



ANNOUNCEMENT OF RESULT OF THE POSTAL BALLOT CONDUCTED PURSUANT TO THE PROVISIONS OF SECTION 110 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the approval of members of the Company in respect of the Special Resolution contained in the Postal Ballot Notice dated 30th January, 2015 was sought by way of postal ballot.

Mr. V K Jhalani, Chartered Accountant in Practice and Partner of M/s Jhalani & Company, Chartered Accountants, 190, SFS, Hauz Khas, New Delhi -110016 was appointed as the Scrutinizer, for conducting the postal ballot process including scrutinizing of e-voting process in a fair and transparent manner.

Based on the Report submitted by the Scrutinizer, following result is hereby announced:

Gist of the Special Resolution

Resolution for authorizing the Board of Directors under section 186 of the Companies Act, 2013 for giving any loan, guarantee or security in connection with a loan to any person or other body corporate and acquisition of securities of any other body corporate, upto Rs.4000 crores which is exceeding the limits specified in the said section i.e. 60% of the paid up share capital, free reserves and securities premium account or 100% of free reserves and securities premium account of the Company, whichever is more.

Result of Voting

Particulars	Number of members voted through electronic voting system & physical postal ballot form	Number of votes cast by them	* % of total paid up equity share capital
Total Votes casted	2344	1548702855	88.17
Less: Invalid votes (including votes abstained)	44	1285279	0.07
Net Valid Votes casted	2300	1547417576	88.10

* The paid up share capital of the Company as on the cut-off date of 30.01.2015 was Rs.1756511990 divided in to 1756511990 equity shares of Re.1/- each.

(i) Voted '**IN FAVOUR**' of the resolution :

Number of members voted through electronic voting system & physical postal ballot form	Number of votes cast by them	% of total number of valid votes cast
1855	1347343310	87.07



(ii) Voted '**AGAINST**' the resolution :

Number of members voted through electronic voting system & physical postal ballot form	Number of votes cast by them	% of total number of valid votes cast
452	200074266	12.93

(iii) Votes '**INVALID**':

Total number of members whose votes were declared ' Invalid '	Total number of votes cast by them
44	1285279

Note: 7 (seven) number of shareholders have exercised both options (in favour & against) by bifurcating their shareholding.

It is hereby announced that the Special Resolution in respect of the aforesaid sole item of the Postal Ballot Notice dated 30.01.2015 is duly passed with requisite majority.

The Company secretary is hereby directed that the aforesaid result along with the resolution be recorded in the minute Book meant for recording the proceedings of general meetings of members.

New Delhi
Date: 26.03.2015

For DABUR INDIA LIMITED

(Dr. Anand Burman)
Chairman