GMJ & Associates
Company Secretaries

3rd & 4th Floor, Vaastu Darshan,
'B' Wing, Above Central Bank of India,
Azad Road, Andheri (East),
Mumbai- 400 069.
Tel. No.: 61919293
Email : cs@gmj.co.in

Scrutinizer's Report on E-voting carried out For Hind Rectifiers Ltd.

To,
The Chairman,
Hind Rectifiers Ltd.
Mumbai

Annual General Meeting of the Equity Shareholders of M/s. Hind Rectifiers Ltd to be held on Thursday, August 14, 2014 at 3.30 P.M. at Kamalnayan Bajaj Hall & Art Gallery, Bajaj Bhavan, Ground Floor, Nariman Point, Mumbai - 400 021.

Sub: **Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.**

Pursuant to the Resolution passed by the Board of Hind Rectifiers Ltd. (hereinafter referred to as the "Company") on Wednesday, May 28, 2014. I, CS Mahesh Kumar Soni, Partner, GMJ & Associates, Company Secretaries have been appointed as the Scrutinizer for the e-voting process as mentioned under clause (ix) of sub rule 3 of Rule 20 of the Companies (Management and Administration) Rules, 2014. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular dated 17th April 2014 issued in this regard.

The Company has appointed M/s. Central Depository Services Limited as the Service Provider for providing the facility of electronic voting to the shareholders of the Company. M/s. Adroit Corporate Services Pvt. Ltd are Registrar and Share Transfer Agent (RTA) of the Company. The Service Provider, had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the Annual General Meeting (AGM) of the Company, which is scheduled to be held on Thursday, August 14, 2014. The Service Provider accordingly had set up e-Voting facility on their website, https://evotingindia.com. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their vote through e- Voting.

As on the dispatch date there were 7,178 shareholders of the Company. The Company has sent the Notice of the AGM by Courier to 3,520 shareholders and by Email 3,658 shareholders as per the details available with the RTA/Service Provider.

GMJ & ASSOCIATES ★ Company Secretaries ★ MUMBAI

The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Cut-off date (record date) for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was Friday August 8, 2014. As prescribed in the aforesaid Rules, the e-Voting facility was kept open for three days from Saturday, August 9, 2014 at 9:30 A.M. to Monday, August 11, 2014 at 5:30 P.M.

As prescribed in clause (v) of sub rule 3 of the Rule 20, the Company also released an advertisement, which was published more than 5 days in advance from the date of beginning of the voting period in English in The Free Press Journal dated Thursday July 17, 2014 and in Marathi in Navshakti dated Thursday July 17, 2014. The notice published in the newspaper carried the required information as specified in Sub Rule 3(v) (a) to (g) of the said Rule 20.

At the end of the voting period on Monday, August 11, 2014 at 5:30 P.M., the voting portal of the Service Provider was blocked forthwith. On Wednesday, August 13, 2014, the votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of two witnesses, as prescribed in Sub Rule 3(xi) of the said Rule 20.

As a Scrutinizer the report of the e-Voting carried out by the shareholders was duly compiled, the details of which are as follows:

There are in all 20 shareholders holding 28,12,145 equity shares of the Company, who have participated in the e-Voting process carried out by the Company.

It can be seen that in respect of resolution no. 2 and 11, there is few shareholder who has not cast his vote either in favour or against the resolution. As a consequence, the total number of votes polled is more by a few numbers than the number of shareholders who actually cast their votes.

The result of the E-voting is as under:

MUMBAI

(1) As an Ordinary Resolution - Item No. 1. Passed with the requisite majority

Consider and adopt the financial statement, Report of the Board of Directors and Auditors.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	21,82,141	99.99
(ii)Voted against the resolution	2	4	0.01
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(2) As an Ordinary Resolution - Item No. 2. Passed with the requisite majority

Declaration of dividend on Equity Shares.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	17	28,11,821	99.99
(ii)Voted against the resolution	1	320	0.01
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(3) As an Ordinary Resolution - Item No. 3. Passed with the requisite majority

Re-appointment of Shri Pawan Kumar Golyan, who retires by rotation.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	17	28,12,140	99.99
(ii)Voted against the resolution	3	5	0.01
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(4) As an Ordinary Resolution - Item No. 4. Passed with the requisite majority

Appointment of M/s. Khandwala & Shah, Chartered Accountants as Auditors and fixing their remuneration.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	17	28,12,140	99.99
(ii)Voted against the resolution	3	5	0.01
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(5) As an Ordinary Resolution - Item No. 5. Passed with the requisite majority

Appointment of M/s. Daga & Chaturmutha, Chartered Accountants as Branch Auditors for Nashik Plant and M/s. R. Gupta & Associates, Chartered Accountants, Branch Auditors for Dehradun Plants and fixing their remuneration.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	17	28,12,140	99.99
(ii)Voted against the resolution	3	5	0.01
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(6) As an Special Resolution - Item No. 6. Passed with the requisite majority

Special resolution under section 180(1)(c) of the Companies Act, 2013 for borrowing monies upto Rs. 50 crore over and above the aggregate of the paid-up share capital and free reserves of the Company.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	17	28,12,140	99.99
(ii)Voted against the resolution	3	5	0.01
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(7) As an Special Resolution - Item No. 7. Passed with the requisite majority

Special resolution under section 180(1)(a) of the Companies Act, 2013 for creation of security.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	17	28,12,140	99.99
(ii)Voted against the resolution	3	5	0.01
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(8) As an Ordinary Resolution - Item No. 8. Passed with the requisite majority

Appointment of Shri V. K. Bhartia as Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	17	28,12,140	99.99
(ii)Voted against the resolution	3	5	0.01
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(9) As an Ordinary Resolution - Item No. 9. Passed with the requisite majority

Appointment of Shri D. R. Mehta as Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	17	28,12,140	99.99
(ii)Voted against the resolution	3	5	0.01
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(10) As a Ordinary Resolution - Item No. 10. Passed with the requisite majority

Appointment of Shri Pradeep Goyal as Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	17	28,12,140	99.99
(ii)Voted against the resolution	3	5	0.01
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(11) As a Ordinary Resolution - Item No. 11. Passed with the requisite majority

Appointment of Shri. Binod Patodia as Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	17	28,12,140	99.99
(ii)Voted against the resolution	2	3	0.01
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(12) As an Ordinary Resolution - Item No. 12. Passed with the requisite majority

Approval of remuneration of the Cost Auditor.

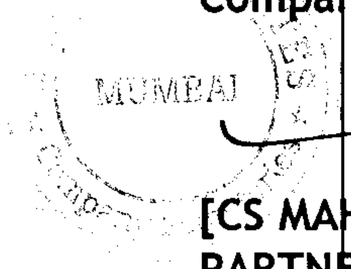
	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	18	28,12,141	99.99
(ii)Voted against the resolution	2	4	0.01
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

All the Resolutions stand passed under e-voting with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-Voting by the shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course as prescribed in the said Rules.

Thanking you,

Yours Faithfully
For GMJ & ASSOCIATES
Company Secretaries



[CS MAHESH SONI]
PARTNER
FCS : 3706; COP : 2324

PLACE : MUMBAI
DATE: AUGUST 13, 2014.

GMJ & Associates
Company Secretaries

3rd & 4th Floor, Vaastu Darshan,
'B' Wing, Above Central Bank of India,
Azad Road, Andheri (East),
Mumbai- 400 069.
Tel. No.: 61919293
Email : cs@gmj.co.in

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rule, 2014]

To,
The Chairman,
Annual General Meeting of the Equity Shareholders of Hind Rectifiers Ltd held on Thursday, August 14, 2014 at 3.30 P.M at Kamalnayan Bajaj Hall & Art Gallery, Bajaj Bhavan, Ground Floor, Nariman Point, Mumbai - 400 021.

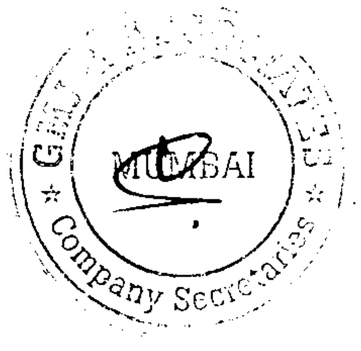
Dear Sir,

I, CS Mahesh Kumar Soni, Partner, GMJ & Associates, Company Secretaries appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Hind Refractories Ltd (the Company) held on Thursday, August 14, 2014 at 3.30 P.M at Kamalnayan Bajaj Hall & Art Gallery, Bajaj Bhavan, Ground Floor, Nariman Point, Mumbai - 400 021, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ONE Ballot Box kept for polling was locked in my presence with due identification marks placed by me.

2. The locked Ballot Box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



The result of the Poll is as under:

(1) As an Ordinary Resolution - Item No. 1. Passed with the requisite majority

Consider and adopt the financial statement, Report of the Board of Directors and Auditors.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	3296335	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(2) As an Ordinary Resolution - Item No. 2. Passed with the requisite majority

Declaration of dividend on Equity Shares.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	3296335	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(3) As an Ordinary Resolution - Item No. 3. Passed with the requisite majority

Re-appointment of Shri. Pawan Kumar Golyan, who retires by rotation.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	3296335	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(4) As an Ordinary Resolution - Item No. 4. Passed with the requisite majority

Appointment of M/s. Khandwala & Shah, Chartered Accountants as Auditors and fixing their remuneration.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	3296335	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(5) As an Ordinary Resolution - Item No. 5. Passed with the requisite majority

Appointment of M/s. Daga & Chaturmutha, Chartered Accountants as Branch Auditors for Nashik Plant and M/s. R. Gupta & Associates, Chartered Accountants, Branch Auditors for Dehradun Plants and fixing their remuneration.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	3296335	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(6) As an Special Resolution - Item No. 6. Passed with the requisite majority

Special resolution under section 180(1)(c) of the Companies Act, 2013 for borrowing monies upto Rs. 50 crore over and above the aggregate of the paid-up share capital and free reserves of the Company.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	3296335	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(7) As an Special Resolution - Item No. 7. Passed with the requisite majority

Special resolution under section 180(1)(a) of the Companies Act, 2013 for creation of security.

		Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution		15	3296335	100
(ii)Voted against the resolution		--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid		Total number of votes cast by them	
		--	--	

(8) As an Ordinary Resolution - Item No. 8. Passed with the requisite majority

Appointment of Shri. V. K. Bhartia as Independent Director.

		Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution		15	3296335	100
(ii)Voted against the resolution		--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid		Total number of votes cast by them	
		--	--	

(9) As an Ordinary Resolution - Item No. 9. Passed with the requisite majority

Appointment of Shri. D. R. Mehta as Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	3296335	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(10) As an Ordinary Resolution - Item No. 10. Passed with the requisite majority

Appointment of Shri. Pradeep Goyal as Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	3296335	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(11) As an Ordinary Resolution - Item No. 11. Passed with the requisite majority

Appointment of Shri. Binod Patodia as Independent Director.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	3296335	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

(12) As an Ordinary Resolution - Item No. 12. Passed with the requisite majority

Approval of remuneration of the Cost Auditor.

	Number of members Present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of Valid Votes cast
(i) Voted in favour of the resolution	15	3296335	100
(ii)Voted against the resolution	--	--	--
(iii)Invalid Votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	--	--	

4. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,
For GMJ & ASSOCIATES
Company Secretaries

[CS MAHESH SONI]
PARTNER
FCS : 3706; COP : 2324

PLACE : MUMBAI
DATE: AUGUST 14, 2014.

GMJ & Associates
Company Secretaries

3rd & 4th Floor, Vaastu Darshan,
'B' Wing, Above Central Bank of India,
Azad Road, Andheri (East),
Mumbai- 400 069.
Tel. No.: 61919293
Email : cs@gmj.co.in

COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL
HIND RECTIFIERS LTD

To,
The Chairman,
Hind Rectifiers Ltd

Sub: Passing of Resolution through E-Voting AND Poll conducted at the Annual General Meeting (AGM) of Hind Rectifiers Ltd held on Thursday, August 14, 2014.

I, CS Mahesh Kumar Soni, Partner, GMJ & Associates, Company Secretaries hereby submit combined Scrutinizer Report on E-Voting AND Poll conducted at the AGM of Hind Rectifiers Ltd held on Thursday, August 14, 2014.

The Board of Directors of the Company at their meeting held on Wednesday, May 28, 2014 have appointed me as the Scrutinizer for the e-voting held between Saturday, August 9, 2014 at 9:30 A.M. to Monday, August 11, 2014 at 5:30 P.M. and the Chairman of the AGM has appointed me as the Scrutinizer for the Poll held at the AGM of the Company on the Thursday, August 14, 2014.

The Company has appointed M/s. Central Depository Services Limited as the Service Provider for providing the facility of electronic voting to the shareholders of the Company from Saturday, August 9, 2014 at 9:30 A.M. to Monday, August 11, 2014 at 5:30 P.M., M/s. Adroit Corporate Services Pvt. Ltd. are the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked by me on Wednesday, August 13, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's Report dated Wednesday August 13, 2014 attached herewith.

At the AGM of the Company held on Thursday, August 14, 2014, the Chairman of the Company had called for a Poll to facilitate the members present at the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's Report in Form MGT 13 dated Wednesday, August 13, 2014.

The result of the E-voting together with that of the Poll is as under:

Number of members who cast their votes through e-voting	Total number of Shares held by them	Total number of Valid Votes (as per details provided under each one of the Resolution(s) mentioned hereunder
20	28,12,145	Various as mentioned under each of the Resolution

Item of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.1 of the Notice (As an Ordinary Resolution)	E-voting	28,12,141	99.99	4	0.01	--	--
	Poll	32,96,335	100.00	--	--	--	--
	TOTAL	61,08,476	100.00	--	--	--	--
Item No.2 of the Notice (As an Ordinary Resolution)	E-voting	28,11,821	99.99	320	0.01	--	--
	Poll	32,96,335	100.00	--	--	--	--
	TOTAL	61,08,156	100.00	--	--	--	--
Item No.3 of the Notice (As an Ordinary Resolution)	E-voting	28,12,140	99.99	5	0.01	--	--
	Poll	32,96,335	100.00	--	--	--	--
	TOTAL	61,08,475	100.00	--	--	--	--
Item No.4 of the Notice (As an Ordinary Resolution)	E-voting	28,12,140	99.99	5	0.01	--	--
	Poll	32,96,335	100.00	--	--	--	--
	TOTAL	61,08,475	100.00	--	--	--	--
Item No.5 of the Notice (As an Ordinary Resolution)	E-voting	28,12,140	99.99	5	0.01	--	--
	Poll	32,96,335	100.00	--	--	--	--
	TOTAL	61,08,475	100.00	--	--	--	--

Item of Notice		Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
			Nos.	%age	Nos.	%age	Nos.	%age
Item No.6 of the Notice (As an Special Resolution)		E-voting	28,12,140	99.99	5	0.01	--	--
		Poll	32,96,335	100.00	--	--	--	--
		TOTAL	61,08,475	100.00	--	--	--	--
Item No.7 of the Notice (As an Special Resolution)		E-voting	28,12,140	99.99	5	0.01	--	--
		Poll	32,96,335	100.00	--	--	--	--
		TOTAL	61,08,475	100.00	--	--	--	--
Item No.8 of the Notice (As an Ordinary Resolution)		E-voting	28,12,140	99.99	5	0.01	--	--
		Poll	32,96,335	100.00	--	--	--	--
		TOTAL	61,08,475	100.00	--	--	--	--
Item No.9 of the Notice (As an Ordinary Resolution)		E-voting	28,12,140	99.99	5	0.01	--	--
		Poll	32,96,335	100.00	--	--	--	--
		TOTAL	61,08,475	100.00	--	--	--	--
Item No.10 of the Notice (As an Ordinary Resolution)		E-voting	28,12,140	99.99	5	0.01	--	--
		Poll	32,96,335	100.00	--	--	--	--
		TOTAL	61,08,475	100.00	--	--	--	--
Item No.11 of the Notice (As an Ordinary Resolution		E-voting	28,12,140	99.99	3	0.01	--	--
		Poll	32,96,335	100.00	--	--	--	--
		TOTAL	61,08,475	100.00	--	--	--	--
Item No.12 of the Notice (As an Ordinary Resolution)		E-voting	28,12,140	99.99	5	0.01	--	--
		Poll	32,96,335	100.00	--	--	--	--
		TOTAL	61,08,475	100.00	--	--	--	--

All the Resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through E-voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking You,

Yours Faithfully
For GMJ & Associates
Company Secretaries

[MAHESH SONI]
PARTNER
FCS: 3706 COP: 2324

PLACE: MUMBAI
DATE: AUGUST 14, 2014.