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
34rd Annual General Meeting of Deepak Fertilisers and Petrochemicals Corporation Limited to be held on 31st day of July, 2014 at 11:30 a.m. at Yashwantrao Chavan Academy of Development Administration, MDC Auditorium, YASHADA Campus, Raj Bhavan complex, 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 Deepak Fertilisers and Petrochemicals Corporation 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 Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on below mentioned resolution(s), at the 34th Annual General Meeting of the Equity shareholders of Deepak Fertilisers and Petrochemicals Corporation Limited to be held on 31st day of July, 2014 at 11:30 a.m at Yashwantrao Chavan Academy of Development Administration, MDC Auditorium, YASHADA Campus, Raj Bhavan complex, Baner Road, Pune– 411 007. I submit my report as under:

1. The e-voting period remained open from 23rd July, 2014 (10.00 a.m) to 25th July, 2014 (6.00 p.m)

2. The shareholders holding shares as on the "cut off" date i.e. 20th June, 2014 were entitled to vote on the proposed resolutions (item no. 1 to 17 as set out in the Notice of the 34th AGM of Deepak Fertilisers and Petrochemicals Corporation Limited.

3. The votes were unblocked on 26th July, 2014 around 6.00 p.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 * FCS-1321 CP-965 * COMPANY SECRETARY

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 Limited (https://www.evotingindia.co.in)

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
60	57024354	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

      (iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

   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
60	57024354	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

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

c) Resolution 3 – Re-appointment of Smt. Parul S. Mehta 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
26	44829557	78.61476

(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
34	12194797	21.38524

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

d) Resolution 4 – Appointment of Statutory 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
58	57024188	99.99971

(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	166	0.00029

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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

e) Resolution 5 – Payment of remuneration to Mr. Y. R Doshi, Cost Accountant for Financial Year ending 31st March, 2015.

(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
57	57024038	99.99945

(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
3	316	0.00055

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

f) Resolution 6 – Change of term of retirement of Shri Partha Bhattacharyya from not to be retire by rotation to retiring 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
59	57024189	99.99971

(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	165	0.00029

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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

g) Resolution 7 – To appoint Shri. N. C Singhal as Independent Director.

(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
47	56009365	98.22008

(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
13	1014989	1.77992

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

h) Resolution 8 – To appoint Shri. U. P Jhaveri as Independent Director.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
58	57024039	99.99945

(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	315	0.00055

S.V. DEULKAR FCS-7321 CP-965 COMPANY SECRETARY

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

h) Resolution 9 – To appoint Shri. S. R. Wadhwa as Independent Director.

(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
57	57024038	99.99945

(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
3	316	0.00055

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

i) Resolution 10 – To appoint Shri R. A. Shah as Independent Director.

(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
26	44957610	78.83931

(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
34	12066744	21.16069

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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

j) Resolution 11 – To appoint Shri. D. Basu as Independent director.

(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
57	57018641	99.98998

(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
3	5713	0.01002

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

k) Resolution 12 – To appoint Dr. S. Rama Iyer as Independent director.

(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
57	57018790	99.99024

(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
3	5564	0.00976

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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

l) Resolution 13 – To appoint Shri Anil Sachdev as Independent director.

(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
57	57022539	99.99682

(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
3	1815	0.00318

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

m) Resolution 14 – To appoint Shri Pranay Vakil as Independent director.

(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
58	57024039	99.99945

(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	315	0.00055

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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

n) Resolution 15 – To authorise Board to raise bonds/debentures upto Rs. 1,000 Crore on private placement.

(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
55	57023112	99.99782

(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	1242	0.00218

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

o) Resolution 16 – To increase borrowing limit up to Rs. 1,000/- Crore.

(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
53	57021588	99.99515

(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	2766	0.00485

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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

p) Resolution 17 – Creation of charge on the properties 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
52	57021587	99.99515

(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
8	2767	0.00485

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

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 FCS-1321 CP-965 COMPANY SECRETARY

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

Place: Pune
Date : 28th July, 2014

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

Scrutinizer's Report

[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
34th Annual General Meeting of Deepak Fertilisers and Petrochemicals Corporation Limited held on 31st day of July, 2014 at 11:30 a.m at Yashwantrao Chavan Academy of Development Administration, MDC (Auditorium) Building, Raj Bhavan complex, Baner Road, Pune – 411 007.

Dear Sir,

I, S. V. Deulkar, Practicing Company Secretary having office at 63, Ashoknagar, Pune 411007 and Mr. Sridhar Mudaliar having client ID No. IN300513 10724567having residential address 22/A, Hanuman Nagar, Model Colony, off S B Road, Pune- 411016 have been appointed as scrutinizer of Deepak Fertilisers and Petrochemicals Corporation Limited ("the company") for the purpose of the poll taken on below mentioned resolution(s), at the 34th Annual General Meeting of the Equity shareholders of Deepak Fertilisers and Petrochemicals Corporation Limited to be held on 31st day of July, 2014 at 11:30 a.m at Yashwantrao Chavan Academy of Development Administration, MDC (Auditorium) Building, Raj Bhavan complex, Baner Road, Pune – 411 007. 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 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
63*	443414	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

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

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
63*	443414	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

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

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

c) Resolution 3 – Re–appointment of Smt. Parul S. Mehta 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
59*	316107	71.29%

(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
4	127307	28.71%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

d) Resolution 4 – Appointment of Statutory 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
61*	193339	43.60%

(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	250075	56.40%

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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

e) Resolution 5 – Payment of remuneration to Mr. Y. R Doshi, Cost Accountant for Financial Year ending 31st March, 2015.

(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
63*	443414	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

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

f) Resolution 6 – Change of term of retirement of Shri Partha Bhattacharyya from not to be retire by rotation to retiring 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
63*	443414	100%

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

(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

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

g) Resolution 7 – To appoint Shri. N. C Singhal as Independent Director.

(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
61*	193364	43.61%

(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	250050	56.39%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

h) Resolution 8 – To appoint Shri. U. P Jhaveri as Independent Director.

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(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
63*	443414	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

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

h) Resolution 9 – To appoint Shri. S. R. Wadhwa as Independent Director.

(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
63*	443414	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

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

i) Resolution 10 – To appoint Shri R. A. Shah as Independent Director.

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

(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
57*	66057	14.90%

(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	377357	85.10%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

j) Resolution 11 – To appoint Shri. D. Basu as Independent director.

(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
61*	193339	43.60%

(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	250075	56.40%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

k) Resolution 12 – To appoint Dr. S. Rama Iyer as Independent director.

(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
62*	443364	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
1	50	0.01%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

l) Resolution 13 – To appoint Shri Anil Sachdev as Independent director.

(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
63*	443414	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

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

m) Resolution 14 – To appoint Shri Pranay Vakil as Independent director.

S.V. DEULKAR FCS-1241 CP-985 COMPANY SECRETARY

(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
63*	443414	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

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

n) Resolution 15 – To authorise Board to raise bonds/debentures upto Rs. 1,000 Crore on private placement.

(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
62*	443339	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	75	0.02%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

S.V. DEULKAR FCS-1921 CP-965 COMPANY SECRETARY

o) Resolution 16 – To increase borrowing limit up to Rs. 1,000/- Crore.

(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
60*	442739	99.85%

(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
3	675	0.15%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3*	65850

p) Resolution 17 – Creation of charge on the properties 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
62*	439352	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

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4*	69912

*Only one shareholder has voted less than his actual shareholding.

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

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

Mr. Sridhar Mudaliar
22/A,Hanuman Nagar, Model Colony,
off S B Road, Pune- 411016
Client ID No. IN300513 10724567

Place: Pune
Date : July 31st, 2014

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.	57024354	NIL	443414	NIL	Resolution passed unanimously
2.	Declaration of dividend.	57024354	NIL	443414	NIL	Resolution passed unanimously
3.	Re–appointment of Smt. Parul S. Mehta who retires by rotation.	44829557	12194797	316107	127307	Resolution passed with requisite majority
4.	Appointment of Statutory Auditors and fixing their remuneration.	57024188	166	193339	250075	Resolution passed with requisite majority
5.	Payment of remuneration to Mr. Y. R Doshi, Cost Accountant for Financial Year ending 31st March, 2015.	57024038	316	443414	NIL	Resolution passed with requisite majority
6.	Change of term of retirement of Shri Partha Bhattacharyya from not to be retire by rotation to retiring by rotation.	57024189	165	443414	NIL	Resolution passed with requisite majority
7.	To appoint Shri. N. C Singhal as Independent Director.	56009365	1014989	193364	250050	Resolution passed with requisite majority
8.	To appoint Shri. U. P Jhaveri as Independent Director.	57024039	315	443414	NIL	Resolution passed with requisite majority

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9.	To appoint Shri. S. R. Wadhwa as Independent Director.	57024038	316	443414	NIL	Resolution passed with requisite majority
10.	To appoint Shri R. A. Shah as Independent Director.	44957610	12066744	66057	377357	Resolution passed with requisite majority
11.	To appoint Shri. D. Basu as Independent Director.	57018641	5713	193339	250075	Resolution passed with requisite majority
12.	To appoint Dr. S. Rama Iyer as Independent Director.	57018790	5564	443364	50	Resolution passed with requisite majority
13.	To appoint Shri Anil Sachdev as Independent Director.	57022539	1815	443414	NIL	Resolution passed with requisite majority
14.	To appoint Shri Pranay Vakil as Independent Director.	57024039	315	443414	NIL	Resolution passed with requisite majority
15.	To authorise Board to raise bonds/debentures upto Rs. 1,000 Crore on private placement.	57023112	1242	443339	75	Resolution passed with requisite majority
16.	To increase borrowing limit up to Rs. 1,000/- Crore.	57021588	2766	442739	675	Resolution passed with requisite majority
17.	Creation of charge on the properties of the Company.	57021587	2767	439352	NIL	Resolution passed with requisite majority

Place: Pune
Date: July 31st, 2014

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

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