PETRONET LIMITED

Petronet LNG Limited

World Trade Centre, Ist Floor, Babar Road,
Barakhamba Lane, New Delhi – 110 001 (INDIA)
Tel.: 23411411, 23472525 Fax: 23709114
Website: www.petronetlng.com
CIN: L74899DL1998PLC093073

ND/PLL/LIST/SECTT/35A/2015

24th September, 2015

Fax No: 022-26598237/38

The Manager Listing
The National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra (E)
MUMBAI

SUB: Voting Results pursuant to clause 35A of the Listing Agreement

Dear Sir,

In terms of Clause 35A of the Listing Agreement, we enclose herewith report of Scrutinizer specifying the details of e- voting, Polling and postal ballot results of the 17th Annual General Meeting held on 24th September, 2015 at FICCI, K. K. Birla Auditorium, 1, Tansen Marg, New Delhi. As per the report, all the resolutions have been passed with requisite majority.

We trust you will find the same in order.

Thanking you.

Yours faithfully,

(K. C. Sharma)
Company Secretary

Dahej LNG Terminal:
GIDC Industrial Estate, Plot No. 7/A, Dahej
Taluka Vagra, Distt. Bharuch - 392130 (Gujarat)
Tel.: 02641-257249 Fax: 02641-257252

Kochi Site:
Survey No. 347, Puthuvypu
P.O. 682508, Kochi
Tel.: 0484-2502268

Date of the AGM	24th September, 2015
Total number of shareholders on record date	296770

No. of Shareholders present in the meeting either in person or through proxy

Promoters and Promoter Group	4
Public	13880

No. of Shareholders attended the meeting through Video Conferencing -- Not Arranged

Agenda-wise

Item No.	Agenda	Resolution required (Ordinary / Special)	Mode of Voting (Show of Hands / Poll / Postal Ballot / E-voting)
1	To receive, consider and adopt the audited Financial Statements and Report of Board of Directors and Auditors thereon for the financial year ended on 31st March, 2015.	Ordinary	E-voting and poll
2	To declare a dividend for the financial year ended 31st March, 2015.	Ordinary	E-voting and poll
3	To appoint a director in place of Shri S. Varadarajan who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	E-voting and poll
4	To appoint a director in place of Shri D.K. Sarraf who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	E-voting and poll
5	To appoint a director in place of Mr. Philip Olivier who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	E-voting and poll
6	To appoint Statutory Auditors and to fix their remuneration.	Ordinary	E-voting and poll
7	To appoint Shri Debasis Sen as director.	Ordinary	E-voting and poll
8	To appoint Shri Sushil Kumar Gupta as director	Ordinary	E-voting and poll
9	To appoint Shri Atanu Chakraborty as director.	Ordinary	E-voting and poll
10	To appoint Dr. Jyoti Kiran Shukla as director.	Ordinary	E-voting and poll
11	To appoint Shri K.D. Tripathi as director.	Ordinary	E-voting and poll
12	To ratify remuneration of Cost Auditor.	Ordinary	E-voting and poll
13	To appoint Shri Prabhat Singh as Managing Director & CEO.	Ordinary	E-voting and poll
14	Approval to enter into Related Party Transaction.	Special	E-voting and poll
15	To approve issue of Non-Convertible Debentures of Rs.1000 Crore.	Special	E-voting and poll
16	To increase investment limit of FIIs in equity shares of the Company upto an aggregate limit of 30% of the paid up equity share capital of the Company.	Special	E-voting and poll

SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

FORM No. MGT-13
Report of Scrutiniser

[Pursuant to section 109 of the Companies Act, 2013 read with rule 21(2) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman,
Petronet LNG Limited,
1st Floor, World Trade Centre,
Barakhamba Lane, Babar Road,
New Delhi – 110 001

Seventeenth (17th) Annual General Meeting of the Equity Shareholders of Petronet LNG Limited held on Thursday, September 24, 2015, at 10.00 A.M at FICCI, K. K. Birla Auditorium, 1, Tansen Marg, New Delhi – 110 001.

Dear Sir,

We, Savita Jyoti Associates, Company Secretaries, Hyderabad had been appointed as Scrutiniser(s) by the Board of Directors for the purpose of the electronic poll (Physical Votes) taken on the below mentioned resolution(s), at the Seventeenth (17th) Annual General Meeting of the Equity Shareholders of Petronet LNG Limited held on Thursday, September 24, 2015, at 10.00 A.M at FICCI, K. K. Birla Auditorium, 1, Tansen Marg, New Delhi – 110 001, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, two (2) ballot boxes kept for polling were locked in our presence with due identification mark placed by us.

2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinised. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.

3. The e-voting period was open from 10.00 AM (IST) on 21st September, 2015 up to 5.00 PM (IST) on 23rd September, 2015, after which the website of Karvy Computershare Private Limited for remote e-voting was closed.

4. The Reports on remote e-Voting is based on the data downloaded from the e-Voting platform provided by Karvy Computershare Private Limited.

5. There were no polling papers which were incomplete and/or which were otherwise found defective.

6. The result of the remote electronic voting resolution-wise is annexed herewith : Annexure A

7. The result of the polling resolution-wise is annexed herewith : Annexure B

8. The Consolidated result resolution-wise of e-Voting and polling is annexed herewith: Annexure C

9. Soft Copy of the list of equity shareholders who voted "FOR"/"AGAiNST" for each resolution has been emailed to the Company Secretary.

S.J

E-86, Sainikpuri, Secunderabad - 500 094. (Near Canara Bank). Ph.: 27110559 Mobile: 98495 10559
E-mail : savitajyoti@yahoo.com

CS. SAVITA JYOTI, B.Com., F.C.S.

10. Ballot/Polling box relating to AGM of Petronet LNG Limited held on 24th September, 2015 was opened in our presence. We are not in the employment of the Company:

Witnesses:

1. Signature: [signature]

   Name: S. BALAJI REDDY

   Address: 63-609/120 F.NO. 302
   VIJAYVAIBHAV APRTS
   HYDERABAD - 500 004

2. Signature: [signature]

   Name: ANIL AGARWAL

   Address: House No. 86, Sector 41,
   Gurgaon - 122001

11. The poll results and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board of Directors/ Chairman for safe keeping.

Thanking you,

Yours faithfully,
for **Savita Jyoti Associates**

Savita Jyoti

CS Savita Jyoti
Scrutinizer
FCS 3738; CP 1796

SAVITA JYOTI, FCS 3738
Practicing Company Secretary
Certificate of Practice No. 1796

Place: New Delhi
Dated: 24.09.2015

SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

ANNEXURE – A
REMOTE E-VOTING RESULTS

Resolution No. 1 – Ordinary Resolution

To receive, consider and adopt the audited Financial Statements and Report of Board of Directors and Auditors thereon for the financial year ended on 31st March, 2015.

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
266	627149837	99.99

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
5	2125	0.01

(iii) Invalid votes / Abstained :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
2	413100

Resolution No. 2 – Ordinary Resolution

To declare a dividend for the financial year ended 31st March, 2015.

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
270	627620515	99.99

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
2	1700	0.01

(iii) **Invalid** votes **/ Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
1	100

S.J

E-86, Sainikpuri, Secunderabad - 500 094. (Near Canara Bank). Ph.: 27110559 Mobile: 98495 10559
E-mail : savitajyoti@yahoo.com

CS. SAVITA JYOTI, B.Com., F.C.S.

Resolution No. 3 – Ordinary Resolution

To appoint a director in place of Shri S. Varadarajan (DIN 00052928) who retires by rotation and being eligible offers himself for re-appointment

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
165	503516972	80.23

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
106	124105040	19.77

(iii) **Invalid** votes / **Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
3	303

Resolution 4 – Ordinary Resolution

To appoint a director in place of Shri D. K. Sarraf (DIN 00147870) who retires by rotation and being eligible offers himself for re-appointment.

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
168	505606009	80.56

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
103	122015653	19.44

(iii) **Invalid** votes / **Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
3	653

A J

CS. SAVITA JYOTI, B.Com., F.C.S.

Resolution 5 – Ordinary Resolution

To appoint a director in place of Mr. Philip Olivier (DIN 06937286) who retires by rotation and being eligible offers himself for re-appointment.

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
160	503195731	80.18

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
110	124425836	19.82

(iii) **Invalid** votes / **Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
4	658

Resolution No. 6 – Ordinary Resolution

To appoint Statutory Auditors, fix their remuneration.

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
264	627618802	99.99

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
8	3410	0.01

(iii) **Invalid** votes / **Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
2	103

Resolution 7 – Ordinary Resolution

To appoint Shri Debasis Sen (DIN 06862079) as director of the Company

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
170	505608879	80.56

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CS. SAVITA JYOTI, B.Com., F.C.S.

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
101	122012783	19.44

(iii) **Invalid** votes / **Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
3	653

Resolution 8 – Ordinary Resolution

To appoint Shri Sushil Kumar Gupta (DIN 02628292) as independent director of the Company

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
261	627616252	99.99

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
10	5410	0.01

(iii) **Invalid** votes / **Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
3	653

Resolution 9 – Ordinary Resolution

To appoint Shri Atanu Chakraborty (DIN 01469375) as director of the Company

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
178	511498292	81.50

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
93	116123370	18.50

(iii) **Invalid** votes / **Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
3	653

CS. SAVITA JYOTI, B.Com, F.C.S.

Resolution 10 – Ordinary Resolution

To appoint Dr. Jyoti Kiran Shukla (DIN 03492315) as independent director of the Company

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
260	627616147	99.99

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
10	5510	0.01

(iii) **Invalid** votes / **Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
4	658

Resolution 11 – Ordinary Resolution

To appoint Shri K. D. Tripathi (DIN 07239755) as director of the Company

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
179	514371127	81.96

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
92	113250535	18.04

(iii) **Invalid** votes / **Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
3	653

S.J.

CS. SAVITA JYOTI, B.Com., F.C.S.

Resolution 12 – Ordinary Resolution

To ratify remuneration of Cost Auditors.

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
265	627619005	99.99

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
8	3207	0.01

(iii) **Invalid** votes **/ Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
2	103

Resolution 13 – Ordinary Resolution

To appoint Shri Prabhat Singh (DIN 03006541) as Managing Director & CEO of the Company

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
199	550180622	87.66

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
72	77441040	12.34

(iii) **Invalid** votes **/ Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
3	653

Resolution 14 – Special Resolution

Approval to enter into Related Party Transactions.

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
255	252313642	99.88

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
10	308120	0.12

(iii) **Invalid** votes / **Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
9	375000553

Resolution 15 – Special Resolution

To approve issue of Non-Convertible Debentures of Rs. 1000 Crore.

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
263	627619821	99.99

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
9	2441	0.01

(iii) **Invalid** votes / **Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
2	53

Resolution 16 – Special Resolution

To increase investment limit of FIIs in equity shares of the Company upto an aggregate limit of 30% (Thirty percent) of the paid up equity share capital of the Company.

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
265	627619951	99.99

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

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
6	2310	0.01

(iii) **Invalid** votes / **Abstained** :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
3	54

S. J.

SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

ANNEXURE – B
RESULTS OF POLLING AT THE AGM

Resolution No. 1 – Ordinary Resolution

To receive, consider and adopt the audited Financial Statements and Report of Board of Directors and Auditors thereon for the financial year ended on 31st March, 2015.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(vi) **Invalid** votes / **Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

Resolution No. 2 – Ordinary Resolution

To declare a dividend for the financial year ended 31st March, 2015.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes / **Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

S.J.

E-86, Sainikpuri, Secunderabad - 500 094. (Near Canara Bank). Ph.: 27110559 Mobile: 98495 10559
E-mail : savitajyoti@yahoo.com

CS. SAVITA JYOTI, B.Com., F.C.S.

Resolution No. 3 – Ordinary Resolution

To appoint a director in place of Shri S. Varadarajan (DIN 00052928) who retires by rotation and being eligible offers himself for re-appointment.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(vi) **Invalid** votes / **Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

Resolution 4 – Ordinary Resolution

To appoint a director in place of Shri D. K. Sarraf (DIN 00147870) who retires by rotation and being eligible offers himself for re-appointment.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes / **Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

A.J.

CS. SAVITA JYOTI, B.Com., F.C.S.

Resolution 5 – Ordinary Resolution

To appoint a director in place of Mr. Philip Olivier (DIN 06937286) who retires by rotation and being eligible offers himself for re-appointment.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes / **Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

Resolution No. 6 – Ordinary Resolution

To appoint Statutory Auditors, fix their remuneration.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes / **Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

A.J

CS. SAVITA JYOTI, B.Com., F.C.S.

Resolution 7 – Ordinary Resolution

To appoint Shri Debasis Sen (DIN 06852079) as director of the Company

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes **/ Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

Resolution 8 – Ordinary Resolution

To appoint Shri Sushil Kumar Gupta (DIN 02628292) as independent director of the Company

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes **/ Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

.Resolution 9 – Ordinary Resolution

To appoint Shri Atanu Chakraborty (DIN 01469375) as director of the Company

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

CS. SAVITA JYOTI B.Com., F.C.S.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes / **Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

Resolution 10 – Ordinary Resolution

To appoint Dr. Jyoti Kiran Shukla (DIN 03492315) as independent director of the Company

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes / **Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

Resolution 11 – Ordinary Resolution

To appoint Shri K. D. Tripathi (DIN 07239755) as director of the Company

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes / **Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

A.J

CS. SAVITA JYOTI, B.Com., F.C.S.

Resolution 12 – Ordinary Resolution

To ratify remuneration of Cost Auditors.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes **/ Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

Resolution 13 – Ordinary Resolution

To appoint Shri Prabhat Singh (DIN 03006541) as Managing Director & CEO of the Company

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes **/ Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

Resolution 14 – Special Resolution

Approval to enter into Related Party Transactions.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

S.J.

(iii) **Invalid** votes / **Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

Resolution 15 – Special Resolution

To approve issue of Non-Convertible Debentures of Rs. 1000 Crore.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes / **Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

Resolution 16 – Special Resolution

To increase investment limit of FI in equity shares of the Company upto an aggregate limit of 30% (Thirty percent) of the paid up equity share capital of the Company.

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
7	1201	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes / **Abstained** :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
0	0

S. J.

SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

ANNEXURE C
Consolidated Results

Based on the result of e-voting of and Physical Votes at the Annual General Meeting, consolidated results of each item of the Agenda as set out in the Notice dated August 21, 2015 is as given below:

Consolidated Results of Item No. 1 – Ordinary Resolution

To receive, consider and adopt the audited Financial Statements and Report of Board of Directors and Auditors thereon for the financial year ended on 31st March, 2015.

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	627149837	1201	627151038	99.99
Dissent	2125	0	2125	0.01
Total	**627151962**	**1201**	627153163	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 1 of the Notice dated August 21, 2015, is passed with requisite majority.

Consolidated Results of Item No. 2 – Ordinary Resolution

To declare a dividend for the financial year ended 31st March, 2015.

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	627620515	1201	627621716	99.99
Dissent	1700	0	1700	0.01
Total	**627622215**	**1201**	627623416	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 2 of the Notice dated August 21, 2015 is passed with requisite majority.

Consolidated Results of Item No. 3 – Ordinary Resolution

To appoint a director in place of Shri S. Varadarajan (DIN 00052928) who retires by rotation and being eligible offers himself for re-appointment.

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	503516972	1201	503518173	80.23
Dissent	124105040	0	124105040	19.77
Total	**627622012**	**1201**	627623213	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 3 of the Notice dated August 21, 2015, is passed with requisite majority.

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Consolidated Results of Item No. 4 – Ordinary Resolution

To appoint a director in place of Shri D. K. Sarraf (DIN 00147870) who retires by rotation and being eligible offers himself for re-appointment.

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	505606009	1201	505607210	80.56
Dissent	122015653	0	122015653	19.44
Total	**627621662**	1201	627622863	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 4 of the Notice dated August 21, 2015, is passed with requisite majority.

Consolidated Results of Item No. 5 – Ordinary Resolution

To appoint a director in place of Mr. Philip Olivier (DIN 06937286) who retires by rotation and being eligible offers himself for re-appointment.

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	503195731	1201	503196932	80.18
Dissent	124425836	0	124425836	19.82
Total	**627621567**	1201	627622768	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 5 of the Notice dated August 21, 2015, is passed with requisite majority.

Consolidated Results of Item No. 6 – Ordinary Resolution

To appoint Statutory Auditors, fix their remuneration.

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	627618802	1201	627620003	99.99
Dissent	3410	0	3410	0.01
Total	**627622212**	1201	627623413	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 6 of the Notice dated August 21, 2015, is passed with requisite majority.

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Consolidated Results of Item No. 7 – Ordinary Resolution

To appoint Shri Debasis Sen (DIN 06862079) as director of the Company

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	505608879	1201	505610080	80.56
Dissent	122012783	0	122012783	19.44
Total	**627621662**	1201	627622863	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 7 of the Notice dated August 21, 2015, is passed with requisite majority.

Consolidated Results of Item No. 8 – Ordinary Resolution

To appoint Shri Sushil Kumar Gupta (DIN 02628292) as independent director of the Company

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	627616252	1201	627617453	99.99
Dissent	5410	0	5410	0.01
Total	**627621662**	1201	627622863	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 8 of the Notice dated August 21, 2015, is passed with requisite majority.

Consolidated Results of Item No. 9 – Ordinary Resolution

To appoint Shri Atanu Chakraborty (DIN 01469375) as director of the Company

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	511498292	1201	511499493	81.50
Dissent	116123370	0	116123370	18.50
Total	**627621662**	1201	627622863	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 9 of the Notice dated August 21, 2015, is passed with requisite majority.

S. J.

CS. SAVITA JYOTI, B.Com., F.C.S.

Consolidated Results of Item No. 10 – Ordinary Resolution

To appoint Dr. Jyoti Kiran Shukla (DIN 03492315) as independent director of the Company

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	627616147	1201	627617348	99.99
Dissent	5510	0	5510	0.01
Total	**627621657**	1201	627622858	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 10 of the Notice dated August 21, 2015, is passed with requisite majority.

Consolidated Results of Item No. 11 – Ordinary Resolution

To appoint Shri K. D. Tripathi (DIN 07239755) as director of the company

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	514371127	1201	514372328	81.96
Dissent	113250535	0	113250535	18.04
Total	**627621662**	1201	627622863	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 11 of the Notice dated August 21, 2015, is passed with requisite majority.

Consolidated Results of Item No. 12 – Ordinary Resolution

To ratify remuneration of Cost Auditors.

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	627619005	1201	627620206	99.99
Dissent	3207	0	3207	0.01
Total	**627622212**	1201	627623413	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 12 of the Notice dated August 21, 2015, is passed with requisite majority.

S.J.

SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

Consolidated Results of Item No. 13 – Ordinary Resolution

To appoint Shri Prabhat Singh (DIN 03006541) as Managing Director & CEO of the Company

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	550180622	1201	550181823	87.67
Dissent	77441040	0	77441040	12.33
Total	**627621662**	1201	627622863	**100.00**

Thus, the Ordinary Resolution as contained in Item No. 13 of the Notice dated August 21, 2015, is passed with requisite majority.

Consolidated Results of Item No. 14 – Special Resolution

Approval to enter into Related Party Transactions.

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	252313642	1201	252314843	99.88
Dissent	308120	0	308120	0.12
Total	**252621762**	1201	252622963	**100.00**

Thus, the Special Resolution as contained in Item No. 14 of the Notice dated August 21, 2015, is passed with requisite majority.

Consolidated Results of Item No. 15 – Special Resolution

To approve issue of Non-Convertible Debentures of Rs. 1000 Crore.

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	627619821	1201	627621022	99.99
Dissent	2441	0	2441	0.01
Total	**627622262**	1201	627623463	**100.00**

Thus, the Special Resolution as contained in Item No. 15 of the Notice dated August 21, 2015, is passed with requisite majority.

S.J

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SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

Consolidated Results of Item No. 16 – Special Resolution

To increase investment limit of FIIs in equity shares of the Company upto an aggregate limit of 30% (Thirty percent) of the paid up equity share capital of the Company.

Particulars	Number of Votes contained in			Percentage
	Remote e-Votes	Physical Votes	Total	
Assent	627619951	1201	627621152	99.99
Dissent	2310	0	2310	0.01
Total	**627622261**	1201	627623462	**100.00**

Thus, the Special Resolution as contained in Item No. 16 of the Notice dated August 21, 2015, is passed with requisite majority.

Thanking you,

Yours faithfully,
for **Savita Jyoti Associates**

Savita Jyoti

SAVITA JYOTI, FCS 3738
Practicing Company Secretary
Certificate of Practice No. 1796

CS Savita Jyoti
Practicing Company Secretary
FCS 3738; CP 1796

Place: New Delhi
Dated: 24th September, 2015

Counter Signed by

Managing Director & CEO

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