

Details of Voting Results

Date of the AGM (39 th)	August 12, 2014
Total number of shareholders on record date (i.e. July 04, 2014 – cut-off date for e-voting purpose):	104414
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	15 823
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	-NA-

Agenda – wise

The Mode of voting for all resolutions was through E-voting and assent/ dissent Ballot Form.

Resolution 1: Adoption of Audited Financial Statements for the year ended 31.03.14 and the statement of Profit & Loss for the year ended on that date together with the Directors' Report and Auditors' Report thereon. (Ordinary Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28450747	79.508	28450747	0	100	0
Public – Others	32478787	15342	0.047	11996	3346	78.191	21.809
Total	195375594	155577226	79.630	155573880	3346	99.998	0.002



Resolution 2: Declaration of Dividend on Equity Shares @ Rs. 3.5/- per Equity Share. (Ordinary Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28450747	79.508	28450747	0	100	0
Public – Others	32478787	15342	0.047	14412	930	93.938	6.062
Total	195375594	155577226	79.630	155576296	930	99.999	0.001

Resolution 3: Appointment of a Director in place of Mr. K K Bangur, who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28450747	79.508	27295485	1155262	95.939	4.061
Public – Others	32478787	14049	0.043	8583	5466	61.093	38.907
Total	195375594	155575933	79.629	154415205	1160728	99.254	0.746

Resolution 4: Appointment of Price Waterhouse, Chartered Accountants as Auditors of the Company for a period of three years w.e.f. 1st April, 2014 and ending on 31st March, 2017 and to fix their remuneration. (Ordinary Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28450747	79.508	28450747	0	100	0
Public – Others	32478787	15340	0.047	10503	4837	68.468	31.532
Total	195375594	155577224	79.630	155572387	4837	99.997	0.003



Resolution 5: Appointment of Mr. Sanjiv Goenka as an Independent Director of the Company for a period of five years from 01.04.2014, not liable to retire by rotation. (Ordinary Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28329047	79.168	15720302	12608745	55.492	44.508
Public – Others	32478787	13816	0.043	11390	2426	82.441	17.559
Total	195375594	155454000	79.567	142842829	12611171	91.888	8.112

Resolution 6: Appointment of Mr. N. S. Damani as an Independent Director of the Company for a period of five years from 01.04.2014, not liable to retire by rotation. (Ordinary Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28444605	79.491	28444605	0	100	0
Public – Others	32478787	20191	0.062	14676	5515	72.686	27.314
Total	195375594	155575933	79.629	155570418	5515	99.996	0.004

Resolution 7: Appointment of Mr. A V Lodha as an Independent Director of the Company for a period of five years from 01.04.2014, not liable to retire by rotation. (Ordinary Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28444605	79.491	20997143	7447462	73.818	26.182
Public – Others	32478787	20191	0.062	14682	5509	72.716	27.284
Total	195375594	155575933	79.629	148122962	7452971	95.209	4.791



Resolution 8: Appointment of Mr. P. K. Khaitan as an Independent Director of the Company for a period of five years from 01.04.2014, not liable to retire by rotation. (Ordinary Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28444605	79.491	8388398	20056207	29.490	70.510
Public – Others	32478787	19958	0.061	14580	5378	73.053	26.947
Total	195375594	155575700	79.629	135514115	20061585	87.105	12.895

Resolution 9: Appointment of Dr. R Srinivasan as an Independent Director of the Company for a period of five years from 01.04.2014, not liable to retire by rotation. (Ordinary Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28444605	79.491	20997143	7447462	73.818	26.182
Public – Others	32478787	20091	0.062	14306	5785	71.206	28.794
Total	195375594	155575833	79.629	148122586	7453247	95.209	4.791

Resolution 10: Appointment of Mr. N Venkataramani as an Independent Director of the Company for a period of five years from 01.04.2014, not liable to retire by rotation. (Ordinary Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28444605	79.491	28444605	0	100	0
Public – Others	32478787	20191	0.062	14502	5689	71.824	28.176
Total	195375594	155575933	79.629	155570244	5689	99.996	0.004



Resolution 11: Consent u/s 180 (1) (a) of Companies Act, 2013 for Creation of Charge on the assets of the company upto a limit of Rs. 2000 Crore. (Special Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28444605	79.491	28444605	0	100	0
Public – Others	32478787	21482	0.066	16781	4701	78.117	21.883
Total	195375594	155577224	79.630	155572523	4701	99.997	0.003

Resolution 12: Consent u/s 180 (1) (c) of Companies Act, 2013 for borrowings not exceeding sum of Rs.2000 crore. (Special Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28444605	79.491	28444605	0	100	0
Public – Others	32478787	21484	0.066	16702	4782	77.742	22.258
Total	195375594	155577226	79.630	155572444	4782	99.997	0.003

Resolution 13: Consent u/s 94 of Companies Act, 2013 for keeping Register of Members etc in Mumbai. (Special Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28444605	79.491	28444605	0	100	0
Public – Others	32478787	21384	0.066	17507	3877	81.870	18.130
Total	195375594	155577126	79.630	155573249	3877	99.998	0.002



Resolution 14: Re-appointment of Mr. M. B. Gadgil as Whole-time Director for a period of five years effective from 01.07.2014. (Ordinary Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28444605	79.491	28444605	0	100	0
Public – Others	32478787	20175	0.062	15634	4541	77.492	22.508
Total	195375594	155575917	79.629	155571376	4541	99.997	0.003

Resolution 15: Ratification of remuneration payable to the Cost Auditors of the various divisions/ plants of the Company. (Ordinary Resolution)

Promoter / Public	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	$3 = [(2)/(1)] * 100$	4	5	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	127113392	127111137	99.998	127111137	0	100	0
Public – Institutional holders	35783415	28444605	79.491	28444605	0	100	0
Public – Others	32478787	21468	0.066	18118	3350	84.395	15.605
Total	195375594	155577210	79.630	155573860	3350	99.998	0.002

NOTE: All the aforesaid 15 resolutions were passed with requisite majority.

