

**DETAILS OF VOTING RESULTS AS PER REQUIREMENTS OF CLAUSE 35 A
OF THE LISTING AGREEMENT:**

Date of the AGM: April 9, 2013

Total number of shareholders on record date: 23619

No. of Shareholders present in the meeting either in person or through proxy: 100

Promoters and Promoter Group:
Public:

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: N.A.
Public: N.A.

Detail of the Agenda:

1. Approved the Audited Balance Sheet and Profit and Loss Account for the year ended 31 December 2012 together with the Directors' Report and Auditors Report thereon.

Resolution required: (Ordinary/Special) - Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

2. Approved and declared a dividend of Rs. 45 per equity share of Rs. 10 each for the year ended December 31, 2012.

Resolution required: (Ordinary/Special) - Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

3. Re-appointed M/s. PriceWaterhouse, Chartered Accountants, as the Auditors of the Company upto the conclusion of the next Annual General Meeting of the Company.

Resolution required: (Ordinary/Special) - Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

4. Approved the Alteration of Article 96 of the Article of Association

Resolution required: (Ordinary/Special) - Special

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

5. Approved the terms and conditions of appointment and remuneration of Mr. R Subramanian as Wholtime Director of the Company for a period of three years with effect from August 1, 2012.

Resolution required: (Ordinary/Special) - Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

6. Approved the appointment of Mr. Kunal Kashyap, Mr. P Dwarakanath, Mr. Naresh Dayal, Mr. Mukesh H Butani, Mr. Jaiboy John Phillips, Mr. Ramakrishnan Subramanian and Mr. Subodh Bhargava as Directors in accordance with Section 265 of the Companies Act and Article 97 of the Article of Association of the Company.

Resolution required: (Ordinary/Special) – Directors appointed in accordance with the provisions of Section 265 of the Companies Act, 1956 i.e. the Directors have been appointed under the system of proportional representation by cumulative voting to hold office for a term of three years.

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Poll by cumulative voting



7. Approved the terms and conditions of appointment and remuneration of Mr. Jaiboy John Phillips as a Wholetime Director of the Company, with effect from April 9, 2013 up to the Annual General Meeting to be held in 2016.

Resolution required: (Ordinary/Special) - Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

8. Approved the terms and conditions of appointment and remuneration of Mr. Ramakrishnan Subramanian as a Wholetime Director of the Company, with effect from April 9, 2013 up to the Annual General Meeting to be held in 2016.

Resolution required: (Ordinary/Special) - Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

9. Approved the terms and conditions of appointment and remuneration of Mr. Zubair Ahmed as Managing Director of the Company for a period of four years i.e. from June 1, 2013 to May 31, 2017.

Resolution required: (Ordinary/Special) - Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) – Show of hands

