KAMDHENU GROUP

KAMDHENU LIMITED

(Formerly known as Kamdhenu Ispat Limited)

2nd Floor, Tower - A, Building No. 9, DLF Cyber City, Phase - III, Gurgaon
Pin: 122002, (Haryana) Phone: - 0124 - 4604500, Fax: 0124 - 4218524
E-mail: kamdhenu@kamdhenulimited.com, website: www.kamdhenulimited.com

28th September, 2016

To,
The Manager- Listing
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra(E), Mumbai-400 051

Ref: Security Code: KAMDHENU

To,
The Manager- Listing
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001

Ref: Security Code: 532741

Subject: Outcome and Voting Results of 22nd Annual General Meeting (AGM) held on 27th September, 2016.

Dear sir,

This is to inform you that the 22nd Annual General Meeting (AGM) of the Company was held on Tuesday, 27th September, 2016 at 10:00 A.M at Khasra No - 841/1(2-8) 847(2-16), behind Rajasthan Petrol Pump, Village Rajokari, Vasant Vihar, New Delhi-110038.

- Pursuant to Regulation 30, read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that all the items given in the Notice of Annual General Meeting and reproduced hereunder have been approved with requisite majority by the shareholders of the Company. The mode of voting was poll/e-voting.

Item No.	Description of Agenda Item	Remarks
	Ordinary Business	
1.	To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016, the reports of the Board of Directors and Auditors thereon.	Passed as Ordinary Resolution
2.	To declare a dividend of Rs.0.70/- per Equity Shares having face value of Rs.10/- each fully paid up for the Financial Year ended 31st March, 2016.	Passed as Ordinary Resolution
3.	To appoint a Director in place of Mr. Sunil Kumar Agarwal (DIN: 00005973), who retires by rotation and being eligible, offers himself for re-appointment.	Passed as Ordinary Resolution
4.	To appoint M/s S. Singhal & Co., Chartered Accountants, having Firm Registration No. 001526C, with The Institute of Chartered Accountants of India, the retiring auditors, to	Passed as Ordinary Resolution

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	hold office as auditors from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company at remuneration to be decided by the Board of Directors on the recommendation of Audit Committee.	
Special Business		
5.	To approve the remuneration of the Cost Auditors for the financial year ending 31st March, 2016.	Passed as Ordinary Resolution
6.	To Re-appoint Mr. Satish Kumar Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020.	Passed as Special Resolution
7.	To Re-appoint Mr. Sunil Kumar Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020.	Passed as Special Resolution
8.	To Re-appoint Mr. Saurabh Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020.	Passed as Special Resolution
9.	To Re-appoint Mr. Sachin Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020.	Passed as Special Resolution

- Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting results, in the format as prescribed, of the aforesaid items are enclosed herewioth as Annexure - 1. Also find enclosed herewith the Scrutinizer's Report on remote e-voting and voting at the Annual general Meeting as Annexure -2.

You are requested to kindly take the same on your record.

Thanking you,
Yours faithfully,

For Kamdhenu Limited,

KAMDHENU LIMITED

(Satish Kumar Agarwal)
Chairman & Managing director
DIN: 00005981

Annexure-1

Format for Voting Results

Date of AGM/EGM	27th September, 2016
Total number of Shareholders on record date	9059
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	13
Public:	67
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	NIL
Public:	NIL

Agenda-wise disclosure

Resolution required: (Ordinary/ Special)	**Ordinary Resolution** **Resolution No.1:** To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016, the reports of the Board of Directors and Auditors thereon.
Whether promoter/ promoter group are interested in the agenda/resolution?	

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	16290887	16290887	100.00	16290887	0	100	0
	Poll	0	0	0.00	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	16290887	16290887	100.00	16290887	0	100	0
Public Institutions	E-Voting	0	0	0.00	0	0	0	0
	Poll	0	0	0.00	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	0	0	0.00	0	0	0	0
Public Non Institutions	E-Voting	1466883	1466883	100.00	1466883	0	100	0
	Poll	21061	20553	97.59	20553	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1487944	1487436	99.97	1487436	0	100	0
Total		17778831	17778323	100.00	17778323	0	100	0

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Resolution required: (Ordinary/ Special)			Ordinary Resolution **Resolution No.2:** To declare a dividend of Rs. 0.70 per Equity Shares having face value of Rs.10/- each fully paid-up for the Financial Year ended 31st March, 2016					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	16290887	16290887	100	16290887	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	0	NA	0
	Total	16290887	16290887	100	16290887	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	1466883	1466883	100	1466883	0	100.00	0
	Poll	21061	21061	100	20853	200	99.01	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1487944	1487944	100	1487736	200	99.99	0
Total		17778831	17778831	100	17778623	200	100.00	0

Resolution required: (Ordinary/ Special)			Ordinary Resolution **Resolution No.3:** To appoint a Director in place of Mr. Sunil Kumar Agarwal (DIN: 00005973), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	16290887	16290887	100	16290887	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	0	NA	0
	Total	16290887	16290887	100	16290887	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	1466883	1466883	100	1466883	0	100	0
	Poll	21061	21061	100	20553	500	97.59	2.37
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1487944	1487944	100	1487436	500	99.97	0.03
Total		17778831	17778831	100.00	17778323	500	100.00	0.00

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Resolution required: (Ordinary/ Special)			Ordinary Resolution **Resolution No.4**: To appoint M/s S. Singhal & Co., Chartered Accountants, having Firm Registration No.001526C, with The Institute of Chartered Accountants of India, the retiring auditors, to hold office as auditors from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company at remuneration to be decided by the Board of Directors on the recommendation of Audit Committee.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	16290887	16290887	100	16290887	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	0	NA	0
	Total	16290887	16290887	100	16290887	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	1466883	1466883	100	1466883	0	100	0
	Poll	21061	21061	100	20553	500	97.59	2.37
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1487944	1487944	100	1487436	500	99.97	0.03
Total		17778831	17778831	100.00	17778323	500	100.00	0.00

Resolution required: (Ordinary/ Special)			Ordinary Resolution **Resoltuion No.5:** To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2017.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	16290887	16290887	100	16290887	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	0	NA	0
	Total	16290887	16290887	100	16290887	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	1466883	1466883	100	1466883	0	100	0
	Poll	21061	21061	100	20553	500	97.59	2.37
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1487944	1487944	100	1487436	500	99.97	0.03
Total		17778831	17778831	100.00	17778323	500	100.00	0.00

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Resolution required: (Ordinary/ Special)			Special Resolution **Resolution No.6:** To Re-appoint Mr. Satish Kumar Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	16290887	16290887	100	16290887	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	0	NA	0
	Total	16290887	16290887	100	16290887	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	1466883	1466883	100	1466883	0	100	0
	Poll	21061	21061	100	20553	500	97.59	2.37
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1487944	1487944	100	1487436	500	99.97	0.03
Total		17778831	17778831	100.00	17778323	500	100.00	0.00

Resolution required: (Ordinary/ Special)			Special Resolution **Resolution No.7:** To Re-appoint Mr. Sunil Kumar Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	16290887	16290887	100	16290887	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	0	NA	0
	Total	16290887	16290887	100	16290887	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	1466883	1466883	100	1466883	0	100	0
	Poll	21061	21061	100	20553	500	97.59	2.37
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1487944	1487944	100	1487436	500	99.97	0.03
Total		17778831	17778831	100.00	17778323	500	100.00	0.00

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Resolution required: (Ordinary/ Special)			Special Resolution **Resolution No.8:** To Re-appoint Mr. Saurabh Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	16290887	16290887	100	16290887	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	0	NA	0
	Total	16290887	16290887	100	16290887	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	1466883	1466883	100	1466883	0	100	0
	Poll	21061	21061	100	20553	500	97.59	2.37
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1487944	1487944	100	1487436	500	99.97	0.03
Total		17778831	17778831	100.00	17778323	500	100.00	0.00

Resolution required: (Ordinary/ Special)			Special Resolution **Resolution No. 9:** To Re-appoint Mr. Sachin Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	16290887	16290887	100	16290887	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	0	NA	0
	Total	16290887	16290887	100	16290887	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	1466883	1466883	100	1466883	0	100	0
	Poll	21061	21061	100	20553	500	97.59	2.37
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1487944	1487944	100	1487436	500	99.97	0.03
Total		17778831	17778831	100.00	17778323	500	100.00	0.00

KAMDHENU LIMITED

ANNEXURE - 2

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CHANDRASEKARAN ASSOCIATES®
COMPANY SECRETARIES

Scrutinizer's Report on remote e-voting and voting at the Annual General meeting

To,
The Chairman
22nd Annual General Meeting of the Equity Shareholders
Kamdhenu Limited (Formerly known as Kamdhenu Ispat Limited)

Date of Meeting: September 27, 2016
Time of Meeting: At 10:00 a.m.
Venue of the Meeting: Khasra No -841/1(2-8)847(2-16),
behind Rajasthan Petrol Pump, Village Rajokari,
Vasant Vihar, New Delhi-110038

Dear Sir,

I, Rupesh Agarwal, Partner of M/s Chandrasekaran Associates having its office at 11F, Pocket IV, Mayur Vihar Phase -I New Delhi-110091, was appointed as Scrutinizer of M/s. Kamdhenu Limited (Formerly known as Kamdhenu Ispat Limited) ("Company")for remote e-voting and Voting at the Annual General Meeting in respect of the below mentioned resolutions considered at 22ndAnnual General Meeting of the Equity Shareholders of the Company as per notice dated May 27, 2016.

The Notice dated May 27, 2016 convening the 22nd Annual General Meeting along with statement setting out material facts under Section 102 of the Companies Act 2013 ("Act") were sent to the shareholders in respect of the below mentioned resolutions considered at Annual General Meeting of the Equity Shareholders of the Company held on 27th September, 2016

The Company has availed the remote e-voting facilities offered by Karvy Computershare Private Limited (Karvy) for conducting e-voting by the shareholders of the Company.

The remote e-voting period remain opened from Saturday, September 24, 2016 (9:00 am IST) and concluded on Monday, September 26, 2016 (5:00 pm IST)

Counter signed by Chairman

Signed by Scrutinizer

CHANDRASEKARAN ASSOCIATES * RUPESH AGARWAL * ACS - 16302 CP. - 5573 * PARTNER * COMPANY SECRETARIES

11-F, Pocket-IV, Mayur Vihar Phase-I, Delhi-110 091.
Phone : 2271 0514, 2271 3708, E-mail : info@cacsindia.com, visit us at : www.cacsindia.com

The shareholders holding shares as on Tuesday 20th September, 2016 (Cutoff date) were entitled to vote on the proposed resolutions as set out in the Notice of the 22nd Annual General Meeting of the Company.

Further, the Chairman announced the poll at the Annual General Meeting for the Shareholders who have attended the meeting and have not cast their vote earlier through remote e-voting.

After the time fixed for voting through poll at Annual General Meeting venue, i.e. between 10:30 A.M to 11:00 A.M, ballot boxes kept for polling were locked in my presence with due identification Marks placed by me.

The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Karvy Computershare Private Limited (Karvy), Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company.

The votes (remote e-voting) were unblocked on Tuesday, 27th September 2016 around 2:15 P.M in the presence of two witnesses, Ms. Akansha Goel R/o, F-8/23, Krishna Nagar, New Delhi – 110051 and Mr. Kawaljeet Singh Gulati R/o U-137, Shakarpur, Delhi-110092 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Akansha Goel
Akansha Goel

Kawaljeet Singh Gulati

The Register of voting, i.e. vote cast through remote e-voting and voting through poll at the Annual General Meeting marked as annexure-A.

Based on the data downloaded from the website of the Karvy Computershare Private Limited (Karvy) for the e-voting process and poll conducted at the Annual General Meeting venue, we now submit our combined report (e-voting and Poll) as under:

Counter signed by Chairman

Signed by Scrutinizer

CHANDRASEKARAN ASSOCIATES
RUPESH AGARWAL
ACS - 16302
CP. - 5573
PARTNER
COMPANY SECRETARIES

1. The result of the voting as per aforesaid Register is as under:

Resolution 1- To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016, the reports of the Board of Directors and Auditors thereon: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100.00
Physical Ballot	47	20561	20553	41	20553	100.00
Total	**81**	**17778331**	**17778323**	**75**	**17778323**	**100.00**

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	47	20561	20553	0	0	0
Total	**81**	**17778331**	**17778323**	**0**	**0**	**0**

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Physical Ballot	6	8
Total	**6**	**8**

Counter signed by Chairman

Signed by Scrutinizer

CHANDRASEKARAN ASSOCIATES RAJESH AGARWAL ACS - 16302 CP. - 5973

Resolution 2 –To declare a dividend of Rs. 0.70/- per Equity Shares having face value of Rs.10/- each fully paid-up for the Financial Year ended 31st March, 2016: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100
Physical Ballot	48	21061	21061	41	20853	99.01
Total	**82**	**17778831**	**17778831**	**75**	**17778623**	**100.00**

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1	200	0.95
Total	**82**	**17778831**	**17778831**	**1**	**200**	**0.95**

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Physical Ballot	6	8
Total	**6**	**8**

Counter signed by Chairman

Signed by Scrutinizer

Resolution 3 –To appoint a Director in place of Mr. Sunil Kumar Agarwal (DIN: 00005973), who retires by rotation and being eligible, offers himself for re-appointment: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
Total	**82**	**17778831**	**17778831**	**75**	**17778323**	**100.00**

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1	500	2.37
Total	**82**	**17778831**	**17778831**	**1**	**500**	**2.37**

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Physical Ballot	6	8
Total	**6**	**8**

Counter signed by Chairman

Signed by Scrutinizer

CHANDRASEKARAN ASSOCIATES * COMPANY SECRETARIES * CP. - 5573 PARTNER

Resolution 4 –To appoint M/s S. Singhal & Co., Chartered Accountants, having Firm Registration No. 001526C, with The Institute of Chartered Accountants of India, the retiring auditors, to hold office as auditors from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company at remuneration to be decided by the Board of Directors on the recommendation of Audit Committee: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
Total	**82**	**17778831**	**17778831**	**75**	**17778323**	**100.00**

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1	500	2.37
Total	**82**	**17778831**	**17778831**	**1**	**500**	**2.37**

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Physical Ballot	6	8
Total	**6**	**8**

Counter signed by Chairman

Signed by Scrutinizer

CHANDRASEKARAN ASSOCIATES * COMPANY SECRETARIES * CP. - 5673 PARTNER

Resolution 5 –To approve the remuneration of the Cost Auditors for the financial year ending March 31, 2017: (Ordinary Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
Total	**82**	**17778831**	**17778831**	**75**	**17778323**	**100.00**

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1	500	2.37
Total	**82**	**17778831**	**17778831**	**1**	**500**	**2.37**

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Physical Ballot	6	8
Total	**6**	**8**

Counter signed by Chairman

Signed by Scrutinizer

Resolution 6 – To Re-appoint Mr. Satish Kumar Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020: (Special Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
Total	**82**	**17778831**	**17778831**	**75**	**17778323**	**100.00**

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1	500	2.37
Total	**82**	**17778831**	**17778831**	**1**	**500**	**2.37**

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Physical Ballot	6	8
Total	**6**	**8**

Counter signed by Chairman

Signed by Scrutinizer

Resolution 7 –To Re-appoint Mr. Sunil Kumar Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020: (Special Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
Total	**82**	**17778831**	**17778831**	**75**	**17778323**	**100.00**

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1	500	2.37
Total	**82**	**17778831**	**17778831**	**1**	**500**	**2.37**

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Physical Ballot	6	8
Total	**6**	**8**

Counter signed by Chairman

Signed by Scrutinizer

CHANDRASEKARAN ASSOCIATES ACS - 46502 CP. - 5673

Resolution 8 –To Re-appoint Mr. Saurabh Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020: (Special Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
Total	**82**	**17778831**	**17778831**	**75**	**17778323**	**100.00**

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1	500	2.37
Total	**82**	**17778831**	**17778831**	**1**	**500**	**2.37**

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Physical Ballot	6	8
Total	**6**	**8**

Counter signed by Chairman

Signed by Scrutinizer

Resolution 9 –To Re-appoint Mr. Sachin Agarwal as Whole Time Director of the Company and approval of remuneration payable to him with effect from 1st April, 2017 upto 31st March, 2020 :(Special Resolution)

a) Votes in favour of the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in favour of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	34	17757770	100.00
Physical Ballot	48	21061	21061	41	20553	97.59
Total	**82**	**17778831**	**17778831**	**75**	**17778323**	**100.00**

b) Votes against the resolution:

Particulars	Number of members voted	Total Number of shares held by them	Total Number of valid votes	Number of members voted in against of Resolution	Number of votes cast by them	% of total number of valid votes cast
e-Voting	34	17757770	17757770	0	0	0
Physical Ballot	48	21061	21061	1	500	2.37
Total	**82**	**17778831**	**17778831**	**1**	**500**	**2.37**

c) Invalid votes:

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
e-Voting	0	0
Physical Ballot	6	8
Total	**6**	**8**

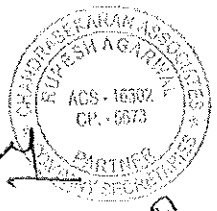
Counter signed by Chairman

Signed by Scrutinizer

ACS - 16302
CP. - 5973

2. The poll papers and other relevant records shall remain in the safe custody of Scrutinizer, until the Chairman signed the minutes of this Annual General Meeting and thereafter the same shall be handed over to the Company Secretary of the Company.

Thanking you,
Yours faithfully,



Rupesh Agarwal
Partner
Chandrasekaran Associates
Company Secretaries
Membership No. A16302
CP No.:5673
Place: Delhi
Date:

Counter signed by Chairman