

March 24, 2014

The Secretary,
National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Plot No. C/1, G. Block,
Bandra Kurla Complex,
Bandra (E),
Mumbai - 400 051.

Fax No.022 - 26598237/238/347/348

Dear Sir,

Sub. : Result of Postal Ballot

We write to inform you the following: -

Results of the Postal Ballot were announced by Mr. V. Ramesh, Managing Director today.

ITEM No.1 IN THE NOTICE OF POSTAL BALLOT

SPECIAL RESOLUTION pursuant to Sections 198, 269 and 309 read with Part II Section II Paragraph C of Schedule XIII and all other applicable provisions, if any, of the Companies Act, 1956 for the appointment and remuneration to Mr. V.Ramesh, Managing Director for a period of three years with effect from 30th January, 2014.

Particulars	No. of Postal Ballot Forms	No. of shares (Postal Ballot votes)	No of E- Voting	No of shares (E- Voting)	Total No of Postal Ballot Forms and E- Voting	Total No. of shares (Votes)	% on Total Shares (Votes) Received
Assent	533	97423728	76	157060	609	97580788	98.19
Dissent	56	1797791	19	5429	75	1803220	1.81
Total	589	99221519	*95	162489	684	99384008	100.00

***One shareholder has cast 50% of his votes in favour of the resolution and other 50% of the votes cast against the resolution.**

RESULTS

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution under Section 198,269 and 309 read with Part II Section II Paragraph C of Schedule XIII of Companies Act, 1956 with regard to Item No. 1 of the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.



ITEM No.2 IN THE NOTICE OF POSTAL BALLOT

SPECIAL RESOLUTION pursuant to Sections 198, 269, 309 and 310 read with Part II, Section II, Paragraph B of Schedule XIII of the Companies Act, 1956 for appointment and payment of remuneration to Mr. V. Suri as Manager under Companies Act, 1956 for a period from 19th October, 2013 till 29th January, 2014.

Particulars	No. of Postal Ballot Forms	No. of shares (Postal Ballot votes)	No. of E-Voting	No. of shares (E-Voting)	Total No. of Postal Ballot Forms and E-Voting	Total No. of shares (Votes)	% on Total Shares (Votes) Received
Assent	521	97398713	75	158016	596	97556729	98.16
Dissent	68	1822806	21	5723	89	1828529	1.84
Total	589	99221519	*96	163739	685	99385258	100.00

***One shareholder has cast 50% of his votes in favour of the resolution and other 50% of the votes cast against the resolution.**

RESULTS

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the **Special Resolution** under Sections 198, 269, 309 and 310 read with Part II, Section II, Paragraph B of Schedule XIII of the Companies Act, 1956, with regard to Item No. 2 of the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

ITEM No.3 IN THE NOTICE OF POSTAL BALLOT

SPECIAL RESOLUTION pursuant to Sections 198, 269, 309 and 310 read with Part II, Section II, Paragraph C of Schedule XIII of the Companies Act, 1956 for payment of remuneration to Mr. Ravindra S Singhvi, Managing Director for a period from 1st April, 2013 till 10th April, 2013.

Particulars	No. of Postal Ballot Forms	No. of shares (Postal Ballot votes)	No. of E-Voting	No. of shares (E-Voting)	Total No. of Postal Ballot Forms and E-Voting	Total No. of shares (Votes)	% on Total Shares (Votes) Received
Assent	522	97399024	68	153114	590	97552138	98.16
Dissent	67	1822495	26	9374	93	1831869	1.84
Total	589	99221519	*94	162488	683	99384007	100.00

***One shareholder has cast 50% of his votes in favour of the resolution and other 50% of the votes cast against the resolution.**



RESULTS

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution under Sections 198,269,309,310 and 387 of the Companies Act, 1956, with regard to the Item No. 3 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

ITEM No.4 IN THE NOTICE OF POSTAL BALLOT

SPECIAL RESOLUTION pursuant to Sections 198,269,309 and 310 read with Part II, Section II, Paragraph C of Schedule XIII of the Companies Act, 1956 for payment of remuneration to Mr. P.Gopalakrishnan, Manager under Companies Act, 1956 for a period from 11th April, 2013 till 18th October, 2013.

Particulars	No. of Postal Ballot Forms	No. of shares (Postal Ballot votes)	No. of E-Voting	No. of shares (E-Voting)	Total No. of Postal Ballot Forms and E-Voting	Total No. of shares (Votes)	% on Total Shares (Votes) Received
Assent	525	97399913	69	154532	594	97554445	98.16
Dissent	64	1821606	26	9206	90	1830812	1.84
Total	589	99221519	*95	163738	684	99385257	100.00

*One shareholder has cast 50% of his votes in favour of the resolution and other 50% of the votes cast against the resolution.

RESULTS

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution under Sections 198,269,309 and 310 of the Companies Act, 1956, with regard to the Item No. 4 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

Kindly take the above information on record and acknowledge receipt.

Thanking you

Yours faithfully

For **E.I.D.- PARRY (INDIA) LIMITED.**



(G.Jalaja)

COMPANY SECRETARY



murugappa