

DETAILS OF VOTING RESULTS

Date of Annual General Meeting	14 th September, 2015				
Book Closure Date	8 th September, 2015 To 14 th September, 2015 (Both days inclusive)				
Total number of shareholders on Record Date (i.e. the cut-off date for determining shareholders entitled to e-voting – 7 th September, 2015)	53,041				
No. of shareholders present in the meeting either in person or through proxy	5,030				
Shareholders	Present in Person	Present through Proxy	Total	Shares	%age to the Capital
Promoter & Promoter Group	0	1	1	39947108	20.10
Public	4945	84	5029	155600	0.08
Total	4945	85	5030	40102708	20.18
No. of shareholders attended the meeting through Video conferencing.	No video conferencing facility was made available				

DETAILS OF THE AGENDA

Resolution No. – 1	Adoption of Accounts for the year ended 31 st March, 2015						
Type	Ordinary Resolution						
Mode of Voting	E-voting and Poll						
Category	Shares Held	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	104404709	103661772	99.2884	103661772	0	100.0000	0.0000
Public – Institutional Holders	3303589	2828209	85.6102	2828209	0	100.0000	0.0000
Public-Others	91033534	29191492	32.0667	29191492	0	100.0000	0.0000
Total	198741832	135681473		135681473	0		



Resolution No. – 2	Declaration of dividend on equity shares.						
Type	Ordinary Resolution						
Mode of Voting	E-voting and Poll						
Category	Shares Held	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	104404709	103661772	99.2884	103661772	0	100.0000	0.0000
Public – Institutional Holders	3303589	2828209	85.6102	2828209	0	100.0000	0.0000
Public-Others	91033534	29191492	32.0667	29191492	0	100.0000	0.0000
Total	198741832	135681473		135681473	0		

Resolution No. – 3	Re-appointment of Mr. Jug Mohan Kapur, who retires by rotation and, being eligible, offers himself for re-appointment.						
Type	Ordinary Resolution						
Mode of Voting	E-voting and Poll						
Category	Shares Held	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	104404709	103661772	99.2884	103661772	0	100.0000	0.0000
Public – Institutional Holders	3303589	2828209	85.6102	2290000	538209	80.9700	19.0300
Public-Others	91033534	29191492	32.0667	29181492	10000	99.9657	0.0343
Total	198741832	135681473		135133264	548209		



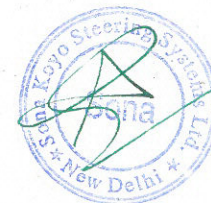
Resolution No. – 4	Ratification of the appointment of M/s. S.P.Puri & Co., Chartered Accountants, as Statutory Auditors of the Company.						
Type	Ordinary Resolution						
Mode of Voting	E-voting and Poll						
Category	Shares Held	Votes Polled	% of Votes Polled on outstanding shares	No. of Votes - 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	104404709	103661772	99.2884	103661772	0	100.0000	0.0000
Public – Institutional Holders	3303589	2828209	85.6102	2828209	0	100.0000	0.0000
Public-Others	91033534	29191492	32.0667	29191492	0	100.0000	0.0000
Total	198741832	135681473		135681473	0		

Resolution No. – 5	Adoption of new set of Articles of Association of the Company.						
Type	Special Resolution						
Mode of Voting	E-voting and Poll						
Category	Shares Held	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	104404709	103661772	99.2884	103661772	0	100.0000	0.0000
Public – Institutional Holders	3303589	2828209	85.6102	2828209	0	100.0000	0.0000
Public-Others	91033534	29191492	32.0667	29191492	0	100.0000	0.0000
Total	198741832	135681473		135681473	0		



Resolution No. – 6	Payment of remuneration to Mr. Sunjay Kapur, Managing Director for the period from 1st April, 2014 to 21st October, 2014.						
Type	Special Resolution						
Mode of Voting	E-voting and Poll						
Category	Shares Held	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	104404709	53747108	51.4796	53747108	0	100.0000	0.0000
Public – Institutional Holders	3303589	2828209	85.6102	2290000	538209	80.9700	19.0300
Public-Others	91033534	29191492	32.0667	29191392	100	99.9997	0.0003
Total	198741832	85766809		85228500	538309		

Resolution No. – 7	To approve entering into related party transactions.						
Type	Special Resolution						
Mode of Voting	E-voting and Poll						
Category	Shares Held	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	104404709	0	0	0	0	100.0000	0.0000
Public – Institutional Holders	3303589	2828209	85.6102	2828209	0	100.0000	0.0000
Public-Others	91033534	29191492	32.0667	29191342	150	99.9995	0.0005
Total	198741832	32019701		32019551	150		



Resolution No. – 8	Mortgaging and/or charging of the Company's properties under Section 180(1)(a) of the Companies Act, 2013.						
Type	Special Resolution						
Mode of Voting	E-voting and Poll						
Category	Shares Held	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	104404709	103661772	99.2884	103661772	0	100.0000	0.0000
Public – Institutional Holders	3303589	2828209	85.6102	2828209	0	100.0000	0.0000
Public-Others	91033534	29191492	32.0667	29181292	10200	99.9651	0.03490
Total	198741832	135681473		135671273	10200		

Note : All the aforesaid resolutions were passed with requisite majority.



Report of Scrutinizers (on e-voting & poll)

To,

The Chairman
31st Annual General Meeting of Equity Shareholders of
Sona Koyo Steering Systems Limited
UGF-6, Indra Prakash
21, Barakhamba Road
New Delhi 110 001.

Sub : Scrutinizers' Report (Combined) on e-voting and Poll on the agenda items transacted at the Thirty First Annual General Meeting (AGM) of Sona Koyo Steering Systems Limited held on Monday, 14th September, 2015 at 10.00 AM at the Air Force Auditorium, Subroto Park, New Delhi 110010.

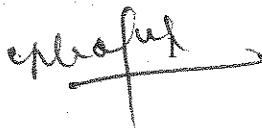
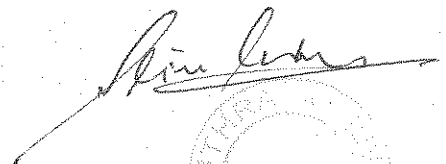
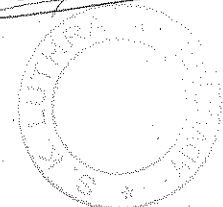
Dear Sir,

1. I, S.K. Luthra, Advocate (Enrollment Number - D 70/75), having office at 1046, Sector 14, Gurgaon 122001, have been appointed as Scrutinizer by the Board of Directors of Sona Koyo Steering Systems Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and

We, S.K. Luthra, Advocate (Enrollment Number – D 70/75), having office at 1046, Sector 14, Gurgaon 122001 and Yash Pal Chopra, Member (DP Client Id No. IN300708 10592558) Resident of JP-109, Maurya Enclave, Pitampura, Delhi 110034, have been appointed as Scrutinizers by the Chairman of the AGM on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the Thirty First AGM of the Company held on Monday, 14th September, 2015 at 10.00 AM at the Air Force Auditorium, Subroto Park, New Delhi 110010.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 relating to e-voting and poll on the resolutions contained in the Notice to the Thirty First AGM of the members of the Company. Our responsibility as Scrutinizer(s) for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited (Karvy), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at AGM.
3. We have issued separate Scrutinizer's Reports dated 13th September, 2015 and 14th September, 2015 on the e-voting and on the poll on the resolutions contained in the notice to the AGM respectively.

As requested by the management, we submit herewith our combined report on the results of e-voting together with that of Poll as under :

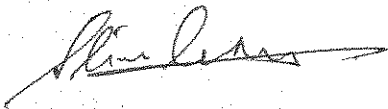



Item No. of AGM Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes (Nos.)
	Nos.	% of total number of valid votes cast (favour & against)	Nos.	% of total number of valid votes cast (favour & against)	
Item No. 1 of the Notice (As an Ordinary Resolution)	13,56,81,473	100.0000%	0	0.0000%	0
Item No. 2 of the Notice (As an Ordinary Resolution)	13,56,81,473	100.0000%	0	0.0000%	0
Item No. 3 of the Notice (As an Ordinary Resolution)	13,51,33,264	99.5960%	5,48,209	0.4040%	0
Item No. 4 of the Notice (As an Ordinary Resolution)	13,56,81,473	100.0000%	0	0.0000%	0
Item No. 5 of the Notice (As an Special Resolution)	13,56,81,473	100.0000%	0	0.0000%	0
Item No. 6 of the Notice (As an Special Resolution)	8,52,28,500	99.3724%	5,38,309	0.6276%	0
Item No. 7 of the Notice (As an Special Resolution)	3,20,19,551	99.9995%	150	0.0005%	0
Item No. 8 of the Notice (As an Special Resolution)	13,56,71,273	99.9925%	10,200	0.0075%	0

There were two ballots polled by the persons, who were not the members as on the cut-off date (i.e. 7th September, 2015), therefore, these two ballots have been treated as cancelled and the details of the same are not given in this report.

Thanking you,

Yours faithfully,



S.K. LUTHRA
Advocate (Enrollment No. D 70/75)
Scrutinizer



YASH PAL CHOPRA
Member (DP Client Id No. IN300708 10592558)
Scrutinizer

Place : New Delhi

Dated : 14th September, 2015

FORM NO. MGT-13

Report of Scrutinizers

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

To,

The Chairman
31st Annual General Meeting of Equity Shareholders of
Sona Koyo Steering Systems Limited
UGF-6, Indra Prakash
21, Barakhamba Road
New Delhi 110 001.

Sub : Scrutinizers' Report on poll conducted in the Thirty First Annual General Meeting of the Equity Shareholders of Sona Koyo Steering Systems Limited held on Monday, 14th September, 2015 at 10.00 AM at the Air Force Auditorium, Subroto Park, New Delhi 110010 in terms of the provisions of Section 109 of the Companies Act, 2013 read with Clause 35B of the Listing Agreement and Rule 21 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof.

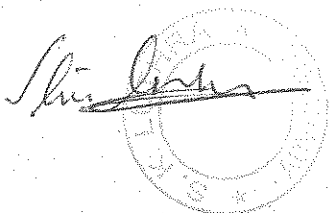
Dear Sir,

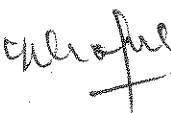
We, S.K. Luthra, Advocate (Enrollment Number -D 70/75), having office at 1046, Sector 14, Gurgaon 122001 and Yash Pal Chopra, Member (DP Client Id No. IN300708 10592558) Resident of JP-109, Maurya Enclave, Pitampura, Delhi 110034, were appointed as Scrutinizers for the purpose of the poll taken on the below mentioned resolutions, at the Thirty First Annual General Meeting of the Equity Shareholders of Sona Koyo Steering Systems Limited held on Monday, 14th September, 2015 at the Air Force Auditorium, Subroto Park, New Delhi 110 010, submit our 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 marks placed by us.
2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Karvy Computershare Private Limited ('Karvy') and the Authorizations / Proxies lodged with the Company.
3. The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

Resolution – 1 : Ordinary Resolution

To receive, consider and adopt the audited Statement of Profit & Loss for the year ended 31st March, 2015, the Balance Sheet as at that date and the Reports of Directors and Auditors thereon.



1


- 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 the total number of valid votes cast
93	3,99,51,224	100.00%

- ii) Voted against the resolution:

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

- iii) Invalid votes:

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

Resolution – 2 : Ordinary Resolution

To declare dividend for the 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 the total number of valid votes cast
93	3,99,51,224	100.00%

- ii) Voted against the resolution:

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

- iii) Invalid votes:

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

Resolution – 3 : Ordinary Resolution

To appoint a Director in place of Mr. Jug Mohan Kapur (holding DIN 00447138), 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 the total number of valid votes cast
93	3,99,51,224	100.00%



ii) Voted against the resolution:

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

iii) Invalid votes:

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

Ratification of Appointment of M/s. S.P. Puri & Co., Chartered Accountants (Registration No. 001152N) as Statutory Auditors 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 the total number of valid votes cast
93	3,99,51,224	100.00%

ii) Voted against the resolution:

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

iii) Invalid votes:

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

Resolution – 5 : Special Resolution

Adoption of new set of Articles of Association 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 the total number of valid votes cast
93	3,99,51,224	100.00%

ii) Voted against the resolution:

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

iii) Invalid votes:

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

Resolution – 6 : Special Resolution

Payment of remuneration to Mr. Sunjay Kapur, Managing Director for the period from 1st April, 2014 to 21st October, 2014.

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 the total number of valid votes cast
93	3,99,51,224	100.00%

ii) Voted against the resolution:

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

iii) Invalid votes:

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

Resolution – 7 : Special Resolution

To approve entering 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 the total number of valid votes cast
92	4,116	100.00%

ii) Voted against the resolution:

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

iii) Invalid votes:

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

 4



Resolution – 8 : Special Resolution

Mortgaging and/or charging of the Company's properties under Section 180(1)(a) of the Companies Act, 2013.

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 the total number of valid votes cast
93	3,99,51,224	100.00%

ii) Voted against the resolution:

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

iii) Invalid votes:

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

There were two ballots polled by the persons, who were not the members as on the cut-off date (i.e. 7th September, 2015), therefore, these two ballots have been treated as cancelled and the details of the same are not given in this report.

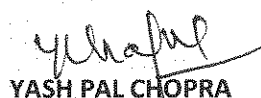
- A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



S.K. LUTHRA
Advocate (Enrollment No. D 70/75)
Scrutinizer



YASH PAL CHOPRA
Member (DP Client Id No. IN300708 10592558)
Scrutinizer

Place: New Delhi

Dated: 14th September, 2015

S.K. LUTHRA

ADVOCATE

Report of Scrutinizer on e-voting
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman
31st Annual General Meeting of Equity Shareholders of
Sona Koyo Steering Systems Limited
UGF-6, Indra Prakash
21, Barakhamba Road
New Delhi 110 001.

Sub : Scrutinizer's Report on e-voting conducted in terms of provisions of Section 108 of the Companies Act, 2013 read with Clause 35B of Listing Agreement and Rule 20 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof.

Dear Sir,

1. I, S.K. Luthra, Advocate (Enrollment Number – D 70/75), having office at 1046, Sector 14, Gurgaon 122001, was appointed as Scrutinizer by the Board of Directors of Sona Koyo Steering Systems Limited (the Company) for the purpose of e-voting process on the agenda items to be transacted at the 31st Annual General Meeting of the Equity Shareholders of Sona Koyo Steering Systems Limited to be held on Monday, the 14th September, 2015 at 10.00 AM at Air Force Auditorium, Subroto Park, New Delhi 110010.
2. I submit my report as under :
 - a) The Company has provided e-voting facility to all the Shareholders registered with the Company and entitled to vote as on cut-off i.e. Monday, the 7th September, 2015.
 - b) The e-voting period began at 9.00 AM, on Friday, the 11th September, 2015 and ended at 5.00 PM on Sunday, the 13th September, 2015. The votes received electronically from the shareholders till Sunday, the 13th September, 2015 up to 5.00 PM being the last date and time fixed by the Company for e-voting was considered for my scrutiny.
 - c) The members have casted their vote through e-voting facility provided by Karvy Computershare Private Limited ("Karvy") as the Authorised Agency for provide e-voting facilities.
 - d) I have monitored the process of electronic voting through the Scrutinizer's secured link provided by Karvy on the designated website.
 - e) Particulars of all votes received electronically from the members have been entered in a register separately maintained for the purpose.
 - f) The votes received electronically were duly scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as on the cut-off date i.e. 7th September, 2015.
 - g) The votes were unblocked at Gurgaon on 13th September, 2015 at 5.30 PM in the presence of Mr. Bhajan Singh and Mr. Vishal Goswami, who are not the employees of the Company, and who have signed below as witness to the unblocking of votes.
 - h) Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", each of the resolutions that were put to vote, were generated from the e-voting website of "Karvy" i.e. <https://evoting.karvy.com> and based on such reports generated, the results of the e-voting is provided hereunder.

3. A summary of the votes received electronically is given below :

Resolution – 1 : Ordinary Resolution

To receive, consider and adopt the audited Statement of Profit & Loss for the year ended 31st March, 2015, the Balance Sheet as at that date and the Reports of Directors and Auditors thereon.

- i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
51	9,57,30,249	100.0000%

- ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00%

- iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution – 2 : Ordinary Resolution

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

- i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
51	9,57,30,249	100.0000%

- ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00%

- iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution – 3 : Ordinary Resolution

Re-appointment of Mr. Jug Mohan Kapur (holding DIN 00447138), who retires by rotation and, being eligible, offers himself for re-appointment.



- i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
45	9,51,82,040	99.4273%

- ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
6	5,48,209	0.5727%

- iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution – 4 : Ordinary Resolution

Ratification of appointment of M/s. S.P. Puri & Co., Chartered Accountants (Registration No. 001152N) as Statutory Auditors of the Company.

- i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
51	9,57,30,249	100.0000%

- ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00%

- iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution – 5 : Special Resolution

Adoption of new set of Articles of Association of the Company.

- i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
51	9,57,30,249	100.0000%

- ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
0	0	0.00%

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution – 6 : Special Resolution

Payment of remuneration to Mr. Sunjay Kapur, Managing Director for the period from 1st April, 2014 to 21st October, 2014.

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
44	4,52,77,276	98.8251%

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
6	5,38,309	1.1749%

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution – 7 : Special Resolution

To approve entering into related party transactions.

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
47	3,20,15,435	100.0000%

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
2	150	0.0000%

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution – 8 : Special Resolution

Mortgaging and/or charging of the Company's properties under Section 180(1)(a) of the Companies Act, 2013.



i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
48*	9,57,20,049	99.9893%

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of the total number of valid votes cast
4*	10,200	0.0107%

iii) Invalid votes:

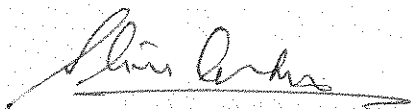
Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

**Includes one shareholder, who voted partially in favour and partially against out of his total shareholding.*

4. All relevant records of electronic voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 31st Annual General Meeting and thereafter the same shall be returned and handed over to the Company.

Thanking you,

Yours faithfully,



S.K. LUTHRA
Advocate (Enrollment No. D 70/75)
Scrutinizer

Place: Gurgaon

Dated: 13th September, 2015

We the undersigned witnesseth that the votes were unblocked from the e-voting website of Karvy Computershare Private Limited (<https://evoting.karvy.com>) in our presence at 5.30 PM on 13th September, 2015 at the office of the Scrutinizer.



Bhajan Singh
R/o 1369/3, Gali No. 6
Rajiv Nagar, Gurgaon.



Vishal Goswami
R/o 779, Sector - 4
Gurgaon.