

August 8, 2014

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai
400 021

Dear Sirs,

Clause 35A of the Listing Agreement- Details of Voting Results at the 95th Annual General Meeting of the Company

Pursuant to Clause 35A of the Listing Agreement, details of voting results at the 95th Annual General Meeting (AGM) of the Company held on Wednesday, August 6, 2014 at M.C.Ghia Hall, Bhogilal Hargovindas Building, 18/20, Kaikhushru Dubash Marg, Mumbai 400 001, are enclosed as per the prescribed format.

We also enclose a certified true copy of the combined report of the Scrutinizer on the results of E-voting and Poll.

Kindly acknowledge
Yours faithfully,

For Forbes & Company Limited



Pankaj Khattar
Head Legal & Company Secretary

Encl: as above

CIN No: L17110MH1919PLC000628

Details of Voting Results

Sr. No	Particulars	Details
1.	Date of the AGM	August 6, 2014
2.	Total number of shareholders as on record	10,426
3.	No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group Public	 1 45
4.	No. of Shareholders attended the meeting through Video Conferencing	Not Arranged



Agenda - wise

In case of POLL/Postal Ballot/E-voting

The mode of voting for all resolutions was e-voting and poll conducted at the meeting

Resolution Item No. 1: Ordinary Resolution

To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2014 including the Audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,859	0.1	1,859	0	100	0
Total	12898616	9,361,152	72.57	9,361,152	0	100	0

Resolution Item No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Shapoor P. Mistry (DIN: 00010114), who retires by rotation and being eligible, seeks re-appointment.

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,734	0.1	1,734	0	100	0
Total	12898616	9,361,027	72.57	9,361,027	0	100	0



Resolution Item No. 3: Ordinary Resolution

To appoint Deloitte Haskins and Sells LLP, Chartered Accountants, as Statutory Auditors and fix their remuneration

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,859	0.1	1,859	0	100	0
Total	12898616	9,361,152	72.57	9,361,152	0	100	0

Resolution Item No. 4: Ordinary Resolution

Appointment of Mr. T. R. Doongaji as an Independent Director to hold office for five consecutive years from August 6, 2014

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,734	0.1	1,734	0	100	0
Total	12898616	9,361,027	72.57	9,361,027	0	100	0



Resolution Item No. 5: Ordinary Resolution

Appointment of Mr. Kaiwan D. Kalyaniwalla as an Independent Director to hold office for five consecutive years from August 6, 2014

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,859	0.1	1,734	125	93.28	6.72
Total	12898616	9,361,152	72.57	9,361,027	125	100	0

Resolution Item No. 6: Ordinary Resolution

Appointment of Mr. D. Sivanandhan as an Independent Director of the Company to hold office for five consecutive years from August 6, 2014

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1734	0.1	1,734	0	100	0
Total	12898616	9,361,027	72.57	9,361,027	0	100	0



Resolution Item No. 7: Ordinary Resolution

Appointment of Mrs. Ameeta Chatterjee as an Independent Director to hold office for five consecutive years from August 6, 2014

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,734	0.1	1,234	500	71.16	28.84
Total	12898616	9,361,027	72.57	9,360,527	500	99.99	0.01

Resolution Item No. 8: Ordinary Resolution

Appointment of Mr. Kannan Dasaratharaman as an Independent Director to hold office for five consecutive years from August 6, 2014

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,734	0.1	1,234	500	71.16	28.84
Total	12898616	9,361,027	72.57	9,360,527	500	99.99	0.01



Resolution Item No. 9: Special Resolution

Authority to borrow pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,739	0.1	1,734	5	99.71	0.29
Total	12898616	9,361,032	72.57	9,361,027	5	100.00	0

Resolution Item No. 10: Special Resolution

To create charges, hypothecations, mortgages/equitable mortgages, on movable and/or immovable properties of the Company, present and/or future, in favour of banks, financial institutions, trustees of the holders of debentures/bonds and/or other instruments, hire purchase/lease companies, body corporates or any other person/ on such terms and conditions as the Board may deem fit, towards security for borrowings of the Company from time to time, provided that the total amount at any point of time shall not exceed 500 Crores.

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,864	0.1	1,859	5	99.73	0.27
Total	12898616	9,361,157	72.57	9,361,152	5	100	0



Resolution Item No. 11: Special Resolution

To raise funds through Private Placement of Unsecured or Secured, Listed or Un-listed, Non-Convertible Bonds/Debentures upto Rs. 50 Crores, in one or more tranches from such person(s), who may or may not be the bond/ debenture holders of the Company.

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,734	0.1	1,734	0	100	0
Total	12898616	9,361,027	72.57	9,361,027	0	100	0

Resolution Item No. 12: Special Resolution

Amendment in the Articles of Association of the Company pursuant to section 14 of Companies Act, 2013

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,734	0.1	1,734	0	100	0
Total	12898616	9,361,027	72.57	9,361,027	0	100	0



Resolution Item No. 13: Ordinary Resolution

To ratify the remuneration of Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost accounts of the Company for the financial year ending March 31, 2015 be paid remuneration of 2.20 lakhs plus out of pocket expenses.

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,739	0.1	1,734	5	99.71	0.29
Total	12898616	9,361,032	72.57	9,361,027	5	100	0

Note: All the aforesaid resolutions were passed with requisite majority

For FORBES & COMPANY LIMITED

Pankaj Khattar
(Pankaj Khattar)
Head Legal & Company Secretary.

MAKARAND M. JOSHI & CO.

Company Secretaries

"Ecstasy, 803/804, 9th Floor, Citi of Joy, J.S.D Road, Mulund (West), Mumbai - 400080

Report of Scrutinizer on E-voting and Poll

To,
Mr. Shapoor P. Mistry
Chairman

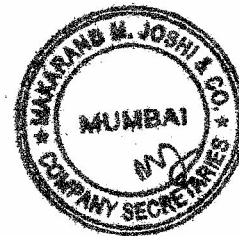
of Annual General Meeting of Shareholders of Forbes & Company Limited (hereinafter referred as the "Company"), held on 6th August, 2014 at M. C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, Kaikhushru Dubash Marg, (Behind Prince of Wales Museum), Mumbai - 400 001.

Dear Sir,

- A. I, Makarand M. Joshi, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, appointed as Scrutinizer in meeting of Board of Directors of the Company held on 27th May, 2014 to conduct the following:
- (i) **E-voting** process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) **Poll** process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the Annual General Meeting held on 6th August, 2014.
- B. On the basis of the votes exercised by the shareholders of the Company through E-voting, I have issued separate Scrutinizer's Report on E-voting dated 4th August, 2014.
- C. On the basis of the votes exercised by the shareholders of the Company through Poll at the Annual General Meeting of the Company held on 6th August, 2014, I, acting as a Scrutinizer, have issued Scrutinizer's Report dated 6th August, 2014.
- D. As requested by the management, I am submitting herewith combined report on the results of E-voting together with the results of Poll :-

CERTIFIED TRUE COPY
For FORBES & COMPANY LIMITED

Pankaj Khattar
(Pankaj Khattar)
Head Legal & Company Secretary.



Resolution Item No. 1: Ordinary Resolution

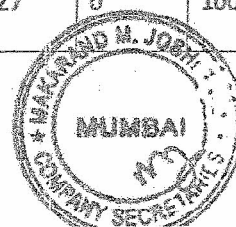
To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2014 including the Audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public – Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,859	0.1	1,859	0	100	0
Total	12898616	9,361,152	72.57	9,361,152	0	100	0

Resolution Item No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Shapoor P. Mistry (DIN: 00010114), who retires by rotation and being eligible, seeks re-appointment.

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public – Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,734	0.1	1,734	0	100	0
Total	12898616	9,361,027	72.57	9,361,027	0	100	0



Resolution Item No. 3: Ordinary Resolution

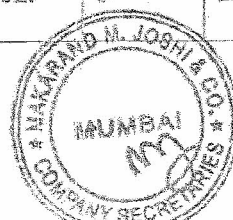
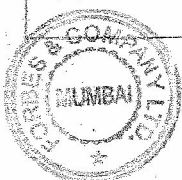
To appoint Deloitte Haskins and Sells LLP, Chartered Accountants, as Statutory Auditors and fix their remuneration

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public – Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,859	0.1	1,859	0	100	0
Total	12898616	9,361,152	72.57	9,361,152	0	100	0

Resolution Item No. 4: Ordinary Resolution

Appointment of Mr. T. R. Doongaji as an Independent Director to hold office for five consecutive years from August 6, 2014

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public – Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,734	0.1	1,734	0	100	0
Total	12898616	9,361,027	72.57	9,361,027	0	100	0



Resolution Item No. 5: Ordinary Resolution

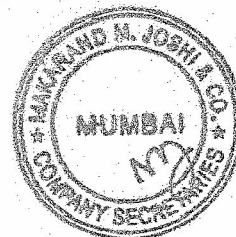
Appointment of Mr. Kaiwan D. Kalyaniwalla as an Independent Director to hold office for five consecutive years from August 6, 2014

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public – Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,859	0.1	1,734	125	93.28	6.72
Total	12898616	9,361,152	72.57	9,361,027	125	100	0

Resolution Item No. 6: Ordinary Resolution

Appointment of Mr. D. Sivanandhan as an Independent Director of the Company to hold office for five consecutive years from August 6, 2014

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public – Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1734	0.1	1,734	0	100	0
Total	12898616	9,361,027	72.57	9,361,027	0	100	0



Resolution Item No. 7: Ordinary Resolution

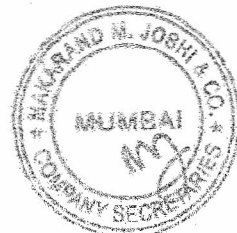
Appointment of Mrs. Ameeta Chatterjee as an Independent Director to hold office for five consecutive years from August 6, 2014

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public – Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,734	0.1	1,234	500	71.16	28.84
Total	12898616	9,361,027	72.57	9,360,527	500	99.99	0.01

Resolution Item No. 8: Ordinary Resolution

Appointment of Mr. Kannan Dasaratharaman as an Independent Director to hold office for five consecutive years from August 6, 2014

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public – Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,734	0.1	1,234	500	71.16	28.84
Total	12898616	9,361,027	72.57	9,360,527	500	99.99	0.01



Resolution Item No. 9: Special Resolution

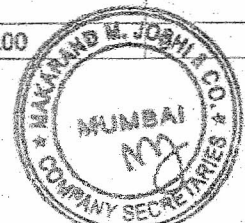
Authority to borrow pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public – Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,739	0.1	1,734	5	99.71	0.29
Total	12898616	9,361,032	72.57	9,361,027	5	100.00	0

Resolution Item No. 10: Special Resolution

To create charges, hypothecations, mortgages/equitable mortgages, on movable and/or immovable properties of the Company, present and/or future, in favour of banks, financial institutions, trustees of the holders of debentures/bonds and/or other instruments, hire purchase/lease companies, body corporates or any other person/ on such terms and conditions as the Board may deem fit, towards security for borrowings of the Company from time to time, provided that the total amount at any point of time shall not exceed 500 Crores.

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public – Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,864	0.1	1,859	5	99.73	0.27
Total	12898616	9,361,157	72.57	9,361,152	5	100	



Resolution Item No. 11: Special Resolution

To raise funds through Private Placement of Unsecured or Secured, Listed or Un-listed, Non-Convertible Bonds/Debentures upto Rs. 50 Crores, in one or more tranches from such person(s), who may or may not be the bond/ debenture holders of the Company.

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public – Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,734	0.1	1,734	0	100	0
Total	12898616	9,361,027	72.57	9,361,027	0	100	0

Resolution Item No. 12: Special Resolution

Amendment in the Articles of Association of the Company pursuant to section 14 of Companies Act, 2013

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	9525691	9,359,293	98.25	9,359,293	0	100	0
Public – Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,734	0.1	1,734	0	100	0
Total	12898616	9,361,027	72.57	9,361,027	0	100	0





Ordinary

Resolution Form No. 13: ~~Special~~ Resolution

To ratify the remuneration of Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost accounts of the Company for the financial year ending March 31, 2015 be paid remuneration of 1.20 lakhs plus out of pocket expenses.

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	9525691	9,359,293	98.26	9,359,293	0	100	0
Public - Institutional holders	1594761	0	0	0	0	0	0
Public- Others	1778164	1,739	0.1	1,734	5	99.71	0.29
Total	12898615	9,361,032	72.57	9,361,027	5	100	0

Thanking you,

Yours faithfully,

For Makarand M. Joshi & Co.,
Practicing Company Secretaries

Makarand Joshi
Partner
CP No. 2662

Address - Ecstasy, 803/804, 9th Floor,
Citi of Joy, J.S.D. Road, Mulund (West),
Mumbai - 400080, Maharashtra, India

Place: Mumbai

Date: 5th August, 2014

Shapoor P. Misby
Shapoor P. Misby
00010114

