



26<sup>th</sup> September, 2013

To,  
Department of Corporate Services,  
National Stock Exchange of India Limited,  
Exchange Plaza, C-1, Block-G,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai - 400 051.

Ref.: Scrip Symbol: VARUN

Dear Sir,

**Sub.: Report under Clause No. 35A of the Listing Agreement – Voting Result of AGM**

In accordance with the Clause No.35A of the Listing Agreement, we write to inform you that the shareholders in their Seventeenth Annual General Meeting held today i.e. Thursday, 26<sup>th</sup> September, 2013 have transacted the following business:

| Sl. No. | Description                                                                           | Particulars                                                          |                                            |       |
|---------|---------------------------------------------------------------------------------------|----------------------------------------------------------------------|--------------------------------------------|-------|
| A       | Date of AGM                                                                           | 26 <sup>th</sup> September, 2013                                     |                                            |       |
| B       | Book Closure Date                                                                     | 22 <sup>nd</sup> September, 2013 to 26 <sup>th</sup> September, 2013 |                                            |       |
| C       | Total number of shareholders on record date                                           | 15,498                                                               |                                            |       |
| D       | Total number of shareholders present in the meeting either in person or through proxy |                                                                      |                                            |       |
|         | Shareholders                                                                          | Present in Person                                                    | Present through Proxy                      | Total |
|         | Promoters and Promoter Group                                                          | 1                                                                    | 8                                          | 9     |
|         | Public                                                                                | 51                                                                   | 19                                         | 70    |
|         | Total                                                                                 | 52                                                                   | 27                                         | 79    |
| E       | No. of Shareholders attended the meeting through Video Conferencing                   |                                                                      |                                            |       |
|         | Shareholders                                                                          | Total                                                                | <u>Venue:</u><br><br><u>NOT APPLICABLE</u> |       |
|         | Promoters and Promoter Group                                                          | -                                                                    |                                            |       |
|         | Public                                                                                | -                                                                    |                                            |       |
|         | Total                                                                                 | -                                                                    |                                            |       |

**Outcome of the 17<sup>th</sup> Annual General Meeting of the Shareholders of the Company**

The 17<sup>th</sup> Annual General Meeting of the Shareholders of our Company was held on Thursday, 26<sup>th</sup> September, 2013 at 10:00 AM (IST) at The Retreat Hotel & Convention Centre, The Retreat, Erangal Beach, Madh Island, Marve Road, Malad (West), Mumbai – 400 061, Maharashtra, India.



The Shareholders transacted the following business:

**Ordinary Business:**

| Sl. No. | Details of the Agenda                                                                                                                                                                                                                                                                            | Remarks                                                                                                                                                                 |
|---------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1       | To receive, consider, approve and adopt the Audited Balance Sheet as at 31 <sup>st</sup> March 2013, Profit and Loss Account for the year ended on that date and reports of Directors' and Auditors' thereon.                                                                                    | The Ordinary Resolution was passed unanimously.                                                                                                                         |
| 2       | To appoint a Director in place of Mr. Raaja Jain who retires by rotation and being eligible offers himself for re-appointment.                                                                                                                                                                   | Due to his preoccupation Mr. Raaja Jain discontinued to act as Director of the Company. Hence, the Ordinary Resolution for the same has not been considered at the AGM. |
| 3       | To appoint a Director in place of Mr. Mahender Tahilramani who retires by rotation and being eligible offers himself for re-appointment.                                                                                                                                                         | The Ordinary Resolution was passed unanimously.                                                                                                                         |
| 4       | To appoint M/s. Chunnilal & Company, Chartered Accountants, Firm Registration Number 101947W, as the Statutory Auditors of the Company, to hold office from the conclusion of the this Annual General Meeting till the conclusion of the next Annual General Meeting and fix their remuneration. | The Ordinary Resolution was passed unanimously.                                                                                                                         |

**Special Business:**

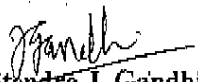
|   |                                                                                                                                              |                                                 |
|---|----------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|
| 5 | To increase the borrowing limits of the Company from Rs.20,00,00,00,000/- to Rs.30,00,00,00,000/- u/s. 293(1)(d) of the Companies Act, 1956. | The Ordinary Resolution was passed unanimously. |
| 6 | To create mortgage/charges etc. u/s. 293(1)(a) of the Companies Act, 1956.                                                                   | The Ordinary Resolution was passed unanimously. |
| 7 | Approval of CDR Proposal u/s. 81(3)(b) of the Companies Act, 1956.                                                                           | The Special Resolution was passed unanimously.  |

Please take the same on record and acknowledge the receipt.

Thanking you,

Yours sincerely,

For Varun Industries Limited

  
**Jitendra J. Gandhi**  
 General Manager (Corporate) & Company Secretary