



THE INDIA CEMENTS LIMITED

Corporate Office : Coromandel Towers, 93, Santhome High Road, Karpagam Avenue,
R.A. Puram, Chennai - 600 028. Phone : 044-28521526, 28572100
Fax : 044-2851 7198 Grams : 'INDCEMENT'
CIN : L26942TN1946PLC000931

BY FAX NO.2833 2510

SH/NSE/

26.12.2014

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No.C11, G Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI 400 051.

Dear Sirs,

Sub.: Compliance of Clause-35A of the Listing Agreement - Outcome of voting results of Annual General Meeting held on 26.12.2014

We furnish below the details of voting results of the Annual General Meeting (AGM) of our Company:

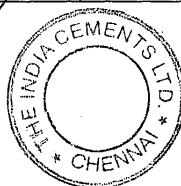
- a. Date of AGM : **26.12.2014**
- b. Total number of shareholders on Record Date : **96,005**
- c. Number of shareholders present in the meeting either in person or through proxy:
- (i) Promoters and promoter group : **7**
- (ii) Public : **2,150**
- d. No. of shareholders attended the meeting through video conferencing : **Nil**
- (i) Promoters and promoter group
- (ii) Public
- e. Details of Agenda:

(1) Adoption of the audited accounts for the year ended 31.03.2014.

Resolution required : Ordinary Resolution
Mode of voting : evoting and Poll

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
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	86726373	86726373	100.00	86726373	0	100.00	0.00
Public – Institutional holders	148478006	96698601	65.13	96698601	0	100.00	0.00
Public-Others	71974278	20423787	28.38	20418797	4990	99.98	0.02
Total	307178657	203848761	66.36	203843771	4990	99.99	0.01

***Page:2



Registered Office : Dhun Building, 827, Anna Salai, Chennai - 600 002.

www.indiacements.co.in





THE INDIA CEMENTS LIMITED

Corporate Office : Coromandel Towers, 93, Santhome High Road, Karpagam Avenue,
R.A. Puram, Chennai - 600 028. Phone : 044-28521526, 28572100
Fax : 044-2851 7198 Grams : 'INDCEMENT'
CIN : L26942TN1946PLC000931

Page:2

- (2) Appointment of a director in the place of Mrs.Chitra Srinivasan, who retires by rotation and is eligible for reappointment.

Resolution required : Ordinary Resolution

Mode of voting : evoting and Poll

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
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	86726373	86726373	100.00	86726373	0	100.00	0.00
Public – Institutional holders	148478006	100575426	67.74	81180408	19395018	80.72	19.28
Public-Others	71974278	20424331	28.38	20417784	6547	99.97	0.03
Total	307178657	207726130	67.62	188324565	19401565	90.66	9.34

- (3) Appointment of Auditors of the Company.

Resolution required : Ordinary Resolution

Mode of voting : evoting and Poll

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
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	86726373	86726373	100.00	86726373	0	100.00	0.00
Public – Institutional holders	148478006	96698601	65.13	96606508	92093	99.90	0.10
Public-Others	71974278	20424288	28.38	20418678	5610	99.97	0.03
Total	307178657	203849262	66.36	203751559	97703	99.95	0.05

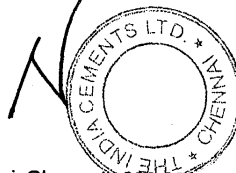
- (4) Appointment of Sri Nagaraj Garla as a Director of the Company, liable to retire by rotation.

Resolution required : Ordinary Resolution

Mode of voting : evoting and Poll

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
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	86726373	86726373	100.00	86726373	0	100.00	0.00
Public – Institutional holders	148478006	100575426	67.74	100565566	9860	99.99	0.01
Public-Others	71974278	20423861	28.38	20418405	5456	99.97	0.03
Total	307178657	207725660	67.62	207710344	15316	99.99	0.01

***Page:3



Registered Office : Dhun Building, 827, Anna Salai, Chennai - 600 002.

www.indiacements.co.in





THE INDIA CEMENTS LIMITED

Corporate Office : Coromandel Towers, 93, Santhome High Road, Karpagam Avenue,
R.A. Puram, Chennai - 600 028. Phone : 044-28521526, 28572100
Fax : 044-2851 7198 Grams : 'INDCEMENT'
CIN : L26942TN1946PLC000931

Page:3

(5) Appointment of Sri Arun Datta as an Independent Director of the Company.

Resolution required : Ordinary Resolution
Mode of voting : evoting and Poll

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
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	86726373	86726373	100.00	86726373	0	100.00	0
Public – Institutional holders	148478006	100575426	67.74	100473473	101953	99.90	0.10
Public-Others	71974278	20423808	28.38	20420071	3737	99.98	0.02
Total	307178657	207725607	67.62	207619917	105690	99.95	0.05

(6) Appointment of Sri R.K.Das as an Independent Director of the Company.

Resolution required : Ordinary Resolution
Mode of voting : evoting and Poll

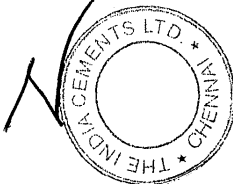
Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes - against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	86726373	86726373	100.00	86726373	0	100.00	0
Public – Institutional holders	148478006	96698601	65.13	94410450	2288151	97.63	2.37
Public-Others	71974278	20421893	28.37	20417795	4098	99.98	0.02
Total	307178657	203846867	66.36	201554618	2292249	98.88	1.12

(7) Appointment of Sri N.R.Krishnan as an Independent Director of the Company.

Resolution required : Ordinary Resolution
Mode of voting : evoting and Poll

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
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	86726373	86726373	100.00	86726373	0	100.00	0
Public – Institutional holders	148478006	100575426	67.74	100565566	9860	99.99	0.01
Public-Others	71974278	20423836	28.38	20417461	6375	99.97	0.03
Total	307178657	207725635	67.62	207709400	16235	99.99	0.01

*** Page:4



Registered Office : Dhun Building, 827, Anna Salai, Chennai - 600 002.

www.indiacements.co.in





THE INDIA CEMENTS LIMITED

Corporate Office : Coromandel Towers, 93, Santhome High Road, Karpagam Avenue,
R.A. Puram, Chennai - 600 028. Phone : 044-28521526, 28572100
Fax : 044-2851 7198 Grams : 'INDCEMENT'
CIN : L26942TN1946PLC000931

Page:4

(8) Appointment of Sri V.Manickam as an Independent Director of the Company.

Resolution required : Ordinary Resolution
Mode of voting : evoting and Poll

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
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	86726373	86726373	100.00	86726373	0	100.00	0
Public-Institutional holders	148478006	100575426	67.74	98287275	2288151	97.72	2.28
Public-Others	71974278	20423901	28.38	20416881	7020	99.97	0.03
Total	307178657	207725700	67.62	205430529	2295171	98.90	1.10

(9) Appointment of Sri N.Srinivasan as an Independent Director of the Company.

Resolution required : Ordinary Resolution
Mode of voting : evoting and Poll

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
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	86726373	86726373	100.00	86726373	0	100.00	0
Public – Institutional holders	148478006	96698601	65.13	94410450	2288151	97.63	2.37
Public-Others	71974278	20424468	28.38	20416722	7746	99.96	0.04
Total	307178657	203849442	66.36	201553545	2295897	98.87	1.13

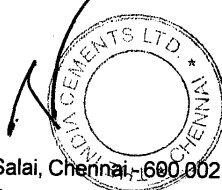
(10) Ratification of remuneration payable to Cost Auditor of the Company.

Resolution required : Ordinary Resolution
Mode of voting : evoting and Poll

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
	(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	86726373	86726373	100.00	86726373	0	100.00	0
Public – Institutional holders	148478006	100575426	67.74	100575426	0	100.00	0.00
Public-Others	71974278	20424373	28.38	20420585	3788	99.98	0.02
Total	307178657	207726172	67.62	207722384	3788	99.99	0.01

*** Page:5

Registered Office : Dhun Building, 827, Anna Salai, Chennai - 600 002.
www.indiacements.co.in





THE INDIA CEMENTS LIMITED

Corporate Office : Coromandel Towers, 93, Santhome High Road, Karpagam Avenue,

R.A. Puram, Chennai - 600 028. Phone : 044-28521526, 28572100

Fax : 044-2851 7198 Grams : 'INDCEMENT'

CIN : L26942TN1946PLC000931

Page:5

(11) Further Issue of Securities.

Resolution required : Special Resolution

Mode of voting : evoting and Poll

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
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	86726373	86726373	100.00	86726373	0	100.00	0
Public – Institutional holders	148478006	100575426	67.74	84992439	15582987	84.51	15.49
Public-Others	71974278	20418903	28.37	20413225	5678	99.97	0.03
Total	307178657	207720702	67.62	192132037	15588665	92.50	7.50

We write this to inform you that all the aforesaid resolutions have been passed with requisite majority. We enclose the Scrutinizer's Report dated 26.12.2014 for your records.

Thanking you,

Yours faithfully,
for THE INDIA CEMENTS LIMITED


SR PRESIDENT &
COMPANY SECRETARY

Encl.: As above

26.12.2014

Scrutinizer's Report - Combined

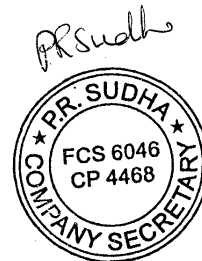
[Pursuant to Sections 108 and 109 of the Companies Act, 2013 read with
Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To
The Vice Chairman & Managing Director
The India Cements Limited
Corporate Office: Coromandel Towers
93, Santhome High Road
Karpagam Avenue, R.A. Puram
Chennai - 600 028

Dear Sir,

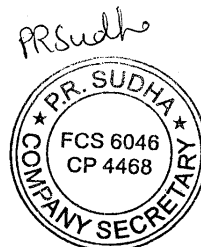
Sub: Annual General Meeting held on 26.12.2014

- 1) I, P.R.Sudha, a Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of The India Cements Limited (the Company), having its Registered Office at 'Dhun Building', 827, Anna Salai, Chennai 600 002, for the purpose of scrutinizing the e-voting and Poll process in terms of Section 108 & 109 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014 (the Rules) on the Resolutions contained in the Notice of the 68th Annual General Meeting (AGM) of the Members of the Company, held on Friday, the 26th December, 2014 at 09.15 A.M. at IMAGE Auditorium, No. 3, Thandavarayan Street, M R C Nagar, R A Puram, Chennai 600 028.
- 2) The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to e-voting and poll on the resolutions contained in the Notice of the 68th Annual General Meeting (AGM) of the Members of the Company.



...2

- 3) My responsibility as Scrutinizer for the e-voting process and for the Poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated above, based on the reports downloaded from the e-voting system provided by NSDL for e-voting and the Polling Papers received on the Poll conducted at the AGM.
- 4) I submit my report as under:
- a) The Company has provided the Members facility to exercise their right to vote at the AGM by electronic means to transact the business detailed in the Notice through e-voting services provided by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company.
 - b) The Shareholders of the Company holding shares on the "cut-off" date i.e., 21st November, 2014, were entitled to vote on the Resolutions as set out at Item Nos. 1 to 11 in the Notice of the AGM of the Company.
 - c) The voting period for e-voting commenced on Wednesday, 17th December, 2014 at 9.00 a.m. and ended on Friday, 19th December, 2014 at 6.00 p.m. and thereafter, the NSDL e-voting platform was blocked.
 - d) Thereafter, I have unblocked the votes cast under e-voting facility in the presence of two witnesses, Mr. K Sadasivan and Mr. Venkatesh who are not in the employment of the Company.
 - e) After conclusion of the Polling at the AGM of the Company held on 26th December, 2014, I have opened the locked Polling Box in the presence of two witnesses, Ms. Sangeetha and Mr. Anil Kumar, who are not in the employment of the Company. The Polling Papers were reconciled with the records maintained by the Company and the Registrar and Transfer Agent of the Company and the authorizations / proxies lodged with the Company. There were no poll papers found incomplete and/or defective and / or invalid.
 - f) I have scrutinized and reviewed the voting through electronic means based on the data downloaded from the NSDL e-voting system and on Poll based on the Polling Papers received at the AGM.
 - g) I have not considered one ballot paper with voting 'for' in respect of all the resolutions on account of its being duplicate as the concerned shareholder had already exercised its vote electronically.
 - h) I report that the result of the voting through electronic means and on poll in respect of the said Resolutions is as under:



Resolution No: 1:

Nature of resolution: Ordinary Resolution

Adoption of Audited Accounts for the year ended 31.03.2014

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	231	189806914	
Poll	22	14036857	
Total	253	203843771	99.99

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	6	2426	
Poll	9	2564	
Total	15	4990	0.01

TOTAL VOTES (i+ii)	203848761	100.00
---------------------------	------------------	---------------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	Nil	Nil	
Poll	Nil	Nil	
Total			Nil

...4



Resolution No: 2

Nature of Resolution: Ordinary Resolution

Appointment of a director in the place of Mrs.ChitraSrinivasan, who retires by rotation and is eligible for reappointment.

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	170	174285599	
Poll	28	14038966	
Total	198	188324565	90.66

(ii) Voted against the resolution:

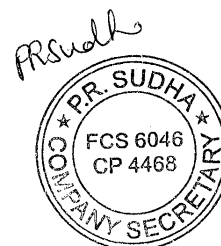
	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	71	19400850	
Poll	4	715	
Total	75	19401565	9.34

TOTAL VOTES (i+ii)	207726130	100.00
---------------------------	------------------	---------------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	Nil	Nil	
Poll	Nil	Nil	
Total			Nil

...5



Resolution No: 3**Nature of Resolution: Ordinary****Appointment of Auditors of the Company**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	225	189712853	
Poll	27	14038706	
Total	252	203751559	99.95

(ii) Voted against the resolution:

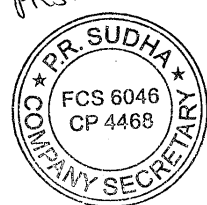
	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	14	96988	
Poll	4	715	
Total	18	97703	0.05

TOTAL VOTES (i+ii)	203849262	100.00
---------------------------	------------------	---------------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	Nil	Nil	
Poll	Nil	Nil	
Total			Nil

PR Sudha ...6



Resolution No: 4**Nature of Resolution: Ordinary Resolution****Appointment of Sri NagarajGarla as a Director of the Company, liable to retire by rotation.**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	223	193671357	
Poll	29	14038987	
Total	252	207710344	99.99

(ii) Voted against the resolution:

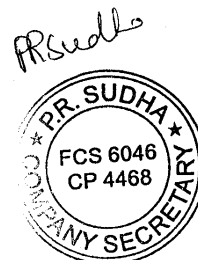
	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	16	14602	
Poll	3	714	
Total	19	15316	0.01

TOTAL VOTES (i+ii)	207725660	100.00
---------------------------	------------------	---------------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	Nil	Nil	
Poll	Nil	Nil	
Total			Nil

...7



Resolution No: 5**Nature of Resolution: Ordinary Resolution****Appointment of Sri ArunDatta as an Independent Director of the Company**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	224	193581030	
Poll	28	14038887	
Total	252	207619917	99.95

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	16	104876	
Poll	4	814	
Total	20	105690	0.05

TOTAL VOTES (i+ii)	207725607	100.00
---------------------------	------------------	---------------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	Nil	Nil	
Poll	Nil	Nil	
Total			Nil

...8



Resolution No: 6**Nature of Resolution: Ordinary Resolution****Appointment of Sri R D Das as an independent Director of the Company.**

(iv) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	211	187515731	
Poll	28	14038887	
Total	239	201554618	98.88

(v) Voted against the resolution:

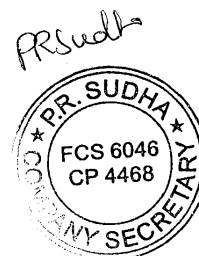
	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	22	2291435	
Poll	4	814	
Total	26	2292249	1.12

TOTAL VOTES (i+ii)	203846867	100.00
---------------------------	------------------	---------------

(vi) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	Nil	Nil	
Poll	Nil	Nil	
Total			Nil

...9



Resolution No: 7

Nature of Resolution: Ordinary Resolution

Appointment of Sri N.R.Krishnan as an Independent Director of the Company

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	220	193670523	
Poll	28	14038877	
Total	248	207709400	99.99

(ii) Voted against the resolution:

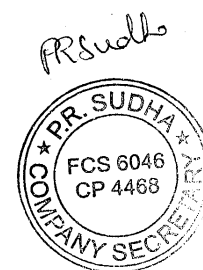
	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	19	15411	
Poll	4	824	
Total	23	16235	0.01

TOTAL VOTES (i+ii)	207725635	100.00
---------------------------	------------------	---------------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	Nil	Nil	
Poll	Nil	Nil	
Total			Nil

...10



Resolution No: 8**Nature of Resolution: Ordinary Resolution****Appointment of Sri V.Manickam as an Independent Director of the Company**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	211	191391752	
Poll	27	14038777	
Total	238	205430529	98.90

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	27	2294247	
Poll	5	924	
Total	32	2295171	1.10

TOTAL VOTES (i+ii)	207725700	100.00
---------------------------	------------------	---------------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	Nil	Nil	
Poll	Nil	Nil	
Total			Nil

...11



Resolution No: 9

Nature of Resolution: Ordinary Resolution

Appointment of Sri N.Srinivasan as an Independent Director of the Company

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	199	187514558	
Poll	29	14038987	
Total	228	201553545	98.87

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	39	2295183	
Poll	3	714	
Total	42	2295897	1.13

TOTAL VOTES (i+ii)	203849442	100.00
---------------------------	------------------	---------------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	Nil	Nil	
Poll	Nil	Nil	
Total			Nil

...12



Resolution No: 10**Nature of Resolution: Ordinary Resolution****Ratification of remuneration payable to Cost Auditor of the Company****(i) Voted in favour of the resolution:**

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	228	193683508	
Poll	27	14038876	
Total	255	207722384	99.99

(ii) Voted against the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	13	2963	
Poll	5	825	
Total	18	3788	0.01

TOTAL VOTES (i+ii)	207726172	100.00
---------------------------	------------------	---------------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	Nil	Nil	
Poll	Nil	Nil	
Total			Nil

...13



Resolution No: 11**Nature of Resolution: Special Resolution****Further Issue of Securities**

(i) Voted in favour of the resolution:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	222	178098468	
Poll	23	14033569	
Total	245	192132037	92.50

(ii) Voted against the resolution:

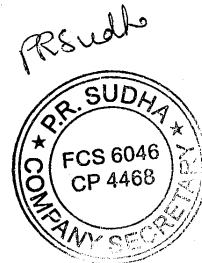
	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	22	15587948	
Poll	5	717	
Total	27	15588665	7.50

TOTAL VOTES (i+ii)	207720702	100.00
---------------------------	------------------	---------------

(iii) Invalid Votes:

	Number of members voted	Number of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	Nil	Nil	
Poll	Nil	Nil	
Total			Nil

...14



In terms of Rule 20 of the Rules, the register and all other papers and relevant records relating to e-voting and poll have been handed over to Mr.G.Balakrishnan, Senior President & Company Secretary of the Company for safe keeping.

Thanking You,

Yours Faithfully,

PR Sudha

P R Sudha

Practicing Company Secretary

FCS: 6046 CP No: 4468

