



Gujarat Alkalies and Chemicals Limited

(Promoted by Govt. of Gujarat)

Regd. Office & Works : P. O. Petrochemicals - 391 346, Dist. Vadodara (Gujarat) INDIA.

Phone : +91-265-2232681, 3061200, 6540463 Fax : +91-265-2232130, 2230031

Website : www.gacl.com CIN : L24110GJ1973PLC002247

Ref. : SEC/SE/2014/

22nd August, 2014

The Manager
Corporate Relations Department
Bombay Stock Exchange Ltd.
1st Floor, New Trading Ring
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI : 400 001

Company Code No. : 530001

The Manager
Listing Department
National Stock Exchange of India Ltd.
"Exchange Plaza", C-1, Block 'G'
Bandra-Kurla Complex
Bandra (East)
MUMBAI : 400 051

Company Code No. : GUJALKALI

Dear Sir / Madam,

Sub. : Clause 35A of the Listing Agreement – Details of voting results of the 41st Annual General Meeting of the Company.

The 41st Annual General Meeting (AGM) of Gujarat Alkalies and Chemicals Ltd. (Company) was held on Friday, the 22nd August, 2014 at 12.30 p.m. in the premises of the Company at PO. : Petrochemicals : 391 346, Dist. : Vadodara.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the Shareholders of the Company were given the opportunity to exercise their right to vote on the resolutions set out in the Notice dated 1st July, 2014 of AGM through Electronic Voting (e-Voting) services provided by Central Depository Services Ltd. (CDSL) during the period commencing from 16th August, 2014 (9.00 a.m.) to 18th August, 2014 (6.00 p.m.).

All the resolutions contained in the Notice of the above AGM was approved by requisite majority of Shareholders through e-Voting and accordingly, all the resolutions are declared to be passed on 22nd August, 2014 which is the date of AGM. In accordance with Clause 35A of the Listing Agreement, please find enclosed herewith the voting results of the 41st AGM of the Company held on Friday, the 22nd August, 2014 in the prescribed format alongwith the Scrutinizer's Report for e-Voting.

Kindly take the same on record.

Thanking you,

Yours Faithfully,
For GUJARAT ALKALIES AND CHEMICALS LTD.

(S S BHATT)
COMPANY SECRETARY & DGM (LEGAL)
Encl.: As above

janak\41agm\stock exchange\outcome of agm



Dahej Complex: P. O. Dahej - 392130, Tal. Vagra, Dist. Bharuch (Gujarat) INDIA.
Phone: +91-2641-256315 / 6 / 7, Fax: +91-2641-256220.

41ST ANNUAL GENERAL MEETING HELD ON 22ND AUGUST, 2014 DECLARATION OF RESULTS OF E-VOTING

As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided the facility of e-Voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice dated 1st July, 2014 of the 41st Annual General Meeting (AGM). The e-Voting was open from 16th August, 2014 (9.00 a.m.) to 18th August, 2014 (6.00 p.m.).

The Board of Directors had appointed Mr. Niraj Trivedi, Practicing Company Secretary as the Scrutinizer for e-Voting process. The Scrutinizer have carried out the scrutiny of all the electronic votes received up to the close of working hours on 18th August, 2014 and submitted his Report dated 20th August, 2014.

The Consolidated results as per the Scrutinizer's Report dated 20th August, 2014 is as follows :

Reso. No.	Resolution Ordinary / Special	Particulars	% votes in favour	% votes against	% votes abstained
1.	Ordinary Resolution	Adoption of Accounts	99.95%	0.00%	0.05%
2.	Ordinary Resolution	Declaration of Dividend on Equity Shares.	100.00%	0.00%	NIL
3.	Ordinary Resolution	Appointment of Shri D J Pandian, IAS (DIN 00015443) who retires by rotation and being eligible, offers himself for re-appointment.	96.45%	3.55%	NIL
4.	Ordinary Resolution	Appointment of Shri G C Murmu, IAS (DIN 00183142) who retires by rotation and being eligible, offers himself for re-appointment.	96.45%	3.55%	NIL
5.	Ordinary Resolution	Appointment of Statutory Auditors.	100.00%	0.00%	NIL
6.	Ordinary Resolution	Appointment of Shri J N Godbole (DIN 00056830) as an Independent Director.	99.44%	0.56%	NIL
7.	Ordinary Resolution	Appointment of Padma Bhushan Dr. Sukh Dev (DIN 00063594) as an Independent Director.	96.45%	3.55%	NIL

janak\41agm\stock exchange\outcome of agm



Gujarat Alkalies and Chemicals Limited

(Promoted by Govt. of Gujarat)

Regd. Office & Works : P. O. Petrochemicals - 391 346, Dist. Vadodara (Gujarat) INDIA.

Phone : +91-265-2232681, 3061200, 6540463 Fax : +91-265-2232130, 2230031

Website : www.gacl.com CIN : L24110GJ1973PLC002247

8.	Ordinary Resolution	Appointment and remuneration of Shri Atanu Chakraborty, IAS (DIN 01469375) as Managing Director of the Company.	96.98%	3.02%	NIL
9.	Special Resolution	To authorize Board of Directors of the Company to borrow monies upto Rs.2,500 Crore, pursuant to Section 180 (1) (c) of the Companies Act, 2013.	96.99%	3.01%	NIL
10.	Special Resolution	To authorize Board of Directors of the Company for creating charge etc. on Company's properties upto Rs.2,500 Crore, pursuant to Section 180 (1) (a) of the Companies Act, 2013.	96.99%	3.01%	NIL
11.	Special Resolution	To align existing Articles of Association of the Company with the provisions of the Companies Act, 2013.	100.00%	0.00%	NIL
12.	Ordinary Resolution	To ratify and approve remuneration of M/s. R K Patel & Co., Cost Accountants as Cost Auditors of the Company for Financial Year 2014-15.	100.00%	0.00%	NIL

The % provided in the Scrutinizer's Report is up to 2 decimal and hence at some of places in spite of vote casted against some of these resolutions, in % column, due to very negligible in size and therefore, it has shown as "NIL" in the Scrutinizer's Report.

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 41st Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Thanking you,

Yours faithfully,
for GUJARAT ALKAIES AND CHEMICALS LIMITED



(S S BHATT)
COMPANY SECRETARY & DGM (LEGAL)

DATE : 22.08.2014

janak\41agm\stock exchange\outcome of agm



GUJARAT ALKALIES AND CHEMICALS LIMITED
PO. : PETROCHEMICALS : 391 346
DIST. : VADODARA

**DETAILS OF VOTING RESULTS OF THE 41ST ANNUAL GENERAL MEETING OF THE COMPANY
PURSUANT TO CLAUSE 35A OF THE LISTING AGREEMENT**

Sr. No.	Description	Particulars
A.	Date of Annual General Meeting	Friday, the 22 nd August, 2014
B.	Book Closure Date	Tuesday, the 12 th August, 2014 to Friday, the 22 nd August, 2014 (both days inclusive).
C.	Total no. of Shareholders on 9 th July, 2014 i.e. cut-off date for e-Voting purpose.	51,865
D.	No. of Shareholders present in the Meeting either in person or through proxy	
	Shareholders	Present in person
	Promoter and Promoter Group	-
	Public	2381
	Total	2381
		Present through Proxy
		04
		02
		06
		2387
E.	No. of Shareholders who attended the Meeting through video conferencing:	
	No video conferencing facility was arranged.	



GUJARAT ALKALIES AND CHEMICALS LIMITED

DETAILS OF THE AGENDA AND VOTING RESULTS :

THE MODE OF VOTING FOR ALL RESOLUTIONS WAS E-VOTING.

RESOLUTION NO. 1 – ORDINARY RESOLUTION

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2014 INCLUDING BALANCE SHEET AS AT 31ST MARCH, 2014, STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

Promoter / Public	No. of Shares held *	No. of Votes - In favour	No. of Votes - against	No. of Votes - abstained	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes abstained on votes polled
Promoter and Promoter Group	33986310	33986310	0	0	87.39	0.00	0.00
Public – Institutional holders	4831836	4811393	0	20443	12.37	0.00	0.05
Public – Others	70352	70340	12	0	0.19	0.00	0.00
Total	38888498	38888043	12	20443	99.95	0.00	0.05

RESOLUTION NO. 2 – ORDINARY RESOLUTION

DECLARATION OF DIVIDEND ON EQUITY SHARES.

Promoter / Public	No. of Shares held *	No. of Votes - In favour	No. of Votes - against	No. of Votes - abstained	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes abstained on votes polled
Promoter and Promoter Group	33986310	33986310	0	0	87.39	0.00	0.00
Public – Institutional holders	4831836	4831836	0	0	12.42	0.00	0.00
Public – Others	70352	70340	12	0	0.19	0.00	0.00
Total	38888498	38888486	12	0	100.00	0.00	0.00



GUJARAT ALKALIES AND CHEMICALS LIMITED

RESOLUTION NO. 3 – ORDINARY RESOLUTION

APPOINTMENT OF SHRI D J PANDIAN, IAS (DIN 00015443), WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.

Promoter / Public	No. of Shares held	No. of Votes - In favour	No. of Votes - against	No. of Votes - abstained	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes abstained on votes polled
Promoter and Promoter Group	33986310	33986310	0	0	87.39	0.00	0.00
Public – Institutional holders	4831836	4831836	0	0	12.42	0.00	0.00
Public – Others	70352	70340	12	0	0.19	0.00	0.00
Total	38888498	38888486	12	0	100.00	0.00	0.00

RESOLUTION NO. 4 – ORDINARY RESOLUTION

APPOINTMENT OF SHRI G C MURMU, IAS (DIN 00183142) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

Promoter / Public	No. of Shares held	No. of Votes - In favour	No. of Votes - against	No. of Votes - abstained	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes abstained on votes polled
Promoter and Promoter Group	33986310	33986310	0	0	87.39	0.00	0.00
Public – Institutional holders	4831836	3452390	1379446	0	8.88	3.55	0.00
Public – Others	70352	69938	414	0	0.18	0.00	0.00
Total	38888498	37508638	1379860	0	96.45	3.55	0.00



GUJARAT ALKALIES AND CHEMICALS LIMITED

RESOLUTION NO. 5 – ORDINARY RESOLUTION

APPOINTMENT OF STATUTORY AUDITORS.

Promoter / Public	No. of Shares held	No. of Votes - in favour	No. of Votes - against	No. of Votes - abstained	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes abstained on votes polled
Promoter and Promoter Group	36744710	36744710	0	0	94.49	0.00	0.00
Public – Institutional holders	2073436	2073436	0	0	5.33	0.00	0.00
Public – Others	70352	70269	83	0	0.18	0.00	0.00
Total	38888498	38888415	83	0	100.00	0.00	0.00

RESOLUTION NO. 6 – ORDINARY RESOLUTION

APPOINTMENT OF SHRI J N GODBOLE (DIN 00056830) AS AN INDEPENDENT DIRECTOR.

Promoter / Public	No. of Shares held	No. of Votes - in favour	No. of Votes - against	No. of Votes - abstained	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes abstained on votes polled
Promoter and Promoter Group	33986310	33986310	0	0	87.39	0.00	0.00
Public – Institutional holders	4831836	4614960	216876	0	11.88	0.56	0.00
Public – Others	70352	70220	132	0	0.18	0.00	0.00
Total	38888498	38671490	217008	0	99.45	0.56	0.00



GUJARAT ALKALIES AND CHEMICALS LIMITED

RESOLUTION NO. 7 – ORDINARY RESOLUTION

APPOINTMENT OF PADMA BHUSHAN DR. SUKH DEV (DIN 00063594) AS AN INDEPENDENT DIRECTOR.

Promoter / Public	No. of Shares held *	No. of Votes - in favour	No. of Votes - against	No. of Votes - abstained	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes abstained on votes polled
Promoter and Promoter Group	33986310	33986310	0	0	87.39	0.00	0.00
Public – Institutional holders	4831836	3452390	1379446	0	8.88	3.55	0.00
Public – Others	70352	70190	162	0	0.18	0.00	0.00
Total	38888498	37508890	1379608	0	96.45	3.55	0.00

RESOLUTION NO. 8 – ORDINARY RESOLUTION

APPOINTMENT AND REMUNERATION OF SHRI ATANU CHAKRABORTY, IAS (DIN 01469375) AS MANAGING DIRECTOR OF THE COMPANY.

Promoter / Public	No. of Shares held *	No. of Votes - in favour	No. of Votes - against	No. of Votes - abstained	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes abstained on votes polled
Promoter and Promoter Group	33986310	33986310	0	0	87.39	0.00	0.00
Public – Institutional holders	4831836	3659417	1172419	0	9.41	3.02	0.00
Public – Others	70352	69963	389	0	0.18	0.00	0.00
Total	38888498	37715690	1172808	0	96.98	3.02	0.00



GUJARAT ALKALIES AND CHEMICALS LIMITED

RESOLUTION NO. 9 – SPECIAL RESOLUTION

TO AUTHORIZE BOARD OF DIRECTORS OF THE COMPANY TO BORROW MONIES UPTO RS.2,500 CRORE, PURSUANT TO SECTION 180 (1) (c) OF THE COMPANIES ACT, 2013.

Promoter / Public	No. of Shares held *	No. of Votes - in favour	No. of Votes - against	No. of Votes - abstained	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes abstained on votes polled
Promoter and Promoter Group	33986310	33986310	0	0	87.39	0.00	0.00
Public – Institutional holders	4831836	3659417	1172419	0	9.41	3.02	0.00
Public – Others	70352	70290	62	0	0.18	0.00	0.00
Total	38888498	37716017	1172481	0	96.98	3.02	0.00

RESOLUTION NO. 10 – SPECIAL RESOLUTION

TO AUTHORIZE BOARD OF DIRECTORS OF THE COMPANY FOR CREATING CHARGE ETC. ON COMPANY'S PROPERTIES UPTO RS.2,500 CRORE, PURSUANT TO SECTION 180 (1) (a) OF THE COMPANIES ACT, 2013.

Promoter / Public	No. of Shares held *	No. of Votes - in favour	No. of Votes - against	No. of Votes - abstained	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes abstained on votes polled
Promoter and Promoter Group	33986310	33986310	0	0	87.39	0.00	0.00
Public – Institutional holders	3176796	2004377	1172419	0	5.15	3.02	0.00
Public – Others	1725392	1725330	62	0	4.44	0.00	0.00
Total	38888498	37716017	1172481	0	96.98	3.02	0.00



GUJARAT ALKALIES AND CHEMICALS LIMITED

RESOLUTION NO. 11 – SPECIAL RESOLUTION

TO ALIGN EXISTING ARTICLES OF ASSOCIATION OF THE COMPANY WITH THE PROVISIONS OF THE COMPANIES ACT, 2013.

Promoter / Public	No. of Shares held *	No. of Votes - in favour	No. of Votes - against	No. of Votes - abstained	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes abstained on votes polled
Promoter and Promoter Group	33986310	33986310	0	0	87.39	0.00	0.00
Public – Institutional holders	4831836	4831836	0	0	12.43	0.00	0.00
Public – Others	70352	70340	12	0	0.18	0.00	0.00
Total	38888498	38888486	12	0	100.00	0.00	0.00

RESOLUTION NO. 12 – ORDINARY RESOLUTION

TO RATIFY AND APPROVE REMUNERATION OF M/S. R K PATEL & CO., COST ACCOUNTANTS AS COST AUDITORS OF THE COMPANY FOR FINANCIAL YEAR 2014-15.

Promoter / Public	No. of Shares held *	No. of Votes - in favour	No. of Votes - against	No. of Votes - abstained	% of Votes in favour on votes polled	% of Votes against on votes polled	% of Votes abstained on votes polled
Promoter and Promoter Group	33986310	33986310	0	0	87.39	0.00	0.00
Public – Institutional holders	4831836	4831836	0	0	12.43	0.00	0.00
Public – Others	70352	70219	133	0	0.18	0.00	0.00
Total	38888498	38888365	133	0	100.00	0.00	0.00

* Excludes 8009 Shares of the GACL Unclaimed Shares Suspense Account on which voting rights are frozen pursuant to Clause 54 (ii) (d) of the Listing Agreement.

Note : All the aforesaid resolutions were passed with requisite majority.



SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013
And Rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]

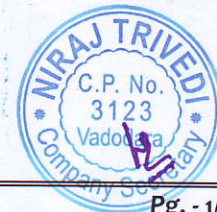
To

The Chairman

Of 41st Annual General Meeting of the Members of
GUJARAT ALKALIES AND CHEMICALS LIMITED to be held at
P.O. Petrochemicals – 391 346,
Dist. Vadodara on Friday, the 22nd August, 2014 at 12:30 p.m.

Dear Sir,

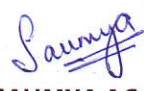
1. I, **Niraj Trivedi**, a Company Secretary in practice, have been appointed by the Board of Directors of Gujarat Alkalies And Chemicals Limited (the Company) as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice to the 41st Annual General Meeting (AGM) of the members of the Company, to be held at 12:30 p.m. at P.O. Petrochemicals – 391 346, Dist. Vadodara on Friday, the 22nd August, 2014.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the 41st AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by **Central Depository Services (India) Limited (CDSL)**, the authorised agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my reports as under:-
 - (i). The e-voting period remained open from 16th August, 2014 at 9:00 a.m. to 18th August, 2014 at 6:00 p.m.
 - (ii). The members of the Company as on the "cut-off" date i.e. 09th July, 2014 were entitled to vote on the resolutions (items No. 01 to 12 as set out in the notice of the 41st AGM of the Company).



Pg. - 1/13

- (iii). The votes cast were unblocked on 18th August, 2014 at 6:41 p.m. in the presence of 2 (Two) witnesses namely Ms. Pooja Dave and Ms. Saumya Agarwal who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.


NAME – POOJA DAVE


NAME- SAUMYA AGARWAL

- (iv). Thereafter, the details containing *inter alia*, list of Equity Share Holders, who voted “for”/“against” each of the resolutions that were put to vote, were generated from the e-voting website of **Central Depository Services (India) Limited (CDSL)** i.e. <https://evotingindia.co.in/> and based on such reports generated, the result of the e-voting is as under:

Item No. 1

Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2014, together with the reports of the Board of Directors and Auditors thereon.

- (i). Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
110	38868043	99.95

- (ii). Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
1	12	0.00

- (iii). Votes Abstained

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
1 [@]	20443	0.05

@ One Member has cast its vote partially. As a result, in the calculation of the number of members voted, the member is counted in “Voted in favour of the resolution” as well as “Votes Abstained”.

Item No. 2

Ordinary Resolution to declare a dividend on Equity Shares.

(i). Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
110	38888486	100.00

(ii). Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
1	12	0.00

(iii). Votes Abstained

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
Nil	Nil	Nil



Item No. 3

Ordinary Resolution to appoint a Director in place of Shri D. J. Pandian, IAS (DIN 00015443), who retires by rotation at the Annual General Meeting and being eligible, has offered himself for re-appointment.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
85	37508758	96.45

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
26	1379740	3.55

(iii). Votes **Abstained**

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
Nil	Nil	Nil



Item No. 4

Ordinary Resolution to appoint a Director in place of Shri G. C. Murmu, IAS (DIN 00183142), who retires by rotation at the Annual General Meeting and being eligible, has offered himself for re-appointment.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
83	37508638	96.45

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
28	1379860	3.55

(iii). Votes **Abstained**

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
Nil	Nil	Nil



Item No. 5

Ordinary Resolution to appoint M/s. Deloitte Haskins & Sells, Chartered Accountants as Statutory Auditors for a period of 5 (five) years in place of M/s. Prakash Chandra Jain & Co., and to fix their remuneration.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
108	38888415	100.00

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
3	83	0.00

(iii). Votes **Abstained**

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
Nil	Nil	Nil



Item No. 6

Ordinary Resolution to appoint Shri J. N. Godbole (DIN 00056830) as an Independent Director of the Company, for a period of 1 year, not liable to retire by rotation.

(i). Voted in favour of the resolution

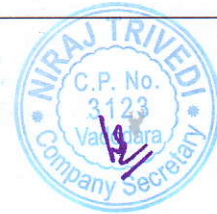
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
104	38671490	99.44

(ii). Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
7	217008	0.56

(iii). Votes Abstained

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
Nil	Nil	Nil



Item No. 7

Ordinary Resolution to appoint Padma Bhushan Dr. Sukh Dev (DIN 00063594) as an Independent Director of the company, for a period of 1 year, not liable to retire by rotation.

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

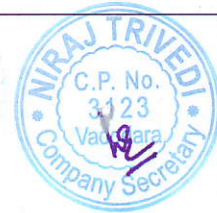
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
86	37508890	96.45

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
25	1379608	3.55

(iii). Votes **Abstained**

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
Nil	Nil	Nil



Item No. 8

Ordinary Resolution to appoint Shri Atanu Chakraborty, IAS (DIN 01469375) as Managing Director of the company.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
85	37715690	96.98

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
26	1172808	3.02

(iii). Votes **Abstained**

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
Nil	Nil	Nil



Item No. 9

Special Resolution to borrow money in excess of the aggregate of paid-up share capital and free reserves of the company but not exceeding Rs. 2500 crores.

(i). Voted in favour of the resolution

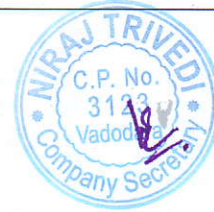
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
90	37716017	96.99

(ii). Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
21	1172481	3.01

(iii). Votes Abstained

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
Nil	Nil	Nil



Item No. 10

Special Resolution to create mortgage, charges, liens, hypothecation etc. on the assets of the company.

(i). Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
90	37716017	96.99

(ii). Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
21	1172481	3.01

(iii). Votes Abstained

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
Nil	Nil	Nil



Item No. 11

Special Resolution to substitute new Articles of Association in place of the existing Articles of Association of the company.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
110	38888486	100.00

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
1	12	0.00

(iii). Votes **Abstained**

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
Nil	Nil	Nil



Item No. 12

Ordinary Resolution to appoint M/s. R K Patel and Co., Cost Accountants, Vadodara (Firm Registration No. 14115) as Cost Auditors of the Company.

(i). Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
108	38888365	100.00

(ii). Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
3	133	0.00

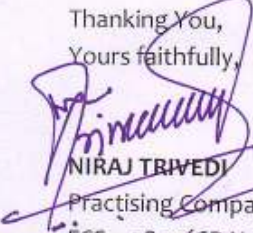
(iii). Votes Abstained

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
Nil	Nil	Nil

During e-Voting process total 111 shareholders have cast their vote holding in aggregate 3,88,88,498 shares. No invalid votes are cast and hence information on "Invalid votes", that too resolution wise, is not provided separately. The % provided in this report is upto 2 decimal and hence at some of places in spite of vote Casted against some of these resolutions, in % column, due to very negligible in size we have shown as "NIL"

We hereby confirm that we are maintaining the Registers in electronic form as obtained from the Service Provider from their website in respect of the vote cast through e-Voting by the shareholders of the company. I shall be arranging to hand over these records to you or such other person as authorised by you.

Thanking You,
Yours faithfully,


NIRAJ TRIVEDI
Practising Company Secretary
FCS - 3844 (CP No. 3123)
Place: Vadodara



Date: 20th August, 2014