

GARDEN SILK MILLS LIMITED

Date: 31st July, 2014

Department of Corporate Services,
Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400001
Scrip Code: 500155
Fax No. 2272 2037 / 2272 3719

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra Kurla Complex,
Bandra (East),
Mumbai 400051
Stock Code: GARDENSILK(EQ)
Fax : 2659 8237/38, 26598347/48

Sub: Outcome of 35th Annual General Meeting & Result of E-voting

Dear Sir,

Kindly note that the 35th Annual General Meeting (AGM) of the Company was held on 30th July, 2014 at 11:00 a.m. at Bella Mill Compound, Outside Sahara Gate, Surat 395010 in accordance with the Clause 35B of the listing agreement and the provisions of the Companies Act, 2013 and Rules framed there under, the Company had provided electronic voting facility to the members entitled to cast their vote at the Annual General Meeting from 21st July, 2014 to 23rd July, 2014.

The Chairman suo moto provided similar right through poll slip to the members present in person and through proxies, at the Annual General Meeting to vote in proportion to the shares held by them, on all the resolutions pertaining to ordinary and special businesses as set out in items 1 to 10 of the Notice convening the said AGM.

Mr. Kunjal Dalal, Practicing Company Secretary (M.No.3530 & CP No.3863) was appointed as scrutinizer to conduct the e-voting and poll process in a fair and transparent manner.

The results of the e-voting and poll conducted at the AGM along with the Scrutinizer's report is attached herewith in the format as prescribed under clause 35A of the Listing Agreement. The same shall also be uploaded on website of the Company.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,

For Garden Silk Mills Limited



Kamlesh B. Vyas
Company Secretary



Encl.: As above

Copy to

Ahmedabad Stock Exchange Ltd.,
Kamdhenu Complex, 1st Floor,
Opp. Sahajanand College,
Panjarapole, Ahmedabad 380015.
Stock Code: 18350
Fax : (079) 2630 8877

*Garden**

Registered Office : Tulsi Krupa Arcade, Puna-Kumbharia Road, Dumbhal, Surat - 395 010. Phone : (0261) 2311197-98, 2311513/615 Fax : (0261) 2311029/502

Mumbai Office: Manek Mahal, 90 Veer Nariman Road, Mumbai - 400 020. Phone : (022) 22873117-19, 22046473, 22040895 Fax : (022) 22048112

CIN : L17111GJ1979PLC003463 | Website : www.gardenvareli.com

Details of Voting Results

COMPANY NAME: GARDEN SILK MILLS LIMITED

DESCRIPTION				30th July, 2014
Date of the AGM				22nd July, 2014 to 30th July, 2014 (both days inclusive)
Book Closure Date				73681
Total number of shareholders on record date (i.e. 21st July, 2014 - record date for AGM purpose)				73676
Total number of shareholders on record date (i.e. 30th June, 2014 - cut-off date for e-voting purpose)				
No. of shareholders present in the meeting either in person or through proxy:				
Shareholders	Present in person	Present through proxy	Total	
Promoters and Promoter Group	4	0	4	
Public	39	0	39	
Total	43	0	43	
No. of Shareholders attended the meeting through Video Conferencing:				NIL
				No video conferencing facility was made available.

Agenda-wise

The Mode of voting for all resolutions was E-voting (which included physical ballot forms)

RESOLUTION : 1

Adoption of (a) Audited Financial Statement of the Company for the financial year ended March 31, 2014, the reports of the Board of Directors and Auditors thereon (Ordinary Resolution)

Promoter/Public	No. of shares held (as on the cut date, i.e. 30/6/14)	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes in favour	No. of Votes-against	% of Votes in favour on votes cast	% of Votes against on votes cast
	1	2	3	4	5	6	7
			(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	23141270	21924610	94.74	21924610	0	100.00	0.00
Public-Institutional holders	29415	0	0.00	0	0	0.00	0.00
Public-Others	16961980	728093	4.29	727748	345	99.95	0.05
Total	40132665	22652703	56.44	22652358	345	100.00	0.00



RESOLUTION : 2

Re-appointment of Mr. Sanjay S. Shah, who retires by rotation. (Ordinary Resolution)

Promoter/Public	No. of shares held (as on the cut date, i.e. 30/6/14)	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes cast	% of Votes against on votes cast
1	2	3	(3)=[(2)/(1)]*100	4	5	6	7
Promoter and Promoter Group	23141270	21924610	94.74	21924610	0	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Public-Institutional holders	29415	0	0.00	0	0	0.00	0.00
Public-Others	16961980	728093	4.29	727698	395	99.95	0.05
Total	40132665	22652703	56.44	22652308	395	100.00	0.00

RESOLUTION : 3

Mr. Sunil Sheth retiring by rotation, not seeking re-election, be not re-appointed a Director of the Company. (Ordinary Resolution)

Promoter/Public	No. of shares held (as on the cut date, i.e. 30/6/14)	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes cast	% of Votes against on votes cast
1	2	3	(3)=[(2)/(1)]*100	4	5	6	7
Promoter and Promoter Group	23141270	21924610	94.74	21924610	0	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Public-Institutional holders	29415	0	0.00	0	0	0.00	0.00
Public-Others	16961980	728093	4.29	727748	345	99.95	0.05
Total	40132665	22652703	56.44	22652358	345	100.00	0.00



RESOLUTION : 4

Appointment of Auditors and fixing their Remuneration (Ordinary Resolution)

Promoter/Public	No. of shares held (as on the cut date, i.e. 30/6/14)	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes cast	% of Votes against on votes cast
	1	2	3 (3)=[(2)/(1)]*100	4	5	6 (6)=[(4)/(2)]*100	7 (7)=[(5)/(2)]*100
Promoter and Promoter Group	23141270	21924610	94.74	21924610	0	100.00	0.00
Public-Institutional holders	29415	0	0.00	0	0	0.00	0.00
Public-Others	16961980	728093	4.29	727698	395	99.95	0.05
Total	40132665	22652703	56.44	22652308	395	100.00	0.00

RESOLUTION : 5

Re-appointment of Mr. Alok P. Shah as Joint Managing Director of the Company (Special Resolution)

Promoter/Public	No. of shares held (as on the cut date, i.e. 30/6/14)	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes cast	% of Votes against on votes cast
	1	2	3 (3)=[(2)/(1)]*100	4	5	6 (6)=[(4)/(2)]*100	7 (7)=[(5)/(2)]*100
Promoter and Promoter Group	23141270	21924610	94.74	21924610	0	100.00	0.00
Public-Institutional holders	29415	0	0.00	0	0	0.00	0.00
Public-Others	16961980	728083	4.29	727738	345	99.95	0.05
Total	40132665	22652693	56.44	22652348	345	100.00	0.00



RESOLUTION : 6

Ratification of payment of remuneration of the Cost Auditor (Ordinary Resolution)

Promoter/Public	No. of shares held (as on the cut date, i.e. 30/6/14)	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes cast	% of Votes against on votes cast
1	2	3	(3)=[(2)/(1)]*100	4	5	6	7
Promoter and Promoter Group	23141270	21924610	94.74	21924610	0	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Public-Institutional holders	29415	0	0.00	0	0	0.00	0.00
Public-Others	16961980	728083	4.29	727688	395	99.95	0.05
Total	40132665	22652693	56.44	22652298	395	100.00	0.00

RESOLUTION : 7

Appointment of Mr. Arunchandra N. Jariwala as an Independent Director (Ordinary Resolution)

Promoter/Public	No. of shares held (as on the cut date, i.e. 30/6/14)	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes cast	% of Votes against on votes cast
1	2	3	(3)=[(2)/(1)]*100	4	5	6	7
Promoter and Promoter Group	23141270	21924610	94.74	21924610	0	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Public-Institutional holders	29415	0	0.00	0	0	0.00	0.00
Public-Others	16961980	728083	4.29	727738	345	99.95	0.05
Total	40132665	22652693	56.44	22652348	345	100.00	0.00



RESOLUTION : 8

Appointment of Mr. Yatish C. Parekh as an Independent Director (Ordinary Resolution)

Promoter/Public	No. of shares held (as on the cut date, i.e. 30/6/14)	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes cast	% of Votes against on votes cast
	1	2	3	4	5	6	7
			$(3) = [(2)/(1)] * 100$			$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$
Promoter and Promoter Group	23141270	21924610	94.74	21924610	0	100.00	0.00
Public-Institutional holders	29415	0	0.00	0	0	0.00	0.00
Public-Others	16961980	728083	4.29	727688	395	99.95	0.05
Total	40132665	22652693	56.44	22652298	395	100.00	0.00

RESOLUTION : 9

Appointment of Mr. J. P. Shah as an Independent Director (Ordinary Resolution)

Promoter/Public	No. of shares held (as on the cut date, i.e. 30/6/14)	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes cast	% of Votes against on votes cast
	1	2	3	4	5	6	7
			$(3) = [(2)/(1)] * 100$			$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$
Promoter and Promoter Group	23141270	21924610	94.74	21924610	0	100.00	0.00
Public-Institutional holders	29415	0	0.00	0	0	0.00	0.00
Public-Others	16961980	728083	4.29	727738	345	99.95	0.05
Total	40132665	22652693	56.44	22652348	345	100.00	0.00



RESOLUTION : 10

Appointment of Mr. Madanlal U. Lankapati as an Independent Director (Ordinary Resolution)

Promoter/Public	No. of shares held (as on the cut date, i.e. 30/6/14)	No. of votes cast	% of Votes cast on outstanding shares	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes cast	% of Votes against on votes cast
	1	2	3	4	5	6	7
			(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	23141270	21924610	94.74	21924610	0	100.00	0.00
Public-Institutional holders	29415	0	0.00	0	0	0.00	0.00
Public-Others	16961980	728083	4.29	727688	395	99.95	0.05
Total	40132665	22652693	56.44	22652298	395	100.00	0.00

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

for Garden Silk Mills Limited



Company Secretary





K. Dalal & Co.
Company Secretaries

(O) 0261-2366670
(M) 092279 00395
E-mail : k_dalal@rediffmail.com

205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

31/07/2014

To,
The Chairman
Garden Silk Mills Limited
1st Floor, Tulsi Kripa Arcade, Puna Kumbharia Road
Dumbhal, Surat 395010

Dear sir,

Sub.: Ref: Consolidated report on E voting and poll at Annual General Meeting

I, Kunjal Dalal, Proprietor M/s K. Dalal & Co., Practicing Company secretaries have been appointed by the Board of Directors of Garden Silk Mills Limited, as scrutiniser for the purpose of scrutinising the e-voting process along with postal ballot forms and for 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(3)(xi) of the Companies (Management and Administration) Rules 2014 on resolutions contained in the notice of the notice of Thirty Fifth Annual General Meeting of members of Garden Silk Mills Limited to be held on 30th July 2014 at Surat.

I was also assigned work of acting as scrutiniser at the poll taken at Annual General Meeting.

The management of the company is responsible to ensure the compliance with the requirement of the relevant provisions of the Companies Act, 2013 and rules relating to same in relation to voting through electronic means on resolutions contained in the notice of Annual General Meeting to be held on 30th July 2014. My responsibility as scrutiniser for e-voting process is restricted to make scrutinisers report of votes cast in favour or against the resolutions and in valid votes based on reports generated from e-voting system provided by Karvy Compushare Private Limited the Registrar and Share Transfers of Garden Silk Mills Limited and authorised to provide e-voting facility engaged by the company.



205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

I submit my consolidated report on e-voting and voting on poll at Annual general Meeting :

Resolution Number 1

To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended 31st March, 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereof

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	20	21100457	18	21100387	2	70	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	31	1552290	24	1551971	4	275	3	44
Total	51	22652747	42	22652358	6	345	3	44

Resolution Number 2

To appoint a Director in place of Mr. Sanjay S Shah, who retires by rotation and, being eligible, offers himself for re-appointment.

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	20	21100457	17	21100337	3	120	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	31	1552290	24	1551971	4	275	3	44
Total	51	22652747	41	22652308	7	395	3	44





K. Dalal & Co.
Company Secretaries

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205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

Resolution Number 3

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Sunil S. Sheth, a Director liable to retire by rotation, who does not seek re-election, be not re-appointed a Director of the Company."

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	20	21100457	18	21100387	2	70	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	31	1552290	24	1551971	4	275	3	44
Total	51	22652747	42	22652358	6	345	3	44

Resolution Number 4

To consider, and if thought fit, to pass with or without modification(s) the following Resolution as an Ordinary Resolution

"RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, Natvarlal Vepari & Co., Chartered Accountant (Firm Registration No. 123626W), be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the thirty-eighth AGM of the Company to be held in the year 2017 (subject to ratification of their appointment at every AGM), at such remuneration plus service tax and other expenses etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	20	21100457	17	21100337	3	120	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	31	1552290	24	1551971	4	275	3	44
Total	51	22652747	41	22652308	7	395	3	44



205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

Resolution Number 5

To consider, and if thought fit, to pass with or without modification(s) the following Resolution as a Special Resolution.

"RESOLVED THAT in accordance with the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with Schedule V to the Companies Act, 2013 (corresponding to Sections 198, 269, 209 and any other applicable provisions of the Companies Act, 1956 read with Schedule XIII to the Companies Act, 1956) and subject to the requisite approval of the Central Government, the consent of the Company be and is hereby accorded to the re-appointment of Mr. Alok P. Shah (DIN: 00218180) as "Joint Managing Director and Chief Financial Officer (CFO)" of the Company, for a period of 3 (three) years with effect from 1st November, 2014, on the terms and conditions including remuneration as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as 'the Board' which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit and as may be acceptable to Mr. Alok P. Shah, subject to compliance of the provisions under Companies Act, 2013

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of profits in any financial year, during the term of office of Mr. Alok P. Shah, the remuneration payable to him by way of salary, allowances, commission and perquisites and other benefits shall be the minimum remuneration as specified above, subject to the overall ceiling prescribed under Paragraph A of Section II of Part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee of Directors) be and is hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in regard to the said appointment as it may in its sole and absolute discretion deem fit and to delegate all or any of its power herein conferred to any director(s) and/or officer(s) of the Company, to give effect to the aforesaid resolutions."





K. Dalal & Co.
Company Secretaries

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205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	20	21100457	18	21100387	2	70	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	30	1552280	23	1551961	4	275	3	44
Total	50	22652737	41	22652348	6	345	3	44

Resolution Number 6

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to Section 148 (3) of the Companies Act, 2013, read with Rules 14 of the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions if any, (including any statutory modification(s) or re-enactment thereof, for the time being in force), payment of Remuneration of Rs.1,50,000/- (apart from reimbursement of out of pocket expenses and applicable taxes) to M/s. Manubhai & Associates, Cost Auditors, Surat (Membership No. 2502), who were appointed by the Board of Directors in their meeting held on 28th May, 2014 for carrying out Cost Audit of the Company for financial year 2014-15, be and is hereby approved and ratified.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution "

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	20	21100457	17	21100337	3	120	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	30	1552280	23	1551961	4	275	3	44
Total	50	22652737	40	22652298	7	395	3	44



205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

Resolution Number 7

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr Arunchandra N Jariwala (DIN 00024008), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independent as provided in Section 149(6) of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years from 1st April, 2014 to 31st March, 2019 and that he shall not be liable to retire by rotation."

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	20	21100457	18	21100387	2	70	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	30	1552280	23	1551961	4	275	3	44
Total	50	22652737	41	22652348	6	345	3	44

Resolution Number 8

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Yatish C. Parekh (holding DIN 00168488), a Non-Executive Director of the Company, who has submitted a





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declaration that he meets the criteria for independent as provided in Section 149(6) of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years from 1st April, 2014 to 31st March, 2019 and that he shall not be liable to retire by rotation."

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	20	21100457	17	21100337	3	120	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	30	1552280	23	1551961	4	275	3	44
Total	50	22652737	40	22652298	7	395	3	44

Resolution Number 9

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Jitendra P. Shah (holding DIN 00156453), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independent as provided in Section 149(6) of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years from 1st April, 2014 to 31st March, 2019 and that he shall not be liable to retire by rotation."



205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	20	21100457	18	21100387	2	70	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	30	1552280	23	1551961	4	275	3	44
Total	50	22652737	41	22652348	6	345	3	44

Resolution Number 10

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Madanlal U. Lankapati (holding DIN 00051429), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independent as provided in Section 149(6) of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years from 1st April, 2014 to 31st March, 2019 and that he shall not be liable to retire by rotation."

Particulars of Votes cast

Mode	Ballots received	Total Shares	Favour		Against		Invalid	
			Ballots	Votes	Ballots	Votes	Ballots	Votes
Electronic	20	21100457	17	21100337	3	120	0	0
Physical	0	0	0	0	0	0	0	0
On Poll	30	1552280	23	1551961	4	275	3	44
Total	50	22652737	40	22652298	7	395	3	44





K. Dalal & Co.
Company Secretaries

(O) 0261-2366670
(M) 092279 00395
E-mail : k_dalal@rediffmail.com

205, 'Pawan Hans', B/h. Chamunda Restaurant, Sub Jail Char Rasta, Ring Road, Surat-395 002.

The physical postal ballot forms have been for safe custody to the Company Secretary / Director authorized by the Board..

You may accordingly declare the result of the voting by Postal Ballot.

For K.Dalal & Co.
Company Secretaries



K. Dalal

Kunjai Dalal
Proprietor
C.P. No. 3863