



GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED

Fertilizernagar – 391 750, Vadodara, Gujarat, INDIA.

CIN : L99999GJ1962PLC001121

BY FAX/REGISTERED POST A.D.

NO.SEC/SEs/Clause-35A/2014

August 08, 2014

The Corporate Relationship Department BSE Limited Dept. of Corporate Services P J Towers, Dalal Street MUMBAI - 400 001	The Manager, Listing Department National Stock Exchange of India Ltd. "Exchange Plaza", C/1, Block G Bandra Kurla Complex Bandra (East), MUMBAI – 400 051
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Dear Sirs,

Sub : Clause 35A of the Listing Agreement-Details of voting results of the 52nd Annual General Meeting of the Company

The 52nd Annual General Meeting (AGM) of the Gujarat State Fertilizers & Chemicals Limited (Company) was held on Friday, 8th August, 2014 at 12.30 p.m. at Cultural Centre Auditorium situated at the Registered Office of the Company at Fertilizernagr – 391 750, District 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 of AGM through electronic voting (e-voting) services provided by Central Depository Services Limited (CDSL) during the period commencing from 2nd August, 2014 (9.00 AM) to 4th August, 2014 (5.00 PM).

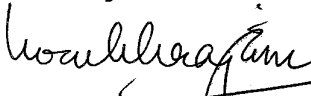
All the resolutions contained in the Notice of the above AGM was approved by a overwhelming majority of shareholder through e-voting and accordingly all the resolutions are declared to be passed on 8th August, 2014 which is the date of the AGM. In accordance with Clause 35A of the Listing Agreement, please find enclosed herewith the voting results of the 52nd Annual General Meeting of the Company held on 8th 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 State Fertilizers & Chemicals Ltd.


CS V V Vachhrajani 08/08/14
Company Secretary &
Addl. General Manager (Legal & CC)
E-mail : vishvesh@gsfcltd.com

Encl. as above

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Website : www.gsfclimited.com

ISO 9001, ISO 14001, OHSAS 18001 & EN 16001 Certified Company



GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED

Fertilizernagar – 391 750. Vadodara, Gujarat, INDIA.

CIN:L99999GJ1962PLC001121

52nd ANNUAL GENERAL MEETING HELD ON 08th 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 of the 52nd Annual General Meeting (AGM). The e-voting was open from 02-08-2014 (09.00 AM) to 04-08-2014 (05.00 PM).

The Board of Directors had appointed Mr. Niraj Trivedi, Practicing Company Secretary as the Scrutinizer for e-voting. The Scrutinizer have carried out the scrutiny of all the electronic votes received up to the close of working hours on 04-08-2014 and submitted their Report dated 05-08-2014.

The consolidated results as per the Scrutinizer's Report dated 05-08-2014 is as follows:

Reso. No.	Resolutions	% votes in favour	% votes against	% votes abstained
Ordinary Resolution				
1.	Adoption of Accounts.	99.65	0.00	0.35
2.	Declaration of dividend on Equity Shares.	100	0.00	Nil
3.	Re-appointment of Shri P N Roy Chowdhury who retires by rotation and being eligible, offers himself for re-appointment.	83.05	16.95	Nil
4.	Appointment of Statutory Auditors.	94.22	5.78	Nil
5.	Fixation of Remuneration of Cost Auditors.	99.94	0.06	Nil
6.	Appointment of Shri D C Anjaria as an Independent Director.	98.44	1.56	Nil
7.	Appointment of Prof. Vasant Gandhi as an Independent Director.	98.54	1.46	Nil
8.	Appointment of Shri Ajay Shah as an Independent Director.	82.62	17.30	0.08
9.	Appointment of Shri Vijai Kapoor as an Independent Director.	82.62	17.30	0.08
Special Resolution				
10.	Special Resolution for borrowing limits under section 180 (1) (c) of the Companies Act, 2013.	99.65	0.35	Nil
11.	Special Resolution for borrowing limits under section 180 (1) (a) of the Companies Act, 2013.	99.65	0.35	Nil
12.	Special Resolution for adoption of Articles of Association of the Company in alignment with the provisions of Companies Act, 2013.	100	0.00	Nil

Based on the consolidated Report of the Scrutinizer(s), all Resolutions as set out in the Notice of 52nd Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Date: 08/08/2014

For GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED

CS V V Vachhrajani

Company Secretary & AGM (Legal & Corp. Comm.)

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**Details of voting results of the 52nd 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, 8th August, 2014		
B.	Book Closure Date	Saturday 26th July, 2014 to Friday 8th August, 2014		
C.	Total no. of shareholders on 30 th June, 2014 i.e. cut-off date for e-voting purpose	93,482		
D.	No. of shareholders present in the Meeting either in person or through proxy			
	Shareholders	Present in person	Present through Proxy	Total
	Promoter and Promoter Group	-	1	1
	Public	338	32	370
	Total	338	33	371
E.	No. of shareholders who attended the meeting through video conferencing: No video conferenceing facility was arranged.			

Details of the Agenda and Voting Results :

The mode of voting for all resolutions was E-voting



Resolution No. 1 – Ordinary Resolution

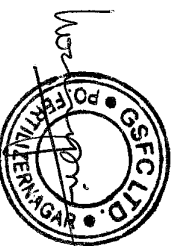
To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2014 including Balance Sheet as at 31st March, 2014 and the Statement of Profit and Loss for the year ended on that date and the Report of the Board of Directors and Auditors thereon.

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	150799905	150799905	100.00	150799905	0	52.77	0.00
Public – Institutional holders	152994208	112459625	73.51	111459625	0	39.00	0.00
Public – Others	94649247	22530996	23.80	22530851	145	7.88	0.00
Total	398443360	285790526	71.73	284790381	145	99.65	0.00

Resolution No. 2 – Ordinary Resolution

Declaration of Dividend on Equity Shares.

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	150799905	150799905	100.00	150799905	0	52.77	0.00
Public – Institutional holders	152994208	112459625	73.51	112459625	0	39.35	0.00
Public – Others	94649247	22530996	23.80	22530851	145	7.88	0.00
Total	398443360	285790526	71.73	285790381	145	100.00	0.00



Resolution No. 3 – Ordinary Resolution

Re-appointment of Shri P. N. Roy Chowdhury, who retires by rotation and being eligible offers himself for re-appointment.

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	150799905	150799905	100.00	150799905	0	52.77	0.00
Public – Institutional holders	152994208	112459625	73.51	64027290	48432335	22.40	16.95
Public – Others	94649247	22530996	23.80	22528401	2595	7.88	0.00
Total	398443360	285790526	71.73	237355596	48434930	83.05	16.95

Resolution No. 4 – Ordinary Resolution

Appointment of Auditors and fixing their remuneration.

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	150799905	150799905	100.00	150799905	0	52.77	0.00
Public – Institutional holders	152994208	112459625	73.51	95952965	16506660	33.57	5.78
Public – Others	94649247	22530996	23.80	22530851	145	7.88	0.00
Total	398443360	285790526	71.73	269283721	16506805	94.22	5.78



Resolution No. 5 – Ordinary Resolution

Fixation of Remuneration of Cost Auditors.

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	150799905	150799905	100.00	150799905	0	52.77	0.00
Public – Institutional holders	152994208	112459625	73.51	112295236	164389	39.29	0.06
Public – Others	94649247	22530996	23.80	22530851	145	7.88	0.00
Total	398443360	285790526	71.73	285625992	164534	99.94	0.06

Resolution No. 6 – Ordinary Resolution

Appointment of Shri D C Anjaria as an Independent Director.

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	150799905	150799905	100.00	150799905	0	52.77	0.00
Public – Institutional holders	152994208	112459625	73.51	108013442	4446183	37.79	1.56
Public – Others	94649247	22530596	23.80	22528001	2595	7.88	0.00
Total	398443360	285790126	71.73	281341348	4448778	98.44	1.56



Resolution No. 7 – Ordinary Resolution

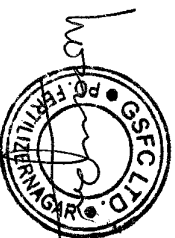
Appointment of Prov. Vasant Gandhi as an Independent Director.

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	150799905	150799905	100.00	150799905	0	52.77	0.00
Public – Institutional holders	152994208	112459625	73.51	108275671	4183954	37.89	1.46
Public – Others	94649247	22530596	23.80	22528001	2595	7.88	0.00
Total	398443360	285790126	71.73	281603577	4186549	98.54	1.46

Resolution No. 8 – Ordinary Resolution

Appointment of Shri Ajay Shah as an Independent Director.

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	150799905	150799905	100.00	150799905	0	52.77	0.00
Public – Institutional holders	152994208	112460025	73.51	62796710	49432335	21.97	17.30
Public – Others	94649247	22530596	23.80	22529201	1395	7.88	0.00
Total	398443360	285790526	71.73	236125816	49433730	82.62	17.30



Resolution No. 9 – Ordinary Resolution

Appointment of Shri Vijai Kapoor as an Independent Director.

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	150799905	150799905	100.00	150799905	0	52.77	0.00
Public – Institutional holders	152994208	112460025	73.51	62796710	49432335	21.97	17.30
Public – Others	94649247	22530596	23.80	22527301	3295	7.88	0.00
Total	398443360	285790526	71.73	236123916	49435630	82.62	17.30

Resolution No. 10 – Special Resolution

Borrowing limits under Section 180 (1) (c) of the Companies Act, 2013 upto an amount of Rs. 1350 Crores.

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	150799905	150799905	100.00	150799905	0	52.77	0.00
Public – Institutional holders	152994208	112459625	73.51	111459625	1000000	39.00	0.35
Public – Others	94649247	22530996	23.80	22529601	1395	7.88	0.00
Total	398443360	285790526	71.73	284789131	1001395	99.65	0.35



Resolution No. 11 – Special Resolution

Creating Charge on Company's properties in favour of Lenders under Section 180 (1) (a) of the Companies Act, 2013.

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	150799905	150799905	100.00	150799905	0	52.77	0.00
Public – Institutional holders	1528994208	112459625	73.51	111459625	1000000	39.00	0.35
Public – Others	94649247	22530996	23.80	22529601	1395	7.88	0.00
Total	398443360	285790526	71.73	284789131	1001395	99.65	0.35

Resolution No. 12 – Special Resolution

Articles of Association of the Company to aligning with the provisions of Companies Act, 2013.

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	150799905	150799905	100.00	150799905	0	52.77	0.00
Public – Institutional holders	1529994208	112459625	73.51	112459625	0	39.35	0.00
Public – Others	94649247	22530996	23.80	22530851	145	7.88	0.00
Total	398443360	285790526	71.73	285790381	145	100.00	0.00

* Excludes 34,170 Shares of the 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) (x) of the Companies (Management and Administration) Rules, 2014]

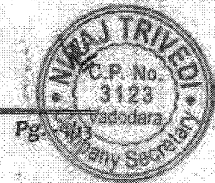
To

The Chairman

Of 52nd Annual General Meeting of the Members of
GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED to be held at
Cultural Centre Auditorium, Fertilizernagar - 391750,
Dist. Vadodara on Friday, the 08th 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 State Fertilizers & 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 52nd Annual General Meeting (AGM) of the members of the Company, to be held at 12:30 p.m. at Cultural Centre Auditorium, Fertilizernagar - 391750, Dist. Vadodara on Friday, the 08th 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 52nd 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 02nd August, 2014 at 9:00 a.m. to 04th August, 2014 at 5:00 p.m.
 - (ii). The members of the Company as on the "cut-off" date i.e. 30th June, 2014 were entitled to vote on the resolutions (items No. 01 to 12 as set out in the notice of the 52nd AGM of the Company).



- (iii). The votes cast were unblocked on 05th August, 2014 at 10:18a.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

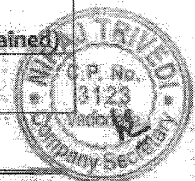
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
100	28,47,90,381	99.65

- (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)
2	145	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	10,00,000	0.35



Item No. 2

Ordinary Resolution to declare a dividend on equity shares

(i). Voted in favour of the resolution

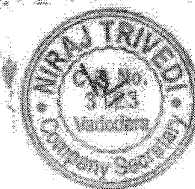
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
101	28,57,90,381	100

(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)
2	145	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 P. N. Roy Chowdhury (DIN 00354078), 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)
62	23,73,55,596	83.05

(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)
41	484,34,930	16.95

(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 re-appoint M/s. Deloitte Haskins & Sells, Chartered Accountants, Vadodara as Auditors 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)
67	26,92,83,721	94.22

(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)
36	1,65,06,805	5.78

(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. A G Dalwadi and Company, Ahmedabad as Cost Accountants.

(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)
100	28,56,25,992	99.94

(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	1,64,534	0.06

(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 D. C. Anjaria (DIN 00008639) as an Independent Director of the Company, not liable to retire by rotation.

(i). Voted in favour of the resolution

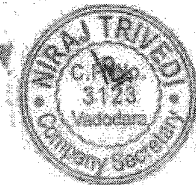
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
89	28,13,41,348	98.44

(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)
13	44,48,778	1.56

(iii). Votes Abstained

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
1	400	Nil



Item No.7

Ordinary Resolution to appoint Prof. Vasant Gandhi (DIN 00863653) as an Independent Director of the company, 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)
91	28,16,03,577	98.54

(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)
11	41,86,549	1.46

(iii). Votes Abstained

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
1	400	Nil



Item No. 8

Ordinary Resolution to appoint Shri Ajay Shah (DIN 01141239) as an Independent Director of the company, 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)
60	23,61,25,816	82.62

(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)
41	4,94,33,730	17.30

(iii). Votes Abstained

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
2	2,30,980	0.08



Item No. 9

Ordinary Resolution to appoint Shri Vijai Kapoor (DIN 01084371) as an Independent Director, 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)
58	23,61,23,916	82.62

(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)
43	4,94,35,630	17.30

(iii). Votes Abstained

Number of members voted	Number of votes abstained by them	% of total number of valid votes cast (Favour, Against & Abstained)
2	2,30,980	0.08



Item No. 10

Special Resolution to borrow money in excess of the aggregate of paid up capital and free reserves but not exceeding Rs. 1350 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)
99	28,47,89,131	99.65

(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)
4	10,01,395	0.35

(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 create mortgage, charges, liens, hypothecation etc. on the assets of the company.

(i). Voted in favour of the resolution

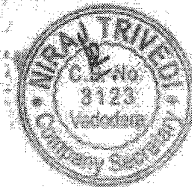
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour, Against & Abstained)
99	28,47,89,131	99.65

(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)
4	10,01,395	0.35

(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

Special Resolution to substitute new Articles of Association in place of existing Articles 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)
101	28,57,90,381	100

(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)
2	145	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 103 shareholders have cast their vote holding in aggregate 285,790,526 shares. No invalid votes are cast and hence information on "Invalid votes", that too resolution-wise, is not provided separately.

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: Vadodra

Date: 5th August, 2014