TRIDENTGROUP

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TRIDENT/CS/2014
October 8, 2014

National Stock Exchange of India Limited Exchange Plaza Plot No. C/1, G Block Bandra Kurla Complex, Bandra (E) Mumbai- 400 051	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001
Scrip Code:- TRIDENT	Scrip Code:- 521064

Sub: Compliance under clause 31 of the Listing Agreement

Dear Sirs,

Pursuant to clause 31 and other applicable provisions of the Listing Agreement entered into by the Company, please find enclosed herewith the copy of minutes of the resolution passed by Shareholders by way of postal ballot through physical postal ballot and e-voting on September 12, 2014.

Hope you will find the same in order.

Thanking you,

For **Trident Limited**

TRIDENT LIMITED SANGHERA-148101, INDIA TRIDENT GROUP

(Pawan Babbar)
Company Secretary

Encl: As above

MINUTES OF THE RESOLUTIONS PASSED BY SHAREHOLDERS BY WAY OF POSTAL BALLOT ON FRIDAY, SEPTEMBER 12, 2014 & RESULTS DECLARED AT REGISTERED OFFICE OF THE COMPANY AT TRIDENT GROUP, RAIKOT ROAD, SANGHERA, BARNALA

The Postal Ballot Notice dated May 15, 2014, issued pursuant to Section 110 of the Companies Act, 2013, for passing Resolutions by Postal Ballot, was dispatched to the Members of the Company on August 9, 2014.

Mr. S C Gupta, Retired District Attorney, was appointed as Scrutinizer to receive and scrutinize the votes casted physically by way of postal ballot forms and through evoting by the Members and for conducting the Postal Ballot process (including evoting) in a fair & transparent manner. The Postal Ballot forms and the self-addressed business reply envelopes were also sent for use of Members residing in India. The shareholders were requested to return the Postal Ballot forms duly completed along with the assent (for) or dissent (against), so as to reach the scrutinizer on or before the close of working hours on Wednesday, September 10, 2014, or to vote through electronic means as the e-voting was opened from Monday, August 11, 2014 at 10:00 A.M. to Wednesday, September 10, 2014 at 6:00 P.M.

After due scrutiny of all the postal ballot forms received by Mr. S C Gupta and evoting done by the members up to the close of working hours (6:00 P.M.) of September 10, 2014 (being last date fixed for return of the Postal Ballot forms duly filled in by the Members and end date of evoting), Mr. S C Gupta submitted his report dated September 11, 2014 as under:

Resolution No.1

Adoption of new set of Articles of Association containing regulations in accordance with Companies Act, 2013

Following is the details of evoting, Postal Ballot received and vote in favour and against the resolution:-

Detail of the Agenda: Resolution No. 1	Resolution required	Mode of voting	Voting Results
Adoption of new set of Articles of Association containing regulations in accordance with Companies Act, 2013	Special	E-voting and Postal Ballot	Resolution Passed by requisite Majority

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
Mode of Voting – E-voting							
Promoter and Promoter Group	168595513	168595513	100.00	168595513	0	100.00	0.00
Public – Institutional holders	56991	56991	100.00	56991	0	100.00	0.00
Public-Others	33086349	33086124	100.00	33085424	700	100.00	0.00
Total (A)	201738853	201738628	100.00	201737928	700	100.00	0.00

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
Mode of Voting – Postal Ballot							
Promoter and Promoter Group	139706193	139706193	100.00	139706193	0	100.00	0.00
Public – Institutional holders	90638	90638	100.00	90638	0	100.00	0.00
Public-Others	491969	491669	99.94	488423	3246	99.34	0.66
Total (B)	140288800	140288500	100.00	140285254	3246	100.00	0.00
Result (A+B)	342027653	342027128	100.00	342023182	3946	100.00	0.00

Since consolidated votes cast in favour of resolution are 100% of total valid votes, the following resolution is passed as a special resolution:-

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force), the approval of the Company be and is hereby given for adoption of new set of Articles of Association in substitution for and to the entire exclusion of the extant Articles of Association of the Company."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary and expedient to give effect to the aforesaid resolution."

Resolution No. 2

Alteration of Memorandum of Association in accordance with Companies Act, 2013

Following is the details of evoting, Postal Ballot received, and vote in favour and against the resolution:-

Detail of the Agenda: Resolution No. 2	Resolution required	Mode of voting	Voting Results
Alteration of Memorandum of Association in accordance with Companies Act, 2013	Special	E-voting and Postal Ballot	Resolution Passed by requisite Majority

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
Mode of Voting – E-voting							
Promoter and Promoter Group	168595513	168595513	100.00	168595513	0	100.00	0.00
Public – Institutional holders	56991	56991	100.00	56991	0	100.00	0.00
Public-Others	33086349	33086124	100.00	33085423	701	100.00	0.00
Total (A)	201738853	201738628	100.00	201737927	701	100.00	0.00

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
Mode of Voting – Postal Ballot							
Promoter and Promoter Group	139706193	139706193	100.00	139706193	0	100.00	0.00
Public – Institutional holders	90638	90638	100.00	90638	0	100.00	0.00
Public-Others	491969	491394	99.88	483162	8232	98.32	1.68
Total (B)	140288800	140288225	100.00	140279993	8232	99.99	0.01
Result (A+B)	342027653	342026853	100.00	342017920	8933	100.00	0.00

Since consolidated votes cast in favour of resolution are 100% of total valid votes, the following resolution is passed as a special resolution:-

"RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, including any statutory modification or re-enactment thereof, for the time being in force, and subject to the necessary approval of the Central Government, or any other statutory authority(ies), if any required in this behalf, the approval of the Company be and is hereby given for effecting the following amendments in Clause III of the existing Memorandum of Association, dealing with the objects of the Company:-

1. the sub-heading III(B) "OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS" be substituted by the new sub-heading "MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A)", with existing objects appearing under sub clauses 1 to 62 thereof.
2. Under sub-clause 50 of new sub-heading "MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A)", the words "Companies Act, 1956" be substituted with the words "Companies Act, 2013".
3. Sub-clauses 1 to 34 as appearing under the sub-heading III(C) i.e. "OTHER OBJECTS", be shifted under the new sub-heading III(B) i.e. "MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III(A)", vide creation of new sub clauses no. 63 to 96, the sub-heading III(C) i.e. "OTHER OBJECTS", be deleted.
4. In Clause V of the existing Memorandum of Association, the words "Companies Act, 1956" shall be substituted with the words "Companies Act, 2013".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary and expedient to give effect to the aforesaid resolution."

Resolution No. 3

Approval of Borrowing Powers in accordance with Companies Act, 2013

Following is the details of evoting, Postal Ballot received, and vote in favour and against the resolution:-

Detail of the Agenda: Resolution No. 3	Resolution required	Mode of voting	Voting Results
Approval of Borrowing Powers in accordance with Companies Act, 2013	Special	E-voting and Postal Ballot	Resolution Passed by requisite Majority

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
Mode of Voting – E-voting							
Promoter and Promoter Group	168595513	168595513	100.00	168595513	0	100.00	0.00
Public – Institutional holders	56991	56991	100.00	0	56991	0.00	100.00
Public-Others	33086349	33086124	100.00	33078622	7502	99.98	0.02
Total (A)	201738853	201738628	100.00	201674135	64493	99.97	0.03
Mode of Voting – Postal Ballot							
Promoter and Promoter Group	139706193	139706193	100.00	139706193	0	100.00	0.00
Public – Institutional holders	90638	90638	100.00	0	90638	0.00	100.00
Public-Others	491969	491394	99.88	483668	7726	98.43	1.57
Total (B)	140288800	140288225	100.00	140189861	98364	99.93	0.07
Result (A+B)	342027653	342026853	100.00	341863996	162857	99.95	0.05

Since consolidated votes cast in favour of resolution are 99.95% of total valid votes, the following resolution is passed as a special resolution:-

"RESOLVED THAT in supersession of the resolution passed by the shareholders on September 25, 2010 and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof), the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter refer to as "the Board" which term shall be deemed to include any committee of the Board) for borrowing monies (which include non fund based facilities), from time to time, at its discretion either from the Company's bankers or any other bank(s), financial institution(s), international lending agencies or any other lending institution(s), persons, firms, trusts or body corporates by way of deposits, advances or other loans, convertible/non-convertible debentures, commercial papers, bonds or any debt instruments whether unsecured or secured directly by mortgage, charge, hypothecation or pledge of any of the Company's assets and properties, book debts or by collateral security thereon or on such terms and

conditions as may be considered suitable by the Board of Directors, even though the monies to be borrowed together with monies already borrowed by the Company, apart from temporary loans obtained from Company's Bankers in the ordinary course of business, exceed the aggregate of paid-up capital of the Company and its free reserves i.e. reserves not set apart for any specific purpose provided, however, that the total amount of such borrowings shall not exceed Rs 1,20,00,00,00,000/- (Rupees Twelve Thousand Crore only) at any time."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to execute requisite documents, instruments, and writings and to do all such acts, deeds, matters and things as may be deemed necessary and expedient and also to delegate all or any of the above powers to the Committee of Directors or any other officers of the Company to give effect to the aforesaid resolution."

Resolution No. 4

Approval for Creation of Charge on the Assets in accordance with Companies Act, 2013

Following is the details of evoting, Postal Ballot received, and vote in favour and against the resolution:-

Detail of the Agenda: Resolution No. 4	Resolution required	Mode of voting	Voting Results
Approval for Creation of Charge on the Assets in accordance with Companies Act, 2013	Special	E-voting and Postal Ballot	Resolution Passed by requisite Majority

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
Mode of Voting – E-voting							
Promoter and Promoter Group	168595513	168595513	100.00	168595513	0	100.00	0.00
Public – Institutional holders	56991	56991	100.00	0	56991	0.00	100.00
Public-Others	33086349	33086124	100.00	33080323	5801	99.98	0.02
Total (A)	201738853	201738628	100.00	201675836	62792	99.97	0.03
Mode of Voting – Postal Ballot							
Promoter and Promoter Group	139706193	139706193	100.00	139706193	0	100.00	0.00
Public – Institutional holders	90638	90638	100.00	0	90638	0.00	100.00
Public-Others	491969	491094	99.82	480846	10248	97.91	2.09
Total (B)	140288800	140287925	100.00	140187039	100886	99.93	0.07
Result (A+B)	342027653	342026553	100.00	341862875	163678	99.95	0.05

Since consolidated votes cast in favour of resolution are 99.95% of total valid votes, the following resolution is passed as a special resolution:-

"RESOLVED THAT in supersession of the resolution passed by the shareholders on September 25, 2010 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof), the consent of the Company be and is hereby accorded to the Board of Directors (hereinafter refer to as "the Board" which term shall be deemed to include any committee of the Board) to mortgage, hypothecate and/or charge, in addition to the mortgages/hypothecation/charges created or to be created by the Company in such form and manner and with such ranking and at such time and on such terms and conditions as the Board may determine, on all or any of the movable and/or immovable properties of the Company, both present and future, and /or any other assets/ properties either tangible or intangible of the Company and/or the whole or any part of the undertaking(s) of the Company together with the power to take over the management of business and concern of the Company in certain events of default, in favour of the lender(s), agent(s), trustee(s) for securing the borrowings of the Company availed/to be availed by way of loan(s) (in foreign currency and/or in rupee currency) and securities (comprising of fully/partly convertible debentures/non-convertible debentures and/or commercial papers and/or secured premium notes and/or floating rates notes/bonds or other debt instruments), issued/to be issued by the Company, from time to time, in one or more tranches, upto an aggregate limit of Rs 1,20,00,00,00,000/- (Rupees Twelve Thousand Crore only) together with interest at the respective agreed rates, additional interest in case of default, accumulated interest, liquidated damages, commitment charges, premia on pre-payment, remuneration of the agent(s) and/or trustee(s), premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation/ revaluation/ fluctuation in the rates of exchange and all other monies payable by the Company in terms of the respective loan agreement(s), heads of agreement(s), debenture trust deed(s) or loan agreements or any other document entered into/to be entered into between the Company and the lender(s)/investor(s)/agent(s)and/or trustee(s) in respect of the said loans/borrowings/ debentures and continuing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board of Directors or any committees thereof and the lender(s),agent(s) and/or trustee(s)."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to finalise the documents and/or agreements for creation of charge as aforesaid and to do all such acts, deeds, matters and things as may be deemed necessary and expedient for giving effect to the aforesaid resolution."

Resolution No. 5

Approval to make inter-corporate loans, investments, guarantees etc. in accordance with Companies Act, 2013

Following is the details of evoting, Postal Ballot received, and vote in favour and against the resolution:-

Detail of the Agenda: Resolution No. 5	Resolution required	Mode of voting	Voting Results
Approval to make inter-corporate loans, investments, guarantees etc. in accordance with Companies Act, 2013	Special	E-voting and Postal Ballot	Resolution Passed by requisite Majority

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
Mode of Voting – E-voting							
Promoter and Promoter Group	168595513	168595513	100.00	168595513	0	100.00	0.00
Public – Institutional holders	56991	56991	100.00	0	56991	0.00	100.00
Public-Others	33086349	33086124	100.00	33070753	15371	99.95	0.05
Total (A)	201738853	201738628	100.00	201666266	72362	99.96	0.04
Mode of Voting – Postal Ballot							
Promoter and Promoter Group	139706193	139706193	100.00	139706193	0	100.00	0.00
Public – Institutional holders	90638	90638	100.00	0	90638	0.00	100.00
Public-Others	491969	491494	99.90	477634	13860	97.18	2.82
Total (B)	140288800	140288325	100.00	140183827	104498	99.93	0.07
Result (A+B)	342027653	342026953	100.00	341850093	176860	99.95	0.05

Since consolidate votes cast in favour of resolution are 99.95% of total valid votes, the following resolution is passed as a special resolution:-

"RESOLVED THAT in supersession of the resolution passed by the shareholders on September 25, 2010 and pursuant to the provisions of Section 186 and other applicable provisions, if any, of Companies Act, 2013 (including any statutory modifications or re-enactments thereof) and subject to such approvals, permissions, sanctions and consents of appropriate authorities, as may be necessary, the consent of Company be and is hereby accorded to the Board of Directors (hereinafter refer to as "the Board" which term shall be deemed to include any committee of the Board) to make loan(s) and/or give any guarantee(s)/ provide any security(ies) in connection with loan(s) made to and/or acquire by way of subscription, purchase or otherwise securities of any body corporate and/ or subscribe to units/ scheme of Mutual Fund up to a limit not exceeding Rs 15,00,00,00,000 (Rupees one thousand five hundred crore only) notwithstanding that the aggregate of loans, guarantees or investment so far given or to be given to and/or investments so far made in all bodies corporate may exceed the limits prescribed under the said section."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters, arising out of, and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and also to delegate all or any of the above powers to the Committee of the Directors or any other officer(s) of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

Resolution No. 6

Appointment of Mr Deepak Nanda (DIN 00403335) as Managing Director of the Company

Following is the details of evoting, Postal Ballot received, and vote in favour and against the resolution:-

Detail of the Agenda: Resolution No. 6	Resolution required	Mode of voting	Voting Results
Appointment of Mr Deepak Nanda (DIN 00403335) as Managing Director of the Company	Special	E-voting and Postal Ballot	Resolution Passed by requisite Majority

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
Mode of Voting – E-voting							
Promoter and Promoter Group	168595513	168595513	100.00	168595513	0	100.00	0.00
Public – Institutional holders	56991	56991	100.00	56991	0	100.00	0.00
Public-Others	33086349	33085624	100.00	33077488	8136	99.98	0.02
Total (A)	201738853	201738128	100.00	201729992	8136	100.00	0.00
Mode of Voting – Postal Ballot							
Promoter and Promoter Group	139706193	139706193	100.00	139706193	0	100.00	0.00
Public – Institutional holders	90638	90638	100.00	90638	0	100.00	0.00
Public-Others	491969	490814	99.77	479854	10960	97.77	2.23
Total (B)	140288800	140287645	100.00	140276685	10960	99.99	0.01
Result (A+B)	342027653	342025773	100.00	342006677	19096	99.99	0.01

Since consolidated votes cast in favour of resolution are 99.99% of total valid votes, the following resolution is passed as a special resolution:-

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Rules thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded for the appointment of Mr Deepak Nanda (DIN 00403335) as the Managing Director of the Company, for a period of 3 (three) years with effect from November 12, 2013, on the following terms and conditions including remuneration with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and/or remuneration as may be agreed to between the Board of Directors and Mr Deepak Nanda or as may be varied in the General Meeting, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof:

1. Basic Salary: Rs. 3.60 Lacs (Rupees Three Lacs Sixty Thousand only) per month;
2. Perquisites and allowances: Perquisites and allowances in addition to salary shall be 150% of the basic salary;
3. Other Terms
   a. The Managing Director shall also be entitled to the benefits under other benefits, schemes, privileges and amenities, amended salary structure as are granted to the senior executives of the Company, in accordance with the Company's practice and Rules & Regulations in force from time to time.
   b. Apart from the above remuneration, the Managing Director shall also be provided with a car and chauffeur allowance as per Company's policy.
   c. Notwithstanding anything to the contrary herein contained, where in any financial year, the Company has no profits or its profits are inadequate, subject to applicable provisions of the Companies Act, 2013 including Rules made thereunder, the Company will pay the above remuneration as minimum remuneration to the Managing Director.
   d. The Board of Directors may increase the remuneration and perquisites of Mr Deepak Nanda, Managing Director from time to time within the limits prescribed under the Companies Act, 2013 and such other guidelines as may be framed fixed by the Central Government from time to time."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Resolution No. 7

Appointment of Ms Gayatri Gupta as an employee (Chief Design Officer) of the Company

Following is the details of evoting, Postal Ballot received, and vote in favour and against the resolution:-

Detail of the Agenda: Resolution No. 7	Resolution required	Mode of voting	Voting Results
Appointment of Ms Gayatri Gupta as an employee (Chief Design Officer) of the Company	Special	E-voting and Postal Ballot	Resolution Passed by requisite Majority

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
Mode of Voting – E-voting							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	56991	56991	100.00	56991	0	100.00	0.00
Public-Others	33086349	33085624	100.00	33062587	23037	99.93	0.07
Total (A)	33143340	33142615	100.00	33119578	23037	99.93	0.07

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
Mode of Voting – Postal Ballot							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	90638	90638	100.00	90638	0	100.00	0.00
Public-Others	491969	491069	99.82	475697	15372	96.87	3.13
Total (B)	582607	581707	99.85	566335	15372	97.36	2.64
Result (A+B)	33725947	33724322	100.00	33685913	38409	99.89	0.11

Since consolidated votes cast in favour of resolution are 99.89% of total valid votes, the following resolution is passed as a special resolution:-

"RESOLVED THAT pursuant to the provisions of Sections 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, the appointment of Ms Gayatri Gupta (a relative of Mr Rajinder Gupta, Non Executive Co-Chairman of the Company) as an employee (Chief Design Officer) of the Company with effect from April 01, 2014 as approved by the Board of Directors, be and is hereby approved, ratified and confirmed on the following terms and conditions including remuneration and in pursuance of the service rules as applicable to the employees of the Company:

1. Basic Salary: Rs. 1,20,000/- (Rupees one lac twenty thousand only) per month;
2. Perquisites and allowances: Perquisites and allowances in addition to salary shall be 150% of the basic salary;
3. The above mentioned basic salary, perquisites and allowances are subject to annual increment not exceeding 40% per annum along with usual allowance & benefits in accordance with the Company's practice, rules & regulations in force from time to time;
4. Other Terms - Ms Gayatri Gupta will also be eligible for all facilities, benefits, schemes, privileges, amenities, reimbursements, amended salary structures and schemes as given to other employees of the Company under same cadre."

"RESOLVED FURTHER THAT in accordance with the Company's practice, rules & regulations in force from time to time the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary and expedient to give effect to the aforesaid resolution."

Resolution No. 8

Re-appointment of Ms Madhu Gupta as an employee (Chief - Corporate Social Responsibility) of the Company

Following is the details of evoting, Postal Ballot received, and vote in favour and against the resolution:-

Detail of the Agenda: Resolution No. 8	Resolution required	Mode of voting	Voting Results
Re-appointment of Ms Madhu Gupta as an employee (Chief- Corporate Social Responsibility) of the Company	Special	E-voting and Postal Ballot	Resolution Passed by requisite Majority

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
Mode of Voting – E-voting							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	56991	56991	100.00	56991	0	100.00	0.00
Public-Others	33086349	33085624	100.00	33062498	23126	99.93	0.07
Total (A)	33143340	33142615	100.00	33119489	23126	99.93	0.07
Mode of Voting – Postal Ballot							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	90638	90638	100.00	90638	0	100.00	0.00
Public-Others	491969	491119	99.83	474240	16879	96.56	3.44
Total (B)	582607	581757	99.85	564878	16879	97.10	2.90
Result (A+B)	33725947	33724372	100.00	33684367	40005	99.88	0.12

Since consolidated votes cast in favour of resolution are 99.88% of total valid votes, the following resolution is passed as a special resolution:-

"RESOLVED THAT pursuant to the provisions of Sections 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, the appointment of Ms Madhu Gupta (a relative of Mr Rajinder Gupta, Non Executive Co-Chairman of the Company) as an employee (Chief - Corporate Social Responsibility) of the Company with effect from April 1, 2014 as approved by the Board of Directors, be and is hereby approved, ratified and confirmed on the following terms and conditions including remuneration and in pursuance of the service rules as applicable to the employees of the Company:

1. Basic Salary: Rs. 2,40,000/- (Rupees two lac forty thousand only) per month;
2. Perquisites and allowances: Perquisites and allowances in addition to salary shall be 150% of the basic salary;

3. The above mentioned basic salary, perquisites and allowances are subject to annual increment not exceeding 40% per annum along with usual allowance & benefits in accordance with the Company's practice, rules & regulations in force from time to time;
4. Other Terms - Ms Madhu Gupta will also be eligible for all facilities, benefits, schemes, privileges, amenities, reimbursements, amended salary structures and schemes as given to other employees of the Company under same cadre."

"RESOLVED FURTHER THAT in accordance with the Company's practice, rules & regulations in force from time to time the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary and expedient to give effect to the aforesaid resolution."

Resolution No. 9

Ratification of the appointment of Mr Abhishek Gupta as an employee (Chief - Strategic Marketing) of the Company

Following is the details of evoting, Postal Ballot received, and vote in favour and against the resolution:-

Detail of the Agenda: Resolution No. 9	Resolution required	Mode of voting	Voting Results
Ratification of the appointment of Mr Abhishek Gupta as an employee (Chief - Strategic Marketing) of the Company	Special	E-voting and Postal Ballot	Resolution Passed by requisite Majority

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
Mode of Voting – E-voting							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	56991	56991	100.00	56991	0	100.00	0.00
Public-Others	33086349	33085609	100.00	33062782	22827	99.93	0.07
Total (A)	33143340	33142600	100.00	33119773	22827	99.93	0.07
Mode of Voting – Postal Ballot							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public – Institutional holders	90638	90638	100.00	90638	0	100.00	0.00
Public-Others	491969	491119	99.83	472862	18257	96.28	3.72
Total (B)	582607	581757	99.85	563500	18257	96.86	3.14
Result (A+B)	33725947	33724357	100.00	33683273	41084	99.88	0.12

Since conolidated votes cast in favour of resolution are 99.88% of total valid votes, the following resolution is passed as a special resolution:-

"RESOLVED THAT pursuant to the provisions of Sections 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, the appointment of Mr Abhishek Gupta (a relative of Mr Rajinder Gupta, Non Executive Co-Chairman) as an employee (Chief - Strategic Marketing) of the Company with effect from April 1, 2014 pursuant to the scheme of Amalgamation of Trident Corporation Limited with Trident Limited as sanctioned by the Hon'ble Punjab & Haryana High Court vide its Order dated March 14, 2014, be and is hereby approved, ratified and confirmed on the following terms and conditions including remuneration and in pursuance of the service rules as applicable to the employees of the Company:

1. Basic Salary: Rs. 6,00,000/- (Rupees six lac only) per month;
2. Perquisites and allowances: Perquisites and allowances in addition to salary shall be 150% of the basic salary;
3. The above mentioned basic salary, perquisites and allowances are subject to annual increment not exceeding 40% per annum along with usual allowance & benefits in accordance with the Company's practice, rules & regulations in force from time to time;
4. Other Terms - Mr Abhishek Gupta will also be eligible for all facilities, benefits, schemes, privileges, amenities, reimbursements, amended salary structures and schemes as given to other employees of the Company under same cadre."

"RESOLVED FURTHER THAT in accordance with the Company's practice, rules & regulations in force from time to time the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary and expedient to give effect to the aforesaid resolution."

The Chairman, after receiving the Scrutinizer's Report, announced that all the Resolutions in the Postal Ballot Notice dated May 15,2014 were duly passed by the requisite majority and directed that the resolutions be recorded in the minute book of Company as the proceedings of general meetings of the Members.

Sd/-

Place: Sanghera (S K Tuteja)

Date: September 12, 2014 Chairman