

B. CHITRA & CO.

Company Secretary

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Service Tax No. : AAPOPC2458CST001

PAN No. : AAOPC2458C

13th February, 2013

MR. SESHASAYEE RAMASWAMI
CHAIRMAN
HINDUJA FOUNDRIES LIMITED
KATHIVAKKAM HIGH ROAD
ENNORE, CHENNAI - 600 057

POSTAL BALLOT NOTICE - SCRUTINIZER'S REPORT

I B.Chitra of B.CHITRA & CO, Practising Company Secretary, the Scrutinizer appointed for the Postal Ballot process of your Company, pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of Resolutions by Postal Ballot) Rules, 2011, hereby report the results of the Postal Ballots exercised by the Shareholders in respect of the following resolution mentioned in the Postal Ballot Notice dated 28.12.2012 :

DESCRIPTION OF THE RESOLUTION	TYPE OF RESOLUTION
Intimation to Board for Industrial and Financial Reconstruction (BIFR) about erosion of more than 50% of the Company's peak net worth pursuant to Section 23 of Sick Industrial Companies (Special Provisions) Act, 1985 (SICA). "RESOLVED THAT the Company do hereby consider and approve the Report of the Board of Directors regarding the erosion of more than 50% of peak net worth of the Company during the immediately preceding four financial years by its accumulated losses as on September 30, 2012 and cause for such erosion, as required under Section 23 of the Sick Industrial Companies (Special provisions) Act, 1985 and the Board be authorized to send this report to the Board for Industrial and Financial Reconstruction (BIFR) and do all such acts, deeds, matters and things as it may deem necessary, desirable or expedient in relation thereto".	ORDINARY RESOLUTION

/Certified True Copy/

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For HINDUJA FOUNDRIES LIMITED

Govind M. Joshi
GOVIND M. JOSHI
Company Secretary



"RESOLVED FURTHER THAT the report of Board of Directors relating to the said erosion and the causes of such erosion as annexed is considered and approved". "RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any Director or Directors or to any Officers of the Company as it may in its sole and absolute discretion deem necessary or desirable to give effect to this resolution".	
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The results of the Postal ballot forms are as follows:

Particulars	Number of Members	Number of Vote
Total Postal Ballots received	367	20405495
• Postal Ballots – Valid	338	20399183
• Postal Ballots – Invalid	29	6312
Postal Ballots - in favour of the Resolution	303	20395178
Postal Ballots – against the Resolution	35	4005

REPORT:-

I hereby report that an Ordinary Resolution mentioned in the Postal Ballot Notice dated 28.12.2012 is passed with requisite majority.



SCRUTINIZER

B. CHITRA & CO
COMPANY SECRETARY
CP. No. 2928

/ Certified True Copy /

For HINDUJA FOUNDRIES LIMITED



GOVIND M. JOSHI
Company Secretary