



TITAGARH WAGONS LIMITED

Mail/Courier

17th September 2012

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra(E), Mumbai-400051

Re:- Clause No 31 of the Listing Agreement
Scrip Code:- TWL(EQ)-Outcome of 15th Annual General Meeting of the Company

Pursuant to the captioned Clause we wish to inform you that the following business was transacted at the Fifteenth Annual General Meeting of the members held on the 15th September, 2012:-

1. Adoption of Balance Sheet as at 31st March 2012, Statement of Profit & Loss Account & Cash Flow Statement for the Financial Year ended that date together with the Reports of Directors & Auditors thereon by the members.
2. Declaration of Dividend of Rs 8/ per share for the Financial Year ended the 31st March, 2012.
3. Re-appointment of Shri D N Davar & Shri Nand Kishore Mittal, Directors retiring by rotation.
4. Re-appointment of Messrs S R Batliboi & Co, Chartered Accountants Statutory Auditors of the Company, to hold the office until the conclusion of the next Annual General Meeting.
5. Appointment of Shri Arvind Pande as a Director of the Company who was appointed as additional director w.e.f 24th March, 2012,
6. Re-appointment of Shri J P Chowdhary, Executive Chairman has been duly approved by the members.
7. Variation in the terms of remuneration of Shri Umesh Chowdhary, Vice Chairman & Managing Director has been duly ratified by the members
8. Alteration of Articles of Association of the Company to insert various sub-clauses with respect to green initiative and e-voting etc.

In accordance with Clause 33 of Listing Agreement, we will send the amended copies of Memorandum and Articles of Association under a separate covering letter shortly.

The details regarding the voting results, as required under clause 35A of the Listing Agreement are as follows:-

Particulars	Details
Date of AGM	15 th September, 2012
Total Number of shareholders as at Book Closure	20967
No of shareholders present at the meeting either in person or through proxy	
a) Promoter & Promoter Group	14
b) Public	284



TITAGARH WAGONS LIMITED

continuation

No of shareholders attended the meeting through video conferencing a) Promoter & Promoter group b) Public	Nil
<u>Details of Agenda</u> a) Resolution required b) Mode of voting c) Voting results	As per Annexure

We shall be sending the proceedings of the General Meeting shortly for your information and doing the needful.

Thanking you,

yours faithfully,
for TITAGARH WAGONS LIMITED



D. Arya
Company Secretary

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Annexure

Sl No	Details of Agenda	Resolution required	Mode of voting	Voting results
1	Adoption of Balance Sheet as at 31 st March, 2012, Statement of Profit & Loss and Cash Flow Statement for the year ended that date and the Reports of Auditors and Directors thereon.	Ordinary	Show of hands	Passed with the requisite majority.
2	Declaration of dividend @ Rs 8/ per share	Ordinary	Show of hands	Passed with the requisite majority.
3	Re-appointment of Shri D N Davar as Director of the Company liable to retire by rotation.	Ordinary	Show of hands	Passed Unanimously
4	Re-appointment of Shri N K Mittal as Director of the Company liable to retire by rotation.	Ordinary	Show of hands	Passed with the requisite majority.
5	Re-appointment of Ms SR Batliboi & Co as Statutory Auditors of the Company	Ordinary	Show of hands	Passed with the requisite majority.
6	Appointment of Shri Arvind Pande as Director of the Company who was appointed as Additional Director w.e.f 24 th March 2012	Ordinary	Show of hands	Passed with the requisite majority.
7	Re-appointment of Shri JP Chowdhary as Executive Chairman of the Company for a period of 5 years w.e.f 8 th January 2012	Special	Show of hands	Passed Unanimously
8	Variation in the terms of remuneration of Shri Umesh Chowdhary, Vice Chairman & Managing Director of the Company	Special	Show of hands	Passed Unanimously
9	Alteration in the Articles of Association of the Company	Special	Show of hands	Passed with the requisite majority.

