Thomas Cook (India) Ltd.
A Wing, 11th Floor, Marathon Futurex
N. M. Joshi Marg, Lower Parel
Mumbai 400 013
Board No.: +91-22-4242 7000
Fax No. : +91-22-2302 2864

Thomas Cook Travel Smooth thomascook.in

A FAIRFAX Company

2nd September, 2016

The Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
Scrip Code: 500413
NCCPRS Scrip Code: 715022
NCD Scrip Code: 949099, 952673, 952674, 952675

Fax No.: 2272 2037/39/41/61

The Manager,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No.C/1
G Block, Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Code: THOMASCOOK
NCCPRS Scrip Code: Thomas Cook CRNCPS 8.50% 2022
NCD:THC10.52; Thomas Cook 9.37% 2018 SERIES 1; Thomas Cook 9.37% 2019 SERIES 2; Thomas Cook 9.37% 2020 SERIES 3
Fax No.: 2659 8237/38

Dear Sir/ Madam,

Sub: Regulation 30 and Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Proceeding and details of the voting results of the 39th Annual General Meeting respectively.

With regard to the 39th Annual General Meeting of the Company held today we are enclosing herewith following:

(1) Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I.**
(2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – II.**
(3) Report of Scrutinizer dated 2nd September, 2016, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure – III.**

The above are also being uploaded on the Company's website. This is for your information and records.

Thank you,
Yours faithfully,
for **Thomas Cook (India) Limited**

A. J. Parekh

Amit J. Parekh
Company Secretary and Compliance Officer

Encl.: a/a

Thomas Cook (India) Ltd.
A Wing, 11th Floor, Marathon Futurex
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Annexure I

Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
Date of the AGM: 2nd September, 2016

AGENDA-WISE

Item Nos.	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting: (Show of hands/Poll/Postal Ballot/E-Voting	Result
1.	a) To receive, consider and adopt the standalone audited financial statements for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and the Auditors thereon. b) To receive, consider and adopt the consolidated audited financial statements for the financial year ended 31st March, 2016 together with the Report of Auditors thereon.	Ordinary	Poll, E-Voting	The resolution was passed with requisite majority
2.	a) To declare Dividend on Compulsorily Convertible Preference Shares (CCPS) of Rs.10/- each for the period 1st April, 2015 to 8th September, 2015 (upto the date of conversion). b) To declare Dividend on Non Convertible Cumulative Redeemable Preference Shares (NCCRPS) of Rs. 10/- each for the period 1st December, 2015 to 31st March, 2016 (from the date of allotment to financial year end). c) To declare Dividend on Equity Shares of Rs. 1/- each for the financial year ended 31st March, 2016.	Ordinary	Poll, E-Voting	The resolution was passed with requisite majority
3.	To appoint a Director in place of Mr. Chandran Ratnaswami (DIN:00109215), who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary	Poll, E-Voting	The resolution was passed with requisite majority
4.	To re-appoint M/s Lovelock & Lewes, Chartered Accountants with Firm Registration No. 301056E, as Statutory Auditors of the Company and to fix their remuneration.	Ordinary	Poll, E-Voting	The resolution was passed with requisite majority
5.	Appointment of Mr. Sunil Mathur (DIN:00013239) as an Independent Director of the Company	Ordinary	Poll, E-Voting	The resolution was passed with requisite majority
6.	Appointment of Mr. Nilesh Vikamsey (DIN:00031213) as an Independent Director of the Company.	Ordinary	Poll, E-Voting	The resolution was passed with requisite majority
7.	Alteration of Objects Clause of Memorandum of Association of the Company.	Special	Poll, E-Voting	The resolution was passed with requisite majority

For **Thomas Cook (India) Limited**

A. J. Parekh

Amit J. Parekh
Company Secretary and Compliance Officer

THOMAS COOK (INDIA) LIMITED

a. To receive, consider and adopt the standalone audited financial statements for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and the Auditors thereon.

b. To receive, consider and adopt the consolidated audited financial statements for the financial year ended 31st March, 2016 together with the Report of Auditors thereon.

Whether promoter/ promoter group are interested in the agenda/resolution?

Resolution No 1

	Promoter/Public	Mode of Voting	Total 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
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
1	Promoter and Promoter Group	E-Voting	248153725	248153725	100.00	248153725	0	100.00	0.00
		Poll	248153725	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	248153725	248153725	100.00	248153725	0	100.00	0.00
2	Public - Institutional holders	E-Voting	64205776	35594179	55.44	35594179	0	100.00	0.00
		Poll	64205776	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	64205776	35594179	55.44	35594179	0	100.00	0.00
3	Public-Others	E-Voting	54125034	283251	0.52	283019	232	99.92	0.08
		Poll	54125034	627037	1.16	627027	10	100.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	54125034	910288	1.68	910046	242	99.97	0.03
	Total	E-Voting	366484535	284031155	77.50	284030923	232	100.00	0.00
		Poll	366484535	627037	0.17	627027	10	100.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	**366484535**	**284658192**	**77.67**	**284657950**	**242**	**100.00**	**0.00**

Annexure II

TSR DARASHAW LTD.

THOMAS COOK (INDIA) LIMITED

a. To declare Dividend on Compulsorily Convertible Preference Shares (CCPS) of Rs. 10/- each for the period 1st April, 2015 to 8th September, 2015 (upto the date of conversion.

b. To declare Dividend on Non Convertible Cumulative Redeemable Preference Shares (NCCRPS) of Rs.10/- each for the period 1st December, 2015 to 31st March, 2016 (from the date of allotment to financial year end).

c. To declare Dividend on Equity Shares of Re. 1/- each for the financial year ended 31st March, 2016

Whether promoter/ promoter group are interested in the agenda/resolution?

Resolution No 2

	Promoter/Public	Mode of Voting	Total 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
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
1	Promoter and Promoter Group	E-Voting	248153725	248153725	100.00	248153725	0	100.00	0.00
		Poll	248153725	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	248153725	248153725	100.00	248153725	0	100.00	0.00
2	Public - Institutional holders	E-Voting	64205776	46178470	71.92	46178470	0	100.00	0.00
		Poll	64205776	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	64205776	46178470	71.92	46178470	0	100.00	0.00
3	Public-Others	E-Voting	54125034	283251	0.52	282799	452	99.84	0.16
		Poll	54125034	627037	1.16	626927	110	99.98	0.02
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	54125034	910288	1.68	909726	562	99.94	0.06
	Total	E-Voting	366484535	294615446	80.39	294614994	452	100.00	0.00
		Poll	366484535	627037	0.17	626927	110	99.98	0.02
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	**366484535**	**295242483**	**80.56**	**295241921**	**562**	**100.00**	**0.00**



THOMAS COOK (INDIA) LIMITED

To appoint a Director in place of Mr. Chandran Ratnaswami (DIN:00109215), who retires by rotation, and being eligible, offers himself for re-appointment

Whether promoter/ promoter group are interested in the agenda/resolution?

Resolution No 3

	Promoter/Public	Mode of Voting	Total 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
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
1	Promoter and Promoter Group	E-Voting	248153725	248153725	100.00	248153725	0	100.00	0.00
		Poll	248153725	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	248153725	248153725	100.00	248153725	0	100.00	0.00
2	Public - Institutional holders	E-Voting	64205776	45949276	71.57	38616100	7333176	84.04	15.96
		Poll	64205776	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	64205776	45949276	71.57	38616100	7333176	84.04	15.96
3	Public-Others	E-Voting	54125034	282897	0.52	274223	8674	96.93	3.07
		Poll	54125034	627037	1.16	627027	10	100.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	54125034	909934	1.68	901250	8684	99.05	0.95
	Total	E-Voting	366484535	294385898	80.33	287044048	7341850	97.51	2.49
		Poll	366484535	627037	0.17	627027	10	100.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	**366484535**	**295012935**	**80.50**	**287671075**	**7341860**	**97.51**	**2.49**



THOMAS COOK (INDIA) LIMITED

To re-appoint M/s Lovelock & Lewes, Chartered Accountants with Firm Registration No. 301056E as Statutory Auditors of the Company and to fix their remuneration.

Whether promoter/ promoter group are interested in the agenda/resolution?

Resolution No 4

	Promoter/Public	Mode of Voting	Total 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
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
1	Promoter and Promoter Group	E-Voting	248153725	248153725	100.00	248153725	0	100.00	0.00
		Poll	248153725	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	248153725	248153725	100.00	248153725	0	100.00	0.00
2	Public - Institutional holders	E-Voting	64205776	35594179	55.44	35587414	6765	99.98	0.02
		Poll	64205776	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	64205776	35594179	55.44	35587414	6765	99.98	0.02
3	Public-Others	E-Voting	54125034	283251	0.52	283074	177	99.94	0.06
		Poll	54125034	627037	1.16	627027	10	100.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	54125034	910288	1.68	910101	187	99.98	0.02
	Total	E-Voting	366484535	284031155	77.50	284024213	6942	100.00	0.00
		Poll	366484535	627037	0.17	627027	10	100.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	**366484535**	**284658192**	**77.67**	**284651240**	**6952**	**100.00**	**0.00**



THOMAS COOK (INDIA) LIMITED

Appointment of Mr. Sunil Mathur (DIN:00013239) as an Independent Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

Resolution No 5

	Promoter/Public	Mode of Voting	Total 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
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
1	Promoter and Promoter Group	E-Voting	248153725	248153725	100.00	248153725	0	100.00	0.00
		Poll	248153725	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	248153725	248153725	100.00	248153725	0	100.00	0.00
2	Public - Institutional holders	E-Voting	64205776	46178470	71.92	42596128	3582342	92.24	7.76
		Poll	64205776	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	64205776	46178470	71.92	42596128	3582342	92.24	7.76
3	Public-Others	E-Voting	54125034	283001	0.52	282648	353	99.88	0.12
		Poll	54125034	627037	1.16	627027	10	100.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	54125034	910038	1.68	909675	363	99.96	0.04
	Total	E-Voting	366484535	294615196	80.39	291032501	3582695	98.78	1.22
		Poll	366484535	627037	0.17	627027	10	100.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	**366484535**	**295242233**	**80.56**	**291659528**	**3582705**	**98.79**	**1.21**



THOMAS COOK (INDIA) LIMITED

Appointment of Mr. Nilesh Vikamsey (DIN:00031213) as an Independent Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

Resolution No 6

	Promoter/Public	Mode of Voting	Total 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
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
1	Promoter and Promoter Group	E-Voting	248153725	248153725	100.00	248153725	0	100.00	0.00
		Poll	248153725	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	248153725	248153725	100.00	248153725	0	100.00	0.00
2	Public - Institutional holders	E-Voting	64205776	46178470	71.92	42629618	3548852	92.31	7.69
		Poll	64205776	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	64205776	46178470	71.92	42629618	3548852	92.31	7.69
3	Public-Others	E-Voting	54125034	283001	0.52	282826	175	99.94	0.06
		Poll	54125034	627037	1.16	627027	10	100.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	54125034	910038	1.68	909853	185	99.98	0.02
	Total	E-Voting	366484535	294615196	80.39	291066169	3549027	98.80	1.20
		Poll	366484535	627037	0.17	627027	10	100.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	**366484535**	**295242233**	**80.56**	**291693196**	**3549037**	**98.80**	**1.20**

TSR DARASHAW LTD.

THOMAS COOK (INDIA) LIMITED

Alteration of Objects Clause of Memorandum of Association of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

Resolution No 7

	Promoter/Public	Mode of Voting	Total 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
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
1	Promoter and Promoter Group	E-Voting	248153725	248153725	100.00	248153725	0	100.00	0.00
		Poll	248153725	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	248153725	248153725	100.00	248153725	0	100.00	0.00
2	Public - Institutional holders	E-Voting	64205776	46178470	71.92	46178470	0	100.00	0.00
		Poll	64205776	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	64205776	46178470	71.92	46178470	0	100.00	0.00
3	Public-Others	E-Voting	54125034	283001	0.52	274374	8627	96.95	3.05
		Poll	54125034	627037	1.16	627027	10	100.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	54125034	910038	1.68	901401	8637	99.05	0.95
	Total	E-Voting	356484535	294615196	80.39	294606569	8627	100.00	0.00
		Poll	356484535	627037	0.17	627027	10	100.00	0.00
		Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
		Total	**366484535**	**295242233**	**80.56**	**295233596**	**8637**	**100.00**	**0.00**



Annexure III

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
Thomas Cook (India) Limited
Thomas Cook Building, Dr D. N. Road,
Fort, Mumbai 400001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through ballot paper at the Annual General Meeting of Thomas Cook (India) Limited held on Friday, September 02, 2016 at 3:30 p.m.

I, P. N. Parikh, of M/s. Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Thomas Cook (India) Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions passed at the 39th Annual General Meeting (AGM) of Thomas Cook (India) Limited held on Friday, September 02, 2016 at 3:30 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on September 02, 2016

The Notice dated May 28, 2016 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

The Company had availed the remote e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility. The shareholders of the company holding shares as on the "cut-off" date of August 26, 2016 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Tuesday, August 30, 2016 at 9:00 a.m. (IST) and ended on Thursday, September 01, 2016 at 05:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was diligently scrutinized.

PARIKH & ASSOCIATES MUMBAI COMPANY

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and voting through ballot paper at the AGM.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot paper at the AGM in respect of the said Resolutions.

Resolution 1: Ordinary Resolution

a. **To receive, consider and adopt the standalone audited financial statements for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and the Auditors thereon**

b. **To receive, consider and adopt the consolidated audited financial statements for the financial year ended 31st March, 2016 together with the Report of Auditors thereon.**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
215	28,46,57,950	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	242	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

PARIKH & ASSOCIATES ★ MUMBAI ★ COMPANY SECRETARIES

Resolution 2: Ordinary Resolution

a. **To declare Dividend on Compulsorily Convertible Preference Shares (CCPS) of Rs. 10/- each for the period 1st April, 2015 to 8th September, 2015 (upto the date of conversion).**

b. **To declare Dividend on Non Convertible Cumulative Redeemable Preference Shares (NCCRPS) of Rs. 10/- each for the period 1st December, 2015 to 31st March, 2016 (from the date of allotment to financial year end).**

c. **To declare Dividend on Equity Shares of Re. 1/- each for the financial year ended 31st March, 2016.**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
219	29,52,41,921	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	562	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

PARIKH & ASSOCIATES MUMBAI COMPANY SECRETARIES

Resolution 3: Ordinary Resolution

To appoint a Director in place of Mr. Chandran Ratnaswami (DIN: 00109215), who retires by rotation, and being eligible, offers himself for re-appointment.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
190	28,76,71,075	97.51

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
34	73,41,860	2.49

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

PARIKH & ASSOCIATES ★ MUMBAI ★ COMPANY SECRETARIES

Resolution 4: Ordinary Resolution

To re-appoint M/s Lovelock & Lewes, Chartered Accountants with Firm Registration No. 301056E as Statutory Auditors of the Company and to fix their remuneration:

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
212	28,46,51,240	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	6,952	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

PARIKH & ASSOCIATES ★ MUMBAI ★ COMPANY SECRETARIES

Resolution 5: Ordinary Resolution

Appointment of Mr. Sunil Mathur (DIN 00013239) as an Independent Director of the company.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
214	29,16,59,528	98.79

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	35,82,705	1.21

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

PARIKH & ASSOCIATES ★ MUMBAI ★ COMPANY SECRETARIES

Resolution 6: Ordinary Resolution

Appointment of Mr. Nilesh Vikamsey (DIN: 00031213) as an Independent Director of the Company

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
217	29,16,93,196	98.80

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	35,49,037	1.20

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

PARIKH & ASSOCIATES ★ MUMBAI ★ COMPANY SECRETARIES

Resolution 7: Special Resolution

Alteration of Objects Clause of Memorandum of Association of the Company.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
217	29,52,33,596	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	8,637	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,

Yours faithfully,

P.N.Parikh
Parikh & Associates
Practising Company Secretaries
FCS: 327 CP: 1228
111,11th Floor, Sai Dwar CHS Ltd
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053

Place: Mumbai
Dated: September 02, 2016