Oil Country Tubular Ltd.

'KAMINENI', 3rd Floor, King Koti, Hyderabad - 500 001
Telangana, India ✆ +91 40 2478 5555, 🖷 +91 40 2475 9299
CIN : L26932TG1985PLC005329, TIN : 36750206456

OCTL/SEC/11032/2015
6th June, 2015

Attn : Mr. S Subramanian
DCS – CRD
The Secretary
Bombay Stock Exchange Ltd
BSE's Corporate Relationship Dept
1ST Floor, New Trading Ring
Routunga Building, P J Towers
Dalal Street
MUMBAI – 400 001

Mr.Hari K
Asst. Vice President
National Stock Exchange of India Ltd
Exchange Plaza
5TH Floor, Plot No: C/1
G-Block, Bandra Karla Complex
Bandra East
MUMBAI – 400 051

Dear Sirs,

Sub: Disclosure of E-Voting and Poll result of the Annual General Meeting of the Company held on 4th June, 2015 as per the the Listing Agreement.

In accordance with the Listing Agreement, E-Voting and Poll result at the 29th Annual General Meeting held on 4th June, 2015 transacted the following businesses :

S.No.	Description	Particulars		
1	Date of the AGM	4th June, 2015		
2	Total No of Shareholders on the record date	33,886		
3	No. of shareholders present in the meeting either in person or through proxy			
	Shareholders	**In person**	**Proxy**	**Total**
	Promoters and promoter group	19	0	19
	Public	292	188	480
	Total			
4	No. of shareholders attended the meeting through Video Conferencing			
	Shareholders	**In person**	**Proxy**	**Total**
	Promoters and promoter group	NA	NA	NA
	Public	NA	NA	NA
	Total			

Agenda wise :

S. No.	Details of Agenda	Resolution required (ordinary / Special)	Mode of voting (E-voting & Poll)	Remarks
1	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2015	Ordinary	E-Voting, Poll	The Resolution was passed with requisite majority
2	Re-appointment of M/s.C K S Associates, Chartered Accountants as Statutory Auditors and fixing their remuneration	Ordinary	E-Voting, Poll	The Resolution was passed with requisite majority

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S. No.	Details of Agenda	Resolution required (ordinary / Special)	Mode of voting (E-voting & Poll)	Remarks
3	Appointment of Mrs. K. Indira as Director	Ordinary	E-Voting, Poll	The Resolution was passed with requisite majority
4	Re-appointment of Mr. Sridhar Kamineni as Managing Director for a period of five years	Special	E-Voting, Poll	The Resolution was passed with requisite majority
5	To appoint Mr. A P Vitthal as Independent Director	Ordinary	E-Voting, Poll	The Resolution was passed with requisite majority
6	To appoint Datuk Syed Hisham Bin Syed Wazir as Independent Director	Ordinary	E-Voting, Poll	The Resolution was passed with requisite majority
7	To ratify the remuneration paid to M/s. Sagar & Associates, Cost Auditors for the year 2014-15	Ordinary	E-Voting, Poll	The Resolution was passed with requisite majority
8	To create charge / mortgage assets and undertakings of the Company upto Rs.1000 Crores under Section 180(1)(a) of the Companies Act, 2013	Special	E-Voting, Poll	The Resolution was passed with requisite majority
9	To fix the limits of borrowings up to Rs.1000 Crores under Section 180(1)(c) of the Companies Act, 2013	Special	E-Voting, Poll	The Resolution was passed with requisite majority
10	To alter Articles of Association of the Company in conformity with the Companies Act, 2013	Special	E-Voting, Poll	The Resolution was passed with requisite majority

The voting details are annexed herewith in the prescribed format along with the report of the Scrutinizer.

Thanking you,

Yours faithfully,
For **Oil Country Tubular Limited**

C S Rao
Company Secretary

Encl : a/a

Resolution:1 : Ordinary Resolution for Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2015

Mode of voting - Remote E-voting)

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	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904361	20	99.99	0.002
Total	44289530	22788673		22788653	20		

Mode of voting - Poll

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	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0		

Resolution:2 : Ordinary Resolution for Re-appointment of M/s.C K S Associates, Chartered Accountants as Statutory Auditors and fixing their remuneration

Mode of voting - Remote E-voting

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	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904361	20	99.99	0.002
Total	44289530	22788673		22788653	20		

Mode of voting - Poll

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	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0		

Resolution:3 : Ordinary Resolution for Appointment of Mrs. K. Indira as Director

Mode of voting - Remote E-voting

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	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904361	20	99.99	0.002
Total	44289530	22788673		22788653	20		

Mode of voting - Poll

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	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0		

Resolution:4 : Special Resolution for Re-appointment of Mr. Sridhar Kamineni as Managing Director for a period of five years

Mode of voting - Remote E-voting

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	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904361	20	99.99	0.002
Total	44289530	22788673		22788653	20		

Mode of voting - Poll

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	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0		

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Resolution:5 : Ordinary Resolution to appoint Mr. A P Vitthal as Independent Director

Mode of voting - Remote E-voting

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	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904361	20	99.99	0.002
Total	44289530	22788673		22788653	20		

Mode of voting - Poll

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	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0		

Resolution:6 : Ordinary Resolution to appoint Datuk Syed Hisham Bin Syed Wazir as Independent Director

Mode of voting - Remote E-voting

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	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904311	70	99.99	0.007
Total	44289530	22788673		22788603	70		

Mode of voting - Poll

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	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0		

Resolution:7 : Ordinary Resolution to ratify the remuneration paid to M/s. Sagar & Associates, Cost Auditors for the year 2014-15

Mode of voting - Remote E-voting

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	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904361	20	99.99	0.002
Total	44289530	22788673		22788653	20		

Mode of voting - Poll

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	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0		

Resolution:8 : Special Resolution to create charge / mortgage assets and undertakings of the Company upto Rs.1000 Crores under Section 180(1)(a) of the Companies Act, 2013

Mode of voting - Remote E-voting

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	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904261	120	99.98	0.013
Total	44289530	22788673		22788553	120		

Mode of voting - Poll

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	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0		

Resolution:9 : Special Resolution to fix the limits of borrowings up to Rs.1000 Crores under Section 180(1)(c) of the Companies Act, 2013

Mode of voting - Remote E-voting

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	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904261	120	99.98	0.013
Total	44289530	22788673		22788553	120		

Mode of voting - Poll

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	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0		

Resolution:10 : Special Resolution to alter Articles of Association of the Company in conformity with the Companies Act, 2013

Mode of voting - Remote E-voting

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	21884292	21884292	100.00	21884292	0	100.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	904381	4.05	904359	22	99.99	0.002
Total	44289530	22788673		22788651	22		

Mode of voting - Poll

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	21884292	0	0.00	0.00	0	0.00	0.00
Public - Institutional holders	92966	0	0.00	0.00	0	0.00	0.00
Public - Others	22312272	1023	0.004	1023	0	100.00	0.00
Total	44289530	1023		1023	0		

K. SWAMY & CO.,
COMPANY SECRETARIES

302, Shree Raghava Complex,
9-1-92, S.D Road, Near Sangeet X Roads,
Secunderabad - 500 003. Tel : 040-27707004
E-mail : ksm2013pcs@eth.net

REPORT OF SRUTINIZER-COMBINED
(ON E-VOTING & POLL)

{Pursuant to Section-108 and 109 of the Companies Act, 2013 and Rule-20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended to date}

To
The Chairman of the
29th Annual General Meeting of
M/s Oil Country Tubular Limited,
"Kamineni", 3rd Floor, King Koti,
Hyderabad-500 001.

Ref: Report on resolutions passed through e-voting and poll conducted at the 29th Annual General Meeting (AGM) of the members of M/s Oil Country Tubular Limited held on Thursday, the 04th June, 2015 at 10.00 A.M., at Taj Mahal Hotel, 2nd Floor, Akshaya Hall, 4-1-999, Abids Road, Hyderabad-500001.

Dear Sir,

I, K. Swamy, Company Secretary in Practice, have been appointed as Scrutinizer by :

(1) The Board of Directors of M/s Oil Country Tubular Limited vide resolution dated 30.04.2015 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 1st June, 2015 at 9.00 A.M., to 3rd June, 2015 at 5.00 P.M.
(2) The Chairman of the 29th Annual General Meeting (AGM) on Poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 29th AGM of the members of the company, held on Thursday, the 04th June, 2015 at 10.00 A.M., at Taj Mahal Hotel, 2nd Floor, Akshaya Hall, 4-1-999, Abids Road, Hyderabad-500001.

The Company has availed e-voting facility from M/s Central Depository Services Limited (CDSL) for enabling the shareholders to e-vote and poll at the AGM venue is conducted under my supervision. At the time of poll at the AGM Venue, adequate care is taken so that no member who has cast his vote by remote evoting prior to the meeting is not allowed to cast his vote again at the AGM venue.

K. SWAMY & Co. * SEC-BAD-3 * Company Secretaries

Based on the data downloaded from the official website of the CDSL for the E-Voting process and the poll conducted at the AGM Venue, I now submit combined report (E-voting and Poll) as under:

ITEM NO.01:

ORDINARY RESOLUTION FOR ADOPTION OF STATEMENT OF PROFIT AND LOSS, BALANCE SHEET, REPORT OF DIRECTORS AND AUDITORS FOR THE FINANCIAL YEAR 31ST MARCH, 2015:

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
37	22788653	25	1023	22789676	99.99

(ii) Voted against the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1	20	--	--	20	0.000087

(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.01 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.

K. SWAMY & Co., Company Secretaries SEC/BAD-3

ITEM NO.02:

ORDINARY RESOLUTION FOR RE-APPOINTMENT OF M/S. C K S ASSOCIATES, CHARTERED ACCCOUNTANTS AS STATUTORY AUDITORS AND FIXING THEIR REMUNERATION :

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
37	22788653	25	1023	22789676	99.99

(ii) Voted against the Resolution :

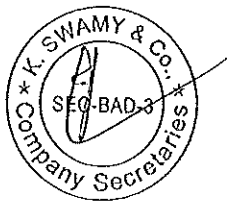
Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1	20	--	--	20	0.000087

(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.02 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



ITEM NO.03:

ORDINARY RESOLUTION FOR APPOINTMENT OF MRS. K INDIRA AS DIRECTOR :

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
37	22788653	25	1023	22789676	99.99

(ii) Voted against the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1	20	--	--	20	0.000087

(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.03 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.

K. SWAMY & Co. Company Secretaries SEC/BAD-3

ITEM NO.04:

SPECIAL RESOLUTION FOR RE-APPOINTMENT OF MR. SRIDHAR KAMINENI AS MANAGING DIRECTOR FOR A PERIOD OF FIVE YEARS :

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
37	22788653	25	1023	22789676	99.99

(ii) Voted against the Resolution :

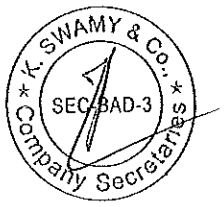
Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1	20	--	--	20	0.000087

(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Item No.04 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



ITEM NO.05:

ORDINARY RESOLUTION TO APPOINT MR. A P VITTHAL AS INDEPENDENT DIRECTOR :

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
37	22788653	25	1023	22789676	99.99

(ii) Voted against the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1	20	--	--	20	0.000087

(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.05 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.

K. SWAMY & Co. * Company Secretaries * SEBI BAD-3

ITEM NO.06:

ORDINARY RESOLUTION TO APPOINT DATUK SYED HISHAM BIN SYED WAZIR AS INDEPENDENT DIRECTOR :

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
36	22788603	25	1023	22789626	99.99

(ii) Voted against the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
2	70	--	--	70	0.00030

(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.06 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.

K. SWAMY & Co., SEC-BAD-3 Company Secretaries

ITEM NO.07:

ORDINARY RESOLUTION TO RATIFY THE REMUNERATION PAID TO M/S. SAGAR & ASSOCIATES, COST AUDITORS FOR THE YEAR 2014-15 :

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
37	22788653	25	1023	22789676	99.99

(ii) Voted against the Resolution :

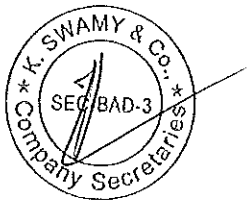
Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
1	20	--	--	20	0.000087

(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Item No.07 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



ITEM NO.08:

SPECIAL RESOLUTION TO CREATE CHARGE / MORTGAGE ASSETS AND UNDERTAKINGS OF THE COMPANY UPTO Rs.1000 CRORES UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 :

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
36	22788553	25	1023	22789576	99.99

(ii) Voted against the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
2	120	--	--	120	0.00052

(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Item No.08 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.

K. SWAMY & Co., SEC/BAD-3 Company Secretaries

ITEM NO.09 :

SPECIAL RESOLUTION TO FIX THE LIMITS OF BORROWINGS UP TO Rs.1000 CRORES UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013 :

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
36	22788553	25	1023	22789576	99.99

(ii) Voted against the Resolution :

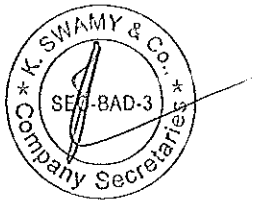
Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
2	120	--	--	120	0.00052

(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Item No.09 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



ITEM NO.10 :

SPECIAL RESOLUTION TO ALTER ARTICLES OF ASSOCIATION OF THE COMPANY IN CONFORMITY WITH THE COMPANIES ACT, 2013 :

(i) Voted in favour of the Resolution :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
36	22788651	25	1023	22789674	99.99

(ii) Voted against the Resolution :

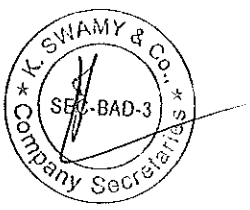
Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll	% of number of valid votes cast
2	22	--	--	22	0.000096

(iii) Invalid votes :

Number of members voted in E-voting	Number of votes cast (Shares) – E-voting	Number of members / Proxies voted – Poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and Poll
0	0	4	7	7

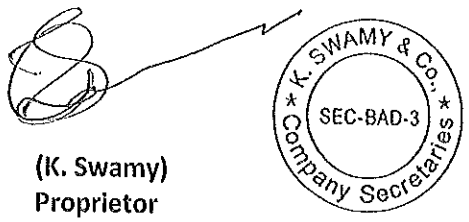
RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Item No.10 as set out in the Notice of AGM is passed in favour of the resolution with requisite majority.



As per the provisions of Rule-20 of the Companies (Management and Administration) Amendment Rules, 2015, the relevant records relating to E-Voting and Poll were sealed and the same will be handed over to the Company Secretary immediately after approval and signing of the minutes.

For K SWAMY & CO.,
Company Secretaries



(K. Swamy)
Proprietor
C.P.No.2013
FCS No.3743

Place: Secunderabad,
Date : 06th June, 2015