

HUBTOWN LIMITED

[CIN : L45200MH1989PLC050688]

Registered Office : Akruti Center Point, 6th floor, Central Road, Marol MIDC,
Andheri (East), Mumbai 400093

Phone: + 91 22 67037400; Fax: + 91 22 67037403;

E-mail : investorcell@hubtown.co.in; Website : www.hubtown.co.in

DISCLOSURE UNDER CLAUSE 35A OF THE LISTING AGREEMENT

OUTCOME OF ANNUAL GENERAL MEETING

Name of the Company	HUBTOWN LIMITED	
Date of the Annual General Meeting	September 25, 2014	
Total no. of shareholders as on 'Record Date' – September 19, 2014	22,736	
No. of shareholders present in the meeting either in person or through proxy		
	In Person	Proxy
Promoters and Promoter Group	14	3
Public	34	4
No. of shareholders who attended the meeting through video conferencing	Promoters and Promoter Group	Not arranged
	Public	

DETAILS OF AGENDA WISE RESOLUTIONS PASSED

- The modes of voting for all resolutions were e-voting, physical ballot and poll conducted at the 26th Annual General Meeting held on September 25, 2014.
- E-voting was conducted between September 17, 2014 to September 19, 2014.
- Given below is the resolution wise combined result of e-voting, physical ballot and poll.

Item No. : 1

Details of the Resolution	Type of resolution (Ordinary/Special)	Mode of Voting (E-voting / Ballot / Poll)	Result of voting
Adoption of the audited Balance Sheet as March 31, 2014, the Statement of Profit and Loss for the year ended on that date and the reports of the Directors and Auditors thereon.	Ordinary	E-voting / Ballot / Poll	resolution passed with majority requisite

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
Promoters and Promoter Group	54540703	52240703	95.782	52240703	0	100	0
Public – Institutional holders	461687	0	0	0	0	0	0
Public – Others	17733481	18554	0.104	18549	5	99.973	0
Total	72735871	52259257	71.847	52259252	5	99.999	0



Item No. : 2

Details of the Resolution	Type of resolution (Ordinary/Special)	Mode of Voting (E-voting / Ballot / Poll)	Result of voting
To declare a dividend on equity shares.	Ordinary	E-voting / Ballot / Poll	Resolution lost and defeated

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
Promoters and Promoter Group	54540703	52240703	95.782	0	52240703 *	0	100
Public – Institutional holders	461687	0	0	0	0	0	0
Public – Others	17733481	18554	0.104	401	18153	2.161	97.838
Total	72735871	52259257	71.847	401	52258856	2.161	99.999

* - Due to non-receipt of consents from the lenders, the promoters / promoter group were constrained to vote against the motion for declaration of dividend.

Item No. : 3

Details of the Resolution	Type of resolution (Ordinary/Special)	Mode of Voting (E-voting / Ballot / Poll)	Result of voting
Reappointment of Mr. Vyomesh M. Shah (DIN 00009596) as a Director, who retires by rotation.	Ordinary	E-voting / Ballot / Poll	Resolution passed with requisite majority.

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
Promoters and Promoter Group	54540703	52240703	95.782	52240703	0	100	0
Public – Institutional holders	461687	0	0	0	0	0	0
Public – Others	17733481	18554	0.104	18549	5	99.973	0
Total	72735871	52259257	71.847	52259252	5	99.999	0



Item No. : 4

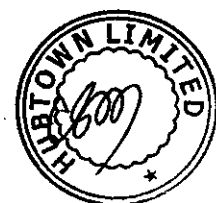
Details of the Resolution	Type of resolution (Ordinary/Special)	Mode of Voting (E-voting / Ballot / Poll)	Result of voting
Appointment of M/s. Doshi Doshi & Associates, Chartered Accountants (Firm Registration No. : 121773W), as Auditors of the Company for a period of three consecutive years.	Ordinary	E-voting / Ballot / Poll	Resolution passed with requisite majority

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
Promoters and Promoter Group	54540703	52240703	95.782	52240703	0	100	0
Public – Institutional holders	461687	0	0	0	0	0	0
Public – Others	17733481	18554	0.104	18549	5	99.973	0
Total	72735871	52259257	71.847	52259252	5	99.999	0

Item No. : 5

Details of the Resolution	Type of resolution (Ordinary/Special)	Mode of Voting (E-voting / Ballot / Poll)	Result of voting
Appointment of Mr. Arvind Kumar Joshi (DIN : 00209992) as an Independent Director of the Company for a period of five years.	Ordinary	E-voting / Ballot / Poll	Resolution passed with requisite majority

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
Promoters and Promoter Group	54540703	52240703	95.782	52240703	0	100	0
Public – Institutional holders	461687	0	0	0	0	0	0
Public – Others	17733481	18554	0.104	18549	5	99.973	0
Total	72735871	52259257	71.847	52259252	5	99.999	0



Item No. : 6

Details of the Resolution	Type of resolution (Ordinary/Special)	Mode of Voting (E-voting / Ballot / Poll)	Result of voting
Appointment of Mr. Abhijit Datta (DIN : 00790029) as an Independent Director of the Company for a period of five years.	Ordinary	E-voting / Ballot / Poll	Resolution passed with requisite majority

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
Promoters and Promoter Group	54540703	52240703	95.782	52240703	0	100	0
Public – Institutional holders	461687	0	0	0	0	0	0
Public – Others	17733481	18554	0.104	18549	5	99.973	0
Total	72735871	52259257	71.847	52259252	5	99.999	0

Item No. : 7

Details of the Resolution	Type of resolution (Ordinary/Special)	Mode of Voting (E-voting / Ballot / Poll)	Result of voting
Appointment of Mr. Sunil C. Shah (DIN : 06947244) as an Independent Director of the Company for a period of five years.	Ordinary	E-voting / Ballot / Poll	Resolution passed with requisite majority

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
Promoters and Promoter Group	54540703	52240703	95.782	52240703	0	100	0
Public – Institutional holders	461687	0	0	0	0	0	0
Public – Others	17733481	18554	0.104	18549	5	99.973	0
Total	72735871	52259257	71.847	52259252	5	99.999	0



Item No. : 8

Details of the Resolution	Type of resolution (Ordinary/Special)	Mode of Voting (E-voting / Ballot / Poll)	Result of voting
Appointment of Mrs. Priti K. Shah (DIN : 01880436) as a Director of the Company liable to retire by rotation.	Ordinary	E-voting / Ballot / Poll	Resolution passed with requisite majority

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]
Promoters and Promoter Group	54540703	52240703	95.782	52240703	0	100	0
Public – Institutional holders	461687	0	0	0	0	0	0
Public – Others	17733481	18554	0.104	18549	5	99.973	0
Total	72735871	52259257	71.847	52259252	5	99.999	0

Item No. : 9

Details of the Resolution	Type of resolution (Ordinary/Special)	Mode of Voting (E-voting / Ballot / Poll)	Result of voting
Ratification of the remuneration by way of audit fees plus reimbursement of service tax, out-of-pocket expenses and travelling expenses payable to M/s. N. I. Mehta & Co., Cost Accountants for the year ending March 31, 2015.	Ordinary	E-voting / Ballot / Poll	Resolution passed with requisite majority

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]
Promoters and Promoter Group	54540703	52240703	95.782	52240703	0	100	0
Public – Institutional holders	461687	0	0	0	0	0	0
Public – Others	17733481	18554	0.104	18549	5	99.973	0
Total	72735871	52259257	71.847	52259252	5	99.999	0

For HUBTOWN LIMITED

Chetan S. Mody
CHETAN S. MODY
 COMPANY SECRETARY

Scrutinizer's Report

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(XI) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
26th Annual General Meeting of the Equity Shareholders
Of Hubtown Limited to be held on 25th September 2014 at 10.00 a.m.
At Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, Indian
Merchants' Chamber Marg, Churchgate, Mumbai-400020, Maharashtra.

Dear Sir,

I, Ashish C Bhatt, Proprietor of Ashish Bhatt & Associates, Company Secretaries, having its office at 227, Devashree Commercial Complex, Majiwada, Thane (W) 400601, have been appointed as Scrutinizer of Hubtown Limited ("the company:") for the purpose of scrutinizing the e-voting process carried out as per the provisions of Companies act, 2013 and rule 20 of companies (Management and Administration) Rules 2014 on the below mentioned resolutions, at the 26th Annual General meeting of the Equity Shareholders of Hubtown Limited, to be held on 25th September 2014 at 10.00 a.m. at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, Indian Merchants' Chamber Marg, Churchgate, Mumbai-400020, Maharashtra. We submit our report as under:

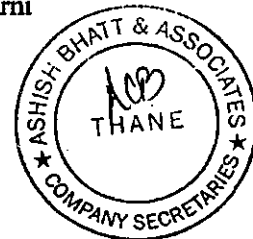
1. The e-voting period remained open from September 17, 2014 (10.00 a.m.) to September 19, 2014 (6.00 p.m.).
2. The shareholders holding shares as on the "cut off" date August 14, 2014 were entitled to vote on the proposed resolutions (Item No.1 to 9 as sent out in the Notice of the 26th AGM of the Company) through e-voting and ballot.
3. The votes were unblocked on September 19, 2014 around 06.24 p.m.in the presence of two witnesses Mr. Tushar Patil, residing at 404, Dharmaveer C.H.S., Dhobi Ali, Tembhi naka, Thane (W), 400601 and Mr.Kaustubh Kulkarni, residing at 15, Dwarkanath C.H.S., Gopal Nagar 2, Dombivali (E), 421201, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Tushar Patil



Name: Kaustubh Kulkarni



ASHISH BHATT & ASSOCIATES
Company Secretaries

4. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com)- ANNEXURE-A. No ballots were received by the Company at its registered office up to 6.00 p.m. on September 19, 2014.

5. The result of e-voting is as under

(a) **Resolution 1- Adoption of the Audited Statements of Accounts together with Directors' Report and also Auditors' Report for the year ended March 31, 2014**

(i) Voted in favour of the resolution:

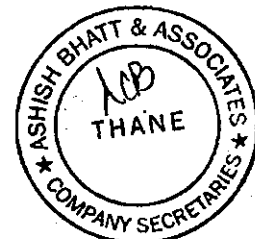
Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	4	369	98.66%
Ballot voting	0	0	0
Total	4	369	98.66%

(ii) Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	1	5	01.34%
Ballot voting	0	0	0
Total	1	5	01.34%

(iii) Invalid votes:

Type of voting	Total Number of Member whose votes were declared invalid	Total number of votes cast by them
Electronic voting	0	N.A.
Ballot voting	0	N.A.



(b) Resolution 2- Declaration of Dividend on Equity shares.

(i) Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	4	369	98.66%
Ballot voting	0	0	0
Total	4	369	98.66%

(ii) Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	1	5	01.34%
Ballot voting	0	0	0
Total	1	5	01.34%

(iii) Invalid votes:

Type of voting	Total Number of Member whose votes were declared invalid	Total number of votes cast by them
Electronic voting	0	N.A
Ballot voting	0	N.A

(c) Resolution 3- Re-appointment of Mr. Vyomesh M. Shah, Director, who retires by rotation.

(i) Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	4	369	98.66%
Ballot voting	0	0	0
Total	4	369	98.66%



(ii) Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	1	5	01.34%
Ballot voting	0	0	0
Total	1	5	01.34%

(iii) Invalid votes:

Type of voting	Total Number of Member whose votes were declared invalid	Total number of votes cast by them
Electronic voting	0	N.A
Postal ballot voting	0	N.A

(d) Resolution 4- Re-appointment of M/s. Doshi Doshi & Associates, Chartered Accountants as the auditors of the company for the financial year ending on March 31, 2017.

(i) Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	4	369	98.66%
Ballot voting	0	0	0
Total	4	369	98.66%

(ii) Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	1	5	01.34%
Ballot voting	0	0	0
Total	1	5	01.34%



(iii) Invalid votes:

Type of voting	Total Number of Member whose votes were declared invalid	Total number of votes cast by them
Electronic voting	0	N.A
Ballot voting	0	N.A

(e) Resolution 5- Appointment of Mr. Arvind Kumar Joshi as an Independent Director of the Company to hold office for a period of five(5) consecutive years for a term upto September 25. 2019.

(i) Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	4	369	98.66%
Ballot voting	0	0	0
Total	4	369	98.66%

(ii) Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	1	5	01.34%
Ballot voting	0	0	0
Total	1	5	01.34%

(iii) Invalid votes:

Type of voting	Total Number of Member whose votes were declared invalid	Total number of votes cast by them
Electronic voting	0	N.A
Ballot voting	0	N.A



(f) Resolution 6- Appointment of Mr. Abhijit Datta as an Independent Director of the Company to hold office for a term up to five(5) consecutive years for a term up to September 25, 2019.

(i) Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	4	369	98.66%
Ballot voting	0	0	0
Total	4	369	98.66%

(ii) Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	1	5	01.34%
Ballot voting	0	0	0
Total	1	5	01.34%

(iii) Invalid votes:

Type of voting	Total Number of Member whose votes were declared invalid	Total number of votes cast by them
Electronic voting	0	N.A
Ballot voting	0	N.A

(g) Resolution 7- Appointment of Mr. Sunil C. Shah as an Independent Director of the Company to hold office for a term up to five(5) consecutive years for a term up to September 25, 2019.

(i) Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	4	369	98.66%
Ballot voting	0	0	0
Total	4	369	98.66%



(ii) Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	1	5	01.34%
Ballot voting	0	0	0
Total	1	5	01.34%

(iii) Invalid votes:

Type of voting	Total Number of Member whose votes were declared invalid	Total number of votes cast by them
Electronic voting	0	N.A
Ballot voting	0	N.A

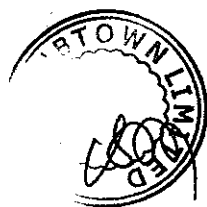
(h) Resolution 8- Appointment of Mrs. Priti K.Shah as a Director of the Company liable to retire by rotation.

(i) Voted in favour of the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	4	369	98.66%
Ballot voting	0	0	0
Total	4	369	98.66%

(ii) Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	1	5	01.34%
Ballot voting	0	0	0
Total	1	5	01.34%



ASHISH BHATT & ASSOCIATES
Company Secretaries

(iii) Invalid votes:

Type of voting	Total Number of Member whose votes were declared invalid	Total number of votes cast by them
Electronic voting	0	N.A
Ballot voting	0	N.A

(i) Resolution 9- Payment of Remuneration to M/S. N.I. Mehta & Company, Cost Accountants as Cost Auditor of the company for the financial year ending March 31, 2015.

(i) Voted in favour of the resolution:

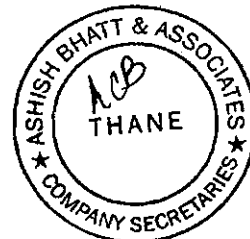
Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	4	369	98.66%
Ballot voting	0	0	0
Total	4	369	98.66%

(ii) Voted against the resolution:

Type of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Electronic voting	1	5	01.34%
Ballot voting	0	0	0
Total	1	5	01.34%

(iii) Invalid votes:

Type of voting	Total Number of Member whose votes were declared invalid	Total number of votes cast by them
Electronic voting	0	N.A
Ballot voting	0	N.A



6. The register, all the papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman consider, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Place: Thane
Dated: September 19, 2014

Bhatt C
Ashish C. Bhatt
Ashish Bhatt & Associates
Company Secretaries



Internet Explorer - ashishbhatt@cs... CDSL eVoting System

File Edit View Favorites Tools Help

SESE Ltd. (Bombay Stock E... Suggested Sites Get more Add-ons

Message Users

Allocate Functional Users

EVSN

EVSN Inquiry

Entry

Upload

Check Fine Status

Ballot Details

Finalise Voting

Report

Vote Verification

Change Password

ASHISH BHATT & ASSOCIATES

EVSN Inquiry

ASHISH BHATT & ASSOCIATES

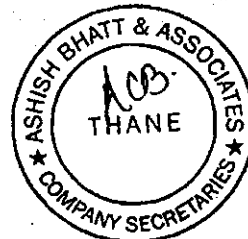
Sl. No.	Yes (%)	No (%)	Total
1	369 (0.00%)	5 (0.00%)	374
2	369 (0.00%)	5 (0.00%)	374
3	369 (0.00%)	5 (0.00%)	374
4	369 (0.00%)	5 (0.00%)	374
5	369 (0.00%)	5 (0.00%)	374
6	369 (0.00%)	5 (0.00%)	374
7	369 (0.00%)	5 (0.00%)	374
8	369 (0.00%)	5 (0.00%)	374
9	369 (0.00%)	5 (0.00%)	374

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For **ASHISH BHATT & ASSOCIATES**
COMPANY SECRETARIES

Bhatt
ASHISH G. BHATT



FORM No. MGT-13
Report of Scrutinizer

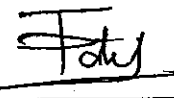
[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman,
26th Annual General Meeting of the Equity Shareholders
Of Hubtown Limited to be held on 25th September 2014 at 10.00 a.m.
At Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, Indian
Merchants' Chamber Marg, Churchgate, Mumbai-400020, Maharashtra.

Dear Sir,

I, Ashish C Bhatt, Proprietor of Ashish Bhatt & Associates, Company Secretaries having its office at 227, Devashree Commercial Complex, Majiwada, Thane (W) 400601 have been appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 26th Annual General Meeting of the Equity Shareholders of Hubtown Limited held on 25th September, 2014 at Walchand Hirachand Hall, 4th Floor, Indian Merchants' Chamber Building, Indian Merchants' Chamber Marg, Churchgate, Mumbai-400020, Maharashtra. We submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot box were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the M/S Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The polling Box was opened in the presence of Mr. Tushar Patil, residing at 404, Dharmaveer C.H.S., Dhobi Ali, Tembhi naka, Thane (W), 400601 and Mr. Kaustubh Kulkarni, residing at 15, Dwarkanath C.H.S., Gopal Nagar 2, Dombivali (E), 421201 as witnesses after the voting process is over.


Mr. Tushar Patil


Mr. Kaustubh Kulkarni



5. The result of the Poll is as under:

(a) Resolution 1- Adoption of the Audited Statements of Accounts together with Directors' Report and also Auditors' Report for the year ended March 31, 2014.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	52258883	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	N.A.

(b) Resolution 2- Declaration of Dividend on Equity shares

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	32	0%



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	52258851	100%

(iii) **Invalid** votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	N.A

(c) **Resolution 3- Re-appointment of Mr. Vyomesh M. Shah, Director, who retires by rotation.**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	52258883	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	N.A.



(d) Resolution 4- Re-appointment of M/s. Doshi Doshi & Associates, Chartered Accountants as the auditors of the company for the financial year ending on March 31, 2017.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	52258883	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	N.A

(e) Resolution 5- Appointment of Mr. Arvind Kumar Joshi as an Independent Director of the Company to hold office for a period of five (5) consecutive years for a term upto September 25, 2019.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	52258883	100%



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	N.A.

(f) Resolution 6- Appointment of Mr. Abhijit Datta as an Independent Director of the Company to hold office for a term up to five (5) consecutive years for a term up to September 25, 2019.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	52258883	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	N.A.



(g) Resolution 7- Appointment of Mr. Sunil C. Shah as an Independent Director of the company to hold office for a term up to five (5) consecutive years for a term up to September 25, 2019.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	52258883	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

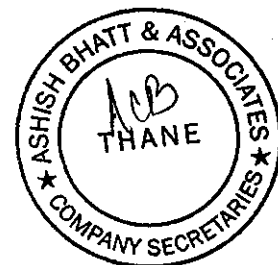
(iii) Invalid votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	N.A.

(h) Resolution 8- Appointment of Mrs. Priti K.Shah as a Director of the Company liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	52258883	100%



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	N.A.

(i) Resolution 9- Payment of Remuneration to M/S. N.I. Mehta & Company, Cost Accountants as Cost Auditor of the company for the financial year ending March 31, 2015.

(i) Voted **in favour** of the resolution:

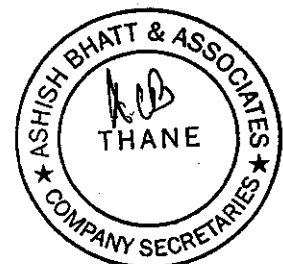
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	52258883	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total numbers of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	N.A.



5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Place: Thane
Dated: September 26, 2014

Bhatt A.C
Ashish C. Bhatt
Ashish Bhatt & Associates
Company Secretaries

