



**SOLAR
INDUSTRIES
INDIA
LIMITED**

REGD.OFFICE :
11, ZADE LAYOUT, BHARAT NAGAR,
NAGPUR - 440 033, (M.S.) INDIA.
PHONES : +91-712-2561000, 2560010
FAX : +91-712-2560202
CIN : L74999MH1995PLC085878
e-mail : solar@solargroup.com
website : www.solargroup.com

11th September, 2015

To,
The Executive Director
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E)
Mumbai.

Sub: 20th Annual General Meeting (AGM) held on 9th September, 2015 - Declaration of Results of e-Voting, Ballot Form and Poll at the Annual General Meeting.

Ref: Clause 35A of the Listing Agreement

Dear Sir,

With Reference to above and as per Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014 the Company had provided electronic voting facility (e-voting) to the Members entitled to cast their vote at the Annual General Meeting. The e-voting process was carried out by the Company from 10.00 a.m on 04th September, 2015 and ended on 06th September, 2015 at 5.00 p.m. with cut-off date for determining shareholders, being 02nd September, 2015. The Company has also provided voting through the physical Ballot form for all shareholders who cannot attend the meeting. The Company had also conducted poll using ballot Form for the members present at the 20th Annual General Meeting of the Company.

Shri Tushar Pahade of M/s. T S Pahade and Associates, Company Secretaries, Nagpur who was appointed as a Scrutiniser for scrutinizing the e-voting as well as voting through ballot process at the AGM has submitted his consolidated Report to the Chairman.

The consolidated voting results in terms of Clause 35A of the Listing Agreement and the consolidated Report of the Scrutiniser dated 10th September, 2015 are enclosed herewith.

Based on the consolidated Report of the Scrutiniser, all Resolutions as set out in the Notice of 20th Annual General Meeting of the Company have been duly approved by the Shareholders with requisite majority.

Please take the same on record.

Thanking You

Yours truly,
For **Solar Industries India Limited**

(Khushboo Pasari)
Company Secretary

Encl-

1. Scutiniser's report.





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20th Annual General Meeting- Details of Voting Results under Clause 35A

Date of AGM: 09.09.2015

Total number of shareholders on record date: 7287

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

Promoters and Promoter Group	08
Public	41
Proxy	02
Total	51

Members Voted electronically : 51

Members Voted through Ballot Forms (including Poll) : 4

No. of Shareholders attended the meeting through Video Conferencing: N.A.

Mode of Voting: In respect of all items voting were made by following means:

1. E-voting: From 10:00 am on Friday 04th September, 2015 to 5:00 pm on Sunday, 06th September, 2015.
2. Ballot Form & Poll: Ballot Form received from the shareholders were counted along with Poll conducted at the General Meeting on 09th September, 2015.

AGENDA-WISE

Resolution No. 1- Ordinary Resolution

Adopted the Audited Financial Statements i.e. Profit and Loss Account for the year ended 31st March, 2015 and the Balance Sheet as at that date together with the Report of the Board of Directors and the Auditors thereon.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstand ing shares (3)=[(2)/ (1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	13195255	11146608	84.47%	11146608	0	100%	0%
Public- Institutiona l holders	4304661	2377931	55.24%	2377931	0	100%	0%
Public- Others	598095	54001	9.028%	54001	0	100%	0%
Total	18098011	13578540	75.02%	13218540	0	100%	0%





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Resolution No. 2- Ordinary Resolution

The payment of Interim Dividend of Rs. 8 per Equity Shares for the financial year 2014-15 has been confirmed and Final Dividend of Rs. 9 per Equity Share i.e. 90% of face value for the year ended 31st March, 2015 was declared and therefore total dividend amounting to Rs. 17 i.e. 170% of the face value.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstandi ng shares (3)=[(2)/ (1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	13195255	11146608	84.47%	11146608	0	100%	0%
Public- Institutional holders	4304661	2517031	58.47%	2517031	0	100%	0%
Public-Others	598095	54001	9.028%	54001	0	100%	0%
Total	18098011	13717640	75.80%	13717640	0	100%	0%

Resolution No. 3- Ordinary Resolution

Appointment of Shri Manish Nuwal (DIN 00164388) as Director, who retires by rotation, and being eligible, offers himself for re-appointment.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes in favour (4)	No. of votes again st (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
*Promoter and Promoter Group	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public- Institutional holders	4304661	2517031	58.47%	2517031	0	100%	0%
Public-Others	598095	54001	9.028%	54001	0	100%	0%
Total	4902756	2571032	52.44%	2571032	0	100%	0%

* Votes abstained by Promoters in Resolution No. 3, as Deemed Interested.





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Resolution No. 4- Ordinary Resolution

Ratifying the appointment of M/s Gandhi Rathi & Co., Chartered Accounts, Nagpur, as Statutory Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of the 21st Annual General Meeting of the Company and to authorise the Board to fix their remuneration.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstand ing shares (3)=[(2)/ (1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter and Promoter Group	13195255	11146608	84.47%	11146608	0	100%	0%
Public- Institutional holders	4304661	2377931	55.24%	1907931	470000	80.23%	19.77%
Public- Others	598095	54001	9.028%	54001	0	100%	0%
Total	18098011	13578540	75.02%	13108540	470000	80.23%	19.77%

SPECIAL RESOLUTION:

Resolution No. 5- Ordinary Resolution

Confirmation of Appointment of Shri Anil Kumar Jain (DIN : 03532932) as an Executive Director, who was appointed as Director in casual Vacancy:

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstandin g shares (3)=[(2)/ (1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter and Promoter Group	13195255	11146608	84.47%	11146608	0	100%	0%
Public Institutional holders	4304661	2517031	58.47%	2517031	0	100%	0%
Public- Others	598095	54001	9.028%	54001	0	100%	0%
Total	18098011	13717640	78.80%	13717640	0	100%	0%





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Resolution No. 6- Special Resolution

Confirmation of Appointment of Smt. Madhu Vij (DIN : 00025006) as a Non-Executive Independent Director who was appointed as an Additional Director :

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstand ing shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	13195255	11146608	84.47%	11146608	0	100%	0%
Public- Institutional holders	4304661	2419012	56.19%	2419012	0	100%	0%
Public- Others	598095	54001	9.028%	54001	0	100%	0%
Total	18098011	1319621	75.25%	1319621	0	100%	0%

Resolution No. 7- Ordinary Resolution

Appointment of Smt. Madhu Vij (DIN : 00025006) as Women Independent Director:

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstand ing shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	13195255	11146608	84.47%	11146608	0	100%	0%
Public- Institutional holders	4304661	2419012	56.19%	2419012	0	100%	0%
Public- Others	598095	54001	9.028%	54001	0	100%	0%
Total	18098011	1319621	75.25%	1319621	0	100%	0%





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Resolution No. 8 - Ordinary Resolution

Approved Remuneration of M/s Deepak Khanuja Patra & Associates - Cost Auditor of the Company for the FY 2015-16.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstand ing shares (3)=[(2)/ (1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)]*100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter and Promoter Group	13195255	11146608	84.47%	11146608	0	100%	0%
Public- Institutional holders	4304661	2517031	58.47%	2517031	0	100%	0%
Public- Others	598095	54001	9.028%	54001	0	100%	0%
Total	18098011	13717640	75.80%	13717640	0	100%	0%

For Solar Industries India Limited


(Khushboo Pasari)
Company Secretary



**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR
SOLAR INDUSTRIES INDIA LIMITED**

September 10, 2015

To

Shri S.N. Nuwal

Chairman

Solar Industries India Limited

Nagpur

Dear Sir,

Sub: Passing of Resolution through Electronic Voting, Physical ballot paper AND poll conducted at the 20th Annual General Meeting ("AGM") of Solar Industries India Limited held at Hotel Tuli Imperial, Central Bazar Road, Ramdaspeth, Nagpur - 440 010 on Wednesday, September 09, 2015 at 12.30 p.m.

The Company had appointed me as a Scrutinizer to scrutinize the e-voting process together with voting through the assent / dissent form in physical mode and also for the Poll held at the **20th AGM** of the Company held on the **September 09, 2015**.

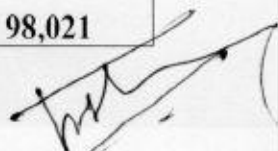
The e-voting was held between September 04, 2015 and September 06, 2015. Receipt of the assent / dissent form from those shareholders who did not have access to e-voting facility was made available up to the closure of e-voting period on September 02, 2015.

The Company had appointed Central Depository Services Limited., (CDSL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from September 04, till September 06, 2015. The Company had also sent an assent / dissent form to the shareholders to facilitate the process of voting through physical form where such shareholders did not have access to e-voting facility. Link Intime Pvt. Limited is the Registrar and Share Transfer Agent (RTA) for the Company. The e-voting results were unblocked by me on September 09, 2015 @ 17.50 PM in the presence of two witnesses. For further details kindly refer my Scrutinizers report dated September 10, 2015 attached herewith.

At the 20th AGM of the Company held on September 09, 2015, the Chairman of the Company had suo-motu i.e. on his own motion ordered for a Poll under Section 109 of the Companies Act, 2013, to facilitate the members present in the AGM who could not participate in the e-voting or could not cast their votes physically through the assent / dissent form, to record their votes through the poll process. The Chairman of the Company had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizers report in **Form MGT 13** dated September 10, 2015

The results of the E-voting, together with the votes casted through assent / dissent form and with that of the Poll are as under:

Item no of Notice	Particulars of Business	Votes in FAVOUR of the resolution		Votes AGAINST the resolution		Votes ABSTAINED
		No.s	%age	No.s	%age	No.s
Ordinary Business						
Item No. 1 of the Notice (As an Ordinary Resolution)	E-Voting	18,87,988	100%	0	0%	1,39,100
	Ballot Forms (Received + Poll)	1,16,90,552	100%	0	0%	02
	TOTAL	1,35,78,540	100%	0	0%	1,39,102
Item No. 2 of the Notice (As an Ordinary Resolution)	E-Voting	20,27,088	100%	0	0%	-
	Ballot Forms (Received + Poll)	1,16,90,552	100%	0	0%	02
	TOTAL	1,37,17,640	100%	0	0%	02
Item No. 3 of the Notice (As an Ordinary Resolution)	E-Voting	20,27,088	100%	0	0%	-
	Ballot Forms (Received + Poll)	5,43,944	100%	0	0%	1,11,46,610
	TOTAL	25,71,032	100%	0	0%	1,11,46,610*
Item No. 4 of the Notice (As an Ordinary Resolution)	E-Voting	18,87,988	100%	0	0%	1,39,100
	Ballot Forms (Received + Poll)	1,12,20,552	95.98%	4,70,000	4.02%	02
	TOTAL	1,31,08,540	96.54%	4,70,000	3.46%	1,39,102
Special Business						
Item No. 5 of the Notice (As an Ordinary Resolution)	E-Voting	20,27,088	100%	0	0%	-
	Ballot Forms (Received + Poll)	1,16,90,552	100%	0	0%	02
	TOTAL	1,37,17,640	100%	0	0%	02
Item No. 6 of the Notice (As an Special Resolution)	E-Voting	19,29,069	100%	0	0%	98,019
	Ballot Forms (Received + Poll)	1,16,90,552	100%	0	0%	02
	TOTAL	1,36,19,621	100%	0	0%	98,021



Item No. 7 of the Notice (As an Ordinary Resolution)	E-Voting	19,29,069	100%	0	0%	98,019
	Ballot Forms (Received + Poll)	1,16,90,552	100%	0	0%	02
	TOTAL	1,36,19,621	100%	0	0%	98,021
Item No. 8 of the Notice (As an Ordinary Resolution)	E-Voting	20,27,088	100%	0	0%	-
	Ballot Forms (Received + Poll)	1,16,90,552	100%	0	0%	02
	TOTAL	1,37,17,640	100%	0	0%	02

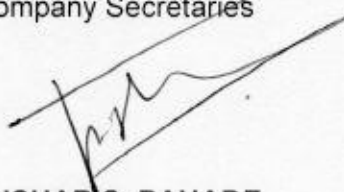
**Votes abstained by Promoters in Agenda 3, as Deemed Interested*

All the Resolutions stands 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 the Chairman of the Company or such person to be authorized by him in due course.

Thanking you,

For **T.S. PAHADE & ASSOCIATES**
Company Secretaries



TUSHAR S. PAHADE
FCS - 7784
CP - 8576

Date: September 10, 2015
Place: NAGPUR

SCRUTINIZER REPORT FOR E-VOTING

September 10, 2015

To

Shri S.N. Nuwal

Chairman

Solar Industries India Limited

Nagpur

Dear Sir,

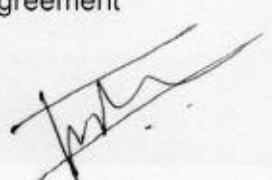
Sub: Passing of Resolution through Electronic voting pursuant to Section 108 of the Companies Act 2013 and Rule No. 20 prescribed by MCA, vide notification dated 27/03/2014.

Pursuant to the Resolution passed by the Board of Directors of Solar Industries India Limited (hereinafter referred to as "SIIL") on May 25th 2015, I have been appointed as the Scrutinizer for the e-voting process as mentioned under Sub Rule 3(ix) of the Rule 20 in respect of the 20th Annual General Meeting to be held on September 09, 2015. 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 CIR/CFD/POLICY CELU2/2014 dated 17th April 2014 amending clause 35B of the listing Agreement issued in this regard.

The Company has appointed Central Depository Services Limited (CDSL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company. Link Intime Private Limited is the Registrar and Share Transfer Agent for the Company. The Service Provider accordingly had provided the system for recording the votes of the shareholders electronically through e-Voting on all the items of the business of the AGM Notice dated May 25, 2015, sought to be transacted in the AGM of the Company, which is to be held on September 09, 2015. The Service Provider had set up e-Voting facility on their website www.evotingindia.com. The Company had also uploaded the Notice of the Annual General Meeting which forms an integral part of the Annual Report for the FY 2014-15 on the website of the Company i.e. www.solargroup.com and its Service Provider to facilitate its shareholders to cast their votes through e-Voting.

CDSL had on August 11, 2015 sent the Notices of the AGM by email to 4630 (Four Thousand Six Hundred and Thirty) shareholders whose email id was made available by the two depositories and for those holding in physical form to the extent it was available with the RTA. In respect of the balance 2390 (Two Thousand Three Hundred and Ninety) shareholders, the Notices were sent by Registered Post and all the dispatches were completed by the August 12, 2015.

The Notice contained the detailed procedure (both through email and physical) to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20. The company had also decided to extend voting in physical form to those shareholders who do not have access to e-voting facility to send their assent or dissent in writing on a physical ballot form pursuant to the revised clause 35B in the Listing Agreement as notified by SEBI vide its circular CIR/CFD/POLICY CELU2/2014 April 17, 2014



The Cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was September 02, 2015. As prescribed in the Rules, the e-Voting facility was kept open for three days from September 04, till September 06, 2015. Similarly receipt of the assent/dissent form from those shareholders who did not have access to e-voting facility was made available up to September 02, 2015.

At the end of the voting period on September 06, 2015 the voting portal of the Service Provider was blocked forthwith. On September 09, 2015, 17:50 P.M. i.e after the Annual General Meeting, the votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of CS Deepti Joshi and Mr. Rakesh Nanwani, who acted as the witnesses, as prescribed in Sub Rule 3(xi) of the Rule 20.

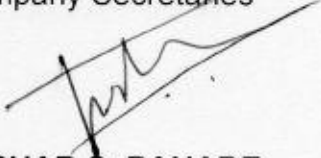
Ordinary Business					
Item No. 1 of the Notice (As an Ordinary Resolution)	Adoption of Audited Financial Statements for the year ended 31st March 2015 and the Director's and Auditor's Reports thereon.				
Manner of voting	For	%age	Against	%age	Abstained/ invalid
1. E-voting	18,87,988	100%	0	0%	1,39,100
2. Ballot (assent/dissent)	4,90,000	100%	0	0%	-
3. Total	23,77,988	100%	0	0%	1,39,100
Item No. 2 of the Notice (As an Ordinary Resolution)	To confirm the payment of interim dividend and to declare the final dividend for the financial year 2014-15.				
Manner of voting	For	%age	Against	%age	Abstained/ invalid
1. E-voting	20,27,088	100%	0	0%	-
2. Ballot (assent/dissent)	4,90,000	100%	0	0%	-
3. Total	25,17,088	100%	0	0%	-
Item No. 3 of the Notice (As an Ordinary Resolution)	Re-appointment of Shri Manish Nuwal (DIN: 00164388) who retires by rotation				
Manner of voting	For	%age	Against	%age	Abstained/ invalid
1. E-voting	20,27,088	100%	0	0%	-
2. Ballot (assent/dissent)	4,90,000	100%	0	0%	-
3. Total	25,17,088	100%	0	0%	-
Item No. 4 of the Notice (As an Ordinary Resolution)	Appointment of M/s Gandhi Rathi & Co., Chartered Accountants, as Auditors and fixing their remuneration.				
Manner of voting	For	%age	Against	%age	Abstained/ invalid
1. E-voting	18,87,988	100%	0	0%	1,39,100
2. Ballot (assent/dissent)	20,000	4.08%	4,70,000	95.92%	-
3. Total	19,07,988	80.23%	4,70,000	19.77%	1,39,100



Special Business					
Item No. 5 of the Notice (As an Ordinary Resolution)	Confirmation of the appointment of Shri Anil Kumar Jain (DIN: 03532932) as Executive Director.				
Manner of voting	For	%age	Against	%age	Abstained/ invalid
1. E-voting	20,27,088	100%	0	0%	-
2. Ballot (assent/dissent)	4,90,000	100%	0	0%	-
3. Total	25,17,088	100%	0	0%	-
Item No. 6 of the Notice (As a Ordinary Resolution)	Confirmation of the appointment of Smt. Madhu Vij (DIN: 00025006) as a Non-Executive Independent Director from Additional Director.				
Manner of voting	For	%age	Against	%age	Abstained/ invalid
1. E-voting	19,29,069	100%	0	0%	98,019
2. Ballot (assent/dissent)	4,90,000	100%	0	0%	-
3. Total	24,19,069	100%	0	0%	98,019
Item No. 7 of the Notice (As an Ordinary Resolution)	Appointment of Smt. Madhu Vij (DIN: 00025006) as a Woman Independent Director				
Manner of voting	For	%age	Against	%age	Abstained/ invalid
1. E-voting	19,29,069	100%	0	0%	98,019
2. Ballot (assent/dissent)	4,90,000	100%	0	0%	-
3. Total	24,19,069	100%	0	0%	98,019
Item No. 8 of the Notice (As an Ordinary Resolution)	Approval of the remuneration of Cost Auditor				
Manner of voting	For	%age	Against	%age	Abstained/ invalid
1. E-voting	20,27,088	100%	0	0%	-
2. Ballot (assent/dissent)	4,90,000	100%	0	0%	-
3. Total	25,17,088	100%	0	0%	-

For T.S. PAHADE & ASSOCIATES

Company Secretaries



TUSHAR S. PAHADE

FCS - 7784

CP - 8576

Date: September 10, 2015

Place: NAGPUR

**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) Rules, 2014]

September 10, 2015

To

Shri S.N. Nuwal**Chairman****Solar Industries India Limited**

Nagpur

Dear Sir,

Sub: 20th Annual General Meeting of the Equity Shareholders of Solar Industries India Limited Held on Thursday, September 09, 2015, at Hotel Tuli Imperial, Central Bazar Road, Ramdaspeth, Nagpur – 440 010.

I, CS Tushar S. Pahade, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 20th Annual General meeting of the Equity Shareholders of Solar Industries India Limited, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling, were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. 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 poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of poll is as under

I) As an Ordinary Resolution – Item No. 01 Passed with the Requisite Majority

Adoption of Audited Financial Statements for the year ended March 31, 2015 and the Directors and Auditors Report thereon.

	No. of Members Present & 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	47	1,12,00,552	100%
(ii) Voted AGAINST the Resolution	NIL	N.A.	-
(iii) Invalid/Abstained Votes	02	02	-



II) As an Ordinary Resolution – Item No. 02 Passed with the Requisite Majority

To confirm the payment of interim dividend and to declare the final dividend for the financial year 2014-15

	No. of Members Present & 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	47	1,12,00,552	100%
(ii) Voted AGAINST the Resolution	NIL	N.A.	-
(iv) Invalid/Abstained Votes	02	02	-

III) As an Ordinary Resolution – Item No. 03 Passed with the Requisite Majority

Re-appointment of Shri Manish Nuwal (DIN: 00164388) who retires by rotation

	No. of Members Present & 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	36	53944	100%
(ii) Voted AGAINST the Resolution	NIL	N.A.	-
(iii) Invalid + Abstained Votes	13	1,11,46,610*	-

- (Total number of Invalid + Abstained Votes include 02 Invalid Votes and 1,11,46,608 Abstained Votes by Promoter Group as Promoters are deemed to be interested in Resolution No. 03.)

IV) As an Ordinary Resolution – Item No. 04 Passed with the Requisite Majority

Appointment of M/s Gandhi Rath & Co., Chartered Accountants, as Auditors and fixing their remuneration.

	No. of Members Present & 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	47	1,12,00,552	100%
(ii) Voted AGAINST the Resolution	NIL	N.A.	-
(v) Invalid/Abstained Votes	02	02	-



V) As an Ordinary Resolution – Item No. 05 Passed with the Requisite Majority*Confirmation of the appointment of Shri Anil Kumar Jain (DIN: 03532932) as Executive Director..*

	No. of Members Present & 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	47	1,12,00,552	100%
(ii) Voted AGAINST the Resolution	NIL	N.A.	-
(vi) Invalid/Abstained Votes	02	02	-

VI) As an Special Resolution – Item No. 06 Passed with the Requisite Majority*Confirmation of the appointment of Smt. Madhu Vij (DIN: 00025006) as a Non-Executive Independent Director from Additional Director.*

	No. of Members Present & 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	47	1,12,00,552	100%
(ii) Voted AGAINST the Resolution	NIL	N.A.	-
(vii) Invalid/Abstained Votes	02	02	-

VII) As an Ordinary Resolution – Item No. 07 Passed with the Requisite Majority*Appointment of Smt. Madhu Vij (DIN: 00025006) as a Woman Independent Director.*

	No. of Members Present & 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	47	1,12,00,552	100%
(ii) Voted AGAINST the Resolution	NIL	N.A.	-
(viii) Invalid/Abstained Votes	02	02	-

VIII) As an Ordinary Resolution – Item No. 08 Passed with the Requisite Majority*Approval of the remuneration of Cost Auditor.*

	No. of Members Present & 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	47	1,12,00,552	100%
(ii) Voted AGAINST the Resolution	NIL	N.A.	-
(ix) Invalid/Abstained Votes	02	02	-

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

For T.S. PAHADE & ASSOCIATES

Company Secretaries

**TUSHAR S. PAHADE**

FCS – 7784

CP – 8576

Date: September 10, 2015

Place: NAGPUR

Witness 1. CS Deepti Joshi_____
Witness 2. Mr. Rakesh Nanwani_____
Signed by Mr. Satyanarayan Nuwal
Chairman of the Meeting