0.000%**
12) Authorization to Board under Sec. 180(1)(a) (Special Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3647472	83.592%	3183889	87.290%	463583	12.710%
	Public – Others	1010727	3662	0.362%	3578	97.706%	84	2.294%
	Total	**11153874**	**9430863**	**84.552%**	**8967196**	**95.084%**	**463667**	**4.916%**
13) Approval of Remuneration under Sec. 197(1) (Special Resolution)	Promoter & Promoter Group	5779729	5779729	100.000%	5779729	100.000%	0	0.000%
	Public – Institutional holders	4363418	3695833	84.700%	3695833	100.000%	0	0.000%
	Public – Others	1010727	3662	0.362%	3518	96.068%	144	3.932%
	Total	**11153874**	**9479224**	**84.986%**	**9479080**	**99.998%**	**144**	**0.002%**

NOTE: All the resolutions (1 to 13) have been duly passed with requisite majority.

For Page Industries Limited

Murugesh C
Company Secretary

R. Vijayakumar B.Com, LL.B, FCS.,
Company Secretary in Practice

V.M. Arcade, No. 376/A, 4th Floor
5th Main, 14th Cross, 6th Sector, HSR Layout
Bangalore - 560 102.
e-mail : vijay@viesva.com
Mob : +91-9449002064

10 August 2014

The Chairman
Page Industries Limited
Abbaiah Reddy Industrial Area
Jockey Campus, 6/2 & 6/4
Hongasandra, Begur Hobli
Bangalore – 560 068

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act, 2013") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, R. Vijayakumar, Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Page Industries Limited, vide resolution dated 29 May 2014 pursuant to Section 108 of the Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the electronic voting process in respect of the below mentioned resolutions to be passed at the 19th Annual General Meeting ("AGM") of the Company to be held on 14 August 2014.

The Notice dated 29 May 2014 convening AGM of the Company along with Statement setting out material facts under Section 102 of the Act, 2013 were sent to Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on 14 August 2014.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date of 04 July 2014, were entitled to vote on the proposed resolutions as set out at Item Nos., 1 to 13 in the Notice of 19th the AGM of Page Industries Limited. The voting period for e-voting commenced on Friday, 8 August 2014 at 9:00 am (IST) and ended on Saturday, 9 August 2014 at 6:00 pm (IST) and the NSDL, e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses, who are / were not in the employment of the Company. The witnesses have signed below in confirmation of the votes being unlocked in their presence.

Manish Kumar
(MANISH KUMAR)

(VIGNESH S)

I have scrutinized and reviewed the voting through electronic means based on the data downloaded from the NSDL, e-voting system.

R. VIJAYAKUMAR * PRACTISING COMPANY SECRETARY * FCS 2958 CP 2958

I now submit my Report as under on the result of the voting through electronic means in respect of the said Resolutions.

1) **Resolution No.1 – Adoption of Financial Statement**

Considering the Profit and Loss Account for the financial year ended 31 March 2014 the Balance Sheet as at that date, the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
80	8713825	100.00%

(ii) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Nil	Nil	0.00%

(iii) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil

2) **Resolution No.2 – Declaration of dividend**

Declaration of a final dividend of Rs.16 per share and confirmation of interim dividend of Rs.44 per share already paid for the year ended 31 March 2014.

(i) Voted in favour of the resolution

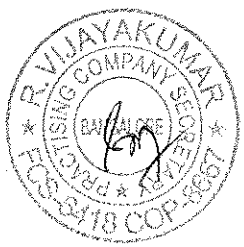
No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
82	9124576	100.00%

(ii) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Nil	Nil	0.00%

(iii) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil



3) **Resolution No.3 – Appointment of Director**

Appointment of a Director in the place of Mr. Ramesh Genomal, who retires by rotation and being eligible, offers himself for reappointment.

(i) Voted in favour of the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
45	8579142	94.02%

(ii) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
36	545424	5.98%

(iii) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil

4) **Resolution No.4 – Appointment of Director**

Appointment of a Director in the place of Mr. Nari Genomal, who retires by rotation and being eligible, offers himself for reappointment.

(i) Voted in favour of the resolution

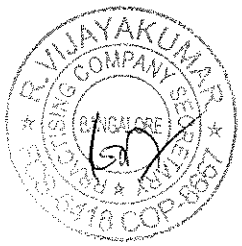
No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
44	8576286	93.99%

(ii) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
38	548290	6.01%

(iii) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil



5) **Resolution No.5 – Appointment of Auditor**

Appointment of M/s Haribhakti & Co., Chartered Accountant (Registration No.103523W) as Auditors of the Company and fixation of remuneration.

(i) Voted in favour of the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
82	9124576	100.00%

(ii) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Nil	Nil	0.00%

(iii) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil

6) **Resolution No. 6 – Appointment of Mr. G P Albal as Independent Director**

Appointment of Mr. G P Albal as Independent Director for five consecutive years with effect from 14 August 2014 and he is not liable to retire by rotation.

(iv) Voted in favour of the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
82	9124576	100.00%

(v) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Nil	Nil	0.00%

(vi) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil



7) **Resolution No.7 – Appointment of Mr. Pradeep Jaipuria as Independent Director**

Appointment of Mr. Pradeep Jaipuria as Independent Director from 14 August 2014 to 10 February 2016 and he is not liable to retire by rotation.

(i) Voted in favour of the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
82	9124576	100.00%

(ii) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Nil	Nil	0.00%

(iii) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil

8) **Resolution No.8 – Appointment of Mr. B C Prabhakar as Independent Director**

Appointment of Mr. B C Prabhakar as Independent Director from 14 August 2014 to 12 September 2017 and he is not liable to retire by rotation.

(i) Voted in favour of the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
82	9124576	100.00%

(ii) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Nil	Nil	0.00%

(iii) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil



9) **Resolution No.9 – Appointment of Mr. Shamir Genomal as Director**

Appointment of Mr. Shamir Genomal as Director and he is liable to retire by rotation.

(i) Voted in favour of the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
82	9124576	100.00%

(ii) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Nil	Nil	0.00%

(iii) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil

10) **Resolution No.10 – Appointment of Mr. Shamir Genomal as Whole-time Director**

Appointment of Mr. Shamir Genomal as Executive Director – Chief Strategy Officer for a period of 5 years from 01 June 2014 as per the terms set out in the notice calling the AGM.

(i) Voted in favour of the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
78	9114482	99.89%

(ii) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
4	10094	0.11%

(iii) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil



11) **Resolution No.11 – Remuneration to Cost Auditor**

Ratification of remuneration of Rs.1,10,000 + applicable service tax, payable to M/s Venkanna & Co., (Registration No.101160), Cost Auditors for the financial year 2014-2015.

(i) Voted in favour of the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
82	9124576	100.00%

(ii) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Nil	Nil	0.00%

(iii) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil

12) **Resolution No.12 – Authorization to Board under Sec. 180(1)(a) of the Act, 2013**

Authorized to the Board to mortgage / create charge over the assets of the Company for securing the credit facilities sanctioned / to be sanctioned by the Banks, Financial Institutions and or others.

(i) Voted in favour of the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
49	8640019	95.19%

(ii) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
30	436196	4.81%

(iii) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil



13) **Resolution No.13 – Remuneration under Sec. 197(1) of the Act, 2013**

Remuneration to Non-Executive Directors for the financial year 2014-2015 not exceeding a sum of Rs. 30 lakhs.

(i) Voted in favour of the resolution

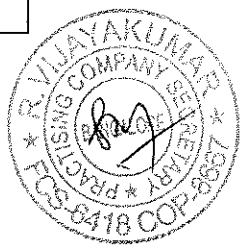
No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
82	9124576	100.00%

(ii) Voted against the resolution

No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Nil	Nil	0.00%

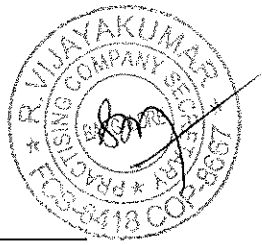
(iii) Invalid Votes

Total No. of members whose votes were declared invalid	Total number of votes cast
Nil	Nil



Thanking you,

Yours faithfully,



R. Vijayakumar
Practising Company Secretary
FCS – 6418; COP – 8667
Place : Bangalore
Date : 10 August 2014

R. Vijayakumar B.Com, LL.B, FCS.,
Company Secretary in Practice

V.M. Arcade, No. 376/A, 4th Floor
5th Main, 14th Cross, 6th Sector, HSR Layout
Bangalore - 560 102.
e-mail : vijay@viesva.com
Mob : +91-9449002064

FORM No. MGT-13
Report of Scrutinizer(s)
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman
19th Annual General Meeting of the Equity Shareholders of Page Industries Limited held on Thursday, 14 August 2014 at 11:30 am (IST) at Novotel Hotels, ibis & Novotel Bengaluru Techpark, Opposite RMZ Ecospace Business Park, Marathahalli – Sarjapur Outer Ring Road, Bangalore – 560 103

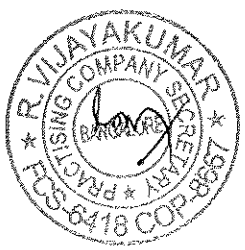
Dear Sir,

I, R. Vijayakumar, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 19th Annual General Meeting of the Equity Shareholders of Page Industries Limited, held on on Thursday, 14 August 2014 at 11:30 am (IST) at Novotel Hotels, ibis & Novotel Bengaluru Techpark, Opposite RMZ Ecospace Business Park, Marathahalli – Sarjapur Outer Ring Road, Bangalore – 560 103, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. ~~OR I did not find any poll papers invalid~~.



4. The result of the Poll is as under:

1) Resolution No.1: Adoption of Financial Statement

Considering the Profit and Loss Account for the financial year ended 31 March 2014 the Balance Sheet as at that date, the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in **favour** of the resolution:

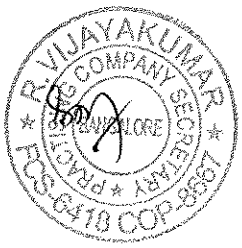
Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
99	354640	99.9977%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
8	8	0.0023%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875



2) **Resolution No.2 – Declaration of dividend**

Declaration of a final dividend of Rs.16 per share and confirmation of interim dividend of Rs.44 per share already paid for the year ended 31 March 2014.

(i) Voted **in favour** of the resolution:

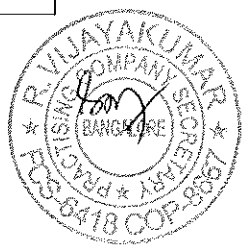
Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
99	354640	99.9977%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
8	8	0.0023%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875



3) **Resolution No.3 – Appointment of Director**

Appointment of a Director in the place of Mr. Ramesh Genomal, who retires by rotation and being eligible, offers himself for reappointment.

(i) Voted **in favour** of the resolution:

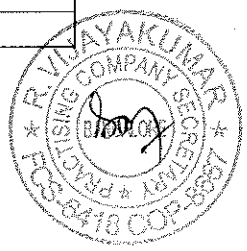
Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
91	327252	92.2752%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
16	27396	7.7248%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875



4) **Resolution No.4 – Appointment of Director**

Appointment of a Director in the place of Mr. Nari Genomal, who retires by rotation and being eligible, offers himself for reappointment.

(i) Voted **in favour** of the resolution:

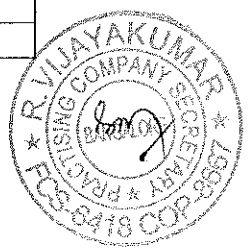
Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
91	327252	92.2752%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
16	27396	7.7248%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875



5) **Resolution No.5 – Appointment of Auditor**

Appointment of M/s Haribhakti & Co., Chartered Accountant (Registration No.103523W) as Statutory Auditors of the Company and fixation of remuneration.

(i) Voted **in favour** of the resolution:

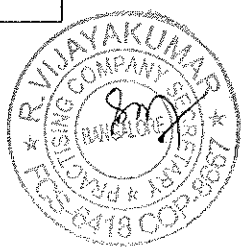
Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
97	354634	99.9961%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
10	14	0.0039%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875



6) **Resolution No.6 – Appointment of Mr. G P Albal as Independent Director**

Appointment of Mr. G P Albal as Independent Director for five consecutive years with effect from 14 August 2014 and he is not liable to retire by rotation.

(i) Voted **in favour** of the resolution:

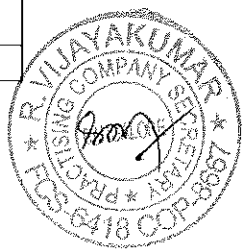
Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
97	354579	99.9805%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
10	69	0.0195%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875



7) **Resolution No.7 – Appointment of Mr. Pradeep Jaipuria as Independent Director**

Appointment of Mr. Pradeep Jaipuria as Independent Director from 14 August 2014 to 10 February 2016 and he is not liable to retire by rotation.

(i) Voted **in favour** of the resolution:

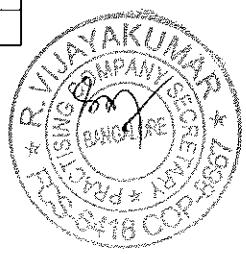
Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
98	354639	99.9975%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
9	9	0.0025%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875



8) **Resolution No.8 – Appointment of Mr. B C Prabhakar as Independent Director**

Appointment of Mr. B C Prabhakar as Independent Director from 14 August 2014 to 12 September 2017 and he is not liable to retire by rotation.

(i) Voted in **favour** of the resolution:

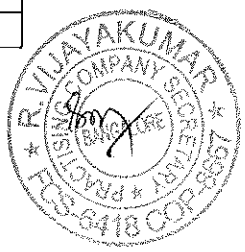
Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
98	354639	99.9975%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
9	9	0.0025%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875



9) **Resolution No.9 – Appointment of Mr. Shamir Genomal as Director**

Appointment of Mr. Shamir Genomal as Director and he is liable to retire by rotation.

(i) Voted **in favour** of the resolution:

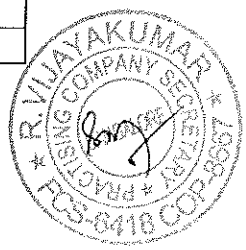
Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
98	354639	99.9975%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
9	9	0.0025%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875



10) Resolution No.10 – Appointment of Mr. Shamir Genomal as Whole-time Director

Appointment of Mr. Shamir Genomal as Executive Director – Chief Strategy Officer for a period of 5 years from 01 June 2014 as per the terms set out in the notice calling the AGM.

(i) Voted **in favour** of the resolution:

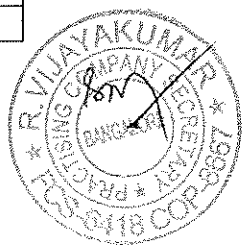
Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
96	354624	99.9932%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
11	24	0.0068%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875



11) Resolution No.11 – Remuneration to Cost Auditor

Ratification of remuneration of Rs.1,10,000 + applicable service tax, payable to M/s Venkanna& Co., Cost Auditors, (Registration No.101160) for the financial year 2014-2015.

(i) Voted **in favour** of the resolution:

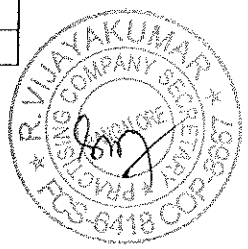
Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
97	354634	99.9961%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
10	14	0.0039%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875



12) **Resolution No.12 – Authorization to Board under Sec. 180(1)(a) of the Act, 2013**

Authorized to the Board to mortgage / charge over the assets of the Company for securing the credit facilities sanctioned / to be sanctioned by the Banks, Financial Institutions and or others.

(i) Voted in **favour** of the resolution:

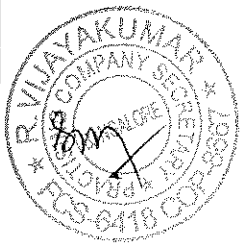
Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
88	327177	92.2540%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
19	27471	7.7460%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875



13) **Resolution No.13 – Remuneration under Sec. 197(1) of the Act, 2013**

Remuneration to Non-Executive Directors for the financial year 2014-2015 not exceeding a sum of Rs.30 lakhs.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
94	354504	99.9594%

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
13	144	0.0406%

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	875

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

R. Vijayakumar
Practising Company Secretary
FCS – 6418; COP – 8667
Place : Bangalore
Date : 15 August 2014