

SATRA PROPERTIES (INDIA) LIMITED

Regd. Office : Dev Plaza, 2nd Floor, Opp Andheri Fire Station, S.V.Road, Andheri (W), Mumbai - 400 058
Tel: +91-22-2671 9999 Fax: +91-22-2620 9999 Email: info@satraproperties.in Website: www.satraproperties.in
CIN: L65910MH1983PLC030083

Details of reporting as per Clause 35A of Listing Agreement based on results of Voting at the 31st Annual General Meeting held on 27 September, 2014

Resolution 1

Promoter/Public	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
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	112535462	1200000	111335462	112535462	100.0000	112535462	0	100.0000	0.0000
Public – Institutional holders	6636911	0	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	42185627	1841	11305543	11307384	26.8039	11305339	2045	99.9819	0.0181
Total	161358000	1201841	122641005	123842846	76.7504	123840801	2045	99.9983	0.0017

Resolution 2

Promoter/Public	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
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	112535462	1200000	111335462	112535462	100.0000	112535462	0	100.0000	0.0000
Public – Institutional holders	6636911	0	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	42185627	1841	11304938	11306779	26.8024	11305339	1440	99.9873	0.0127
Total	161358000	1201841	122640400	123842241	76.7500	123840801	1440	99.9988	0.0012

Resolution 3

Promoter/Public	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
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	112535462	1200000	111335462	112535462	100.0000	112535462	0	100.0000	0.0000
Public – Institutional holders	6636911	0	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	42185627	1841	11305543	11307384	26.8039	11305339	2045	99.9819	0.0181
Total	161358000	1201841	122641005	123842846	76.7504	123840801	2045	99.9983	0.0017

Resolution 4

Promoter/Public	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
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	112535462	1200000	111335462	112535462	100.0000	112535462	0	100.0000	0.0000
Public – Institutional holders	6636911	0	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	42185627	1841	11305543	11307384	26.8039	11305339	2045	99.9819	0.0181
Total	161358000	1201841	122641005	123842846	76.7504	123840801	2045	99.9983	0.0017



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CIN: L65910MH1983PLC030083									
Details of reporting as per Clause 35A of Listing Agreement based on results of Voting at the 31st Annual General Meeting held on 27 September, 2014									
Resolution 5									
Promoter/Public	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
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	112535462	1200000	111335462	112535462	100.0000	112535462	0	100.0000	0.0000
Public – Institutional holders	6636911	0	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	42185627	1841	11305543	11307384	26.8039	11305339	2045	99.9819	0.0181
Total	161358000	1201841	122641005	123842846	76.7504	123840801	2045	99.9983	0.0017
Resolution 6									
Promoter/Public	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
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	112535462	1200000	111335462	112535462	100.0000	112535462	0	100.0000	0.0000
Public – Institutional holders	6636911	0	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	42185627	1841	11305543	11307384	26.8039	11305339	2045	99.9819	0.0181
Total	161358000	1201841	122641005	123842846	76.7504	123840801	2045	99.9983	0.0017
Resolution 7									
Promoter/Public	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
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	112535462	1200000	111335462	112535462	100.0000	112535462	0	100.0000	0.0000
Public – Institutional holders	6636911	0	0	0	0.0000	0	0	0.0000	0.0000
Public-Others	42185627	1841	11305543	11307384	26.8039	11305339	2045	99.9819	0.0181
Total	161358000	1201841	122641005	123842846	76.7504	123840801	2045	99.9983	0.0017



DHARMESH ZAVERI

Practising Company Secretary

Dharmesh M. Zaveri
B Com., F.C.S.

Office No 145, Kesar Residency, Charkop Sector 3, Kandivali (West), Mumbai – 400 067.
(M). 98203 20503, E-mail : dmz@dmzaveri.com

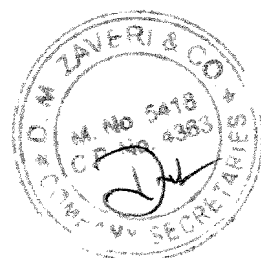
Combined Report of Scrutinizer for e-voting & Poll

*[Pursuant to Section 108/109 of the Companies Act, 2013 and Rule 20(3)(xi)/
21(2) of the Companies (Management and Administration) Rules, 2014]*

To,
The Chairman
Annual General Meeting of the Equity Shareholders of
Satra Properties (India) Limited
held on 27th September, 2014 at,
Navinbhai Thakkar Hall, Ground Floor,
Shraddhanand Road, Vile Parle (East),
Mumbai – 400 057.

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO, Company Secretaries, Mumbai, was appointed as Scrutinizer for the 31st Annual General Meeting (AGM) of the Equity Shareholders of Satra Properties (India) Limited held on Saturday, 27th September, 2014 at Navinbhai Thakkar Hall, Ground Floor, Shraddhanand Road, Vile Parle (East), Mumbai – 400 057 for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on E-voting carried out as per the provisions of the Companies Act 2013 read with Sub rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 by the Board of Directors of the Company and the Chairman of the 31st Annual General Meeting has appointed me as the Scrutinizer on poll under the provisions of Section 109 of the Companies Act, 2014 read with Rule 21 of Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice to the 31st AGM of the Company held on 27th September, 2014.



DHARMESH ZAVERI

Practising Company Secretary

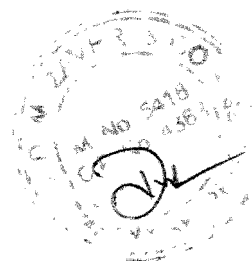
Dharmesh M. Zaveri
B Com., F.C.S.

Office No 145, Kesar Residency, Charkop Sector 3, Kandivali (West), Mumbai – 400 067.
(M). 98203 20503, E-mail : dmz@dmzaveri.com

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means on the resolutions contained in the Notice to the 31st Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for the poll at the AGM is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited ('CDSL'), the authorised agency engaged by the Company to provide e-voting facilities and also at the time of poll at AGM.

At the 31st AGM of the Company held on 27th September, 2014, the chairman of the Company has suo moto called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

I have issued separate Scrutinizer's Report dated 23th September, 2014 on the e-voting and report dated 27th September, 2014 on the Poll in MGT-13.



DHARMESH ZAVERI

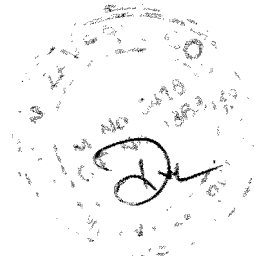
Practising Company Secretary

Dharmesh M. Zaveri
B Com., F.C.S.

Office No 145, Kesar Residency, Charkop Sector 3, Kandivali (West), Mumbai – 400 067.
(M). 98203 20503, E-mail : dmz@dmzaveri.com

The Result of e-voting together with that of the Poll is as under;

Resolution No.	Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes
			No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	Nos
1	E-voting	122641005	18	122638960	99.9983	4	2045	0.0017	0
	Poll	1201841	20	1201841	100.0000	0	0	0.0000	2
	Total	123842846	38	123840801	99.9983	4	2045	0.0017	2
2	E-voting	122640400	18	122638960	99.9988	3	1440	0.0012	0
	Poll	1201841	20	1201841	100.0000	0	0	0.0000	2
	Total	123842241	38	123840801	99.9988	3	1440	0.0012	2
3	E-voting	122641005	18	122638960	99.9983	4	2045	0.0017	0
	Poll	1201841	20	1201841	100.0000	0	0	0.0000	2
	Total	123842846	38	123840801	99.9983	4	2045	0.0017	2
4	E-voting	122641005	18	122638960	99.9983	4	2045	0.0017	0
	Poll	1201841	20	1201841	100.0000	0	0	0.0000	2
	Total	123842846	38	123840801	99.9983	4	2045	0.0017	2
5	E-voting	122641005	18	122638960	99.9983	4	2045	0.0017	0
	Poll	1201841	20	1201841	100.0000	0	0	0.0000	2
	Total	123842846	38	123840801	99.9983	4	2045	0.0017	2
6	E-voting	122641005	18	122638960	99.9983	4	2045	0.0017	0
	Poll	1201841	20	1201841	100.0000	0	0	0.0000	2
	Total	123842846	38	123840801	99.9983	4	2045	0.0017	2
7	E-voting	122641005	18	122638960	99.9983	4	2045	0.0017	0
	Poll	1201841	20	1201841	100.0000	0	0	0.0000	2
	Total	123842846	38	123840801	99.9983	4	2045	0.0017	2



DHARMESH ZAVERI

Practising Company Secretary

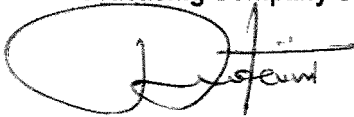
Dharmesh M. Zaveri
B Com., F.C.S.

Office No 145, Kesar Residency, Charkop Sector 3, Kandivali (West), Mumbai – 400 067.
(M). 98203 20503, E-mail. : dmz@dmzaveri.com

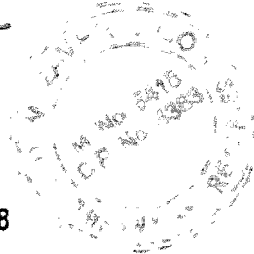
All the resolutions as mentioned above passed under e-voting and poll with requisite majority.

The Register, all other papers and relevant record relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 31st Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

For D. M. Zaveri & Co
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)



Membership No.: 5418
C.P. No.: 4363

Place: Mumbai
Date: 27th September, 2014

DHARMESH ZAVERI

Practising Company Secretary

Dharmesh M. Zaveri
B Com., F.C.S.

Office No 145, Kesar Residency, Charkop Sector 3, Kandivali (West), Mumbai – 400 067.
(M). 98203 20503, E-mail. : dmz@dmzaveri.com

Report of Scrutinizer

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi)
of the Companies (Management and Administration) Rules, 2014]*

To,
The Chairman
Annual General Meeting of the Equity Shareholders of
Satra Properties (India) Limited,
To be held on 27th September, 2014 at,
Navinbhai Thakkar Hall, Ground Floor,
Shraddhanand Road, Vile Parle (East),
Mumbai – 400 057.

Dear Sir,

I, **Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO, Company Secretaries, Mumbai,** was appointed as Scrutinizer by the Board of Directors for the 31st Annual General Meeting of the Equity Shareholders of Satra Properties (India) Limited to be held on Saturday, 27th September, 2014 at Navinbhai Thakkar Hall, Ground Floor, Shraddhanand Road, Vile Parle (East), Mumbai – 400 057 for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on Evoting carried out as per the provisions of the Companies Act, 2013 read with Sub rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions referred in my report.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means on the resolutions contained in the Notice to the 31st Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited ('CDSL'), the authorised agency to provide e-voting facilities, engaged by the Company.



DHARMESH ZAVERI

Practising Company Secretary

Dharmesh M. Zaveri
B Com., F.C.S.

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(M). 98203 20503, E-mail. : dmz@dmzaveri.com

Further to above, I submit my report as under

1. The e-voting period remained open from 9.00 AM on Saturday, 20th September 2014 up to 5.00 PM on Monday, the 22nd September 2014.
2. The Shareholders of the Company holding shares as on the "cut-off" date i.e. 29th August 2014 were entitled to vote on the proposed resolutions as mentioned in the Notice and annexure to the Notice of the 31st AGM (items no 1 to 7 as set out in the notice of the 31st Annual General Meeting of the Company).
3. The votes were unblocked on Wednesday, the 22nd September, 2014 around 6.55 PM in the presence of two witnesses, namely Mrs. Dipti Zaveri and Mr. Shashank Palan who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


(Dipti Zaveri)


(Shashank Palan)

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from e-voting website of Central Depository Services Limited (www.evotingindia.com) and based on such reports generated;



DHARMESH ZAVERI

Practising Company Secretary

Dharmesh M. Zaveri
B Com., F.C.S.

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(M). 98203 20503, E-mail : dmz@dmzaveri.com

5. The result of the e-voting is as under:

a) Ordinary Resolution 1 -

Receive, consider and adopt the audited Statement of Profit & Loss for the financial year ended March 31, 2014 and the Balance Sheet as on that date and the Report of the Directors' and Auditor's thereon.

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
18	122638960	99.9983

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
4	2045	0.0017

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



DHARMESH ZAVERI

Practising Company Secretary

Dharmesh M. Zaveri
B Com., F.C.S.

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b) Ordinary Resolution 2 -

Declare Dividend on Equity Shares for the financial year 2013 -14.

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
18	122638960	99.9988

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
3	1440	0.0012

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



DHARMESH ZAVERI

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c) Ordinary Resolution 3 -

Appoint a Director in place of Mr. Rajan P. Shah (DIN: 00053917) who retires by rotation and being eligible, offers himself for re-appointment.

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
18	122638960	99.9983

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
4	2045	0.0017

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



DHARMESH ZAVERI

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d) Ordinary Resolution 4 -

Appoint M/s. GMJ & Co., Chartered Accountant as Auditors, to hold office from the conclusion of this meeting until the conclusion of the 36th Annual General Meeting of the Company (subject to ratification of members at every AGM held after this AGM) and to fix their remuneration; who are appointed in place of Joint auditors - B S R & Associates LLP, Chartered Accountants and Bhuta Shah & Co., Chartered Accountants.

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
18	122638960	99.9983

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
4	2045	0.0017

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



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Practising Company Secretary

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(M). 98203 20503, E-mail : dmz@dmzaveri.com

e) Ordinary Resolution 5 -

Appoint Mr. Vinayak D. Khadilkar (DIN: 01548508) as an Independent Director of the Company for a term of 1 year.

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
18	122638960	99.9983

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
4	2045	0.0017

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



DHARMESH ZAVERI

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Dharmesh M. Zaveri
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(M). 98203 20503, E-mail. : dmz@dmzaveri.com

f) Ordinary Resolution 6 -

Appoint Mr. Vidyadhar D. Khadilkar (DIN: 01548603) as an Independent Director of the Company for a term of 1 year.

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
18	122638960	99.9983

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
4	2045	0.0017

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



DHARMESH ZAVERI

Practising Company Secretary

Dharmesh M. Zaveri
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Office No 145, Kesar Residency, Charkop Sector 3, Kandivali (West), Mumbai – 400 067.
(M). 98203 20503, E-mail. : dmz@dmzaveri.com

g) Special Resolution 7 -

Adoption of new set of Articles of Association in conformity with the Companies Act, 2013.

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
18	122638960	99.9983

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

Number of members Voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
4	2045	0.0017

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number votes cast by them
NIL	NIL



DHARMESH ZAVERI

Practising Company Secretary

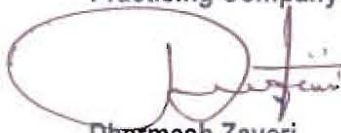
Dharmesh M. Zaveri
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(M). 98203 20503, E-mail : dmz@dmzaveri.com

6. The Register, all other papers and relevant record relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 31st Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you,

For D. M. Zaveri & Co.
Practising Company Secretary


Dharmesh Zaveri
(Proprietor)



Membership No: 5418
C. P. No.: 4363

Place: Mumbai
Date: 23rd September 2014

FORM No. MGT-13

Report of Scrutinizer

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

To,
The Chairman
Annual General Meeting of the Equity Shareholders of
Satra Properties (India) Limited
held on 27th September, 2014 at,
Navinbhai Thakkar Hall, Ground Floor,
Shraddhanand Road, Vile Parle (East),
Mumbai – 400 057.

Dear Sir,

I, Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO, Company Secretaries, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 31st Annual General Meeting of the Equity Shareholders of Satra Properties (India) Limited, held on Saturday, 27th September, 2014 at Navinbhai Thakkar Hall, Ground Floor, Shraddhanand Road, Vile Parle (East), Mumbai – 400 057 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. We found 2 poll papers invalid aggregating to 55 Shares.



4. The result of the Poll is as under:

a) Ordinary Resolution 1 -

Receive, consider and adopt the audited Statement of Profit & Loss for the financial year ended March 31, 2014 and the Balance Sheet as on that date and the Report of the Directors' and Auditor's thereon.

(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
20	1201841	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
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
2	55



b) Ordinary Resolution 2 -

Declare Dividend on Equity Shares for the financial year 2013 -14.

(i) Voted in favour of the resolution:

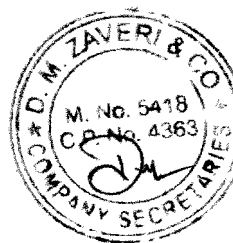
Number of members present and voting (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
20	1201841	100

(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
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
2	55



c) Ordinary Resolution 3 -

Appoint a Director in place of Mr. Rajan P. Shah (DIN: 00053917) who retires by rotation and being eligible, offers himself for re-appointment.

(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
20	1201841	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
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
2	55



d) Ordinary Resolution 4 -

Appoint M/s. GMJ & Co., Chartered Accountant as Auditors, to hold office from the conclusion of this meeting until the conclusion of the 36th Annual General Meeting of the Company (subject to ratification of members at every AGM held after this AGM) and to fix their remuneration; who are appointed in place of Joint auditors - B S R & Associates LLP, Chartered Accountants and Bhuta Shah & Co., Chartered Accountants.

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

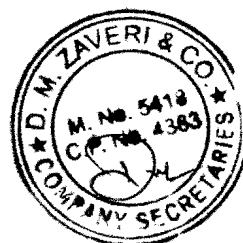
Number of members present and voting (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
20	1201841	100

(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
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (In person or by proxy) whose votes were declared invalid	Total number votes cast by them
2	55



e) **Ordinary Resolution 5 -**

Appoint Mr. Vinayak D. Khadilkar (DIN: 01548508) as an Independent Director of the Company for a term of 1 year.

(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
20	1201841	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
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
2	55



f) Ordinary Resolution 6 -

Appoint Mr. Vidyadhar D. Khadilkar (DIN: 01548603) as an Independent Director of the Company for a term of 1 year.

(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
20	1201841	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
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
2	55



9) Special Resolution 7 -

Adoption of new set of Articles of Association in conformity with the Companies Act, 2013..

(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
20	1201841	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
NIL	NIL	NIL

(iii) Invalid votes :


Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
2	55



5. The 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 authorised by the Board for safe keeping.

Thanking you,

For D. M. Zaveri & Co
Practising Company Secretary


Dharmesh Zaveri
(Proprietor)



Membership No.: 5418
C.P. No.: 4363

Place: Mumbai
Date: 27th September, 2014