



September 30, 2014

To,
Corporate Relationship Deptt.,
Bombay Stock Exchange Limited,
1ST Floor New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort, Mumbai-400 001.
Ph - 022-22721234 / 33
Email - info@bseindia.com,
corp.relationships@bseindia.com

COMPANY CODE NO. :531449

**SUB: - DECLARATION OF RESULTS OF THE VOTING ON RESOLUTIONS SET OUT
IN THE NOTICE OF 20th ANNUAL GENERAL MEETING HELD ON 30TH
SEPTEMBER, 2014.**

Dear Sir/Madam,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 20th Annual General Meeting (AGM) of the Company was convened on 30th September, 2014 at the Hotel HMG, 209, Harsh Vihar, Pitampura, Delhi-110034 at 10:00 A.M. to seek the approval of members of the company on the resolutions set out in the Notice.

Further, Pursuant to the provisions of section 108 of the Companies Act, 2013, read with Companies (Management & Administration) Rules, 2014, and clause 35B of the Listing Agreement, the Company had provided facility to the members to vote electronically and also by physical ballot on aforesaid resolutions and had appointed Shazan Ali, Practicing Company Secretary, as the Scrutinizer to conduct the voting process in a fair and transparent manner.

The Scrutinizer has submitted his report on the e-voting and the physical ballot, a copy of which is attached hereto. The summary of the voting results is as under:-

S.No.	Particulars	% of shares voted in favour of the resolution	% of shares voted against the resolution
1.	To consider, approve and adopt the Audited Balance Sheet for the financial year ended on 31st	100	NIL

CIN-L74899DL1995PLC064007

Works / Corporate Office : Gohana Road, Near Sugar Mills, Panipat-132103 (Haryana) India. Tel. : + 91-180-2652524, 2652476
: 8 K.M. Stone, Gohana- Rohtak Road, Village Naultha, Panipat- 132103 (Haryana) India. Fax : +91-180-2653673
Registered Office : 128, 1st Floor, Shiva Market, Pitam Pura, New Delhi-110034 India. Tel. +91-11-47330330
E-mail / Website : grmrice1@gmail.com / www.grmrice.com



	March 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.	100	NIL
2.	To Declare Dividend on Equity Share	100	NIL
3.	To appoint a Director in place of Shri Atul Garg, who retire by rotation and being eligible offers himself for re-appointment.	100	NIL
4.	To Appointment of Messrs. PVS & Company, Chartered Accountants as Statutory Auditors and fixing their remuneration	100	NIL
5.	To Appointment of Mrs. Kiran Dua, as an Independent Director for a term of five(5) consecutive years up to 31st March, 2019	100	NIL
6.	To Appointment of Mr. Vikram Malik, as an Independent Director for a term of five(5) consecutive years up to 31st March, 2019	100	NIL
7.	To Appointment of Mr. Chetan Kapoor, as an Independent Director for a term of five(5) consecutive years up to 31st March, 2019	100	NIL
8.	To Appointment of Mr. Atul Garg, as a Whole Time Director of the Company for a period of three years w.e.f. October 1, 2014.	100	NIL
9.	To Re-appointment of Mr. Hukam Chand Garg, as Chairman cum Managing Director, for a term of five(5) consecutive years w.e.f. January 1, 2015.	100	NIL
10.	To Revision of remuneration of Mr. Rohit Garg as Whole Time Director	100	NIL

Accordingly, the Managing Director and Chairman of the meeting has on, 30th September, 2014, declared that all 10 (Ten) resolutions as set out in the Notice of the 20th AGM of the Company have been passed with requisite majority by the Members of the Company. Further, the company has made necessary disclosures on the website of the company. Kindly take the above on record and oblige.

Thanking You,

For GRM Overseas Limited

Vijay Kumar Dwivedi
(Vijay Kumar Dwivedi)

Company Secretary

CIN-L74899DL1995PLC064007

Works / Corporate Office : Gohana Road, Near Sugar Mills, Panipat-132103 (Haryana) India. Tel. : + 91-180-2652524, 2652476
: 8 K.M. Stone, Gohana- Rohtak Road, Village Naultha, Panipat- 132103 (Haryana) India. Fax : +91-180-2653673
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E-mail / Website : grmrice1@gmail.com / www.grmrice.com



Report of Scrutinizer

(E-Voting)

(Pursuant to clause 35B of Listing Agreement and pursuant to section 108 of the Companies Act, 2013 and rule (3) (xi) of the Companies (Management and Administration) Rules, 2014

To
The Chairman
GRM Overseas Limited
128, First Floor, Shiva Market,
Pitampura, Delhi- 110034

Sir,

I, Shazan Ali, Partner, SAS & Associates, Company Secretaries, New Delhi was appointed as scrutinizer for the 20th (Twentieth) Annual General Meeting of the Equity Shareholders of " GRM Overseas Limited" to be held on Tuesday, 30th September, 2014 at 10.00 A.M. at Hotel HMG, 209, Harsh Vihar, Pitampura, Delhi-110034 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 clause 35B, of the listing Agreement and the provisions of the Companies Act, 2013 and sub rule (xi) of Rule of Companies (Management and Administration) Rules, 2014 on the resolutions referred in this report.

We submit our report as under:

1. The E-Voting period remained open from 09.00 AM on Tuesday 23, September, 2014 up to 06.00 P.M. on Thursday 25, 2014.
2. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 28th August, 2014 who were entitled to vote on the proposed 6 (Six) resolutions as mentioned in the Notice of the Annual General Meeting of GRM Overseas Limited (Item Number 1(one) to 10 (Ten) of the Annual General Meeting of GRM Overseas Limited).
3. The votes were unblocked on 28th September, 2014 around 2.30 P.M. in the presence of two witnesses namely, Mr. Astik Mani Tripathi residing at 58C, IA Block, Ashok Vihar Phase-1, Delhi- 110052 and Ms. Akriti Mahajan residing at A-72 East Azad Nagar Krishna Nagar Delhi 110051, who are not in employment of Company.

They have signed below in confirmation of the Votes being unblocked in their presence.

Astik Mani Tripathi

Akriti Mahajan



7/3 B. D .Estate, Lancer's Road, Timarpur, Delhi-110054, Email-sas.associates07@gmail.com
Contact No. -+91-9811470495, +91-9811925514, +91-9953918192
Website-sasandassociates.com

4. Thereafter, the details containing, inter-alia, list of equity shareholder, who voted "For" and "Against", were downloaded from E voting website of Central Depository Services (India) Limited <https://www.evotingindia.com/homepage.jsp>
5. The result of the e-voting is as under;

Item No. 1- Adoption of Accounts

To receive, consider and adopt the audited Balance Sheet of the Company as at March 31, 2014 and the Statement of Profit & Loss and the Cash Flow Statement for the year ended on that date together with Report of Directors and Auditors thereon.

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	3045000	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 2- Declaration of Dividend

To declare dividend on Equity Shares.

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	3045000	100.00

(ii) Voted against the resolution:



Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(i) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 3- Re-appointment of Director by Rotation

To appoint a Director in place of Shri Atul Garg, who retire by rotation and being eligible offers himself for re-appointment

(i) **Voted in favor of the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	3045000	100.00

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

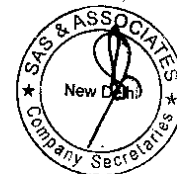
(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 4- Appointment of Auditor.

To Consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"Resolved that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, as amended from time to time, M/s PVS & CO., Chartered Accountants (Firm Registration No. 004926N), be and is hereby re-appointed as auditors of the Company to hold office from conclusion of this Annual General Meeting (AGM) till conclusion of the Next AGM of the Company, at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."



(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	3045000	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 5. To consider and, if thought fit, to pass the following Resolution, with or without modification, as **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and pursuant to the provisions of Clause 49 of the Listing Agreement, including any modification or amendment thereof, Mrs. Kiran Dua (DIN 06951055);, who was appointed as an Additional Director by the Board of Directors of the Company and who holds office as such only up to the date of this Annual General Meeting and in respect of whom the Company has received a notice, pursuant to the provisions of Section 160 of the Act, from a member signifying his/her intention to propose Mrs. Kiran Dua as a candidate for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the twenty fifth Annual General Meeting to be held in the calendar year 2019, not liable to retire by rotation.”

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	3045000	100.00



(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 6. Appointment of Mr. Vikram Malik as an Independent Director

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT Mr. Vikram Malik (DIN 00438494), a non-executive Director of the Company appointed pursuant to the provisions of the Companies Act, 1956 and acting as an Independent Director in accordance with the clause 49 of the Listing Agreement entered into with the Stock Exchanges and whose term of office is liable to retire by rotation be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five(5) consecutive years up to 31st March, 2019 pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the rules made there under.”

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	3045000	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 7. Appointment of Mr. Chetan Kapoor as an Independent Director

To consider and, if thought fit, to pass with or without modification(s), the following Resolutions(s) as an **Ordinary Resolution**:

“RESOLVED THAT Mr. Chetan Kapoor (DIN 00672045), a non- executive Director of the Company appointed pursuant to the provisions of the Companies Act, 1956 and acting as an Independent Director in accordance with the clause 49 of the Listing Agreement entered into with the Stock Exchanges and whose term of office is liable to retire by rotation be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of five(5) consecutive years up to 31st March, 2019 pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the rules made there under.”

(i) **Voted in favor of the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	3045000	100.00

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 8. To consider and, if thought fit, to pass with or without modification(s), the following Resolutions(s) as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of the Sections 196 and 197 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, the consent of the Company be and is hereby accorded to Mr. Atul Garg (DIN 02380512), a non executive director of the Company with authority to the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby appointed as a Whole time Director of the Company for a period of three years with effective from 1st October, 2014, on the terms and conditions of appointment and remuneration as contained in the Letter of appointment, a copy whereof initialed by the Chairman for the purpose of identification is placed before the Meeting.”



(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	3045000	100.00

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 8. To consider and, if thought fit, to pass the following Resolution, with or without modification, as **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of sections 198, 269, 309 and other applicable provisions, if any, of the Companies Act, 1956, (the Act) read with provisions of Schedule XIII of the Act, and provisions of Section 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013, (the new Act) read with provisions of Schedule V of the new Act or any amendment or re-enactment thereof, and subject to such other approval as may be necessary, the Company hereby accords its consent and approval to re- appointment of Shri Hukam Chand Garg, as Chairman cum Managing Director of the Company for a period of Five years with effect from 1st January, 2014 on such terms and conditions and payment of such remuneration and other perquisites/benefits to Shri Hukam Chand Garg, during the said period of Five years as recommended by Remuneration Committee of Directors and also set out in Statement under this item annexed to the notice convening this meeting.”

“RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to the provisions of Schedule V to the new Act, the Board of Directors of the Company (hereinafter referred to as “the Board” which terms shall be deemed to include any committee which the Board may constitute to exercise its powers, including powers conferred by this resolution) be and is hereby authorised to alter and vary the terms and conditions of appointment including remuneration, if necessary, in such manner as may be agreed to by and between the Board and Shri Hukam Chand Garg, within such prescribed limit(s) or ceiling and the agreement between the Company and the Managing Director be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in General Meeting

(i) Voted in favor of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	3045000	100.00

(ii) Voted against the resolution:



Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 8. To consider and, if thought fit, to pass with or without modification(s), the following Resolutions(s) as a **Special Resolution**:

“**RESOLVED** that in partial modification of Resolution No. 6 passed at the Annual General Meeting of the Company held on 30th September, 2013 for the re-appointment and terms of remuneration of Mr. Rohit Garg, Whole-Time-Director of the Company and pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder, as amended from time to time, read with Schedule V to the Act, consent of the Company be and is hereby accorded to the revision in the terms of remuneration of Mr. Rohit Garg, as the Whole-Time- Director of the Company, by way of change in the maximum amount of basic salary payable to Mr. Rohit Garg, (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) with authority to the Board of Directors (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to fix his salary within such maximum amount, with effect from 1st October, 2014 for the remaining period of his contract, as set out in the Explanatory Statement annexed to the Notice convening this meeting.

“**RESOLVED FURTHER** that the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

(i) **Voted in favor of the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
25	3045000	100.00

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

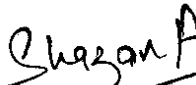
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes**



Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Thanking you,


Yours faithfully



Shazan Ali
CP No. 10384
Place- Delhi
Date- 28th September, 2014

To,
The Chairman
GRM Overseas Limited

Dear Sir,

SUB : Scrutinizer's Report On The Physical Ballot Forms Received From The Shareholders Who Do Not Have Access To E-Voting.

I, Shazan Ali of SAS & Associates, Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of GRM Overseas Limited having its registered office at 128, First Floor, Shiva Market, Pitampura, Delhi-110034 vide resolution dated August 20, 2014, pursuant to Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the 20th Annual General Meeting of the Company to be held on September 30, 2014.

The Notice convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on September 30, 2014.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e- voting facility.

The shareholders of the company holding shares as on the "Cut-off " date of August 28, 2014 were entitled to vote on the proposed resolutions as set out at Item nos. 1 to 10 in

the Notice of the 20th Annual General Meeting of GRM Overseas Limited.

I have scrutinized and reviewed the voting through physical mode through the ballot forms received respectively.

I, now, submit my Report as under on the result of the voting through physical mode in respect of the said Resolutions.

- 1. Resolution No. 1:-** To consider, approve and adopt the Audited Balance Sheet for the financial year ended on 31st March 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.

I. Voted in Favour of Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	6	106	100%
Total	6	106	100%

II. Voted against the Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

III. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Physical	Nil	Nil
Total	Nil	Nil

2. Resolution No. 2 :- To Declare dividend on equity shares

I. Voted in Favour of Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	6	106	100%
Total	6	106	100%

II. Voted against the Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

III. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Physical	Nil	Nil
Total	Nil	Nil

3. Resolution No 3 :- To appoint a Director in place of shri Atul Garg, who retire by rotation and offers himself for re-appointment

I. Voted in Favour of Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	6	106	100%
Total	6	106	100%

II. Voted against the Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

III. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Physical	Nil	Nil
Total	Nil	Nil

4. Resolution No 4:- To appoint Statutory Auditors who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting .

I. Voted in Favour of Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	6	106	100%
Total	6	106	100%

II. Voted against the Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

III. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Physical	Nil	Nil
Total	Nil	Nil

5. Resolution No 5 :- To appointment of Mrs. Kiran dua, as an Independent Director for a term of Five(5) Consecutive years up to 31st March, 2019.

I. Voted in Favour of Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	6	106	100%
Total	6	106	100%

II. Voted against the Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

III. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Physical	Nil	Nil
Total	Nil	Nil

6. Resolution No 6 :- To Appointment of Mr. Vikram Malik, as an Independent Director for a term of five(5)consecutive years up to 31st March, 2019

IV. Voted in Favour of Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	6	106	100%
Total	6	106	100%

V. Voted against the Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

VI. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Physical	Nil	Nil
Total	Nil	Nil

7. Resolution No 7 :- To Appointment of Mr. Chetan Kapoor, as an Independent Director for a term of five(5)consecutive years up to 31st March, 2019

VII. Voted in Favour of Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	6	106	100%
Total	6	106	100%

VIII. Voted against the Resolution

	Number of members voted through and physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

IX. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Physical	Nil	Nil
Total	Nil	Nil

8. Resolution No 8 :- To Appointment of Mr. Atul Garg, as a Whole Time Director of the Company for a period of three years w.e.f. October 1, 2014.

X. Voted in Favour of Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	6	106	100%
Total	6	106	100%

XI. Voted against the Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

XII. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Physical	Nil	Nil
Total	Nil	Nil

9. Resolution No 9 :- To Re-appointment of Mr. Hukam Chand Garg, as Chairman cum Managing Director, for a term of five(5) consecutive years w.e.f. January 1, 2015.

XIII. Voted in Favour of Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	6	106	100%
Total	6	106	100%

XIV. Voted against the Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

XV. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Physical	Nil	Nil
Total	Nil	Nil

10. Resolution No 10 :- Revision of remuneration of Mr. Rohit Garg as Whole Time Director

XVI. Voted in Favour of Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	6	106	100%
Total	6	106	100%

XVII. Voted against the Resolution

	Number of members voted through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
Physical	Nil	Nil	Nil
Total	Nil	Nil	Nil

XVIII. Invalid votes :

	Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
Physical	Nil	Nil
Total	Nil	Nil

The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the Chairman considers, 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,

Shazan Ali
SAS & Associates
Company Secretaries
CP: 10384

Place: Delhi
Dated: September 30, 2014