

Sect/47  
16 May 2015

By Hand/E-mail/Courier

The Secretary  
The Calcutta Stock Exchange Limited  
7 Lyons Range  
Kolkata – 700 001

The General Manager  
Department of Corporate Services  
BSE Limited  
New Trading Ring, Rotunda Building 1<sup>st</sup> Floor  
P.J. Towers, Dalal Street  
Fort, Mumbai – 400 001

The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No.C/1, G- Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051

Dear Sir/Madam,

**Announcement of voting results of 79<sup>th</sup> Annual General Meeting**

We wish to inform you that the 79<sup>th</sup> Annual General meeting (AGM) of the Company was held on Friday, 15 May 2015 at the Kala Mandir Auditorium, 48 Shakespeare Sarani, Kolkata 700 017 at 10.00 a.m. to transact the ordinary/special businesses contained in the Notice dated 3 April 2015 convening the 79<sup>th</sup> AGM.

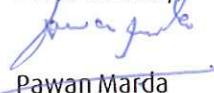
In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended and Clause 35B of the Listing Agreement, the Company had extended the facility of remote e-voting and voting at the meeting through electronic means and Ballot to the Members of the Company in respect of the business transacted at the 79<sup>th</sup> AGM.

We are enclosing herewith the voting results of the 79<sup>th</sup> AGM in respect of all the items of businesses as per the Notice of the 79<sup>th</sup> AGM along with the Scrutinizer's Report dated 15 May 2015 with a request to please disseminate the results along with the Scrutinizer's report on your website for information of the Members and investors.

This may be treated as compliance with Rule 20(4)(xvi) of the aforesaid Rules. The voting results in the format prescribed under Clause 35A of the Listing Agreement shall be submitted separately within stipulated timeline.

Thanking you,

Yours faithfully,



**Pawan Marda**  
Asst. Vice President & Company Secretary

Encl: as above

ANNOUNCEMENT OF VOTING RESULTS OF 79<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON 15 MAY 2015

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended vide Companies (Management and Administration) Amendment Rules, 2015 w.e.f. 19 March 2015 and Clause 35B of the Listing Agreement entered into with the Stock Exchanges, the Company had extended the facility of remote e-voting and voting at the meeting through electronic means and Ballot in respect of the business transacted at its 79<sup>th</sup> Annual General Meeting (AGM) held at the Kala Mandir Auditorium, 48 Shakespeare Sarani, Kolkata 700 017 on Friday, 15 May 2015 at 10.00 a.m.

As per the enclosed Scrutinizer's Report dated 15 May 2015 submitted by Mr S. M. Gupta, Proprietor of Messrs S. M. Gupta & Co., Company Secretaries (Membership No. FCS-896), Kolkata, the Scrutinizer appointed by the Board of Directors for the 79<sup>th</sup> AGM of the Company, the voting results of all the resolutions contained in the Notice dated 3 April 2015 convening the 79<sup>th</sup> AGM are as follows:

| Resol. Sl. No. | Brief particulars of Resolution                                                      | No. of shares & % of valid votes cast by electronic means & Ballot in <u>FAVOUR</u> of the Resolution | No. of shares & % of valid votes cast by electronic means & Ballot <u>AGAINST</u> the Resolution | RESULT                       |
|----------------|--------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------|------------------------------|
| 1.             | Ordinary Resolution:<br>Adoption of Accounts and Reports                             | 77171981<br>100%                                                                                      | 0<br>0.00%                                                                                       | Passed by requisite majority |
| 2.             | Ordinary Resolution:<br>Declaration of Dividend                                      | 77171980<br>100%                                                                                      | 1<br>0.00%                                                                                       | Passed by requisite majority |
| 3.             | Ordinary Resolution:<br>Appointment of Director retiring by rotation                 | 77168419<br>99.99%                                                                                    | 3162<br>0.01%                                                                                    | Passed by requisite majority |
| 4.             | Ordinary Resolution:<br>Appointment of Auditors                                      | 77171380<br>100%                                                                                      | 601<br>0.00%                                                                                     | Passed by requisite majority |
| 5.             | Ordinary Resolution:<br>Appointment of Director (Ms Desiree Co Bacher)               | 77168819<br>100%                                                                                      | 3162<br>0.00%                                                                                    | Passed by requisite majority |
| 6.             | Special Resolution:<br>Approval of remuneration of Managing Director                 | 77168618<br>100%                                                                                      | 3163<br>0.00%                                                                                    | Passed by requisite majority |
| 7.             | Special Resolution:<br>Approval of new set of Articles of Association                | 77171381<br>100%                                                                                      | 600<br>0.00%                                                                                     | Passed by requisite majority |
| 8.             | Ordinary Resolution:<br>Approval of payment of commission to Non-Executive Directors | 77171305<br>100%                                                                                      | 676<br>0.00%                                                                                     | Passed by requisite majority |
| 9.             | Ordinary Resolution:<br>Ratification of remuneration of Cost Auditors                | 77171970<br>100%                                                                                      | 1<br>0.00%                                                                                       | Passed by requisite majority |

Accordingly, the Ordinary Resolution nos. 1 to 5 (both inclusive), 8 and 9 of the 79<sup>th</sup> AGM Notice dated 3 April 2015 and the Special Resolutions, being resolution nos. 6 & 7 of the 79<sup>th</sup> AGM Notice dated 3 April 2015 have been declared approved by the Members with requisite majority.

Date: 16 May 2015  
Place: Kolkata



*M. D. Banerjee*  
Moloy Banerjee  
Managing Director

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Website : www.smguptaco.com

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Mobile : 98300 57568

**S. M. GUPTA & CO.**  
COMPANY SECRETARIES  
P-15, BENTINCK STREET, CALCUTTA-700 001

Ref. No.....

Dated 15-05-2015

**Scrutinizer's Report**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]*

To,  
The Chairman/Managing Director  
Linde India Limited  
Oxygen House  
P-43 Taratala Road  
Kolkata-700 088

Dear Sir,

I, S. M. Gupta, Proprietor of M/s. S. M. Gupta & Co., Company Secretaries having its office at P-15, Bentinck Street, Kolkata - 700 001 was appointed as a Scrutinizer by Linde India Limited ("the Company") for the purpose of scrutinizing the voting process (electronically or otherwise) at the 79th Annual General Meeting of the Shareholders of the Company, held on Friday, 15 day of May, 2015 at 10 a.m. at Kala Mandir Auditorium, 48 Shakespeare Sarani, Kolkata - 700 017 in a fair and transparent manner and ascertaining the requisite majority of voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 on the below mentioned resolution(s). The Company had provided to the Members facility of remote e-voting and voting at the Annual General Meeting by electronic means and Ballot. We submit our report as under:

- 1. The remote e-voting period started on Tuesday, 12 May 2015 at 9.00 a.m. and ended on Thursday, 14 May 2015 at 5.00 p.m. and the members were required to cast their vote electronically conveying their assent/dissent in respect of the Ordinary/Special Resolutions on e-voting platform provided by NSDL.**
2. The members who attended the meeting were provided with the facility of voting through electronic means and Ballot.



*S. M. Gupta*

3. The shareholders holding shares as on the "cut off" date i.e. 08.05.2015 were entitled to vote on the proposed resolutions (item no. 1 to 9 as set out in the notice of the 79<sup>th</sup> Annual General Meeting of the Company)
4. Votes cast under the remote e-voting were disabled by NSDL on **Thursday, 14 May 2015 at 5.00 p.m.**
5. The votes were unblocked on 15.05.2015 at around 02.00 p.m. in the presence of two witnesses, Ms. Poulomi Datta and Mr. Rohit Goyal both working for gain at P-15, Bentinck Street, Kolkata- 700 001 who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Poulomi Datta /

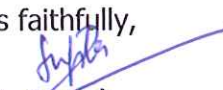
Name: Poulomi Datta

Rohit Goyal

Name: Rohit Goyal

- Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "FOR" and "AGAINST", were downloaded from the e-voting website of the National Securities Depository Limited (NSDL). ([https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com) ) – Annexure "A "
6. The result of the e-voting and ballot are annexed.
  7. The Register, all other papers and relevant records relating to electronic voting / voting by ballots shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting where after the same will be handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,

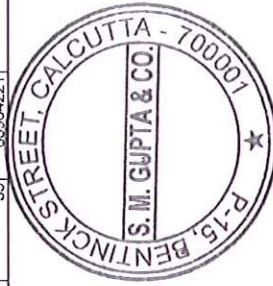
  
(S. M. Gupta)  
S. M. Gupta & Co.  
Company Secretaries  
Membership Number: FCS-896  
Place: CALCUTTA  
Dated: 15.05.2015





| REPORT OF SCRUTINIZER SHOWING RESULT OF VOTING DONE FOR 79th ANNUAL GENERAL MEETING OF LINDE INDIA LTD HELD ON 15.05.2015 |                                                              |                     |                     |               |          |                     |               |               |                     |               |                     |               |                     |              |         |   |              |                                              |
|---------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|---------------------|---------------------|---------------|----------|---------------------|---------------|---------------|---------------------|---------------|---------------------|---------------|---------------------|--------------|---------|---|--------------|----------------------------------------------|
| S.No                                                                                                                      | Resolution                                                   | Class of            | Remote E-voting     |               |          | E-voting            |               |               | Physical ballot     |               |                     | For           |                     |              | Total   |   | Total shares | Remarks                                      |
|                                                                                                                           |                                                              |                     | No. of shareholders | No. of shares | Against  | No. of shareholders | No. of shares | No. of shares | No. of shareholders | No. of shares | No. of shareholders | No. of shares | No of share holders | No of shares | percent |   |              |                                              |
| 1                                                                                                                         | Adoption of Accounts and Reports                             | Ordinary Resolution | 29                  | 0             | 13207739 | 0                   | 2             | 11            | 36                  | 63964231      |                     |               | 67                  | 77171981     | 100     | 0 | 0            | 77171981                                     |
| 2                                                                                                                         | Declaration of dividend                                      | Ordinary Resolution | 28                  | 1             | 13207738 | 1                   | 2             | 11            | 36                  | 63964231      |                     |               | 66                  | 77171980     | 100     | 1 | 1            | 77171981                                     |
| 3                                                                                                                         | Appointment of Director retiring by rotation                 | Ordinary Resolution | 27                  | 2             | 13204577 | 3162                | 2             | 11            | 34                  | 63963831      |                     |               | 65                  | 77168419     | 99.99   | 2 | 3162         | 0.01                                         |
| 4                                                                                                                         | Appointment of Auditors                                      | Ordinary Resolution | 27                  | 2             | 13207138 | 601                 | 2             | 11            | 36                  | 63964231      |                     |               | 65                  | 77171390     | 100     | 2 | 601          | 0.01                                         |
| 5                                                                                                                         | Appointment of Director (Ms. Desiree Co Bacher)              | Ordinary Resolution | 27                  | 2             | 13204577 | 3162                | 2             | 11            | 36                  | 63964231      |                     |               | 65                  | 77168819     | 100     | 2 | 3162         | 0.01                                         |
| 6                                                                                                                         | Approval of remuneration of Managing Director                | Special Resolution  | 26                  | 3             | 13204576 | 3163                | 2             | 11            | 35                  | 63964031      |                     |               | 64                  | 77168618     | 100     | 3 | 3163         | 0.01                                         |
| 7                                                                                                                         | Adoption of new set of Articles of Association               | Special Resolution  | 28                  | 1             | 13207139 | 600                 | 2             | 11            | 36                  | 63964231      |                     |               | 66                  | 77171381     | 100     | 1 | 600          | 0.01                                         |
| 8                                                                                                                         | Approval for payment of commission to Non-Executive Director | Ordinary Resolution | 25                  | 4             | 13207063 | 676                 | 2             | 11            | 36                  | 63964231      |                     |               | 63                  | 77171305     | 100     | 4 | 676          | 0.01                                         |
| 9                                                                                                                         | Ratification of remuneration of cost auditor                 | Ordinary Resolution | 28                  | 1             | 13207738 | 1                   | 2             | 11            | 35                  | 63964221      |                     |               | 66                  | 77171970     | 99.99   | 1 | 1            | 0.01                                         |
|                                                                                                                           |                                                              |                     |                     |               |          |                     |               |               |                     |               |                     |               |                     |              |         |   |              | One Share Holder Holding 10 Shares Abstained |

NOT: 1. Remote Voting was done by 29 shareholders holding 13207739 shares.  
2. E-voting at AGM Venue was done by 2 Shareholders holding 11 shares  
3. Voting by Physical Ballot was done by 35 valid voters holding 63964231 shares  
4. 2 Ballot papers were cancelled  
5. 5 Ballot papers were invalid  
6. Accordingly all resolutions were passed with requisite majority



*[Handwritten signature]*

(Annexure to the Scrutinizer's Report dated 15 May 2015)

**Result of voting of the 79<sup>th</sup> Annual General Meeting of Linde India Limited held on 15 May 2015 through e-voting & Ballot**

**Resolution No. 1: Adoption of Accounts and Reports (Ordinary Resolution)**

| Promoter/<br>Public                  | Manner<br>of<br>Voting        | No. of<br>Shares<br>held | No. of<br>votes<br>polled | % of votes<br>polled on<br>outstanding<br>shares | No of<br>Votes – in<br>favour | No of<br>Votes<br>–<br>against | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |
|--------------------------------------|-------------------------------|--------------------------|---------------------------|--------------------------------------------------|-------------------------------|--------------------------------|--------------------------------------------|------------------------------------------|
|                                      |                               | (1)                      | (2)                       | (3) =<br>[(2)/(1)]*100                           | (4)                           | (5)                            | (6) =<br>[(4)/(2)]*100                     | (7) =<br>[(5)/(2)]*100                   |
| Promoter<br>and<br>Promoter<br>Group | Remote<br>e-<br>voting        | -                        | -                         | -                                                | -                             | -                              |                                            |                                          |
|                                      | e-<br>voting<br>at<br>AGM     | -                        | -                         | -                                                | -                             | -                              |                                            |                                          |
|                                      | Ballot<br>at<br>AGM           | 63963167                 | 63963167                  | 75%                                              | 63963167                      | 0                              |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(A)</b> | <b>63963167</b>          | <b>63963167</b>           | <b>75%</b>                                       | <b>63963167</b>               | <b>0</b>                       | <b>100%</b>                                | <b>0</b>                                 |
| Public-<br>Institutional<br>holders  | Remote<br>e-<br>voting        | 13207413                 | 13206163                  | 15.48%                                           | 13206163                      | 0                              |                                            |                                          |
|                                      | e-<br>voting<br>at<br>AGM     | -                        | -                         | -                                                | -                             | -                              |                                            |                                          |
|                                      | Ballot<br>at<br>AGM           | -                        | -                         | -                                                | -                             | -                              |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(B)</b> | <b>13207413</b>          | <b>13206163</b>           | <b>15.48%</b>                                    | <b>13206163</b>               | <b>0</b>                       | <b>100%</b>                                | <b>0</b>                                 |
| Public –<br>Others                   | Remote<br>e-<br>voting        | 1576                     | 1576                      | 0.00%                                            | 1576                          | 0                              |                                            |                                          |
|                                      | e-<br>voting<br>at<br>AGM     | 11                       | 11                        | 0.00%                                            | 11                            | 0                              |                                            |                                          |
|                                      | Ballot<br>at<br>AGM           | 1064                     | 1064                      | 0.00%                                            | 1064                          | 0                              |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(C)</b> | <b>2651</b>              | <b>2651</b>               | <b>0.00%</b>                                     | <b>2651</b>                   | <b>0</b>                       | <b>100%</b>                                | <b>0</b>                                 |
| <b>Grand Total (D) =<br/>A+B+C</b>   |                               | <b>77173231</b>          | <b>77171981</b>           | <b>90.48%</b>                                    | <b>77171981</b>               | <b>0</b>                       | <b>100%</b>                                | <b>0</b>                                 |

MR



## Resolution No. 2: Declaration of Dividend (Ordinary Resolution)

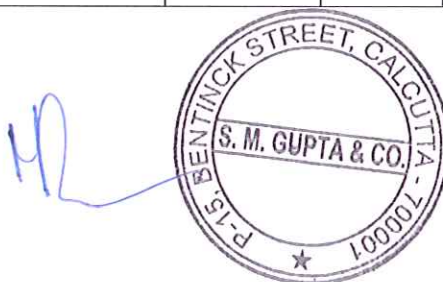
| Promoter/<br>Public                  | Manner<br>of<br>Voting        | No. of<br>Shares<br>held | No. of<br>votes<br>polled | % of votes polled on<br>outstanding shares | No of<br>Votes –<br>in favour | No of<br>Votes<br>–<br>against | % of Votes<br>in favour on<br>votes polled | % of Votes<br>against on<br>votes polled |
|--------------------------------------|-------------------------------|--------------------------|---------------------------|--------------------------------------------|-------------------------------|--------------------------------|--------------------------------------------|------------------------------------------|
|                                      |                               | (1)                      | (2)                       | (3) = [(2)/(1)]*100                        | (4)                           | (5)                            | (6) =<br>[(4)/(2)]*100                     | (7) =<br>[(5)/(2)]*100                   |
| Promoter<br>and<br>Promoter<br>Group | Remote<br>e-<br>voting        | -                        | -                         | -                                          | -                             | -                              |                                            |                                          |
|                                      | e-<br>voting<br>at<br>AGM     | -                        | -                         | -                                          | -                             | -                              |                                            |                                          |
|                                      | Ballot<br>at<br>AGM           | 63963167                 | 63963167                  | 75%                                        | 63963167                      | 0                              |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(A)</b> | <b>63963167</b>          | <b>63963167</b>           | <b>75%</b>                                 | <b>63963167</b>               | <b>0</b>                       | <b>100%</b>                                | <b>0</b>                                 |
| Public-<br>Institutional<br>holders  | Remote<br>e-<br>voting        | 13207413                 | 13206163                  | 15.48%                                     | 13206163                      | 0                              |                                            |                                          |
|                                      | e-<br>voting<br>at<br>AGM     | -                        | -                         | -                                          | -                             | -                              |                                            |                                          |
|                                      | Ballot<br>at<br>AGM           | -                        | -                         | -                                          | -                             | -                              |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(B)</b> | <b>13207413</b>          | <b>13206163</b>           | <b>15.48%</b>                              | <b>13206163</b>               | <b>0</b>                       | <b>100%</b>                                | <b>0</b>                                 |
| Public –<br>Others                   | Remote<br>e-<br>voting        | 1576                     | 1576                      | 0.00%                                      | 1575                          | 1                              |                                            |                                          |
|                                      | e-<br>voting<br>at<br>AGM     | 11                       | 11                        | 0.00%                                      | 11                            | 0                              |                                            |                                          |
|                                      | Ballot<br>at<br>AGM           | 1064                     | 1064                      | 0.00%                                      | 1064                          | 0                              |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(C)</b> | <b>2651</b>              | <b>2651</b>               | <b>0.00%</b>                               | <b>2650</b>                   | <b>1</b>                       | <b>100%</b>                                | <b>0</b>                                 |
| <b>Grand Total (D) =<br/>A+B+C</b>   |                               | <b>77173231</b>          | <b>77171981</b>           | <b>90.49%</b>                              | <b>77171980</b>               | <b>1</b>                       | <b>100%</b>                                | <b>0</b>                                 |





**Resolution No. 3: Appointment of Director retiring by rotation (Ordinary Resolution)**

| Promoter/<br>Public                  | Manner<br>of<br>Voting        | No. of<br>Shares<br>held | No. of<br>votes<br>polled | % of votes<br>polled on<br>outstanding<br>shares | No of<br>Votes – in<br>favour | No of<br>Votes –<br>against | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |
|--------------------------------------|-------------------------------|--------------------------|---------------------------|--------------------------------------------------|-------------------------------|-----------------------------|--------------------------------------------|------------------------------------------|
|                                      |                               | (1)                      | (2)                       | (3) =<br>[(2)/(1)]*100                           | (4)                           | (5)                         | (6) =<br>[(4)/(2)]*100                     | (7) =<br>[(5)/(2)]*100                   |
| Promoter<br>and<br>Promoter<br>Group | Remote<br>e-<br>voting        | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | e-<br>voting<br>at AGM        | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot<br>at AGM              | 63963167                 | 63963167                  | 75%                                              | 63963167                      | 0                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(A)</b> | <b>63963167</b>          | <b>63963167</b>           | <b>75%</b>                                       | <b>63963167</b>               | <b>0</b>                    | <b>100%</b>                                | <b>0</b>                                 |
| Public-<br>Institutional<br>holders  | Remote<br>e-<br>voting        | 13207413                 | 13206163                  | 15.48%                                           | 13203601                      | 2562                        |                                            |                                          |
|                                      | e-<br>voting<br>at AGM        | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot<br>at AGM              | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(B)</b> | <b>13207413</b>          | <b>13206163</b>           | <b>15.48%</b>                                    | <b>13203601</b>               | <b>2562</b>                 | <b>99.98%</b>                              | <b>0.02%</b>                             |
| Public –<br>Others                   | Remote<br>e-<br>voting        | 1576                     | 1576                      | 0.00%                                            | 976                           | 600                         |                                            |                                          |
|                                      | e-<br>voting<br>at AGM        | 11                       | 11                        | 0.00%                                            | 11                            | 0                           |                                            |                                          |
|                                      | Ballot<br>at AGM              | 664                      | 664                       | 0.00%                                            | 664                           | 0                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(C)</b> | <b>2251</b>              | <b>2251</b>               | <b>0.00%</b>                                     | <b>1651</b>                   | <b>600</b>                  | <b>73.35%</b>                              | <b>26.65%</b>                            |
| <b>Grand Total (D) =<br/>A+B+C</b>   |                               | <b>77172831</b>          | <b>77171581</b>           | <b>90.48%</b>                                    | <b>77168419</b>               | <b>3162</b>                 | <b>99.99%</b>                              | <b>0.01%</b>                             |



**Resolution No. 4: Appointment of Auditors (Ordinary Resolution)**

| Promoter/<br>Public                  | Manner<br>of<br>Voting        | No. of<br>Shares<br>held | No. of<br>votes<br>polled | % of votes<br>polled on<br>outstanding<br>shares | No of<br>Votes – in<br>favour | No of<br>Votes –<br>against | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |
|--------------------------------------|-------------------------------|--------------------------|---------------------------|--------------------------------------------------|-------------------------------|-----------------------------|--------------------------------------------|------------------------------------------|
|                                      |                               | (1)                      | (2)                       | (3) =<br>[(2)/(1)]*100                           | (4)                           | (5)                         | (6) =<br>[(4)/(2)]*100                     | (7) =<br>[(5)/(2)]*100                   |
| Promoter<br>and<br>Promoter<br>Group | Remote<br>e-<br>voting        | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | e-<br>voting<br>at AGM        | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot<br>at AGM              | 63963167                 | 63963167                  | 75%                                              | 63963167                      | 0                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(A)</b> | <b>63963167</b>          | <b>63963167</b>           | <b>75%</b>                                       | <b>63963167</b>               | <b>0</b>                    | <b>100%</b>                                | <b>0</b>                                 |
| Public-<br>Institutional<br>holders  | Remote<br>e-<br>voting        | 13207413                 | 13206163                  | 15.48%                                           | 13206163                      | 0                           |                                            |                                          |
|                                      | e-<br>voting<br>at AGM        | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot<br>at AGM              | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(B)</b> | <b>13207413</b>          | <b>13206163</b>           | <b>15.48%</b>                                    | <b>13206163</b>               | <b>0</b>                    | <b>100%</b>                                | <b>0</b>                                 |
| Public –<br>Others                   | Remote<br>e-<br>voting        | 1576                     | 1576                      | 0.00%                                            | 975                           | 601                         |                                            |                                          |
|                                      | e-<br>voting<br>at AGM        | 11                       | 11                        | 0.00%                                            | 11                            | 0                           |                                            |                                          |
|                                      | Ballot<br>at AGM              | 1064                     | 1064                      | 0.00%                                            | 1064                          | 0                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(C)</b> | <b>2651</b>              | <b>2651</b>               | <b>0.00%</b>                                     | <b>2050</b>                   | <b>601</b>                  | <b>77.33%</b>                              | <b>22.67%</b>                            |
| <b>Grand Total (D) =<br/>A+B+C</b>   |                               | <b>77173231</b>          | <b>77171981</b>           | <b>90.48%</b>                                    | <b>77171380</b>               | <b>601</b>                  | <b>100.00%</b>                             | <b>0.00%</b>                             |



**Resolution No. 5: Appointment of Director (Ms Desiree Co Bacher) (Ordinary Resolution)**

| Promoter/<br>Public                  | Manner<br>of<br>Voting | No. of<br>Shares<br>held | No. of<br>votes<br>polled | % of votes<br>polled on<br>outstanding<br>shares | No of<br>Votes – in<br>favour | No of<br>Votes –<br>against | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |
|--------------------------------------|------------------------|--------------------------|---------------------------|--------------------------------------------------|-------------------------------|-----------------------------|--------------------------------------------|------------------------------------------|
|                                      |                        | (1)                      | (2)                       | (3) =<br>[(2)/(1)]*100                           | (4)                           | (5)                         | (6) =<br>[(4)/(2)]*100                     | (7) =<br>[(5)/(2)]*100                   |
| Promoter<br>and<br>Promoter<br>Group | Remote<br>e-<br>voting | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | e-<br>voting<br>at AGM | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot<br>at AGM       | 63963167                 | 63963167                  | 75%                                              | 63963167                      | 0                           |                                            |                                          |
|                                      | Sub-<br>total<br>(A)   | 63963167                 | 63963167                  | 75%                                              | 63963167                      | 0                           | 100%                                       | 0                                        |
| Public-<br>Institutional<br>holders  | Remote<br>e-<br>voting | 13207413                 | 13206163                  | 15.48%                                           | 13203601                      | 2562                        |                                            |                                          |
|                                      | e-<br>voting<br>at AGM | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot<br>at AGM       | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Sub-<br>total<br>(B)   | 13207413                 | 13206163                  | 15.48%                                           | 13203601                      | 2562                        | 99.98%                                     | 0.02%                                    |
| Public –<br>Others                   | Remote<br>e-<br>voting | 1576                     | 1576                      | 0.00%                                            | 976                           | 600                         |                                            |                                          |
|                                      | e-<br>voting<br>at AGM | 11                       | 11                        | 0.00%                                            | 11                            | 0                           |                                            |                                          |
|                                      | Ballot<br>at AGM       | 1064                     | 1064                      | 0.00%                                            | 1064                          | 0                           |                                            |                                          |
|                                      | Sub-<br>total<br>(C)   | 2651                     | 2651                      | 0.00%                                            | 2051                          | 600                         | 77.37%                                     | 22.63%                                   |
| <b>Grand Total (D) =<br/>A+B+C</b>   |                        | <b>77173231</b>          | <b>77171981</b>           | <b>90.49%</b>                                    | <b>77168819</b>               | <b>3162</b>                 | <b>100%</b>                                | <b>0</b>                                 |



**Resolution No. 6: Approval of remuneration of Managing Director (Special Resolution)**

| Promoter/<br>Public                  | Manner<br>of<br>Voting        | No. of<br>Shares<br>held | No. of<br>votes<br>polled | % of votes<br>polled on<br>outstanding<br>shares | No of<br>Votes – in<br>favour | No of<br>Votes –<br>against | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |
|--------------------------------------|-------------------------------|--------------------------|---------------------------|--------------------------------------------------|-------------------------------|-----------------------------|--------------------------------------------|------------------------------------------|
|                                      |                               | (1)                      | (2)                       | (3) =<br>[(2)/(1)]*100                           | (4)                           | (5)                         | (6) =<br>[(4)/(2)]*100                     | (7) =<br>[(5)/(2)]*100                   |
| Promoter<br>and<br>Promoter<br>Group | Remote<br>e-<br>voting        | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | e-<br>voting<br>at AGM        | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot<br>at AGM              | 63963167                 | 63963167                  | 75%                                              | 63963167                      | 0                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(A)</b> | <b>63963167</b>          | <b>63963167</b>           | <b>75%</b>                                       | <b>63963167</b>               | <b>0</b>                    | <b>100%</b>                                | <b>0</b>                                 |
| Public-<br>Institutional<br>holders  | Remote<br>e-<br>voting        | 13207413                 | 13206163                  | 15.48%                                           | 13203601                      | 2562                        |                                            |                                          |
|                                      | e-<br>voting<br>at AGM        | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot<br>at AGM              | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(B)</b> | <b>13207413</b>          | <b>13206163</b>           | <b>15.48%</b>                                    | <b>13203601</b>               | <b>2562</b>                 | <b>99.98%</b>                              | <b>0.02%</b>                             |
| Public –<br>Others                   | Remote<br>e-<br>voting        | 1576                     | 1576                      | 0.00%                                            | 975                           | 601                         |                                            |                                          |
|                                      | e-<br>voting<br>at AGM        | 11                       | 11                        | 0.00%                                            | 11                            | 0                           |                                            |                                          |
|                                      | Ballot<br>at AGM              | 864                      | 864                       | 0.00%                                            | 864                           | 0                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(C)</b> | <b>2451</b>              | <b>2451</b>               | <b>0.00%</b>                                     | <b>1850</b>                   | <b>601</b>                  | <b>75.48%</b>                              | <b>24.52%</b>                            |
| <b>Grand Total (D) =<br/>A+B+C</b>   |                               | <b>77173031</b>          | <b>77171781</b>           | <b>90.49%</b>                                    | <b>77168618</b>               | <b>3163</b>                 | <b>100%</b>                                | <b>0</b>                                 |



**Resolution No. 7: Adoption of new set of Articles of Association (Special Resolution)**

| Promoter/<br>Public                  | Manner<br>of<br>Voting        | No. of<br>Shares<br>held | No. of<br>votes<br>polled | % of votes<br>polled on<br>outstanding<br>shares | No of<br>Votes –<br>in favour | No of<br>Votes –<br>against | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |
|--------------------------------------|-------------------------------|--------------------------|---------------------------|--------------------------------------------------|-------------------------------|-----------------------------|--------------------------------------------|------------------------------------------|
|                                      |                               | (1)                      | (2)                       | (3) =<br>[(2)/(1)]*100                           | (4)                           | (5)                         | (6) =<br>[(4)/(2)]*100                     | (7) =<br>[(5)/(2)]*100                   |
| Promoter<br>and<br>Promoter<br>Group | Remote<br>e-voting            | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | e-voting<br>at AGM            | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot at<br>AGM              | 63963167                 | 63963167                  | 75%                                              | 63963167                      | 0                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(A)</b> | <b>63963167</b>          | <b>63963167</b>           | <b>75%</b>                                       | <b>63963167</b>               | <b>0</b>                    | <b>100%</b>                                | <b>0</b>                                 |
| Public-<br>Institutional<br>holders  | Remote<br>e-voting            | 13207413                 | 13206163                  | 15.48%                                           | 13206163                      | 0                           |                                            |                                          |
|                                      | e-voting<br>at AGM            | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot at<br>AGM              | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | <b>Sub-<br/>total (B)</b>     | <b>13207413</b>          | <b>13206163</b>           | <b>15.48%</b>                                    | <b>13206163</b>               | <b>0</b>                    | <b>100%</b>                                | <b>0</b>                                 |
| Public –<br>Others                   | Remote<br>e-voting            | 1576                     | 1576                      | 0.00%                                            | 976                           | 600                         |                                            |                                          |
|                                      | e-voting<br>at AGM            | 11                       | 11                        | 0.00%                                            | 11                            | 0                           |                                            |                                          |
|                                      | Ballot at<br>AGM              | 1064                     | 1064                      | 0.00%                                            | 1064                          | 0                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(C)</b> | <b>2651</b>              | <b>2651</b>               | <b>0.00%</b>                                     | <b>2051</b>                   | <b>600</b>                  | <b>77.37%</b>                              | <b>22.63%</b>                            |
| <b>Grand Total (D) =<br/>A+B+C</b>   |                               | <b>77173231</b>          | <b>77171981</b>           | <b>90.48%</b>                                    | <b>77171381</b>               | <b>600</b>                  | <b>100%</b>                                | <b>0</b>                                 |



*S. M. Gupta*

**Resolution No. 8: Approval of payment of commission to Non-Executive Director (Ordinary Resolution)**

| Promoter/<br>Public                  | Manner<br>of<br>Voting        | No. of<br>Shares<br>held | No. of<br>votes<br>polled | % of votes<br>polled on<br>outstanding<br>shares | No of<br>Votes –<br>in favour | No of<br>Votes –<br>against | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |
|--------------------------------------|-------------------------------|--------------------------|---------------------------|--------------------------------------------------|-------------------------------|-----------------------------|--------------------------------------------|------------------------------------------|
|                                      |                               | (1)                      | (2)                       | (3) =<br>[(2)/(1)]*100                           | (4)                           | (5)                         | (6) =<br>[(4)/(2)]*100                     | (7) =<br>[(5)/(2)]*100                   |
| Promoter<br>and<br>Promoter<br>Group | Remote<br>e-voting            | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | e-voting<br>at AGM            | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot at<br>AGM              | 63963167                 | 63963167                  | 75%                                              | 63963167                      | 0                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(A)</b> | <b>63963167</b>          | <b>63963167</b>           | <b>75%</b>                                       | <b>63963167</b>               | <b>0</b>                    | <b>100%</b>                                | <b>0</b>                                 |
| Public-<br>Institutional<br>holders  | Remote<br>e-voting            | 13207413                 | 13206163                  | 15.48%                                           | 13206163                      | 0                           |                                            |                                          |
|                                      | e-voting<br>at AGM            | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot at<br>AGM              | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | <b>Sub-<br/>total (B)</b>     | <b>13207413</b>          | <b>13206163</b>           | <b>15.48%</b>                                    | <b>13206163</b>               | <b>0</b>                    | <b>100%</b>                                | <b>0</b>                                 |
| Public –<br>Others                   | Remote<br>e-voting            | 1576                     | 1576                      | 0.00%                                            | 900                           | 676                         |                                            |                                          |
|                                      | e-voting<br>at AGM            | 11                       | 11                        | 0.00%                                            | 11                            | 0                           |                                            |                                          |
|                                      | Ballot at<br>AGM              | 1064                     | 1064                      | 0.00%                                            | 1064                          | 0                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(C)</b> | <b>2651</b>              | <b>2651</b>               | <b>0.00%</b>                                     | <b>1975</b>                   | <b>676</b>                  | <b>100%</b>                                | <b>0</b>                                 |
| <b>Grand Total (D) =<br/>A+B+C</b>   |                               | <b>77173231</b>          | <b>77171981</b>           | <b>90.49%</b>                                    | <b>77171305</b>               | <b>676</b>                  | <b>100%</b>                                | <b>0</b>                                 |



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**Resolution No. 9: Ratification of remuneration of Cost Auditors (Ordinary Resolution)**

| Promoter/<br>Public                  | Manner<br>of<br>Voting        | No. of<br>Shares<br>held | No. of<br>votes<br>polled | % of votes<br>polled on<br>outstanding<br>shares | No of<br>Votes – in<br>favour | No of<br>Votes –<br>against | % of Votes in<br>favour on<br>votes polled | % of Votes<br>against on<br>votes polled |
|--------------------------------------|-------------------------------|--------------------------|---------------------------|--------------------------------------------------|-------------------------------|-----------------------------|--------------------------------------------|------------------------------------------|
|                                      |                               | (1)                      | (2)                       | (3) =<br>[(2)/(1)]*100                           | (4)                           | (5)                         | (6) =<br>[(4)/(2)]*100                     | (7) =<br>[(5)/(2)]*100                   |
| Promoter<br>and<br>Promoter<br>Group | Remote<br>e-<br>voting        | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | e-<br>voting<br>at AGM        | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot<br>at AGM              | 63963167                 | 63963167                  | 75%                                              | 63963167                      | 0                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(A)</b> | <b>63963167</b>          | <b>63963167</b>           | <b>75%</b>                                       | <b>63963167</b>               | <b>0</b>                    | <b>100%</b>                                | <b>0</b>                                 |
| Public-<br>Institutional<br>holders  | Remote<br>e-<br>voting        | 13207413                 | 13206163                  | 15.48%                                           | 13206163                      | 0                           |                                            |                                          |
|                                      | e-<br>voting<br>at AGM        | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | Ballot<br>at AGM              | -                        | -                         | -                                                | -                             | -                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(B)</b> | <b>13207413</b>          | <b>13206163</b>           | <b>15.48%</b>                                    | <b>13206163</b>               | <b>0</b>                    | <b>100%</b>                                | <b>0</b>                                 |
| Public –<br>Others                   | Remote<br>e-<br>voting        | 1576                     | 1576                      | 0.00%                                            | 1575                          | 1                           |                                            |                                          |
|                                      | e-<br>voting<br>at AGM        | 11                       | 11                        | 0.00%                                            | 11                            | 0                           |                                            |                                          |
|                                      | Ballot<br>at AGM              | 1064                     | 1054                      | 0.00%                                            | 1054                          | 0                           |                                            |                                          |
|                                      | <b>Sub-<br/>total<br/>(C)</b> | <b>2651</b>              | <b>2641</b>               | <b>0.00%</b>                                     | <b>2640</b>                   | <b>1</b>                    | <b>100%</b>                                | <b>0</b>                                 |
| <b>Grand Total (D) =<br/>A+B+C</b>   |                               | <b>77173221</b>          | <b>77171971</b>           | <b>90.49%</b>                                    | <b>77171970</b>               | <b>1</b>                    | <b>100%</b>                                | <b>0</b>                                 |



