Annexure A

	GREAVES COTTON LTD.
Date of the AGM/EGM	03-08-2017
Total number of shareholders on record date	57057
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	61
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Financial Statements and Reports thereon							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	124553726	124553726	100.0000	124553726	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		124553726	100	124553726	0	100	0
Public- Institutions	E-Voting	81830508	57219891	69.9249	57219891	0	100.0000	0.0000
	Poll		1050000	1.2831	1050000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		58269891	71.208	58269891	0	100	0
Public- Non Institutions	E-Voting	37822561	13107	0.0347	13087	20	99.8474	0.1525
	Poll		247406	0.6541	247406	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		260513	0.6888	260493	20	99.9923	0.0077
	Total	244206795	183084130	74.9709	183084110	20	100.0000	0.0000

GREAVES COTTON LIMITED

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Dividend							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	124553726	124553726	100.0000	124553726	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		124553726	100	124553726	0	100	0
Public- Institutions	E-Voting	81830508	57238560	69.9477	57238560	0	100.0000	0.0000
	Poll		1050000	1.2831	1050000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		58288560	71.2308	58288560	0	100	0
Public- Non Institutions	E-Voting	37822561	13107	0.0347	13087	20	99.8474	0.1525
	Poll		247506	0.6544	247506	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		260613	0.6891	260593	20	99.9923	0.0077
	Total	244206795	183102899	74.9786	183102879	20	100.0000	0.0000

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Director in place of one retiring by rotation							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	124553726	124553726	100.0000	124553726	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		124553726	100	124553726	0	100	0
Public- Institutions	E-Voting	81830508	57238560	69.9477	51330138	5908422	89.6775	10.3224
	Poll		1050000	1.2831	1050000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		58288560	71.2308	52380138	5908422	89.8635	10.1365
Public- Non Institutions	E-Voting	37822561	13107	0.0347	13087	20	99.8474	0.1525
	Poll		247506	0.6544	247506	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		260613	0.6891	260593	20	99.9923	0.0077
	Total	244206795	183102899	74.9786	177194457	5908442	96.7732	3.2268

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of appointment of Statutory Auditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	124553726	124553726	100.0000	124553726	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		124553726	100	124553726	0	100	0
Public- Institutions	E-Voting	81830508	57238560	69.9477	57135908	102652	99.8206	0.1793
	Poll		1050000	1.2831	1050000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		58288560	71.2308	58185908	102652	99.8239	0.1761
Public- Non Institutions	E-Voting	37822561	13107	0.0347	13072	35	99.7329	0.2670
	Poll		247506	0.6544	247431	75	99.9696	0.0303
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		260613	0.6891	260503	110	99.9578	0.0422
	Total	244206795	183102899	74.9786	183000137	102762	99.9439	0.0561

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Branch Auditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	124553726	124553726	100.0000	124553726	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		124553726	100	124553726	0	100	0
Public- Institutions	E-Voting	81830508	57238560	69.9477	57238560	0	100.0000	0.0000
	Poll		1050000	1.2831	1050000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		58288560	71.2308	58288560	0	100	0
Public- Non Institutions	E-Voting	37822561	13107	0.0347	13087	20	99.8474	0.1525
	Poll		247506	0.6544	247431	75	99.9696	0.0303
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		260613	0.6891	260518	95	99.9635	0.0365
	Total	244206795	183102899	74.9786	183102804	95	99.9999	0.0001

Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Ms. Sree Patel as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	124553726	124553726	100.0000	124553726	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		124553726	100	124553726	0	100	0
Public- Institutions	E-Voting	81830508	57238560	69.9477	57238560	0	100.0000	0.0000
	Poll		1050000	1.2831	1050000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		58288560	71.2308	58288560	0	100	0
Public- Non Institutions	E-Voting	37822561	13107	0.0347	13087	20	99.8474	0.1525
	Poll		247506	0.6544	247506	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		260613	0.6891	260593	20	99.9923	0.0077
	Total	244206795	183102899	74.9786	183102879	20	100.0000	0.0000

Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Nagesh Basavanhalli as a Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	124553726	124553726	100.0000	124553726	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		124553726	100	124553726	0	100	0
Public- Institutions	E-Voting	81830508	57238560	69.9477	51354519	5884041	89.7201	10.2798
	Poll		1050000	1.2831	1050000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		58288560	71.2308	52404519	5884041	89.9053	10.0947
Public- Non Institutions	E-Voting	37822561	13107	0.0347	13087	20	99.8474	0.1525
	Poll		247506	0.6544	247506	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		260613	0.6891	260593	20	99.9923	0.0077
	Total	244206795	183102899	74.9786	177218838	5884061	96.7865	3.2135

Resolution No.	8							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Nagesh Basavanhalli as Managing Director & CEO							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	124553726	124553726	100.0000	124553726	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		124553726	100	124553726	0	100	0
Public- Institutions	E-Voting	81830508	57238560	69.9477	51335059	5903501	89.6861	10.3138
	Poll		1050000	1.2831	1050000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		58288560	71.2308	52385059	5903501	89.8719	10.1281
Public- Non Institutions	E-Voting	37822561	13107	0.0347	13087	20	99.8474	0.1525
	Poll		247506	0.6544	247506	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		260613	0.6891	260593	20	99.9923	0.0077
	Total	244206795	183102899	74.9786	177199378	5903521	96.7758	3.2242

GREAVES COTTON LIMITED

Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL - Payment of Commission to Non- executive Directors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	124553726	124553726	100.0000	124553726	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		124553726	100	124553726	0	100	0
Public- Institutions	E-Voting	81830508	57238560	69.9477	57233639	4921	99.9914	0.0085
	Poll		1050000	1.2831	1050000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		58288560	71.2308	58283639	4921	99.9916	0.0084
Public- Non Institutions	E-Voting	37822561	13096	0.0346	12546	550	95.8002	4.1997
	Poll		247506	0.6544	247506	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		260602	0.689	260052	550	99.789	0.211
	Total	244206795	183102888	74.9786	183097417	5471	99.9970	0.0030

Resolution No.	10							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Remuneration of Cost Auditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	124553726	124553726	100.0000	124553726	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		124553726	100	124553726	0	100	0
Public- Institutions	E-Voting	81830508	57238560	69.9477	57238560	0	100.0000	0.0000
	Poll		1050000	1.2831	1050000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		58288560	71.2308	58288560	0	100	0
Public- Non Institutions	E-Voting	37822561	13107	0.0347	13072	35	99.7329	0.2670
	Poll		247506	0.6544	247431	75	99.9696	0.0303
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		260613	0.6891	260503	110	99.9578	0.0422
	Total	244206795	183102899	74.9786	183102789	110	99.9999	0.0001

Annexure B

UPENDRA SHUKLA
B. Com., F. C. S.
Company Secretary

504, Navkar,
Nandapatkar Road,
Vile Parle East, Mumbai - 400 057.
Resi : 2611 8257
Mob.: 98211 25846
E-mail : ucshukla@rediffmail.com

Shri Karan Thapar
Chairman,
Greaves Cotton Limited,
3rd Floor, Motilal Oswal Tower,
Junction of Gokhale & Sayani Road,
Prabhadevi,
Mumbai-400 025.

Dear Sir,

Sub: Combined Report on E-voting and voting by Ballot conducted at the 98th Annual General Meeting of Greaves Cotton Ltd.

1) As per the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as also Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of e-voting to the Shareholders to cast their votes electronically on all the resolutions proposed in the notice of 98th Annual General Meeting.

2) In line with the provisions of the Companies Act, 2013 and in term of the clarifications issued by MCA, voting by show of hands is not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 98th Annual General Meeting of the Company, voting was announced by the Chairman and was conducted by means of Ballot.

3) I, Upendra C. Shukla, Practicing Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the electronic voting process. I was also appointed as scrutinizer to scrutinize the voting by means of Ballot at the 98th Annual General Meeting (AGM). The said appointment was for ascertaining the requisite majority on e-voting as also on Ballot carried out for the resolutions proposed to be passed at the 98th AGM of the Shareholders of the Company, held on Thursday, the 03rd August, 2017.

4) M/s. Karvy Computershare Pvt. Ltd., the Registrar and Share Transfer Agents of the Company, provided all the requisite data of shareholders eligible for voting.

5) My responsibility as a scrutinizer for voting on Ballot, is also to make a Combined Report on the votes cast 'in favour' or 'against' the resolutions placed before the 98th AGM of the Company.

6) Based on the reports generated from the e-voting system provided by the M/s. Karvy Computershare Pvt. Ltd. and also votes cast on Ballot, I submit the consolidated results of the e-voting and the Ballot as under:

...2/-

UPENDRA C. SHUKLA F.C.S.-2727 C.P. - 1654 MUMBAI COMPANY SECRETARY

Resolution No. 1: Ordinary Resolution: To consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2017 and the reports of the Board of Directors and auditors thereon.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	114	181786704	100.00	1	20	0.00	1	18669
Ballot	28	1297406	100.00	0	0	0.00	1	100
Combined	142	183084110	100.00	1	20	0.00	2	18769

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 2: Ordinary Resolution: To declare a final dividend of Rs.1.50 per Equity Share of Rs.2/- each.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	115	181805373	100.00	1	20	0.00	0	0
Ballot	29	1297506	100.00	0	0	0.00	0	0
Combined	144	183102879	100.00	1	20	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 3: Ordinary Resolution: To appoint a Director in place of Mr. Karan Thapar (DIN: 00004264) who retires by rotation and being eligible, offers himself for re-appointment.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	108	175896951	96.75	8	5908442	3.25	0	0
Ballot	29	1297506	100.00	0	0	0.00	0	0
Combined	137	177194457	96.77	8	5908442	3.23	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

...3/-

Resolution No. 4: Ordinary Resolution: To ratify appointment of M/s.Deloitte Haskins and Sells LLP, Chartered Accountants (Firm Registration No. 117366W) as Statutory Auditor of the Company.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	111	181702706	99.94	5	102687	0.06	0	0
Ballot	28	1297431	99.99	1	75	0.01	0	0
Combined	139	183000137	99.94	6	102762	0.06	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 5: Ordinary Resolution: To re-appoint Wrigley Partington, London, U.K. As Branch Auditors of the Company's Branch in U.K.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	115	181805373	100.00	1	20	0.00	0	0
Ballot	28	1297431	99.99	1	75	0.01	0	0
Combined	143	183102804	100.00	2	95	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 6: Ordinary Resolution: To appoint Ms. Sree Patel as an Independent Director of the Company.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	115	181805373	100.00	1	20	0.00	0	0
Ballot	29	1297506	100.00	0	0	0.00	0	0
Combined	144	183102879	100.00	1	20	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

UPENDRA SHUKLA F.C.S.-2727 C.P.-1654 MUMBAI COMPANY SECRETARY

...4/-

Resolution No. 7: Ordinary Resolution: To appoint Mr. Nagesh Basavanhalli as a Director of the Company.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	110	175921332	96.76	6	5884061	3.24	0	0
Ballot	29	1297506	100.00	0	0	0.00	0	0
Combined	139	177218838	96.79	6	5884061	3.21	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 8: Ordinary Resolution: To appoint Mr. Nagesh Basavanhalli as Managing Director & CEO of the Company.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	109	175901872	96.75	7	5903521	3.25	0	0
Ballot	29	1297506	100.00	0	0	0.00	0	0
Combined	138	177199378	96.78	7	5903521	3.22	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

Resolution No. 9: Special Resolution: To pay Commission to Non-executive Directors.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	110	181799911	100.00	5	5471	0.00	1	11
Ballot	29	1297506	100.00	0	0	0.00	0	0
Combined	139	183097417	100.00	5	5471	0.00	1	11

Since combined number of votes cast in favour of the resolution is three times more than number of votes cast against the resolution, the said special resolution may be declared passed.

UPENDRA C. SHUKLA F.C.S.-2727 C. P. - 1654 MUMBAI COMPANY SECRETARY

...5/-

Resolution No. 10: Ordinary Resolution: To ratify the remuneration payable to M/s. Dhananjay V. Joshi & Associates, Cost Accountants.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot/ Responser eceived	No. of votes cast	% of votes cast	No. of/ Ballots / Responser eceived	No. of votes cast	% of votes cast	No. of Ballot/ Response	No. of shares/ Votes
E-voting	114	181805358	100.00	2	35	0.00	0	0
Ballot	28	1297431	99.99	1	75	0.01	0	0
Combined	142	183102789	100.00	3	110	0.00	0	0

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

7) Out of 29 ballot papers, no ballot papers was rejected.

8) A list of Equity Shareholders, who voted through e-voting and through Ballot is kept ready for handing over to the Company Secretary.

9) Ballot papers and all other relevant records were sealed and are kept ready for handing over to the Company Secretary.

Thanking you,

Yours faithfully,

UPENDRA C. SHUKLA F.C.S.-2727 C. P. - 1654 MUMBAI COMPANY SECRETARY

(U.C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP: 1654

Date: 3rd August, 2017
Place: Mumbai