

### RESULT OF POSTAL BALLOT

Pursuant to the provisions of Section 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, the approval of the shareholders was sought by postal ballot by way of special resolution to issue securities by way Qualified Institutional placement to the Qualified Institutional buyers pursuant to the provisions of section 62(1)(c) and other applicable provisions, if any, of the companies act, 2013.

The last date for e-voting and receipt of duly filled in Postal Ballot Forms by the Scrutinizer was till end of working hours on August 2, 2014.

Dr. S. K. Jain, Practicing Company Secretary was appointed as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Postal Ballot forms were duly scrutinized by the Scrutinizer and the Report dated August 2, 2014 was submitted by him. Based on the said Report of the Scrutinizer, the Result of the Postal Ballots is declared as under:

#### Physical Voting Result:

| Promoter/<br>Public                | No. of<br>shares held<br>(1) | No. of<br>Invalid<br>Votes<br>(2) | No. of<br>Valid<br>Votes<br>(3) | No. of<br>votes<br>polled<br>(4) | % of<br>votes<br>polled<br>on<br>outsta<br>nding<br>shares<br><br>(5)=<br>[(4)/(1)]<br>x100 | No. of<br>votes in<br>favour<br>(6) | No. of<br>votes<br>against<br>(7) | % of<br>votes<br>in<br>favour<br>on<br>votes<br>polled<br>(8)=<br>[(6)/(3)]<br>x100 | % of<br>votes<br>against<br>on<br>votes<br>polled<br>(9)=<br>[(7)/(3)]<br>x100 |
|------------------------------------|------------------------------|-----------------------------------|---------------------------------|----------------------------------|---------------------------------------------------------------------------------------------|-------------------------------------|-----------------------------------|-------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| Promoter &<br>Promoter<br>Group    | 195176514                    | 0                                 | 98000                           | 98000                            | 0.05%                                                                                       | 98000                               | 0                                 | 100%                                                                                | 0                                                                              |
| Public<br>Institutional<br>Holders | 41621639                     | 0                                 | 0                               | 0                                | 0                                                                                           | 0                                   | 0                                 | 0                                                                                   | 0                                                                              |
| Public-<br>Others                  | 266684087                    | 37382                             | 706043                          | 743425                           | 0.28%                                                                                       | 695423                              | 10620                             | 98.50<br>%                                                                          | 1.50%                                                                          |
| <b>Total</b>                       | <b>503482240</b>             | <b>37382</b>                      | <b>804043</b>                   | <b>841425</b>                    | <b>0.16%</b>                                                                                | <b>793423</b>                       | <b>10620</b>                      | <b>98.68<br/>%</b>                                                                  | <b>1.32%</b>                                                                   |

#### VAKRANGEE LIMITED

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**E-voting Result:**

| Promoter/<br>Public                 | No. of<br>shares held<br>(1) | No. of<br>Invalid<br>Votes<br>(2) | No. of<br>Valid<br>Votes<br>(3) | No. of<br>votes<br>polled<br>(4) | % of<br>votes<br>polled<br>on<br>outsta<br>nding<br>shares<br><br>(5)=<br>[(4)/(1)]<br>x100 | No. of<br>votes in<br>favour<br>(6) | No. of<br>votes<br>against<br>(7) | % of<br>votes<br>in<br>favour<br>on<br>votes<br>polled<br>(8)=<br>[(6)/(3)]<br>x100 | % of<br>votes<br>against<br>on<br>votes<br>polled<br>(9)=<br>[(7)/(3)]<br>x100 |
|-------------------------------------|------------------------------|-----------------------------------|---------------------------------|----------------------------------|---------------------------------------------------------------------------------------------|-------------------------------------|-----------------------------------|-------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|
| Promoter<br>&<br>Promoter<br>Group  | 195176514                    | 0                                 | 195078<br>514                   | 195078<br>514                    | 99.95%                                                                                      | 195078<br>514                       | 0                                 | 100%                                                                                | 0                                                                              |
| Public<br>Institutiona<br>l Holders | 41621639                     | 0                                 | 394583<br>47                    | 394583<br>47                     | 94.80%                                                                                      | 394583<br>47                        | 0                                 | 100%                                                                                | 0                                                                              |
| Public-<br>Others                   | 266684087                    | 0                                 | 161147<br>598                   | 161147<br>598                    | 60.43%                                                                                      | 161145<br>998                       | 1600                              | 99.99<br>9%                                                                         | 0.001%                                                                         |
| <b>Total</b>                        | <b>503482240</b>             | <b>0</b>                          | <b>395684<br/>459</b>           | <b>395684<br/>459</b>            | <b>78.59%</b>                                                                               | <b>395682<br/>859</b>               | <b>1600</b>                       | <b>99.99<br/>9%</b>                                                                 | <b>0.001%</b>                                                                  |

**Combined Result:**

| Promoter/<br>Public | No. of<br>shares held<br>(1) | No. of<br>Invalid<br>Votes<br>(2) | No. of<br>Valid<br>Votes<br>(3) | No. of<br>votes<br>polled<br>(4) | % of<br>votes<br>polled<br>on<br>outsta<br>nding<br>shares<br><br>(5)=<br>[(4)/(1)]<br>x100 | No. of<br>votes in<br>favour<br>(6) | No. of<br>votes<br>against<br>(7) | % of<br>votes<br>in<br>favour<br>on<br>votes<br>polled<br>(8)=<br>[(6)/(3)]<br>x100 | % of<br>votes<br>against<br>on<br>votes<br>polled<br>(9)=<br>[(7)/(3)]<br>x100 |
|---------------------|------------------------------|-----------------------------------|---------------------------------|----------------------------------|---------------------------------------------------------------------------------------------|-------------------------------------|-----------------------------------|-------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|
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|                              |                  |              |                  |                  |               |                  |              |                |                |
|------------------------------|------------------|--------------|------------------|------------------|---------------|------------------|--------------|----------------|----------------|
| Promoter & Promoter Group    | 195176514        | 0            | 195176514        | 195176514        | 100%          | 195176514        | 0            | 100%           | 0              |
| Public Institutional Holders | 41621639         | 0            | 39458347         | 39458347         | 94.80%        | 39458347         | 0            | 100%           | 0              |
| Public-Others                | 266684087        | 37382        | 161853641        | 161891023        | 60.71%        | 161841421        | 12220        | 99.992%        | 0.008%         |
| <b>Total</b>                 | <b>503482240</b> | <b>37382</b> | <b>396488502</b> | <b>396525884</b> | <b>78.76%</b> | <b>396476282</b> | <b>12220</b> | <b>99.997%</b> | <b>0.0003%</b> |

**Voted in favour of the Resolution:**

| S.No. | Category                     | Number of valid votes | % of valid votes to valid votes polled |
|-------|------------------------------|-----------------------|----------------------------------------|
| 1.    | Promoter and promoter group  | 195176514             | 100%                                   |
| 2.    | Public Financial Institution | 39458347              | 100%                                   |
| 3     | Public – Others              | 161841421             | 99.992%                                |
|       | <b>Total</b>                 | <b>396476282</b>      | <b>99.997%</b>                         |

**Voted in against of the Resolution:**

| S.No. | Category                     | Number of valid votes | % of valid votes to valid votes polled |
|-------|------------------------------|-----------------------|----------------------------------------|
| 1.    | Promoter and promoter group  | 0                     | Nil                                    |
| 2.    | Public Financial Institution | 0                     | Nil                                    |
| 3     | Public – Others              | 12220                 | 0.008% (12220 Shares)                  |
|       | <b>Total</b>                 | <b>12220</b>          | <b>0.0003%</b>                         |

On the basis of the Report submitted by the Scrutinizer, I, Dinesh Nandwana, Chairman & Managing Director of the Company hereby declare that the above said Special Resolution has been duly passed by requisite majority.

**Place:** Mumbai

**Date:** August 2, 2014



For Vakrangee Limited

A handwritten signature in black ink, appearing to read "Dinesh Nandwana".

**Dinesh Nandwana**  
Chairman and Managing Director