Ref: SEC/STEX/2014
August 2, 2014

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

Fax No. 022-2659 8237/ 38

Dear Sir,

Subject: Disclosure of Voting Results of the 53rd Annual General Meeting of Cummins India Limited held on August 1, 2014 as per the requirements of Clause 35A & 35B of the Equity Listing Agreement.

At the 53rd Annual General Meeting ("AGM") of the Company held on August 1, 2014 at Yashada, MDC Auditorium, Baner Road, Pune 411 007, all items of business contained in the Notice of the AGM were approved by the shareholders.

In accordance with the Clause 35A and 35B of the Listing Agreement and the provisions of the Companies Act, 2013 and Rules framed there under, please find enclosed the combined report (results) of the electronic voting held from July 26, 2014 to July 28, 2014 and the poll conducted at the AGM, in the format as prescribed under Clause 35A of the Listing Agreement along with the Scrutinizer's report.

The same shall also be uploaded on the website of the Company today.

We request you to kindly take the same on record.

Thanking you

Yours faithfully,

For Cummins India Limited

Sameer Chugh
Vice President – Legal & Secretarial

Cummins India Limited
Corporate Office :
Cummins India Office Campus
Tower A, Survey No. 21, Balewadi
Pune 411 045 Maharashtra, India
Phone +91 20 67067000, 30197000
Fax +91 20 67067011
cumminsindia.com

Corporate Identity Number (CIN)
L29112PN1962PLC012276

Registered Office : Kothrud, Pune 411 038 Maharashtra, India

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 1							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67149700	61.59	67139700	10000	99.99	0.01
Public-Others	26799202	3576	0.01	3576	0	100.00	0.00
Total (A)	**277200000**	**67153276**	**24.23**	**67143276**	**10000**	**99.99**	**0.01**
Mode of Voting: (Ballot Paper)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	4972546	4.56	4972546	0	100.00	0.00
Public-Others	26799202	91156	0.34	83974	0	92.12	0.00
Total (B)	**277200000**	**146435702**	**52.83**	**146428520**	**0**	**100.00**	**0.00**
Result (A+B)	**277200000**	**213588978**	**77.05**	**213571796**	**10000**	**99.99**	**0.00**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 2							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67203669	61.64	67203669		100.00	0.00
Public-Others	26799202	3576	0.01	3576		100.00	0.00
Total (A)	**277200000**	**67207245**	**24.25**	**67207245**	**0**	**100.00**	**0.00**
Mode of Voting: (Ballot Paper)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	5419734	0	100.00	0.00
Public-Others	26799202	83974	0.31	83974	0	100.00	0.00
Total (B)	**277200000**	**146875708**	**52.99**	**146875708**	**0**	**100.00**	**0.00**
Result (A+B)	**277200000**	**214082953**	**77.23**	**214082953**	**0**	**100.00**	**0.00**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 3							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	66716734	61.19	37943753	28772981	56.87	43.13
Public-Others	26799202	3576	0.01	3576	0	100.00	0.00
Total (A)	**277200000**	**66720310**	**24.07**	**37947329**	**28772981**	**56.88**	**43.12**
Mode of Voting: (Physical Ballot)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	512181	4907553	9.45	90.55
Public-Others	26799202	83974	0.31	83969	5	99.99	0.01
Total (B)	**277200000**	**146875708**	**52.99**	**141968150**	**4907558**	**96.66**	**3.34**
Result (A+B)	**277200000**	**213596018**	**77.05**	**179915479**	**33680539**	**84.23**	**15.77**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 4							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	66716734	61.19	50297009	16419725	75.39	24.61
Public-Others	26799202	3576	0.01	3576	0	100.00	0.00
Total (A)	**277200000**	**66720310**	**24.07**	**50300585**	**16419725**	**75.39**	**24.61**
Mode of Voting: (Physical Ballot)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	2022411	3397323	37.32	62.68
Public-Others	26799202	83974	0.31	83969	5	99.99	0.01
Total (B)	**277200000**	**146875708**	**52.99**	**143478380**	**3397328**	**97.69**	**2.31**
Result (A+B)	**277200000**	**213596018**	**77.05**	**193778965**	**19817053**	**90.72**	**9.28**

* This excludes invalid votes

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 5							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67192304	61.63	66992167	200137	99.70	0.30
Public-Others	26799202	3576	0.01	3576	0	100.00	0.00
Total (A)	**277200000**	**67195880**	**24.24**	**66995743**	**200137**	**99.70**	**0.30**
Mode of Voting: (Physical Ballot)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	5419734	0	100.00	0.00
Public-Others	26799202	83946	0.31	83941	5	99.99	0.01
Total (B)	**277200000**	**146875680**	**52.99**	**146875675**	**5**	**100.00**	**0.00**
Result (A+B)	**277200000**	**214071560**	**77.23**	**213871418**	**200142**	**99.91**	**0.09**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 6							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67203669	61.64	65852070	1351599	97.99	2.01
Public-Others	26799202	3576	0.01	3568	8	99.78	0.22
Total (A)	**277200000**	**67207245**	**24.25**	**65855638**	**1351607**	**97.99**	**2.01**
Mode of Voting: (Physical Ballot)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	4959134	460600	91.50	8.50
Public-Others	26799202	83974	0.31	83941	33	99.96	0.04
Total (B)	**277200000**	**146875708**	**52.99**	**146415075**	**460633**	**99.69**	**0.31**
Result (A+B)	**277200000**	**214082953**	**77.23**	**212270713**	**1812240**	**99.15**	**0.85**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 7							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67203669	61.64	65981658	1222011	98.18	1.82
Public-Others	26799202	3576	0.01	3576	0	100.00	0.00
Total (A)	**277200000**	**67207245**	**24.25**	**65985234**	**1222011**	**98.18**	**1.82**
Mode of Voting: (Physical Ballot)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	5419734	0	100.00	0.00
Public-Others	26799202	83974	0.31	83969	5	99.99	0.01
Total (B)	**277200000**	**146875708**	**52.99**	**146875703**	**5**	**100.00**	**0.00**
Result (A+B)	**277200000**	**214082953**	**77.23**	**212860937**	**1222016**	**99.43**	**0.57**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 8							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67192344	61.63	37984464	29207880	56.53	43.47
Public-Others	26799202	3576	0.01	2271	1305	63.51	36.49
Total (A)	**277200000**	**67195920**	**24.24**	**37986735**	**29209185**	**56.53**	**43.47**
Mode of Voting: (Physical Ballot)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	771381	4648353	14.23	85.77
Public-Others	26799202	83974	0.31	83969	5	99.99	0.01
Total (B)	**277200000**	**146875708**	**52.99**	**142227350**	**4648358**	**96.84**	**3.16**
Result (A+B)	**277200000**	**214071628**	**77.23**	**180214085**	**33857543**	**84.18**	**15.82**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 9							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67192344	61.63	37874830	29317514	56.37	43.63
Public-Others	26799202	3576	0.01	3513	63	98.24	1.76
Total (A)	**277200000**	**67195920**	**24.24**	**37878343**	**29317577**	**56.37**	**43.63**
Mode of Voting: (Ballot Paper)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	5187361	232373	95.71	4.29
Public-Others	26799202	83974	0.31	83941	33	99.96	0.04
Total (B)	**277200000**	**146875708**	**52.99**	**146643302**	**232406**	**99.84**	**0.16**
Result (A+B)	**277200000**	**214071628**	**77.23**	**184521645**	**29549983**	**86.20**	**13.80**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 10							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67192344	61.63	46128127	21064217	68.65	31.35
Public-Others	26799202	3576	0.01	3521	55	98.46	1.54
Total (A)	**277200000**	**67195920**	**24.24**	**46131648**	**21064272**	**68.65**	**31.35**
Mode of Voting: (Ballot Paper)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	5328160	91574	98.31	1.69
Public-Others	26799202	83974	0.31	83969	5	99.99	0.01
Total (B)	**277200000**	**146875708**	**52.99**	**146784129**	**91579**	**99.94**	**0.06**
Result (A+B)	**277200000**	**214071628**	**77.23**	**192915777**	**21155851**	**90.12**	**9.88**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 11							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67192344	61.63	46128127	21064217	68.65	31.35
Public-Others	26799202	3576	0.01	3521	55	98.46	1.54
Total (A)	**277200000**	**67195920**	**24.24**	**46131648**	**21064272**	**68.65**	**31.35**
Mode of Voting: (Physical Ballot)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	1196011	4223723	22.07	77.93
Public-Others	26799202	83974	0.31	83969	5	99.99	0.01
Total (B)	**277200000**	**146875708**	**52.99**	**142651980**	**4223728**	**97.12**	**2.88**
Result (A+B)	**277200000**	**214071628**	**77.23**	**188783628**	**25288000**	**88.19**	**11.81**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 12							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67203669	61.64	66240370	963299	98.57	1.43
Public-Others	26799202	3576	0.01	2271	1305	63.51	36.49
Total (A)	**277200000**	**67207245**	**24.25**	**66242641**	**964604**	**98.56**	**1.44**
Mode of Voting: (Physical Ballot)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	5419734	0	100.00	0.00
Public-Others	26799202	83974	0.31	83969	5	99.99	0.01
Total (B)	**277200000**	**146875708**	**52.99**	**146875703**	**5**	**100.00**	**0.00**
Result (A+B)	**277200000**	**214082953**	**77.23**	**213118344**	**964609**	**99.55**	**0.45**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 13							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67203669	61.64	38315237	28888432	57.01	42.99
Public-Others	26799202	3576	0.01	2326	1250	65.04	34.96
Total (A)	**277200000**	**67207245**	**24.25**	**38317563**	**28889682**	**57.01**	**42.99**
Mode of Voting: (Physical Ballot)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	1126381	4293353	20.78	79.22
Public-Others	26799202	83974	0.31	83969	5	99.99	0.01
Total (B)	**277200000**	**146875708**	**52.99**	**142582350**	**4293358**	**97.08**	**2.92**
Result (A+B)	**277200000**	**214082953**	**77.23**	**180899913**	**33183040**	**84.50**	**15.50**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 14							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67132164	61.57	67132164	0	100.00	0.00
Public-Others	26799202	3576	0.01	3508	68	98.10	1.90
Total (A)	**277200000**	**67135740**	**24.22**	**67135672**	**68**	**100.00**	**0.00**
Mode of Voting: (Physical Ballot)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	5419734	0	100.00	0.00
Public-Others	26799202	83946	0.31	83941	5	99.99	0.01
Total (B)	**277200000**	**146875680**	**52.99**	**146875675**	**5**	**100.00**	**0.00**
Result (A+B)	**277200000**	**214011420**	**77.20**	**214011347**	**73**	**100.00**	**0.00**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 15							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67132164	61.57	65603730	1528434	97.72	2.28
Public-Others	26799202	3576	0.01	3500	76	97.87	2.13
Total (A)	**277200000**	**67135740**	**24.22**	**65607230**	**1528510**	**97.72**	**2.28**
Mode of Voting: (Physical Ballot)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	5419734	0	100.00	0.00
Public-Others	26799202	83946	0.31	83941	5	99.99	0.01
Total (B)	**277200000**	**146875680**	**52.99**	**146875675**	**5**	**100.00**	**0.00**
Result (A+B)	**277200000**	**214011420**	**77.20**	**212482905**	**1528515**	**99.29**	**0.71**

CUMMINS INDIA LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 16							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	141372683	0	0.00	0	0	0.00	0.00
Public Institutional Holders	109028115	67132164	61.57	65713364	1418800	97.89	2.11
Public-Others	26799202	3576	0.01	2046	1530	57.21	42.79
Total (A)	**277200000**	**67135740**	**24.22**	**65715410**	**1420330**	**97.88**	**2.12**
Mode of Voting: (Physical Ballot)							
Promoter and Promoter Group	141372683	141372000	100.00	141372000	0	100.00	0.00
Public Institutional Holders	109028115	5419734	4.97	5160534	259200	95.22	4.78
Public-Others	26799202	83946	0.31	83797	149	99.82	0.18
Total (B)	**277200000**	**146875680**	**52.99**	**146616331**	**259349**	**99.82**	**0.18**
Result (A+B)	**277200000**	**214011420**	**77.20**	**212331741**	**1679679**	**99.22**	**0.78**

S. V. Deulkar
Practicing company secretary
63, Ashoknagar, Pune -411007

Sr. No.	Resolution	e-voting		Voting by poll		Result
		Votes casted in favour	Votes casted against	Votes casted in favour	Votes casted against	
1.	Adoption of Financial Statements for the year ended 31st March, 2014.	67143276	10000	146428520	Nil	Resolution passed requisite majority
2.	Approval of final dividend and to ratify final dividend	67207245	NIL	146875708	Nil	Resolution passed unanimously
3.	Re-appointment of Mr. Casimiro Antonio Vieira Leitao who retires by rotation	37947329	28772981	141968150	4907558	Resolution passed with requisite majority
4.	Re-appointment of Mr. Edward Phillip Pence who retires by rotation.	50300585	16419725	143478380	3397328	Resolution passed with requisite majority
5.	Appointment of Auditors and fixing their remuneration	66995743	200137	146875675	5	Resolution passed with requisite majority
6.	Appointment of Mr. Rajasekhar Menon as Director of the Company	65855638	1351607	146415075	460633	Resolution passed with requisite majority
7.	Appointment of Mr. Mark Smith as Director of the Company	65985234	1222011	146875703	5	Resolution passed with requisite majority
8.	Appointment of Mr. Priya Shankar Dasgupta, as Independent Director of the company.	37986735	29209185	142227350	4648358	Resolution passed with requisite majority



9.	Appointment of Mr. Venu Srinivasan, as Independent Director of the company.	37878343	29317577	146643302	232406	Resolution passed with requisite majority
10.	Appointment of Mr. Rajeev Bakshi, as Independent Director of the company.	46131648	21064272	146784129	91579	Resolution passed with requisite majority
11.	Appointment of Mr. Nasser Mukhtar Munjee, as Independent Director of the Company.	46131648	21064272	142651980	4223728	Resolution passed with requisite majority
12.	Appointment of Mr. Prakash Telang as Independent Director of the Company.	66242641	964604	146875703	5	Resolution passed with requisite majority
13.	Appointment of Mr. Pradeep Bhargava as an Advisor to the Company on a retainership basis to provide professional services.	38317563	28889682	142582350	4293358	Resolution passed with requisite majority
14.	Approval of Related Party Transactions.	67135672	68	146875675	5	Resolution passed with requisite majority
15.	Approval on Related Party Transactions which are not in the ordinary course of business.	65607230	1528510	146875675	5	Resolution passed with requisite majority
16.	Payment of commission to independent Non-Whole-Time Directors.	65715410	1420330	146616331	259349	Resolution passed with requisite majority

Place: Pune
Date: August 1st, 2014

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

S.V. Deulkar
Practicing Company Secretary
CP No: 965

S. V. Deulkar

Practicing company secretary
63, Ashoknagar, Pune -411007

Scrutinizer(s) Report

[Pursuant to rule section 108 of the companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
53rd Annual General Meeting of the Equity shareholders
of Cummins India Limited to be held on 1st day of August, 2014 at 12:00 noon at Yashada, MDC Auditorium, Baner Road, Pune 411 007

Dear Sir,

I, S. V. Deulkar, Practicing Company Secretary having office at 63, Ashoknagar, Pune 411007, have been appointed as scrutinizer of Cummins India Limited ("the company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of Gompanies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on below mentioned resolution(s), at the 53rd Annual General Meeting of the Equity shareholders of Cummins India Limited to be held on 1st day of August, 2014 at 12:00 noon at Yashada, MDC Auditorium, Baner Road, Pune 411 007. I submit my report as under:

1. The e-voting period remained open from 26th July, 2014 (9.00 a.m) to 28th July, 2014 (6.00 p.m)

2. The shareholders holding shares as on the "cut off" date i.e. 26th July, 2014 were entitled to vote on the proposed resolutions (item no. 1 to 16 as set out in the Notice of the 53rd AGM of Cummins India Limited)

3. The votes were unblocked on 29th July, 2014 around 10.30 a.m in the presence of two witnesses, Mr. Sridhar Mudaliar (22 –A Hanuman Nagar, Pune - 411016) and Mr. Abhijeet Modak, (Prakash developers, S. No. 34, Opp W. N. C, Vadgaon sheri, Pune - 411014) who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Name : Sridhar Mudaliar

Name : Abhijeet Modak

S.V. DEULKAR * COMPANY SECRETARY * FCS-1321 CP-965

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (https://www.evotingindia.com)

5. The result of the e-voting is as under:

a) Resolution 1 – Adoption of Financial Statements for the year ended 31st March, 2014

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
199*	67143276	99.98%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10000	0.02%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
6*	225869

b) Resolution 2 – Declaration of Dividend

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
205*	67207245	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1*	171900

c) Resolution 3 – Re-appointment of Mr. Casimiro Antonio Vieira Leitao who retires by rotation

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
121*	37947329	56.87%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
79	28772981	43.13%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
6*	658835

d) Resolution 4 – Re-appointment of Mr. Edward Phillip Pence who retires by rotation.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
144*	50300585	75.39%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
56	16419725	24.61%

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
6*	658835

e) Resolution 5 – Appointment of Auditors and fixing their remuneration

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
193*	66995743	99.70%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	200137	0.30%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	183265

f) Resolution 6 – Appointment of Mr. Rajasekhar Menon as Director of the Company

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
198*	65855638	97.99%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1351607	2.01%

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1*	171900

g) Resolution 7 – Appointment of Mr. Mark Smith as Director of the Company

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
200*	65985234	98.18%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	1222011	1.82%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1*	171900

h) Resolution 8 – Appointment of Mr. Priya Shankar Dasgupta, as Independent Director of the company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
118*	37986735	56.53%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
86	29209185	43.47%

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2*	183225

i) Resolution 9 – Appointment of Mr. Venu Srinivasan, as Independent Director of the company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
117*	37878343	56.37%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
87	29317577	43.63%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2*	183225

j) Resolution 10 – Appointment of Mr. Rajeev Bakshi, as Independent Director of the company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
129*	46131648	68.65%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
75	21064272	31.35%

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2*	183225

k) Resolution 11 – Appointment of Mr. Nasser Mukhtar Munjee, as Independent Director of the Company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
129*	46131648	68.65%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
75	21064272	31.35%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
2*	183225

l) Resolution 12 - Appointment of Mr. Prakash Manjanath Telang as Independent Director of the Company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
196*	66242641	98.56%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
9	964604	1.44%

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1*	171900

m) Resolution 13 - Appointment of Mr. Pradeep Bhargava as an Advisor.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
121*	38317563	57.01%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
84	28889682	42.99%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1*	171900

n) Resolution 14 – Approval of Related Party Transactions.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
199*	67135672	99.99%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	68	0.0001%

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5*	243405

o) Resolution 15 - Approval to the Board of Directors to enter into the Leave and License Agreement/s with the Related Parties on arms length basis.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
196*	65607230	97.72%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	1528510	2.28%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
5*	243405

p) Resolution 16 – Approval for payment of remuneration to the Directors

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
195*	65715410	97.88%

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	1420330	2.12%

N. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

(iii) Invalid votes:

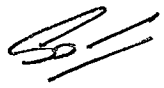
Total number of members whose votes were declared invalid	Total number of votes cast by them
5*	243405

*1 shareholder has voted for less than his actual shareholding.

6. The register, all other papers and relevant records relating electronic voting shall remain in my safe custody until the chairperson considers, approves, signs the Minutes of the aforesaid Annual General Meeting.

Thanking you,

Yours faithfully,





S. V. Deulkar
Practicing Company Secretary
C. P. No. 965

Place: Pune
Date : 29.07.2014

S. V. Deulkar
Practicing Company secretary
63, Ashoknagar, Pune -411007

Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
53rd Annual General Meeting of the Equity shareholders of Cummins India Limited, held on 1st day of August, 2014, at 12:00 noon, at Yashada, MDC Auditorium, Baner Road, Pune - 411007.

Dear Sir,

I, S. V. Deulkar, Practicing Company Secretary having office at 63, Ashoknagar, Pune – 411007, have been appointed as scrutinizer of Cummins India Limited ("the Company") for the purpose of the poll taken on below mentioned resolution(s), at the 53rd Annual General Meeting of the Equity shareholders of Cummins India Limited to be held on 1st day of August, 2014 at 12 noon at Yashada, MDC Auditorium, Baner Road, Pune - 411007.

I submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in our presence with due identification marks placed by us.

2. The locked ballot box was subsequently opened in our 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.

4. The result of the Poll is as under:

   a) Resolution 1 – Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the year ended March 31, 2014.

S.V. DEULKAR * FCS-1321 CP-965 * COMPANY SECRETARY

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

Number of members voted by poll (in person or .by proxy)	Number of votes cast by them	% of total number of valid votes cast
101*	146428520	100%

*Includes part invalid of 8 members.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
14*	458523

*Includes part assent of 8 members.

b) Resolution 2 – Approval of final dividend for the Financial Year ended March 31, 2014 and to ratify interim dividend declared in February, 2014.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
102*	146875708	100%

*Includes part invalid of 8 members.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
13*	11335

*Includes part assent of 8 members.

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

c) Resolution 3 – Appointment of a director in place of Mr. Casimiro Antonio Vieira Leitao, who retires by rotation and being eligible, seeks re-appointment.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
83*	141968150	96.66%

*Includes part invalid of 7 members and decent of 1 member.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
19*	4907558	3.34%

*Includes part assent of 1 member and part Invalid of 1 member.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
13*	11335

*Includes part assent of 7 members and part dissent of 1 member.

d) Resolution 4 – Appointment of a director in place of Mr. Edward Phillip Pence, who retires by rotation and being eligible, seeks re-appointment.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
90*	143478380	97.69%

*Includes part Invalid of 7 members and dissent of 1 member.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12*	3397328	2.31%

*Includes part assent of 1 member and part invalid of 1 member.

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
13*	11335

*Includes part assent of 7 members

e) Resolution 5 – Appointment of Auditors of the Company.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
101*	146875675	99.999%

*Includes part Invalid of 8 members and part dissent of 1 member.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1*	5	0.001%

*Includes part assent of 1 member.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
14*	11363

*Includes part assent of 8 members.

f) Resolution 6 – Appointment of Mr. Rajasekhar Menon as Director liable to retire by rotation.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
99*	146415075	99.69%

*Includes part Invalid of 8 members and includes part dissent of 1 member.

S.V. DEULKAR ACS-1321 CP-965 COMPANY SECRETARY

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4*	460633	0.31%

*Includes part assent of 1 member.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
13*	11335

*Includes part assent of 8 members

g) Resolution 7 – Appointment of Mr. Mark Smith, as a Director of the liable to retire by rotation.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
102*	146875703	99.999%

*Includes part Invalid of 8 members and includes part dissent of 1 member.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1*	5	0.001%

*Includes part assent of 1 member.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
13*	11335

*Includes part assent of 8 members

h) Resolution 8 – Appointment of Mr. Priya Shankar Dasgupta, as an Independent Director upto July 31, 2019.

S.V. DEULKAR FCS 1321 CP-965 COMPANY SECRETARY

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
85*	142227350	96.84%

*Includes part Invalid of 7 members and part dissent of 1 member

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17*	4648358	3.16%

*Includes part assent of 1 member and part invalid of 1 member.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
13*	11335

*Includes part assent of 7 members and part dissent of 1 member

i) Resolution 9 – Appointment of Mr. Venu Srinivasan, as an Independent Director upto July 31, 2019.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
97*	146643302	99.84%

*Includes part Invalid of 8 members and part dissent of 1 member.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6*	232406	0.16%

*Includes part assent of 1 member.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
13*	11335

*Includes part assent of 8 members.

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

j) Resolution 10 – Appointment of Mr. Rajeev Bakshi, as an Independent Director upto July 31, 2019..

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
99*	146784129	99.94%

*Includes part Invalid of 8 membersand part dissent of 1 member.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4*	91579	0.06%

*Includes part assent of 1 member.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
13*	11335

*Includes part assent of 8 members.

k) Resolution 11 – Appointment of Mr. Nasser Munjee, as an Independent Director upto July 31, 2019.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
87*	142651980	97.12%

*Includes part Invalid of 7 members and part dissent of 1 member.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15*	4223728	2.88%

*Includes part assent of 1 member and part invalid of 1 member.

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
13*	11335

*Includes part assent of 7 members and part dissent of 1 member.

l) Resolution 12 - Appointment of Mr. Prakash Telang, as an Independent Director upto July 31, 2019.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
102*	146875703	99.999%

*Includes part Invalid of 8 members and part dissent of 1 member.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1*	5	0.001%

*Includes part assent of 1 member.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
13*	11335

*Includes part assent of 8 members.

m) Resolution 13 - Appointment of Mr. Pradeep Bhargava, as an Alternate Director, as an Advisor on retainership basis.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
85*	142582350	97.08%

*Includes part invalid of 7 members part dissent of 1 member.

S.V. DEULKAR FCS-4821 CP-965 COMPANY SECRETARY

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17*	4293358	2.92%

*Includes part assent of 1 member and part invalid of 1 member.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
13*	11335

*Includes part assent of 7 members and part dissent of 1 member.

n) Resolution 14 - Approval on material Related Party Transactions.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
101*	146875675	99.999%

*Includes part invalid of 8 members and part dissent of 1 member

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1*	5	0.001%

*Includes part assent of 1 member.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
14*	11363

*Includes part assent of 8 members.

o) Resolution 15 – Approval on Related Party Transactions which are not in the ordinary course of business.

S. V. DEULKAR FCS 1321 CP-965 COMPANY SECRETARY

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
101*	146875675	99.999%

*Includes part invalid of 8 members part dissent of 1 member.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1*	5	0.001%

*Includes part assent of 1 member.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
14*	11363

*Includes part assent of 8 members.

p) Resolution 16 – Payment of commission to independent Non-Whole-Time Directors.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
96*	146616331	99.82%

*Includes part invalid of 7 members and part dissent of 1 member.

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

Number of members voted by poll (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5*	259349	0.18%

*Includes part assent of 1 member.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
14*	11363

*Includes part assent of 7 members .

S.V. DEULKAR FCS-1321 CP-965 COMPANY SECRETARY

5. 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 other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



S. V. Deulkar
Practicing Company Secretary
C. P. No. 965

Place: Pune
Date: 1st August, 2014