घराला घरपण देणारी माणसं®

D. S. KULKARNI DEVELOPERS LTD.

PROMOTERS & BUILDERS

Regd . Office : " DSK House " 1187 / 60,
J.M. Road, Shivaji nagar, Pune - 411005.
Tel. : 020 - 66047000, Fax : 020 - 25535772

CIN : L45201PN1991PLC063340

Ref: DSKDL/SECR/ October/2014/317

1st October, 2014

To,
The Manager,
The National Stock Exchange Ltd.
"Exchange Plaza"
Bandra-Kurla Complex
Bandra (E),
Mumbai – 400 051

Sub: Disclosure of Voting Results under clause 35A of the Listing Agreement – D. S. Kulkarni Developers Limited, Scrip ID – DSKULKARNI

Dear Sir

In compliance with Clause 35A of the Listing Agreement, we hereby submit the voting results on the business transacted at the 23rd Annual General Meeting of the Company held on Tuesday, the 30th September, 2014 at 9.30 a.m. at S. M. Joshi Socialist Foundation Auditorium, S.No.191/192, Navi Peth, Ganjave Chowk, Opp. Patrakar Bhavan, Pune- 411 030.

1	Date of Annual General Meeting	30th September, 2014
2	Total Number of Shareholders on Record date	23687
3	Book Closure Dates	25/09/2014 to 26/09/2014
4	Number of Shareholders present in the AGM either in Person or through Proxy:	
	In Person :	89
	Promoters and Promoter Group:	11
	Public :	78
	Through Proxy:	
	Promoters and Promoter Group	Nil
	Public	Nil
5	Number of Shareholders who attended the meeting through Video Conferencing	No Video Conferencing facility was made available

D. S. Kulkarni Developers Ltd. Pune

Mumbai Off : "DSK" On Veer Savarkar Marg,(Cadle Road)
Next to Mayor's Bungalow, Shivaji Park,
Dadar, Mumbai 400028.
Tel : 022 - 24462443 , 24472559 **Fax :** 022 - 24440163

Email : sales@dskdl.com **Website :** www.dskdl.com

Based on the consolidated report of the Scrutinizer, all the Resolutions as set out in the Notice dated 29th May, 2014 of the 23rd Annual General Meeting of the Company have been duly approved by the Shareholders with requisite majority as follows:

Sr. No.	Details of Agenda	Resolution required (Ordinary/ Special)	Mode of voting	Remarks
1	To receive, consider and adopt the audited standalone and consolidated Balance Sheet as at 31st March, 2014 and the Profit & Loss Statement and Cashflow Statement for the year ended on that date and the reports of the Directors and Auditors thereon.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
2	To declare dividend	Ordinary	E-voting and poll	Resolution was passed with requisite majority
3	To appoint a Director in place of Mr. D. S. Kulkarni, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
4	To appoint M/s. Gokhale Tanksale & Ghatpande, Chartered Accountants as Statutory Auditors and fix their remuneration.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
5	To appoint Mr. V. C. Joshi as an Independent Director upto 30th September, 2014 upto 29th September, 2019, not liable to retire by rotation.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
6	To appoint Dr. M. K. P. Setty as an Independent Director upto 30th September, 2014 upto 29th September, 2019, not liable to retire by rotation.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
7	To appoint Mr. R. D. Kharosekar as an Independent Director upto 30th September, 2014 upto 29th September, 2019, not liable to retire by rotation.	Ordinary	E-voting and poll	Resolution was passed with requisite majority
8	To appoint Mr. K. K. Taparia as an Independent Director upto	Ordinary	E-voting and poll	Resolution was passed with

D. S. Kulkarni Developers Ltd. Pune

	30th September, 2014 upto 29th September, 2019, not liable to retire by rotation.			requisite majority
9	To re-appoint Mr. Shirish Kulkarni as Whole time Director of the Company for the period of one year from 26th July, 2014 to 25th July, 2015.	Special	E-voting and poll	Resolution was passed with requisite majority
10	Borrowing Powers under Section 180(1)(c) of the Companies Act, 2013.	Special	E-voting and poll	Resolution was passed with requisite majority
11	Creation of Security under Section 180(1)(a) of the Companies Act, 2013.	Special	E-voting and poll	Resolution was passed with requisite majority
12	to invite, accept or renew fixed deposits from the public and members under Section 73 and 76 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014	Special	E-voting and poll	Resolution was passed with requisite majority

The mode of Voting for all of the resolutions were:-

(a) E-Voting

(b) Polling papers provided to the Shareholders of the Company who attended the Annual General Meeting (AGM) personally and did not participate in the E-Voting process.

The results of the Voting in the prescribed format is annexed as Annexure I

Yours faithfully

For D. S. Kulkarni Developers Limited

Amol Purandare
Company Secretary

Annexurre I

Agenda Wise Details of the Resolutions passed

D S KULKARNI DEVELOPERS LIMITED (CIN : L45201PN1991PLC063340)

Clause 35A (Physical and e-Voting)

Resolution 1 - To receive, consider and adopt the audited standalone and consolidated Balance Sheet as at 31st March, 2014 and the Profit & Loss Statement and Cashflow Statement for the year ended on that date and the reports of the Directors and Auditors thereon. **(Ordinary 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	12333650	12333650	100.000000	12333650	0	100.000000	0.000000
Public – Institutional holders	204400	0	0.000000	0	0	0.000000	0.000000
Public-Others	13262958	3871222	29.188225	3871217	5	99.999871	0.000129
Total	**25801008**	**16204872**	**62.807128**	**16204867**	**5**	**99.999969**	**0.000031**

Resolution 2 - To declare dividend **(Ordinary 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	12333650	12333650	100.000000	12333650	0	100.000000	0.000000
Public – Institutional holders	204400	0	0.000000	0	0	0.000000	0.000000
Public-Others	13262958	3870563	29.183256	3870558	5	99.999871	0.000129
Total	**25801008**	**16204213**	**62.804573**	**16204208**	**5**	**99.999969**	**0.000031**

Resolution 3 - To appoint a Director in place of Mr. D. S. Kulkarni, who retires by rotation and being eligible, offers himself for re-appointment. **(Ordinary 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	12333650	12333650	100.000000	12333650	0	100.000000	0.000000
Public – Institutional holders	204400	0	0.000000	0	0	0.000000	0.000000
Public-Others	13262958	3871222	29.188225	3871197	25	99.999354	0.000646
Total	**25801008**	**16204872**	**62.807128**	**16204847**	**25**	**99.999846**	**0.000154**

Resolution 4 - To appoint M/s. Gokhale Tanksale & Ghatpande, Chartered Accountants as Statutory Auditors and fix their remuneration. **(Ordinary 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	12333650	12333650	100.000000	12333650	0	100.000000	0.000000
Public – Institutional holders	204400	0	0.000000	0	0	0.000000	0.000000
Public-Others	13262958	3871222	29.188225	3871217	5	99.999871	0.000129
Total	**25801008**	**16204872**	**62.807128**	**16204867**	**5**	**99.999969**	**0.000031**

Resolution 5 - To appoint Mr. V. C. Joshi as an Independent Director upto 30th September, 2014 upto 29th September, 2019, not liable to retire by rotation. **(Ordinary 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	12333650	12333650	100.000000	12333650	0	100.000000	0.000000
Public – Institutional holders	204400	0	0.000000	0	0	0.000000	0.000000
Public-Others	13262958	3871222	29.188225	3871197	25	99.999354	0.000646
Total	**25801008**	**16204872**	**62.807128**	**16204847**	**25**	**99.999846**	**0.000154**

Resolution 6 - To appoint Dr. M. K. P. Setty as an Independent Director upto 30th September, 2014 upto 29th September, 2019, not liable to retire by rotation. **(Ordinary 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	12333650	12333650	100.000000	12333650	0	100.000000	0.000000
Public – Institutional holders	204400	0	0.000000	0	0	0.000000	0.000000
Public-Others	13262958	3871222	29.188225	3871197	25	99.999354	0.000646
Total	**25801008**	**16204872**	**62.807128**	**16204847**	**25**	**99.999846**	**0.000154**

D.S. Kulkarni Developers Ltd. Pune

Resolution 7 - To appoint Mr. R. D. Kharosekar as an Independent Director upto 30th September, 2014 upto 29th September, 2019, not liable to retire by rotation. **(Ordinary 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	12333650	12333650	100.000000	12333650	0	100.000000	0.000000
Public – Institutional holders	204400	0	0.000000	0	0	0.000000	0.000000
Public-Others	13262958	3871222	29.188225	3870947	275	99.992896	0.007104
Total	**25801008**	**16204872**	**62.807128**	**16204597**	**275**	**99.998303**	**0.001697**

Resolution 8 - To appoint Mr. K. K. Taparia as an Independent Director upto 30th September, 2014 upto 29th September, 2019, not liable to retire by rotation. **(Ordinary 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	12333650	12333650	100.000000	12333650	0	100.000000	0.000000
Public – Institutional holders	204400	0	0.000000	0	0	0.000000	0.000000
Public-Others	13262958	3871222	29.188225	3871197	25	99.999354	0.000646
Total	**25801008**	**16204872**	**62.807128**	**16204847**	**25**	**99.999846**	**0.000154**

Resolution 9 - To re-appoint Mr. Shirish Kulkarni as Whole time Director of the Company for the period of one year from 26th July, 2014 to 25th July, 2015. **(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	12333650	12333650	100.000000	12333650	0	100.000000	0.000000
Public – Institutional holders	204400	0	0.000000	0	0	0.000000	0.000000
Public-Others	13262958	3871222	29.188225	3871197	25	99.999354	0.000646
Total	**25801008**	**16204872**	**62.807128**	**16204847**	**25**	**99.999846**	**0.000154**

Resolution 10 - Borrowing Powers under Section 180(1)(c) of the Companies Act, 2013 **(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	12333650	12333650	100.000000	12333650	0	100.000000	0.000000
Public – Institutional holders	204400	0	0.000000	0	0	0.000000	0.000000
Public-Others	13262958	3871222	29.188225	3871112	110	99.997159	0.002841
Total	**25801008**	**16204872**	**62.807128**	**16204762**	**110**	**99.999321**	**0.000679**

Resolution 11 - Creation of Security under Section 180(1)(a) of the Companies Act, 2013 **(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	12333650	12333650	100.000000	12333650	0	100.000000	0.000000
Public – Institutional holders	204400	0	0.000000	0	0	0.000000	0.000000
Public-Others	13262958	3871222	29.188225	3871112	110	99.997159	0.002841
Total	**25801008**	**16204872**	**62.807128**	**16204762**	**110**	**99.999321**	**0.000679**

Resolution 12 - to invite, accept or renew fixed deposits from the public and members under Section 73 and 76 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 **(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	12333650	12333650	100.000000	12333650	0	100.000000	0.000000
Public – Institutional holders	204400	0	0.000000	0	0	0.000000	0.000000
Public-Others	13262958	3871222	29.188225	3871112	110	99.997159	0.002841
Total	**25801008**	**16204872**	**62.807128**	**16204762**	**110**	**99.999321**	**0.000679**

P. S. Kulkarni Developers Pvt. Ltd. Pune

3-4, 'Aishwarya Sankul', S. No. 17, G. A. Kulkarni Path, Opp. Joshi Railway Museum, Kothrud, Pune - 411 038, India
Tel. : +91-020-2546 6265, 6520 4591, 6529 6055 Tel/Fax : 2546 1561

KANJ & ASSOCIATES
COMPANY SECRETARIES

CONSOLIDATED REPORT OF THE SCRUTINIZER

The Chairman,
D. S. Kulkarni Developers Limited
Pune

Sub: Report in respect of voting at Twenty Third Annual General Meeting (the "Meeting") of the Equity Shareholders of D. S. Kulkarni Developers Limited (the "Company") held on Tuesday, the 30th day of September, 2014, at S. M. Joshi Socialist Foundation Auditorium, Navi Peth, Ganjave Chowk, Opp. Patrakar Bhavan, Pune – 411 030 at 9.30 A.M.

Dear Sir,

I, CS Mahesh Athavale, Partner of M/s KANJ & Associates, Pune was appointed as a Scrutinizer for the following purposes:

1. The e-Voting process conducted for the below mentioned resolutions, as per Section 108 of the Companies Act, 2013 between 24th September, 2014 and 26th September, 2014.

2. The poll taken for the below mentioned resolutions, as per Section 109 of the Companies Act, 2013 at the Meeting of the Company.

I submit a consolidated report as under:

1. After the time fixed for closing of the e-Voting process, i.e. 26th September, 2014 at 6.00 p.m., a final electronic report of the e-Voting process was generated by me by accessing the data available on the website of Central Depository Services Limited (CDSL), i.e. "https://www.evotingindia.com". The final report was tabulated by me and the data regarding the final e-Votes was diligently scrutinized and reconciled with the data available on the above mentioned website.

2. Similarly with respect to the poll taken at the Meeting, after the time fixed for closing of the poll by the Chairman, Shri D. S. Kulkarni, ballot box kept for polling was locked in my presence with due identification marks placed by me. Subsequently, after the closing of the poll, the locked ballot box was opened in my presence and poll papers were diligently scrutinized and reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

MAHESH A. ATHAVALE FCS-2412 CP-1468 Company Secretary

3. The cumulative result of the e-Voting process and the poll taken at the Meeting is as under:

a) As an Ordinary Resolution- Item No. 1 passed with requisite majority

Receiving, considering and adopting the Audited Standalone and Consolidated Balance Sheets as at 31st March 2014 and the Profit and Loss Account and Cash Flow Statement for the Year ended on that date and the Reports of the Directors and Auditors thereon.

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
30	16198496	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
1	5	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

- **Poll taken at the Meeting:**

(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
43	6371	100.00

(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
0	0	0.00

MAHESH A. AJMAVALE FCS-2412 CP-1458 Company Secretary

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204867	5	988
% of Total number	99.9999	0.0000	0.0001

b) As an Ordinary Resolution- Item No. 2 passed with requisite majority

Declaration of dividend.

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total-votes cast	Number of votes cast	% of total number of valid votes cast
30	16198496	99.9999%

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
1	5	0.0001

(iii) Abstained from Voting:

Total E-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

- **Poll taken at the Meeting:**

(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
38	5712	100

MAHESH A. ATHAVALE FCS-2412 CP-1488 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
0	0	0.0000

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
18	1647

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204208	5	1647
% of Total number	99.9999	0.0000	0.0001

c) **As an Ordinary Resolution- Item No. 3 passed with requisite majority**

Appointment of Mr. D. S. Kulkarni (DIN 00394027), Chairman and Managing Director

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

MAHESH A. ATHAVALE FCS-2412 CP-1458 Company Secretary

- **Poll taken at the Meeting:**

(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
43	6371	100.00

(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
0	0	0.00

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204847	25	988
% of Total number	99.9998%	0.0001	0.0001

d) As an ordinary resolution- Item No. 4 passed with requisite majority

Appointment of M/s Gokhale, Tanksale & Ghatpande, Chartered Accountants having Firm Registration Number 103277W as Statutory Auditors .

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
30	16198496	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
1	5	0.0001

ASHA A. ATHALE FCS-2412 CP-1468 Practising Company Secretary

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

- **Poll taken at the Meeting:**

(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
43	6371	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
0	0	0.00

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204867	5	988
% of Total number	99.9999%	0.0000%	0.0001

e) **As an Ordinary Resolution - Item No. 5 passed with requisite majority**

Appointment of Mr. V. C. Joshi (DIN 00549735) as an Independent Director of the Company with effect from 30th September, 2014 upto 29th September, 2019.

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

MAHESH A. ATHAWALE FCS-2412 CP-1458

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

- **Poll taken at the Meeting:**

(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
43	6371	100.00

(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
0	0	0.0000

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204847	25	988
% of Total number	99.9998%	0.0001%	0.0001

MAHESH A. ATHAVALE FCS-2412 CP-1458 Company Secretary

f) **As an ordinary resolution - Item No. 6 passed with requisite majority**

Appointment of Mr. M. K. P. Setty (DIN 00151350) as an Independent Director of the Company with effect from 30th September, 2014 upto 29th September, 2019.

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

- **Poll taken at the Meeting:**

(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
43	6371	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
0	0	0.000

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

MAHESH A. ATHAVALE FCS-2412 CP-1458 Company Secretary

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204847	25	988
% of Total number	99.9998	0.0001	0.0001

g) As an ordinary resolution - Item No. 7 passed with requisite majority

Appointment of Mr. R. D. Kharosekar (DIN 03075915) as an Independent Director of the Company with effect from 30th September, 2014 upto 29th September, 2019.

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

- **Poll taken at the Meeting:**

(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
42	6121	96.0759

(I) 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	250	3.9240

MAHESH A. ATHAVALE FCS-2412 CP-1468 Company Secretary

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204597	275	988
% of Total number	99.9983	0.0017	0.0060

b) As an ordinary resolution - Item No. 8 passed with requisite majority

Appointment of Mr. K. K. Taparia (DIN 01829829) as an Independent Director of the Company with effect from 30th September, 2014 upto 29th September, 2019.

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

- **Poll taken at the Meeting:**

(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
43	6371	100

MAHESH A. ATHAVALE FCS-2412 CP-1468 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
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204847	25	988
% of Total number	99.9998	0.0000	0.0002

i) **As an ordinary resolution - Item No. 9 passed with requisite majority**

Re-appointment of Mr. Shirish Kulkarni as Whole Time Diretor of the Company, designated as Executive Director, for a period of One year from 27th July, 2014 to 26th July, 2015.

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

MAHESH A. AIHAVALE FCS-2412 CP-1458 Company Secretary

- **Poll taken at the Meeting:**

(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
43	6371	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
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204847	25	988
% of Total number	99.9998	0.0000	0.0002

j) As an ordinary resolution - Item No. 10 passed with requisite majority

According consent to the Board of Directors to borrow money that may exceed the aggregate for the time being, of the paid-up capital of the Company and its free reserves but not to exceed at any time the limit of Rupees 2000 Crores.

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

MAHESH P. ATHAVALE FCS-2412 CP-1466 Company Secretary

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00%

- **Poll taken at the Meeting:**

(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
42	6286	98.6658

(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	85	1.3342

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204762	110	988
% of Total number	99.9993	0.0001	0.0006

k) As special resolution- Item No. 11 passed with requisite majority

Consent grated to the Board of Directors to create mortgage(s)/ Charge(s) and/or Hypothecation on all or any part of the immovable and/or movable properties and assets of all kinds of the Company, both present and future and/or the whole or any part of the undertaking(s) of the company.

MAHESH A. ATHAVALE FCS-2412 CP-1459 Company Secretary

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

- **Poll taken at the Meeting:**

(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
42	6286	98.6658

(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	85	1.3342

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204762	110	988
% of Total number	99.9993	0.0001	0.0006

MAHESH A. ATHAVALE FCS-2412 CP-1468 Company Secretary

l) **As special resolution- Item No. 12 passed with requisite majority**

To accord consent to the Board of Directors to invite, accept or renew fixed deposits from public and members, within limites prescribed in the Act and overall borrowing limits of the Company, as approved by the Members, from time to time.

- **E-Voting process:**

(i) Voted in favour of the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
29	16198476	99.9999

(ii) Voted against the resolution:

Total e-votes cast	Number of votes cast	% of total number of valid votes cast
2	25	0.0001

(iii) Abstained from Voting:

Total e-votes	Number of votes	% of total number of valid votes cast
0	0	0.00

- **Poll taken at the Meeting:**

(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
42	6286	98.6658

(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	85	1.3342

(III) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	988

MAHESH A. ATHAVALE FCS-2412 CP-1458 Company Secretary

Total:

	Voted in favour	Voted against	Invalid Votes
Total Votes	16204762	110	988
% of Total number	99.9993	0.0001	0.0006

Note: The figures in percentage have been calculated and rounded off.

1. A Compact Disc (CD) containing a list of equity shareholders/custodians/proxies who voted "FOR", "AGAINST" and those who "ABSTAINED FROM VOTING" for each resolution is enclosed.

2. The electronic data, Ballot Papers and other relevant records related to this e-Voting & Poll process were handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,

Place: Pune
Date: 30th September, 2014



CS Mahesh Athavale
Partner
Kanj & Associates, Practicing Company Secretaries
Scrutinizer