

DECLARATION OF THE RESULTS OF THE RESOLUTIONS PASSED THROUGH POSTAL BALLOT BY THE SHAREHOLDERS OF REMSONS INDUSTRIES LIMITED ON FRIDAY, JANUARY 21, 2011 AT 3.00 PM AT THE REGISTERED OFFICE OF THE COMPANY AT 88B, GOVERNMENT INDUSTRIAL ESTATE, KANDIVLI (WEST), MUMBAI – 400 067.

PROCEEDINGS

Shri V. Harlalka, Chairman of the Board of Directors, took note of the notice dated 23rd November 2010 to the shareholders for conduct of postal ballot in accordance with Section 192A (2) of the Companies Act, 1956, read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001.

1. The Company Secretary informed the Chairman that the Board of Directors at its meeting held on 23rd November 2010 had appointed Mr. I.Qureshi, Chartered Accountant, Mumbai as Scrutinizer for conducting the Postal Ballot.

2. The Company Secretary further informed the Chairman that the Company had completed dispatch of Notice of Postal Ballot, Postal Ballot Form alongwith Business Reply Envelop to all the shareholders of the Company under certificate of posting (UCP) on 14th December 2010 and that the Company had also published Notice on 16th December 2010 in newspapers namely 'Business Standard' (English) and 'Nav Shakti' (Marathi) for completion of dispatch of Postal Ballot Notice by the Company to the Shareholders.

DECLARATION OF THE RESULT OF ORDINARY RESOLUTION THROUGH POSTAL BALLOT:

Shri V. Harlalka, Chairman of the Company noted that the report dated 20th January 2011 was received from the Scrutinizer, Mr. I.Qureshi, Chartered Accountant.

Shri V. Harlalka, Chairman accepted the Report of the Scrutinizer.

Shri V. Harlalka, Chairman then announced the results of the Postal Ballot and declared passing of the following Ordinary Resolution:

"RESOLVED THAT pursuant to Section 293(1)(e) and other applicable provisions, if any, of the Companies Act, 1956, the Board of Directors of the Company be and are hereby authorized to contribute to charitable and other funds not directly relating to the business of the Company or the welfare of its employees, such amount or amounts the aggregate of which will not in any financial year, exceed Rs.50,00,000/- (Rupees Fifty lacs Only) or 5% of the Company's average net profits as determined in accordance with the provisions of Sections 349 & 350 of the Act during the three financial years immediately preceding, whichever is greater."

The aforesaid resolution was passed on the basis of the Scrutinizer's Report as under:

Description	No. of Shareholders	No. of Votes	%
Total no of Ballots Papers Received	51	47,98,641	-
Less:- Invalid Ballots	2	200	-
No. of Ballots carrying Valid Votes	49	47,98,441	100
Total No of Votes polled in favour of Resolution	40	47,97,377	99.98
Total No of Votes polled in against the Resolution	9	1,064	0.02
Total	49	47,98,441	100

Shri V. Harlalka, Chairman of the Company declared that as the votes cast in favour of the Ordinary Resolution were 99.98% of the total valid votes casted, the Ordinary Resolution as mentioned aforesaid had been passed by the requisite majority.

Place: Mumbai

Date: January 21, 2011.



V. HARLALKA

CHAIRMAN