



C. MAHENDRA EXPORTS LTD.

DIAMOND EXPORTERS, IMPORTERS & MANUFACTURERS

Regd. Office: Tower 'C', Office No. CC-6011, 6th Floor, Bharat Diamond Bourse, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051.
Tel: +91-22-2672 5555 • Fax: +91-22-2675 4560 • Email: bkc@cmahendra.com • Website: www.cmahendra.com

CMEL/DOVR/LA35A/2012-13

Date: 28.09.2012

To,
Listing Department,
The National Stock Exchange Limited
Exchange Plaza, Plot No. C-1, "G" Block
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Dear Sir / Madam

Ref: C. Mahendra Exports Limited

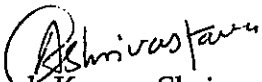
Sub: Disclosure of Voting Results of Ordinary and Special Resolutions proposed and passed at the Annual General Meeting of the Company held on Wednesday, 26th September, 2012 as per Clause 35A of the Listing Agreement.

Please find enclosed herewith disclosure of voting results of ordinary and special resolutions (as per details mentioned in the disclosure) passed at the Annual General Meeting of the Company held on Wednesday, 26th September, 2012 at 2.30 P.M. at Hotel Tunga International, B/11, M.I.D.C. Central Road, Andheri (E), Mumbai -400093 as per Clause 35A of the Listing Agreement.

Please acknowledge the receipt of the same.

Thanking you.

Yours Faithfully,
For C. Mahendra Exports Limited


(Ashish Kumar Shrivastava)
Company Secretary & Compliance Officer

Encl: As above

Disclosure of Voting Results of Ordinary and Special Resolutions passed at the Annual General Meeting held on 26th September, 2012 at 2.30 P.M. at Hotel Tunga International B/11, M.I.D.C Central Road, Andheri (E), Mumbai – 400 093 as per Clause 35A of the Listing Agreement.

Date of the AGM:

26th September, 2012

Total number of shareholders
on book closure date 21.09.2012 to 26.09.2012
(both days inclusive):

2962 Shareholders

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 11

Public: 42

Details of the Agenda:

Agenda No. 1 -

To Consider and adopt the audited Balance Sheet as at 31st March, 2012, the Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary)

Mode of voting: (Show of hands)

Results for Agenda No. 1:- passed as an Ordinary Resolution as the votes cast in favour of the resolution are more than the number of votes cast against the resolution.

Agenda No. 2 -

Declaration of 8% dividend (Rs. 0.80 per Equity Share of Rs. 10 each) absorbing a sum of Rs. 4,80,00,000/- on Equity Shares and 6% dividend (Rs. 0.60 per preference share of Rs. 10 each) absorbing a sum of Rs. 1,51,02,740/- on 6% Redeemable Preference Shares on cumulative basis.

Resolution required: (Ordinary)

Mode of voting: (Show of hands)

Results for Agenda No. 2:- passed as an Ordinary Resolution as the votes cast in favour of the resolution are more than the number of votes cast against the resolution.



For C. MAHENDRA EXPORTS LTD.
[Signature]
DIRECTOR

Agenda No. 3 -

Appointment of a director in place of Mr. Sandeep M. Shah who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary)

Mode of voting: (Show of hands)

Results for Agenda No. 3:- passed as an Ordinary Resolution as the votes cast in favour of the resolution are more than the number of votes cast against the resolution.

Agenda No. 4 -

Appointment of a director in place of Mr. Vittala S. Hegde who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary)

Mode of voting: (Show of hands)

Results for Agenda No. 4:- passed as an Ordinary Resolution as the votes cast in favour of the resolution are more than the number of votes cast against the resolution.

Agenda No. 5 -

Appointment of M/s R. H. Modi & Co. (Firm Reg. No. 106486W), Chartered Accountants, 23, Ambalal Doshi Marg, Fountain, Mumbai – 400 023 as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting as M/s. Suresh Surana & Associates, Firm Reg. No. 121750W, Chartered Accountants, 310, Ahura Centre, 82, Mahakali Caves Road, Andheri (East), Mumbai, 400 093, has resigned w. e. f. 30th August, 2012.

Resolution required: (Ordinary)

Mode of voting: (Show of hands)

Results for Agenda No. 5:- passed as an Ordinary Resolution as the votes cast in favour of the resolution are more than the number of votes cast against the resolution.



For C. MAHENDRA EXPORTS LTD.

[Handwritten Signature]
DIRECTOR

Agenda No. 6 -

Appointment of Mr. Prabodh N. Shah as an Independent Director of the Company w. e. f. 14th August, 2012 in place of Mr. Shailesh S. Vaidya, (Independent Director) who has resigned w. e. f. 26th July, 2012.

Resolution required: (Ordinary)

Mode of voting: (Show of hands)

Results for Agenda No. 6:- passed as an Ordinary Resolution as the votes cast in favour of the resolution are more than the number of votes cast against the resolution.

Agenda No. 7-

Alteration of Articles of Association under section 31 of the Companies Act, 1956 and other applicable provisions of any other laws, if any to alter Article No. 3 (Share Capital) and insert a New Article N. 90A (Share Warrants).

Resolution required: (Special)

Mode of voting: (Show of hands)

Results for Agenda No. 7:- passed as a Special Resolution as the votes cast in favour of the resolution are more than 75% the number of votes cast against the resolution.

Agenda No. 8-

Preferential Issue of convertible warrants/FCDs u/s 81(1A) of the Companies Act, 1956 accordance with the existing SEBI guidelines, necessary approvals, consents, permissions and or sanctions of GOI and other statutory or regulatory authority, listing agreement with Stock Exchanges.

Resolution required: (Special)

Mode of voting: (Show of hands)

Results for Agenda No. 8:- passed as a Special Resolution as the votes cast in favour of the resolution are more than 75% the number of votes cast against the resolution.

Date:- 28.09.2012

Place:- Mumbai



For C. MAHENDRA EXPORTS LTD.

[Signature]
DIRECTOR