

GRID
COUNTRY OFFICE
India

ALSTOM

ALSTOM T&D India Limited
A-7, Sector - 65
Noida-201 301, U.P., INDIA
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Fax / Courier

November 13, 2014

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI 400 001

Fax # 022-2272 3121/2037/2039

Code No. 522275

The Manager
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex
Bandra (East)
MUMBAI 400 051

Fax # 022-2659 8237/8238/8347/8348

Symbol: ALSTOMT&D

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range
KOLKATA 700 001

Fax # 033-4025 3030

Code No. 17035

Dear Sir,

Sub: **Disclosure of Voting results in terms of Clause 35A of the Listing Agreement and Scrutinizer's report**

Please find enclosed herewith the necessary disclosure of voting results in terms of Clause 35A of the Listing Agreement in respect of the resolutions as proposed in the postal ballot notice dated September 26, 2014 along with Scrutinizer's report on result of postal ballot.

Thanking you,

Yours faithfully,
For ALSTOM T&D India Limited

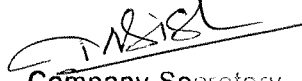

Manoj Prasad Singh
Company Secretary

ALSTOM T&D India Limited
(Scrip Code: BSE : 522275: NSE : ALSTOMT&D : CSE 17035)

Disclosure of voting results by listed entities in terms of
Clause 35A of the Listing Agreement

Total number of shareholders on Cut-off date (Record date) (September 26, 2014)	:	44,169
No. of Shareholders present in the meeting either in person or through proxy Promoter and Promoter Group Public	: : :	NA NA
No. of shareholders attended the meeting through Video Conferencing Promoter and Promoter Group Public	: : :	Not Applicable NA NA

For ALSTOM T&D India Ltd.


Company Secretary

Agenda-wise details

In case of Poll/Postal ballot/E-voting:

The mode of voting for all resolutions was e-voting and postal ballot:

Resolution No. 1: Disposal of properties of the Company at Bellary Road, Bengaluru and Hauz Khas Enclave, New Delhi. (Special Resolution)							
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
Promoter and Promoter Group	192034896	192034896	100.00	192034896	0	100.00	0
Public – Institutional holders	42185940	26346605	62.45	26346605	0	100.00	0
Public-Others	21825699	276862	1.27	259944	16918	93.89	6.11
Total	256046535	218658363	85.40	218641445	16918	99.99	0.01

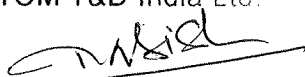
Resolution No. 2: Appointment of Mr. Ravi Kumar Krishnamurthy (DIN 03626516), Head AIS Business as Alternate Director and Terms of his appointment. (Special Resolution)							
Promoter and Promoter Group	192034896	192034896	100.00	192034896	0	100.00	0
Public – Institutional holders	42185940	27312156	64.74	26346605	965551	96.46	3.54
Public-Others	21825699	274907	1.26	266472	8435	96.93	3.07
Total	256046535	219621959	85.78	218647973	973986	99.56	0.44

Resolution No. 3: Appointment of Mr. Bhanu Bhushan (DIN 03602134) as an Independent Director. (Ordinary Resolution)							
Promoter and Promoter Group	192034896	192034896	100.00	192034896	0	100.00	0
Public – Institutional holders	42185940	27312156	64.74	27312156	0	100.00	0
Public-Others	21825699	274632	1.26	265457	9175	96.66	3.34
Total	256046535	219621684	85.78	219612509	9175	100.00	0

* votes polled means votes cast either by e-voting or postal ballot

Note: All the aforesaid resolutions were passed with requisite majority

For ALSTOM T&D India Ltd.


Company Secretary



V. K. CHAUDHARY & CO;
Company Secretaries

VKC



Company Secretaries

C-140, Sector-51, Noida-201301

Tel: +91-0120-4131444

+91-9999233556

Mobile: +91-9811577123

Email : vkc.pcs@gmail.com

Website: www.vkcindia.com

Scrutinizer Report

The Chairman,
ALSTOM T & D India Limited,
A-18, First Floor, Okhla Industrial Area,
Phase II
New Delhi -110020

Report on Result of Postal Ballot

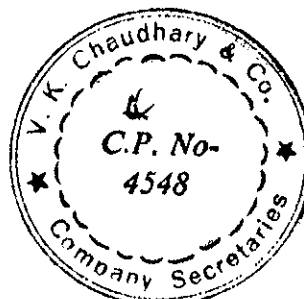
Dear Sir,

In terms of the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014. I have been appointed as Scrutinizer by the Company in their Board meeting held on 26th September, 2014 to conduct the Postal Ballot Process in respect of the following resolution(s):

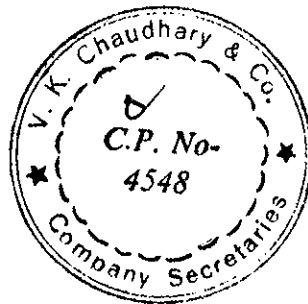
Resolution Number	Type of Resolution	For
1.	Special Resolution	Disposal of properties of the Company at Bellary Road, Bengaluru and Hauz Khas Enclave, New Delhi.
2.	Special Resolution	Appointment of Mr. Ravi Kumar Krishnamurthy (DIN-03626516), Head AIS Business as Alternate Director and the Terms of his appointment
3.	Ordinary Resolution	Appointment of Mr. Bhanu Bhushan (DIN-03602134) as an Independent Director

We submit our report as under:

1. The Company completed dispatch of postal ballot notice(s), forms/or electronic ballot and postage prepaid business reply envelope on 11th October, 2014 to its Members whose name(s) appeared in the Register of Members / List of beneficial owners received from NSDL/CDSL as on 26st September, 2014.



2. The shareholders of the Company had an option to vote either through the postal ballot forms or through the e-voting facility. Shareholders opting for e-voting facility, casted their votes on the designated website www.evoting.nsdl.com via National Securities Depository Limited (NSDL).
3. I monitored the process of electronic voting through the scrutinizer's secured link provided by NSDL on the designated website.
4. The particulars of all postal ballot forms received from the Members in physical form(s) and electronic ballot report generated from National Securities Depository Limited (NSDL) (the Authorised Agency for e-voting) have been entered in a separate Register maintained for the purpose.
5. The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms. The electronic ballots were maintained by National Securities Depository Limited (NSDL) in electronic registry.
6. The ballot boxes containing the physical postal ballot were opened in due course of the scrutiny thereof. I have also downloaded e-voting report from the NSDL website for the Members who have voted through e-voting.
7. The postal ballot forms were matched with the Register of Members of the Company as on 26st September, 2014.
8. All postal ballot forms and e-votes received up to 06:00 P.M on Monday 10th November, 2014, the last date and time fixed by the Company for receipt of the forms were considered and none of the envelopes containing postal ballot forms received after 06:00 P.M on 10th November, 2014 were considered for the purpose of this report.
9. I did not find any defaced or mutilated ballot paper.
10. The shareholders exercised their voting either by electronic or physical mode. There was no shareholder who opted for both the facilities.
11. The total paid up Equity Share Capital of the Company as on 26st September, 2014 was Rs. 512,093,070 /- (Rupees Fifty One Crore Twenty Lakh Ninety Three Thousand Seventy Only) divided into 256,046,535 (Twenty Five Crores Sixty Lakhs Forty Six Thousands Five Hundred Thirty Five only) equity shares of Rs.2/- (Rupees Two Only) each.
12. A summary of the postal ballots is given below:



- a. **RESOLUTION NO. 1:- Special Resolution for Disposal of properties of the Company at Bellary Road, Bengaluru and HauzKhas Enclave, New Delhi.**

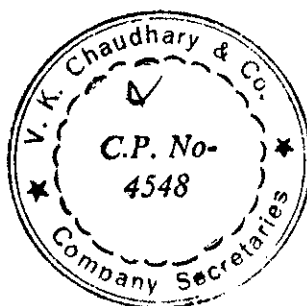
Particulars	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital
a) Total votes received	670	218,680,260	437,360,520	85.40
b) Less: Invalid votes	38	21,897	43,794	00.00
c) Net Valid votes casted	632	218,658,363	437,316,726	85.40
d) Votes with assent for the Resolution	601	218,641,445	437,282,890	85.39
e) Votes with dissent for the Resolution	31	16,918	33,836	00.01

Please see the explanation given under point Nos. A1 & A2 of "Annexure-A" attached to this report.

- b. **RESOLUTION NO.2:- Special Resolution for Appointment of Mr. Ravi Kumar Krishnamurthy (DIN 03626516), Head AIS Business as Alternate Director and Terms of his appointment**

Particulars	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital
a) Total votes received	671	219,644,156	439,288,312	85.78
b) Less: Invalid Votes	38	22,197	44,394	00.00
c) Net Valid votes casted	633	219,621,959	439,243,918	85.78
d) Votes with assent for the Resolution	606	218,647,973	437,295,946	85.39
e) Votes with dissent for the Resolution	27	973,986	1,947,972	0.39

Please see the explanation given under point Nos. B1 & B2 of "Annexure-B" attached to this report.



c. **RESOLUTION NO.3:- Ordinary Resolution for Appointment of Mr. Bhanu Bhushan (DIN 3602134) as an Independent Director**

Particulars	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital
a) Total votes received	671	219,644,596	439,289,192	85.78
b) Less: Invalid Votes	42	22,912	45,824	00.00
c) Net Valid votes casted	629	219,621,684	439,243,368	85.78
d) Votes with assent for the Resolution	605	219,612,509	439,225,018	85.78
e) Votes with dissent for the Resolution	24	9,175	18,350	0.00

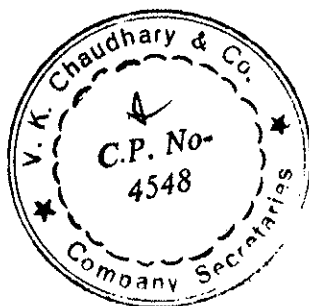
Please see the explanation given under point Nos. C1 & C2 of "Annexure-C" attached to this report.

13. I have, on reckoning the voting rights of the shareholders on the basis of the paid up value of the shares registered in their names, found that total percentage of assent of total votes in respect of the resolution(s) are as under:

Resolution Number	Total Valid Votes (A)	Votes with Assent (B)	Percentage (B/A*100)
1.	218,658,363	218,641,445	99.99
2.	219,621,959	218,647,973	99.56
3.	219,621,684	219,612,509	99.99

Accordingly, all the above-mentioned resolution(s) have been passed by requisite majority.

14. You may accordingly declare the result of the voting by Postal Ballot.



For V K CHAUDHARY & CO
(Company Secretaries)

VINEET K CHAUDHARY
Scrutinizer
C P No 4548

Place: Noida
Date: 12th November 2014

Annexure-A

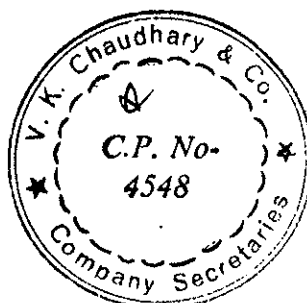
A detailed summary of the postal ballots in respect of **Resolution 1** is given herein below:

A1. VOTING THROUGH ELECTRONIC MODE:

Particulars	No of shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital
(a) Net Valid Votes	224	218,447,205	436,894,410	85.32
(b) Votes with Assent	210	218,442,578	436,885,156	85.31
(c) Votes with dissent	14	4,627	9,254	00.01

A2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:

Particulars	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital
a) Total votes received	446	233,055	466,110	00.09
b) Less : Invalid Votes	38	21,897	43,794	00.00
c) Net Valid votes casted	408	211,158	422,316	00.09
d) Votes with assent for the Resolution	391	198,867	397,734	00.08
e) Votes with dissent for the Resolution	17	12,291	24,582	00.01



Annexure-B

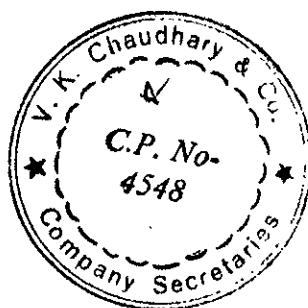
A detailed summary of the postal ballots in respect of **Resolution 2** is given herein below:

B1. VOTING THROUGH ELECTRONIC MODE:

Particulars	No of shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital
(a) Net Valid Votes	225	21,941,1961	438,823,922	85.70
(b) Votes with Assent	208	218,445,790	436,891,580	85.33
(c) Votes with dissent	17	966,171	1,932,342	0.37

B2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:

Particulars	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital
a) Total votes received	446	232,195	464,390	00.09
b) Less : Invalid Votes	38	22,197	44,394	00.00
c) Net Valid votes casted	408	209,998	419,996	00.08
d) Votes with assent for the Resolution	398	202,183	404,366	00.08
e) Votes with dissent for the Resolution	10	7,815	15,630	00.00



Annexure-C

A detailed summary of the postal ballots in respect of **Resolution 3** is given herein below:

C1. VOTING THROUGH ELECTRONIC MODE:

Particulars	No of shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital
(a) Net Valid Votes	225	219,412,411	438,824,822	85.69
(b) Votes with Assent	209	219,410,791	438,821,582	85.69
(c) Votes with dissent	16	1,620	3,240	00.00

C2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:

Particulars	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital
a) Total votes received	446	232,185	464,370	00.09
b) Less : Invalid Votes	42	22,912	45,824	00.00
c) Net Valid votes casted	404	209,273	418,546	00.08
d) Votes with assent for the Resolution	396	201,718	403,436	00.08
e) Votes with dissent for the Resolution	8	7,555	15,110	00.00

