



## Gulf Oil Lubricants India Limited

September 14, 2016

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001  
Tele.: 91-22-22721233/4, 91-22-66545695  
Fax : 91-22-22721919  
Email: corp.relations@bseindia.com  
**Scrip Code:538567**  
**Scrip ID: GULFOILLUB**

**National Stock Exchange of India Ltd.**

Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai – 400 051  
Tel e: 91-22-26598235/36  
Fax : 91-22-26598237/38  
Email.: cmlist@nse.co.in  
**Scrip symbol: GULFOILLUB**

Dear Sir

**Sub.: - 8<sup>th</sup> Annual General Meeting of the Company held on September 13, 2016**

In continuation to our letter dated August 19, 2016, 8<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on September 13, 2016 and businesses mentioned in the notice dated August 3, 2016 were transacted.

In this regard, please find enclosed the following-

- (1) Voting Result as required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.
- (2) Report of Scrutinizer dated September 14, 2016, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you

Yours faithfully

**For Gulf Oil Lubricants India Limited**

  
Vinayak Joshi  
Company Secretary &  
Compliance Officer



Encl.: as above

**Gulf Oil Lubricants India Limited**  
**Registered & Corporate Office:**

IN Center, 49/50,  
12th Road, M.I.D.C.,  
Andheri (E)  
Mumbai - 400 093, India  
CIN: L23203MH2008PLC267060

Tel: +91 22 6648 7777  
Fax: +91 22 2824 8232  
Email: info@gulfoil.co.in

[www.gulfoilindia.com](http://www.gulfoilindia.com)



HINDUJA GROUP



# Gulf Oil Lubricants India Limited

|                                                                               |                                   |
|-------------------------------------------------------------------------------|-----------------------------------|
| Date of the AGM/EGM                                                           | GULF OIL LUBRICANTS INDIA LIMITED |
| Total number of shareholders on record date                                   | 13-09-2016                        |
| No. of shareholders present in the meeting either in person or through proxy: | 55597                             |
| Promoters and Promoter Group:                                                 | 2                                 |
| Public:                                                                       | 86                                |
| No. of Shareholders attended the meeting through Video                        |                                   |
| Promoters and Promoter Group:                                                 | 0                                 |
| Public:                                                                       | 0                                 |

|                                                                           |                               |                                                                                                                                                  |                         |                                                              |                              |                            |                                                           |                                                         |
|---------------------------------------------------------------------------|-------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|--------------------------------------------------------------|------------------------------|----------------------------|-----------------------------------------------------------|---------------------------------------------------------|
| Resolution required: (Ordinary/ Special)                                  |                               | ORDINARY - To consider and adopt, the audited financial statements of the Company for the financial year ended March 31, 2016 and the Reports of |                         |                                                              |                              |                            |                                                           |                                                         |
| Whether promoter/ promoter group are interested in the agenda/resolution? |                               | the Board of Directors and the Auditors thereon.                                                                                                 |                         |                                                              |                              |                            |                                                           |                                                         |
|                                                                           | No                            |                                                                                                                                                  |                         |                                                              |                              |                            |                                                           |                                                         |
| Category                                                                  | Mode of Voting                | No. of shares held (1)                                                                                                                           | No. of votes polled (2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
|                                                                           |                               |                                                                                                                                                  |                         |                                                              |                              |                            |                                                           |                                                         |
|                                                                           | E-Voting                      | 34030328                                                                                                                                         | 100.0000                | 34030328                                                     | 0                            | 100.0000                   | 0.0000                                                    |                                                         |
|                                                                           | Poll                          | 0                                                                                                                                                | 0.0000                  | 00                                                           | 0                            | 0.0000                     | 0.0000                                                    |                                                         |
|                                                                           | Postal Ballot (if applicable) | 34030328                                                                                                                                         | 0                       | 0.0000                                                       | 00                           | 0                          | 0.0000                                                    | 0.0000                                                  |
|                                                                           | E-Voting                      | 5530134                                                                                                                                          | 86.6830                 | 5530134                                                      | 0                            | 100.0000                   | 0.0000                                                    | 0.0000                                                  |
|                                                                           | Poll                          | 0                                                                                                                                                | 0.0000                  | 00                                                           | 0                            | 0.0000                     | 0.0000                                                    |                                                         |
|                                                                           | Postal Ballot (if applicable) | 6379719                                                                                                                                          | 0                       | 0.0000                                                       | 00                           | 0                          | 0.0000                                                    | 0.0000                                                  |
|                                                                           | Public- Institutions          | E-Voting                                                                                                                                         | 774239                  | 8.4163                                                       | 774236                       | 3                          | 99.9996                                                   | 0.0003                                                  |
|                                                                           |                               | Poll                                                                                                                                             | 97360                   | 1.0583                                                       | 97360                        | 0                          | 100.0000                                                  | 0.0000                                                  |
| Public- Non Institutions                                                  | Postal Ballot (if applicable) | 9199279                                                                                                                                          | 0                       | 0.0000                                                       | 00                           | 0                          | 0.0000                                                    | 0.0000                                                  |
|                                                                           | Total                         | 49609326                                                                                                                                         | 40432061                | 81.5009                                                      | 40432058                     | 3                          | 100.0000                                                  | 0.0000                                                  |

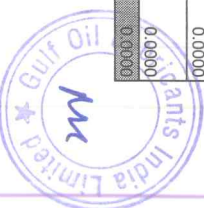




# Gulf Oil Lubricants India Limited

|                                                                           |                                                                                              |                        |                         |                                                           |                              |                            |                                                        |                                                      |        |        |
|---------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|----------------------------|--------------------------------------------------------|------------------------------------------------------|--------|--------|
| Resolution required: (Ordinary/ Special)                                  | ORDINARY - To declare dividend on equity shares for the financial year ended March 31, 2016. |                        |                         |                                                           |                              |                            |                                                        |                                                      |        |        |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No                                                                                           |                        |                         |                                                           |                              |                            |                                                        |                                                      |        |        |
| Category                                                                  | Mode of Voting                                                                               | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |        |        |
| Promoter and Promoter Group                                               | E-Voting                                                                                     |                        | 34030328                | 100.0000                                                  |                              |                            | 0                                                      | 100.0000                                             | 0.0000 | 0.0000 |
|                                                                           | Poll                                                                                         |                        |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | Postal Ballot (if applicable)                                                                |                        |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | E-Voting                                                                                     | 34030328               | 5530134                 | 86.6830                                                   | 5530134                      | 0                          | 100.0000                                               | 0.0000                                               | 0.0000 | 0.0000 |
| Public- Institutions                                                      | Poll                                                                                         |                        |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | Postal Ballot (if applicable)                                                                |                        |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | E-Voting                                                                                     | 6379719                | 774239                  | 8.4163                                                    | 774236                       | 3                          | 99.9996                                                | 0.0003                                               | 0.0000 | 0.0000 |
|                                                                           | Poll                                                                                         |                        | 97360                   | 1.0583                                                    | 97360                        | 0                          | 100.0000                                               | 0.0000                                               | 0.0000 | 0.0000 |
| Public- Non Institutions                                                  | Postal Ballot (if applicable)                                                                |                        |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | E-Voting                                                                                     | 9199279                |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | Poll                                                                                         |                        |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | Total                                                                                        | 49609326               | 40432061                | 81.5009                                                   | 40432058                     | 3                          | 100.0000                                               | 0.0000                                               | 0.0000 | 0.0000 |

|                                                                           |                                                                                                                                                                  |                        |                         |                                                           |                              |                            |                                                        |                                                      |        |        |
|---------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|----------------------------|--------------------------------------------------------|------------------------------------------------------|--------|--------|
| Resolution required: (Ordinary/ Special)                                  | ORDINARY - To appoint Director in place of Mr. Sanjay G. Hinduja (DIN: 00291692), who retires by rotation and being eligible, offers himself for re-appointment. |                        |                         |                                                           |                              |                            |                                                        |                                                      |        |        |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No                                                                                                                                                               |                        |                         |                                                           |                              |                            |                                                        |                                                      |        |        |
| Category                                                                  | Mode of Voting                                                                                                                                                   | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |        |        |
| Promoter and Promoter Group                                               | E-Voting                                                                                                                                                         |                        | 34030328                | 100.0000                                                  |                              |                            | 0                                                      | 100.0000                                             | 0.0000 | 0.0000 |
|                                                                           | Poll                                                                                                                                                             |                        |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | Postal Ballot (if applicable)                                                                                                                                    |                        |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | E-Voting                                                                                                                                                         | 34030328               | 5530134                 | 86.6830                                                   | 5530134                      | 0                          | 100.0000                                               | 0.0000                                               | 0.0000 | 0.0000 |
| Public- Institutions                                                      | Poll                                                                                                                                                             |                        |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | Postal Ballot (if applicable)                                                                                                                                    |                        |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | E-Voting                                                                                                                                                         | 6379719                | 774066                  | 8.4144                                                    | 774063                       | 3                          | 99.9996                                                | 0.0003                                               | 0.0000 | 0.0000 |
|                                                                           | Poll                                                                                                                                                             |                        | 97360                   | 1.0583                                                    | 97360                        | 0                          | 100.0000                                               | 0.0000                                               | 0.0000 | 0.0000 |
| Public- Non Institutions                                                  | Postal Ballot (if applicable)                                                                                                                                    |                        |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | E-Voting                                                                                                                                                         | 9199279                |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | Poll                                                                                                                                                             |                        |                         | 0.0000                                                    |                              |                            | 0                                                      | 0.0000                                               |        | 0.0000 |
|                                                                           | Total                                                                                                                                                            | 49609326               | 40431888                | 81.5006                                                   | 40431885                     | 3                          | 100.0000                                               | 0.0000                                               | 0.0000 | 0.0000 |





# Gulf Oil Lubricants India Limited

| Resolution required: (Ordinary/ Special)                                  | ORDINARY - To re-appoint M/s Price Waterhouse, Chartered Accountants (Firm Registration No. 301112E) as Auditors from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and authorize Board to fix their remuneration |                        |                         |                                                           |                              |                            |                                                        |                                                      |  |
|---------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|----------------------------|--------------------------------------------------------|------------------------------------------------------|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | No                                                                                                                                                                                                                                                                        |                        |                         |                                                           |                              |                            |                                                        |                                                      |  |
| Category                                                                  | Mode of Voting                                                                                                                                                                                                                                                            | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |  |
| Promoter and Promoter Group                                               | E-Voting                                                                                                                                                                                                                                                                  |                        | 34030328                | 100.0000                                                  | 34030328                     | 0                          | 100.0000                                               | 0.0000                                               |  |
|                                                                           | Poll                                                                                                                                                                                                                                                                      |                        | 0                       | 0.0000                                                    | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |  |
|                                                                           | Postal Ballot (if applicable)                                                                                                                                                                                                                                             |                        | 0                       | 0.0000                                                    | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |  |
|                                                                           | E-Voting                                                                                                                                                                                                                                                                  | 34030328               | 5530134                 | 86.6830                                                   | 5530134                      | 0                          | 100.0000                                               | 0.0000                                               |  |
|                                                                           | Poll                                                                                                                                                                                                                                                                      |                        | 0                       | 0.0000                                                    | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |  |
| Public Institutions                                                       | Postal Ballot (if applicable)                                                                                                                                                                                                                                             | 6379719                | 0                       | 0.0000                                                    | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |  |
|                                                                           | E-Voting                                                                                                                                                                                                                                                                  |                        | 774066                  | 8.4144                                                    | 774063                       | 3                          | 99.9996                                                | 0.0003                                               |  |
|                                                                           | Poll                                                                                                                                                                                                                                                                      |                        | 97360                   | 1.0583                                                    | 97360                        | 0                          | 100.0000                                               | 0.0000                                               |  |
| Public Non Institutions                                                   | Postal Ballot (if applicable)                                                                                                                                                                                                                                             | 9199279                | 0                       | 0.0000                                                    | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |  |
|                                                                           | Total                                                                                                                                                                                                                                                                     | 49609326               | 40431888                | 81.5006                                                   | 40431885                     | 3                          | 100.0000                                               | 0.0000                                               |  |





# Gulf Oil Lubricants India Limited

Date: - September 14, 2016  
Place: - Mumbai

Based on the Scrutinizer's report dated 14th September 2016, I declare that all the resolutions as mentioned above and as given in the Notice of 8th AGM of the Company has been passed with requisite majority on September 13, 2016.

For Gulf Oil Lubricants India Limited

Ravi Chawla  
Managing Director



| Resolution required: (Ordinary/ Special)                                  | ORDINARY - To ratify the remuneration to the Cost Auditors for the FY 2016-17. |                        |                         |                                                           |                              |                            |                                                        |                                                      |  |
|---------------------------------------------------------------------------|--------------------------------------------------------------------------------|------------------------|-------------------------|-----------------------------------------------------------|------------------------------|----------------------------|--------------------------------------------------------|------------------------------------------------------|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | No                                                                             |                        |                         |                                                           |                              |                            |                                                        |                                                      |  |
| Category                                                                  | Mode of Voting                                                                 | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |  |
| Promoter and Promoter Group                                               | E-Voting                                                                       | 34030328               | 34030328                | 100.0000                                                  | 34030328                     | 0                          | 100.0000                                               | 0.0000                                               |  |
|                                                                           | Poll                                                                           |                        | 0                       | 0.0000                                                    | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |  |
|                                                                           | Postal Ballot (if applicable)                                                  |                        | 0                       | 0.0000                                                    | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |  |
| Public- Institutions                                                      | E-Voting                                                                       | 6379719                | 5530134                 | 86.6830                                                   | 5530134                      | 0                          | 100.0000                                               | 0.0000                                               |  |
|                                                                           | Poll                                                                           |                        | 0                       | 0.0000                                                    | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |  |
|                                                                           | Postal Ballot (if applicable)                                                  |                        | 0                       | 0.0000                                                    | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |  |
| Public- Non Institutions                                                  | E-Voting                                                                       | 9199279                | 774239                  | 8.4163                                                    | 774236                       | 3                          | 99.9996                                                | 0.0003                                               |  |
|                                                                           | Poll                                                                           |                        | 97360                   | 1.0583                                                    | 97360                        | 0                          | 100.0000                                               | 0.0000                                               |  |
|                                                                           | Postal Ballot (if applicable)                                                  |                        | 0                       | 0.0000                                                    | 00                           | 0                          | 0.0000                                                 | 0.0000                                               |  |
| Total                                                                     |                                                                                | 49609326               | 40432061                | 81.5009                                                   | 40432058                     | 3                          | 100.0000                                               | 0.0000                                               |  |

**SCRUTINIZER'S REPORT**

To,  
**The Chairman / Managing Director**  
**Gulf Oil Lubricants India Limited**  
Mumbai

Dear Sir,

Report on the e-voting and voting by poll conducted at the Eighth Annual General Meeting ("AGM") of Gulf Oil Lubricants India Limited ("Company") held on Tuesday, September 13, 2016 at 3.00 P.M. at Hall of Culture, Ground Floor, Nehru Centre, Worli, Mumbai 400 018 to transact the business as provided in the AGM Notice dated August 3, 2016 (Notice).

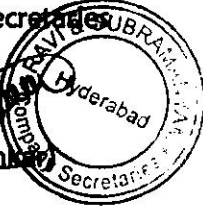
1. I, Adusumilli Ravi Shankar, Practicing Company Secretary and Partner of Ravi & Subramanyam, Company Secretaries, was appointed as the Scrutinizer to scrutinize the remote e-voting as well as physical voting by the Members of the Company at the AGM to ascertain results for the resolutions contained in the notice.
2. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 ("Act") read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for voting through electronic means ("remote e-voting") on all the resolution(s) contained in the notice of the AGM and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favor or against for respective Resolution.
3. After the time fixed for the poll by the Chairman, 1 (One) empty ballot box kept for polling was locked in my presence and members who were present.
4. The Company had appointed Karvy Computershare Private Limited ("Karvy"), Registrar and Transfer Agent of the Company, as the service provider for the purpose of extending the facility of remote e-voting to the Members of the Company. Karvy had set up electronic voting facility on its website: <https://evoting.karvy.com> on all items of business (both Ordinary and Special) sought to be transacted at the AGM. As mentioned in the notice, the remote e-voting facility for voting was made available to the Members during the period September 9 2016 (9.00 A.M. IST) to September 12, 2016 (5.00 P.M. IST)
5. The votes cast through remote e-voting were unblocked on September 13, 2016 at 4:17 P.M. in the presence of two witnesses Mr. K.V.S. Subramanyam and Mr. S.J. Shetty, who are not in the employment of the Company.
6. At the venue of the AGM, the physical ballot forms were provided to the Members and Proxies to enable them to exercise their voting rights on all the resolutions contained in the AGM notice.



7. After the conclusion of AGM, the ballot box kept for the purpose of casting votes was unlocked in my presence along with two witnesses. The ballot papers were reconciled with the records maintained by Karvy, Registrar and Transfer Agent of the Company and the authorizations / proxies lodged with the Company.
8. The ballot papers which were incomplete and/or which were otherwise found to be defective have been treated as invalid and kept separately.
9. Based on the reports generated from the remote e-voting system provided by Karvy and votes casted at the AGM, I hereby submit the results of the remote e-voting and physical Voting as Annexure A.

For Ravi & Subramanyam  
Company Secretaries

(A. Ravi Shankar)  
Partner  
FCS No. 5335  
C.P No: 4318



Place : Hyderabad  
Date : 14.09.2016

Enc: Annexure

Annexure - A

Item No. 1 – Adoption of Financial Statements for the financial year ended March 31, 2016 along with reports of Board of Directors and Auditors thereon

| Mode     | Total<br>Ballot<br>Received | Total<br>Votes<br>Polled | Votes<br>less<br>Casted | Invalid / Abstained |       |   | Valid   |          |          | Favour  |          |          | Against |       |        |
|----------|-----------------------------|--------------------------|-------------------------|---------------------|-------|---|---------|----------|----------|---------|----------|----------|---------|-------|--------|
|          |                             |                          |                         | Ballots             | Votes | % | Ballots | Votes    | %        | Ballots | Votes    | %        | Ballots | Votes | %      |
| E-Voting | 67                          | 40334701                 | 0                       | 0                   | 0     | 0 | 67      | 40334701 | 100.0000 | 66      | 40334698 | 100.0000 | 1       | 3     | 0.0000 |
| Physical | 49                          | 97360                    | 0                       | 0                   | 0     | 0 | 49      | 97360    | 100.00   | 49      | 97360    | 100.00   | 0       | 0     | 0.00   |
| Total    | 116                         | 40432061                 | 0                       | 0                   | 0     | 0 | 116     | 40432061 | 100.00   | 115     | 40432058 | 100.00   | 1       | 3     | 0.00   |

Item No. 2 – Declaration of Dividend for the financial year ended March 31, 2016

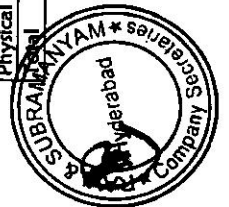
| Mode     | Total<br>Ballot<br>Received | Total<br>Votes | Votes<br>less<br>Casted | Invalid / Abstained |       |        | Valid   |          |          | Favour  |          |          | Against |       |        |
|----------|-----------------------------|----------------|-------------------------|---------------------|-------|--------|---------|----------|----------|---------|----------|----------|---------|-------|--------|
|          |                             |                |                         | Ballots             | Votes | %      | Ballots | Votes    | %        | Ballots | Votes    | %        | Ballots | Votes | %      |
| E-Voting | 67                          | 40334701       | 0                       | 0                   | 0     | 0.0000 | 67      | 40334701 | 100.0000 | 66      | 40334698 | 100.0000 | 1       | 3     | 0.0000 |
| Physical | 49                          | 97360          | 0                       | 0                   | 0     | 0.0000 | 49      | 97360    | 100.0000 | 49      | 97360    | 100.0000 | 0       | 0     | 0.0000 |
| Total    | 116                         | 40432061       | 0                       | 0                   | 0     | 0.0000 | 116     | 40432061 | 100.0000 | 115     | 40432058 | 100.0000 | 1       | 3     | 0.0000 |

Item No. 3 – Appointment of Mr. Sanjay G.Hinduja (DIN: 00291692) as Director who retires by rotation and being eligible offers himself for re-appointment.

| Mode     | Total<br>Ballot<br>Received | Total<br>Votes | Votes<br>less<br>Casted | Invalid / Abstained |       |        | Valid   |          |          | Favour  |          |          | Against |       |        |
|----------|-----------------------------|----------------|-------------------------|---------------------|-------|--------|---------|----------|----------|---------|----------|----------|---------|-------|--------|
|          |                             |                |                         | Ballots             | Votes | %      | Ballots | Votes    | %        | Ballots | Votes    | %        | Ballots | Votes | %      |
| E-Voting | 67                          | 40334701       | 0                       | 1                   | 173   | 0.0004 | 66      | 40334528 | 99.9996  | 65      | 40334525 | 100.0000 | 1       | 3     | 0.0000 |
| Physical | 49                          | 97360          | 0                       | 0                   | 0     | 0.0000 | 49      | 97360    | 100.0000 | 49      | 97360    | 100.0000 | 0       | 0     | 0.0000 |
| Total    | 116                         | 40432061       | 0                       | 1                   | 173   | 0.0004 | 115     | 40431888 | 99.9996  | 114     | 40431885 | 100.0000 | 1       | 3     | 0.0000 |

Item No. 4 – Appointment of M/s. Price Waterhouse, Chartered Accountants (FRN: 301112E) as the Statutory Auditors of the Company.

| Mode     | Total<br>Ballot<br>Received | Total<br>Votes | Votes<br>less<br>Casted | Invalid / Abstained |       |        | Valid   |          |          | Favour  |          |          | Against |       |        |
|----------|-----------------------------|----------------|-------------------------|---------------------|-------|--------|---------|----------|----------|---------|----------|----------|---------|-------|--------|
|          |                             |                |                         | Ballots             | Votes | %      | Ballots | Votes    | %        | Ballots | Votes    | %        | Ballots | Votes | %      |
| E-Voting | 67                          | 40334701       | 0                       | 0                   | 0     | 0.0000 | 67      | 40334701 | 100.0000 | 66      | 40334698 | 100.0000 | 1       | 3     | 0.0000 |
| Physical | 49                          | 97360          | 0                       | 0                   | 0     | 0.0000 | 49      | 97360    | 100.0000 | 49      | 97360    | 100.0000 | 0       | 0     | 0.0000 |
| Total    | 116                         | 40432061       | 0                       | 0                   | 0     | 0.0000 | 116     | 40432061 | 100.0000 | 115     | 40432058 | 100.0000 | 1       | 3     | 0.0000 |

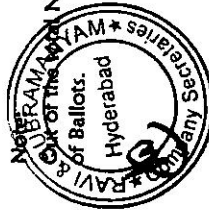


Item No. 5 – Regularization / Ratification of appointment of Mr. Shom A.Jinduja (DIN: 07128441) as Director liable to retire by rotation.

| Mode     | Total<br>Ballot<br>Received | Total<br>Votes | Votes<br>less<br>Casted | Invalid / Abstained |       |        | Valid   |          |          | Favour  |          |          | Against |       |        |
|----------|-----------------------------|----------------|-------------------------|---------------------|-------|--------|---------|----------|----------|---------|----------|----------|---------|-------|--------|
|          |                             |                |                         | Ballots             | Votes | %      | Ballots | Votes    | %        | Ballots | Votes    | %        | Ballots | Votes | %      |
| E-Voting | 67                          | 40334701       | 0                       | 1                   | 173   | 0.0004 | 66      | 40334528 | 99.9996  | 65      | 40334525 | 100.0000 | 1       | 3     | 0.0000 |
| Physical | 49                          | 97360          | 0                       | 0                   | 0     | 0.0000 | 49      | 97360    | 100.0000 | 49      | 97360    | 100.0000 | 0       | 0     | 0.0000 |
| Total    | 116                         | 40432061       | 0                       | 1                   | 173   | 0.0004 | 115     | 40431888 | 99.9996  | 114     | 40431885 | 100.0000 | 1       | 3     | 0.0000 |

Item No. 6 – Approval of Remuneration payable to the Cost Auditors of the Company for the financial year ended March 31, 2017

| Mode     | Total<br>Ballot<br>Received | Total<br>Votes | Votes<br>less<br>Casted | Invalid / Abstained |       |        | Valid   |          |          | Favour  |          |          | Against |       |        |
|----------|-----------------------------|----------------|-------------------------|---------------------|-------|--------|---------|----------|----------|---------|----------|----------|---------|-------|--------|
|          |                             |                |                         | Ballots             | Votes | %      | Ballots | Votes    | %        | Ballots | Votes    | %        | Ballots | Votes | %      |
| E-Voting | 67                          | 40334701       | 0                       | 0                   | 0     | 0.0000 | 67      | 40334701 | 100.0000 | 66      | 40334698 | 100.0000 | 1       | 3     | 0.0000 |
| Physical | 49                          | 97360          | 0                       | 0                   | 0     | 0.0000 | 49      | 97360    | 100.0000 | 49      | 97360    | 100.0000 | 0       | 0     | 0.0000 |
| Total    | 116                         | 40432061       | 0                       | 0                   | 0     | 0.0000 | 116     | 40432061 | 100.0000 | 115     | 40432058 | 100.0000 | 1       | 3     | 0.0000 |



Note: No of against ballots under E-voting 1 (One) of the Member has voted in favor for the part of his Shares held, hence have not been considered in the Column for Against No