

WABCO

Vehicle Control Systems

WABCO INDIA LIMITEDPlant I, Plot No. 3, (SP),
III Main Road, Ambattur Industrial Estate,
Chennai – 600 058, India.

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April 16, 2013

**THE MANAGER
LISTING DEPARTMENT
NATIONAL STOCK EXCHANGE OF INDIA LTD
EXCHANGE PLAZA, C-1, BLOCK G
BANDRA – KURLA COMPLEX
BANDRA (E), MUMBAI – 400 051.**

Fax: 022 2659 8237 / 8238 / 8120

Dear Sirs,

Scrip Code: WABCOINDIA

SUB: Consent of the shareholders by way of special resolution, through postal ballot as per section 192A of the Companies Act, 1956 – Result of the postal ballot.

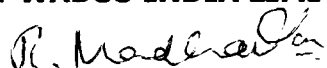
Please refer to our letter dated 11th March 2013, informing about the proposal to seek the approval of the shareholders of the company, by way of special resolution, through postal ballot/e-voting, in terms of Section 192A of the Companies Act, 1956 (the Act) read with Companies (Passing of the resolution by postal ballot) Rules, 2011, for keeping the register of members, the index of members, and copies of all annual returns prepared under section 159 of the Companies Act 1956 (the Act) together with the copies of certificates and documents required to be annexed thereto under section 161 of the Act at the new office of the Share transfer agent (STA), viz Sundaram-Clayton Ltd in terms of Section 163 (1) and other applicable provisions of the Act as set out in the notice of postal ballot dated 1st March 2013, circulated to the shareholders of the company.

We wish to inform you that the aforesaid special resolution has been approved by the shareholders with more than the requisite majority.

In this regard, we send herewith the announcement of the results of postal ballot made today for your information and also attached the postal ballot results as required under clause 35A of the listing agreement in the prescribed format for your reference and records.

Thanking you,

Yours faithfully,
for **WABCO INDIA LIMITED**



R Madhavan
General Manager Finance and Secretary.

Encl: As above.

WABCO INDIA LIMITED
REGISTERED OFFICE: PLOT NO 3(SP) III MAIN ROAD
AMBATTUR INDUSTRIAL ESTATE
CHENNAI 600 058

ANNOUNCEMENT OF RESULTS OF POSTAL BALLOT

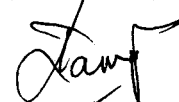
The Company is pleased to announce that Mr P Kaniappan, Whole time director, declared that the special resolution giving consent for keeping the register of members, the index of members, the register and index of debenture holders if any and copies of all returns prepared under section 159 of the Companies Act 1956 (the Act) together with copies of all certificates and documents required to be annexed thereto under section 161 of the Act at the new address of the Share transfer agent, viz Sundaram-Clayton Ltd in terms of Section 163 (1) and other applicable provisions of the Act as set out in the Notice dated 1st March 2013 was approved by way of postal ballot voting/e-voting, in terms of section 192 A read with Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, by the shareholders of the Company in the following manner:

Particulars		Voting
Total votes exercisable on the 770 postal ballots/e-voting received		1,51,54,370
Less: Invalid/unexercised votes		3,56,826
Total valid votes exercised		1,47,97,544
Votes cast for the resolution	In figures	1,47,96,612
	In %	99.99
Votes cast against the resolution	In figures	932
	In %	0.01

The shareholders of the Company have therefore approved the above special resolution with the requisite majority.

Chennai
16th April 2013

By Order of the Board



P Kaniappan
Whole time director

WABCO INDIA LIMITED

Declaration in accordance with clause 35A of the listing agreement, for the business transacted by the company through Postal Ballot including e-voting are furnished below:

Date of declaration of results: 16th April 2013

Total shareholders as on records date (1st March 2013): 16973

Details of voting on the special resolution:

Promoter/Public	No. of shares held	No. of 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	14,225,684	14,225,684	100.00	14,225,684	0	100	0.00
Public – Institutional holders	2,113,716	497,514	23.54	497,514	0	100.00	0.00
Public-Others	2,628,184	74,346	2.83	73,414	932	98.75	1.25
Total	18,967,584	14,797,544		14,796,612	932		

for **WABCO INDIA LIMITED**



R Madhavan
General Manager Finance and Secretary.