

### Details of Voting Results

|                                                                                                                                                                                 |                                  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------|
| Date of AGM/EGM                                                                                                                                                                 | 19 <sup>th</sup> September, 2013 |
| Total No. of shareholders on Record date                                                                                                                                        | 10948                            |
| No. of shareholders present in the meeting either in person or through Proxy: <ul style="list-style-type: none"><li>• Promoters and Promoter group:</li><li>• Public:</li></ul> | 11<br>141                        |
| No. of shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none"><li>• Promoters and Promoter group:</li><li>• Public:</li></ul>           | Not Arranged                     |

### Details of Agenda

| Item No. | Particulars                                                                                                                                                                                                                    | Resolution Required | Mode of Voting                                                 |
|----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|----------------------------------------------------------------|
| 1.       | To receive, consider and adopt Audited Balance Sheet of the Company as at 31st March, 2013, the statement of Profit & Loss for the year ended on that date and the report of the Directors and Auditor's thereon.              | Ordinary Resolution | By show of hands                                               |
| 2.       | To declare dividend on equity shares for the year ended 31st march, 2013.                                                                                                                                                      | Ordinary Resolution | By show of hands                                               |
| 3.       | To appoint a director in place of Mr. O. P. Vaish, who retires by rotation and being eligible offers himself for re-appointment.                                                                                               | Ordinary Resolution | <del>By show of hands</del><br>Dropped as the postion expired. |
| 4.       | To appoint a director in place of Mr. R. Ramamurthy, who retires by rotation and being eligible offers himself for re-appointment.                                                                                             | Ordinary Resolution | By show of hands                                               |
| 5.       | To appoint a director in place of Mr. R. A. Shah, who retires by rotation and being eligible offers himself for re-appointment.                                                                                                | Ordinary Resolution | By show of hands                                               |
| 6.       | To appoint M/s. Deloitte Haskins & Sells, Chartered Accountants, (Firm Registration No. 015125N), as the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the next Annual General | Ordinary Resolution | By show of hands                                               |



|    |                                                                                                                                                                                                                                                                              |                     |                  |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|------------------|
|    | Meeting and to fix their remuneration, in place of M/s. A. F. Ferguson & Co., Chartered Accountants, (Firm Registration No. 112066W) who retire at the ensuing Annual General Meeting but have expressed that they would not like to offer themselves for re-appointment     |                     |                  |
| 7. | To re-appoint Mr. Samir Kumar Modi, as an Executive Director of the Company for a period of three years w.e.f. 1 <sup>st</sup> September, 2013, on the principal terms and conditions and remuneration as stated in the Explanatory Statement annexed to the A.G.M Notice .  | Ordinary resolution | By show of hands |
| 8. | To approve payment of commission to Mr. Lalit Kumar Modi not exceeding 1% per annum of net profits of the company computed in the manner laid down in Sections 198, 349 and 350 of the Companies Act, 1956, for a period of three years w.e.f. 1 <sup>st</sup> August, 2013. | Special Resolution  | By show of hands |
| 9. | To authorize necessary amendment in Articles of Association to provide for increased maximum number of directors on Board to 15 from 10 at present.                                                                                                                          | Special Resolution  | By show of hands |

**In case of Poll/ Postal Ballot/ E-Voting:** Not Applicable

