

**J.Y. GUPTÉ**  
**COMPANY SECRETARIES**

36, Mangesh Sadan, 246 Lady Jamshetji Road, Dadar, Mumbai 400 028  
Tel: 022 24466664, E-mail- rjg62000@yahoo.com

**FORM No MGT -13**

**Scrutinizer's Report**

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

**To**  
**The Chairman**  
**Foods and Inns Limited**  
224, Dulwich Mansion,  
3<sup>rd</sup> Floor, Tardeo  
Mumbai 400 007

**Sub: Scrutinizer's Report on poll conducted in the Forty Second Annual General Meeting of the Shareholders of Foods and Inns Limited held on September 22, 2014 at Sir Vithaldas Chambers, 6<sup>th</sup> Floor, 16 Mumbai Samachar Marg, Fort, Mumbai 400 001 in terms of provisions of section 109 of the Companies Act, 2013 read with Clause 35B of the Listing Agreement and Rule 21 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof.**

Dear Sir

I, J.Y. Gupte, Practising Company Secretary (Membership No: 4539, CP No: 3589), Propertior, 36, Mangesh Sadan, 246 Lady Jamshetji Road, Dadar, Mumbai 400 028 was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Forty Second Annual General Meeting of the Shareholders of Foods and Inns Limited held on September 22, 2014 at Sir Vithaldas Chambers, 6<sup>th</sup> Floor, 16 Mumbai Samachar Marg, Fort, Mumbai 400 001, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman 1 (One) ballot box kept for polling were locked in my presence with due identification marks placed by me.

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COMPANY SECRETARIES

2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Link In-time India Private Limited and the Authorizations/ proxies lodged with the Company.

3. The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.

4. The results of the poll is as under

**A. Resolution 1- Ordinary Resolution**

To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2014 and the Statement of Profit & Loss for the financial year ended on that date along with the Report of the Directors and Auditors thereon:

**i. Voted in favour of the resolution**

| Numbers of members present and voting (in person or by proxy) | Number of votes cast by them | % of Total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 7   | 18                           | 100%                                  |

**ii. Voted Against the resolution:**

| Numbers 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 of votes cast by them |
|---|------------------------------------|
| 2   | 601                                |


**B. Resolution 2- Ordinary Resolution**

To declare Final Dividend on equity shares for the financial year ended 31st March, 2014

**i. Voted in favour of the resolution**

| Numbers of members present and voting (in person or by proxy) | Number of votes cast by them | % of Total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 7   | 18                           | 100%                                  |

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 NUMBAI  
 COMPANY SECRETARY



ii. Voted Against the resolution:

| Numbers 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 of votes cast by them |
|---|------------------------------------|
| 2   | 601                                |

C. Resolution 3- Ordinary Resolution

To re-appoint M/s B.S. Mehta & Co., Chartered Accountants, (Firm Registration No.106190W) as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting, until the conclusion of third Annual General Meeting to held after this meeting, (subject to ratification of their appointment at every Annual General Meeting) and to fix their remuneration for the financial year ending 31st March, 2015

i. Voted In favour of the resolution

| Numbers of members present and voting (in person or by proxy) | Number of votes cast by them | % of Total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 7   | 18                           | 100%                                  |

ii. Voted Against the resolution:

| Numbers 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 of votes cast by them |
|---|------------------------------------|
| 2   | 601                                |

19/06/15  
MUMBAI  
SECRETARY

**D. Resolution 4- Ordinary Resolution**

To fill vacancy caused by retirement of Mr. George P. Gonzor (DIN: 02138054)

**i. Voted in favour of the resolution**

| Numbers of members present and voting (in person or by proxy) | Number of votes cast by them | % of Total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 7   | 18                           | 100%                                  |

**ii. Voted Against the resolution:**

| Numbers 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 of votes cast by them |
|---|------------------------------------|
| 2   | 601                                |

**E. Resolution 5- Ordinary Resolution**

Appointment of Mr. Bhupen C. Dalal (DIN: 00061492) as a director retiring by rotation

**i. Voted in favour of the resolution**


| Numbers of members present and voting (in person or by proxy) | Number of votes cast by them | % of Total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 7   | 18                           | 100%                                  |

**ii. Voted Against the resolution:**

| Numbers 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 of votes cast by them |
|---|------------------------------------|
| 2   | 601                                |

17/01/2018  
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#### F. Resolution 6- Ordinary Resolution

Appointment of Mr. Dadi B. Engineer (DIN: 00047028) as an Independent Director of the Company

##### i. Voted in favour of the resolution

| Numbers of members present and voting (in person or by proxy) | Number of votes cast by them | % of Total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 7   | 18                           | 100%                                  |

##### ii. Voted Against the resolution:

| Numbers 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 of votes cast by them |
|---|------------------------------------|
| 2   | 601                                |

#### G. Resolution 7- Ordinary Resolution

Appointment of Mr. Dinkarray D. Trivedi (DIN: 00380306) as an Independent Director of the Company

##### i. Voted in favour of the resolution

| Numbers of members present and voting (in person or by proxy) | Number of votes cast by them | % of Total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 7   | 18                           | 100%                                  |

##### ii. Voted Against the resolution:

| Numbers 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 of votes cast by them |
|---|------------------------------------|
| 2   | 601                                |

Y. Gupta  
MUMBAI  
Secretary

## H. Resolution 8- Ordinary Resolution

Remuneration of Cost Auditor

### i. Voted in favour of the resolution

| Numbers of members present and voting (in person or by proxy) | Number of votes cast by them | % of Total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 7   | 18                           | 100%                                  |

### ii. Voted Against the resolution:

| Numbers 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 of votes cast by them |
|---|------------------------------------|
| 2   | 601                                |

## I. Resolution 9- Special Resolution

Borrowing Limits of the Company

### i. Voted in favour of the resolution

| Numbers of members present and voting (in person or by proxy) | Number of votes cast by them | % of Total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 7   | 18                           | 100%                                  |


### ii. Voted Against the resolution:

| Numbers 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 of votes cast by them |
|---|------------------------------------|
| 2   | 601                                |

MUNICIPAL CORPORATION  
SECRETARY  
17/06/2011



**J. Resolution 10- Special Resolution**

Creation of Mortgage/ Charge on the movable and immovable properties of the Company

**i. Voted in favour of the resolution**

| Numbers of members present and voting (in person or by proxy) | Number of votes cast by them | % of Total number of valid votes cast |
|---|------------------------------|---------------------------------------|
| 7   | 18                           | 100%                                  |

**ii. Voted Against the resolution:**

| Numbers 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 of votes cast by them |
|---|------------------------------------|
| 2   | 601                                |

5. A compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Compliance Officer for safe keeping.

Thanking You

Yours Faithfully



**J.Y. Gupte**  
Company Secretary

Membership No: 4539  
CP No: 3589

Place: Mumbai

Date: September 22, 2014



**J.Y. GUPTA**  
**COMPANY SECRETARIES**

36, Mangesh Sadan, 246 Lady Jamshetji Road, Dadar, Mumbai 400 028  
Tel: 022 24466664, E-mail- rjg62000@yahoo.com

**Scrutinizer's Report**

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

To  
The Chairman  
Foods and Inns Limited  
224, Dulwich Mansion,  
3<sup>rd</sup> Floor, Tardeo  
Mumbai 400 007

**Sub: Scrutinizer's Report on e-voting conducted in terms of provisions of Section 108 of the Companies Act, 2013 read with Clause 35B of the Listing Agreement and Rule 20 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof.**


Dear Sir

I, J.Y. Gupta, Practising Company Secretary (Membership No: 4539, CP No: 3589), Propertior, 36, Mangesh Sadan, 246 Lady Jamshetji Road, Dadar, Mumbai 400 028 was appointed as Scrutinizer by the Board of Directors of Foods and Inns Limited (the Company) for the purpose of e-voting process on the agenda items to be transacted at the Forty Second Annual General Meeting (AGM) of the Company to be held on Monday September 22, 2014 at 11.00 a.m at Sir Vithaldas Chambers, 6<sup>th</sup> Floor, 16 Mumbai Samachar Marg, Fort, Mumbai 400 001

I submit my report as under:

- a The Company has provided e- voting facility to the Shareholders registered with the Company and entitled to vote as on August 15, 2014.
- b. The e-voting period began at 9.00 a.m on Wednesday September 17, 2014 and ended at 6.00 p.m on Friday September 19, 2014. The votes received electronically from the Shareholders till Friday September 19, 2014 upto 6.00 p.m being the last date and time fixed by the Company for e-voting was considered for my scrutiny.
- c. The members have casted their votes through e-voting facility provided by the National Securities Depository Limited (NSDL) as the authorised Agency to provide e-voting facilities.

J.Y. GUPTA  
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COMPANY SECRETARIES





- d. I have monitored the process of electronic voting through the Scrutinizer's secured link provided by NSDL on the designated website.
- e. Particulars of all votes received electronically from the Members have been entered in the register separately maintained for the purpose.
- f. The votes received electronically were duly scrutinized and the shareholders was matched/ confirmed with the Register of members of the Company as on the cut – off date i.e August 15, 2014.
- g. The votes were unblocked at Mumbai on September 20, 2014 at 10.00 a.m in the presence of CA Nitin Kulkarni and CA Atula Kulkarni who are not the employees of the Company, and who have signed below as witness to the unblocking of votes.



Name: CA Nitin Kulkarni



Name: CA Atula Kulkarni

- h. Thereafter the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", each of the resolutions that were put to vote, were generated from the e-voting website of NSDL i.e <http://evoting.nsd.com> and based on such reports generated, the result of the e-voting is provided hereunder.

A Summary of the votes received electronically is given below:

**1. Resolution 1- Ordinary Resolution**

To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2014 and the Statement of Profit & Loss for the financial year ended on that date along with the Report of the Directors and Auditors thereon:

**i. Voted in favour of the resolution**

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 13                       | 338833                       | 100%                                  |


**ii. Voted Against the resolution:**

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| NIL                      | NIL                          | NIL                                   |

**iii. Invalid Votes**

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

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## 2. Resolution 2- Ordinary Resolution

To declare Final Dividend on equity shares for the financial year ended 31st March, 2014

### i. Voted in favour of the resolution

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 13                       | 338833                       | 100%                                  |

### ii. Voted Against the resolution:

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| NIL                      | NIL                          | NIL                                   |

### iii. Invalid Votes

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

## 3. Resolution 3- Ordinary Resolution

To re-appoint M/s B.S. Mehta & Co., Chartered Accountants, (Firm Registration No.106190W) as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting, until the conclusion of third Annual General Meeting to held after this meeting, (subject to ratification of their appointment at every Annual General Meeting) and to fix their remuneration for the financial year ending 31st March, 2015

### i. Voted in favour of the resolution

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 13                       | 338833                       | 100%                                  |

### ii. Voted Against the resolution:

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| NIL                      | NIL                          | NIL                                   |

### iii. Invalid Votes

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

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#### 4. Resolution 4- Ordinary Resolution

To fill vacancy caused by retirement of Mr. George P. Gonzor (DIN: 02138054)

##### i. Voted in favour of the resolution

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 13                       | 338833                       | 100%                                  |

##### ii. Voted Against the resolution:

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| NIL                      | NIL                          | NIL                                   |

##### iii. Invalid Votes

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

#### 5. Resolution 5- Ordinary Resolution

Appointment of Mr. Bhupen C. Dalal (DIN: 00061492) as a director retiring by rotation

##### i. Voted in favour of the resolution

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 13                       | 338833                       | 100%                                  |


##### ii. Voted Against the resolution:

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| NIL                      | NIL                          | NIL                                   |

##### iii. Invalid Votes

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

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## 6. Resolution 6- Ordinary Resolution

Appointment of Mr. Dadi B. Engineer (DIN: 00047028) as an Independent Director of the Company

### i. Voted in favour of the resolution

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 13                       | 338833                       | 100%                                  |

### ii. Voted Against the resolution:

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| NIL                      | NIL                          | NIL                                   |

### iii. Invalid Votes

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

## 7. Resolution 7- Ordinary Resolution

Appointment of Mr. Dinkarray D. Trivedi (DIN: 00380306) as an Independent Director of the Company

### i. Voted in favour of the resolution

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 13                       | 338833                       | 100%                                  |

### ii. Voted Against the resolution:

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| NIL                      | NIL                          | NIL                                   |

### iii. Invalid Votes

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

## 8. Resolution 8- Ordinary Resolution

Remuneration of Cost Auditor

### i. Voted in favour of the resolution

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 13                       | 338833                       | 100%                                  |

13/05/2015  
MUMBAI  
Company Secretary

ii. Voted Against the resolution:

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| NIL                      | NIL                          | NIL                                   |

iii. Invalid Votes

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

9. Resolution 9- Special Resolution

Borrowing Limits of the Company

i. Voted in favour of the resolution

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 11                       | 322519                       | 99.001%                               |

ii. Voted Against the resolution:

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 1                        | 1                            | 0.009%                                |

iii. Invalid Votes

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

10. Resolution 10- Special Resolution

Creation of Mortgage/ Charge on the movable and immovable properties of the Company

i. Voted in favour of the resolution

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 12                       | 338832                       | 99.001%                               |

ii. Voted Against the resolution:

| Numbers of members voted | Number of votes cast by them | % of Total number of valid votes cast |
|--------------------------|------------------------------|---------------------------------------|
| 1                        | 1                            | 0.009%                                |

17/8/2016  
MUMBAI  
SECRETARY

iii. Invalid Votes

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

The Register and all other papers relating to e-voting shall remain in our safe custody until the Chairman considers, approve and sign the minutes of the Annual General Meeting and thereafter the same shall be returned and handed over to the Company.

Thanking You

Yours Faithfully



J.Y. Gupte  
Company Secretary

Membership No: 4539  
C P No: 3589

Place: Mumbai  
Date: September 20, 2014



**J.Y. GUPTÉ**  
**COMPANY SECRETARIES**

36, Mangesh Sadan, 246 Lady Jamshetji Road, Dadar, Mumbai 400 028  
Tel: 022 24466664, E-mail- rjg62000@yahoo.com

**SCRUTINIZER'S REPORT**

To  
The Chairman  
Foods and Inns Limited  
224, Dulwich Mansion,  
3<sup>rd</sup> Floor, Tardeo  
Mumbai 400 007


**Sub: Scrutinizer's Report (Combined) on e-voting and poll on the agenda items transacted at the Forty Second Annual General Meeting (AGM) of the Company held on Monday September 22, 2014 at 11.00 a.m at Sir Vithaldas Chambers, 6<sup>th</sup> Floor, 16 Mumbai Samachar Marg, Fort, Mumbai 400 001.**

Dear Sir

I, J.Y. Gupte, Practising Company Secretary, have been appointed as a Scrutinizer by:

- a. the Board of Directors of Foods and Inns Limited (the Company) for the purpose of scrutinizing the 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.
- b. the Chairman of the AGM on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and administration) Rules, 2014, on the resolutions contained in the notice to the Forty Second AGM of the Company held on Monday September 22, 2014 at 11.00 a.m at Sir Vithaldas Chambers, 6<sup>th</sup> Floor, 16 Mumbai Samachar Marg, Fort, Mumbai 400 001.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice of the Forty Second Annual General Meeting of the members of the Company. My responsibility as scrutinizer for the e-voting process and for poll at the AGM is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system

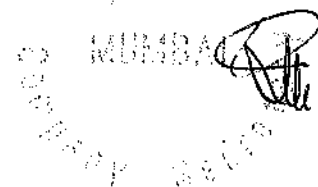
  
J.Y. GUPTÉ  
22/09/14  
MUMBAI

provided by NSDL, the authorised agency engaged by the Company to provide e-voting facilities for e- voting and also at the time of poll.

I have issued separate Scrutinizer's Report dated September 20, 2014 on the e-voting and September 22,2014 on the poll on the resolutions contained in the notice of the AGM.

As requested by the management I submit herewith my combined report on the results of e-voting together with that of poll as under:

| Item No of Notice                                   | Mode of voting | Votes in favour of Resolution |   | Votes against the resolution |   | Invalid Votes |
|---|----------------|-------------------------------|---|------------------------------|---|---------------|
|   |                | Nos.                          | % of Total number of valid votes cast (favour and against ) | Nos.                         | % of Total number of valid votes cast (favour and against ) |               |
| Item No 1 of the Notice (As an Ordinary Resolution) | E- voting      | 13                            | 100%  | NIL                          | NIL   |               |
|   | Poll           | 7                             | 100%  | NIL                          | NIL   | 2             |
|   | <b>Total</b>   | <b>20</b>                     | <b>100%</b>   | <b>NIL</b>                   | <b>NIL</b>  | <b>2</b>      |
| Item No 2 of the Notice (As an Ordinary Resolution) | E- voting      | 13                            | 100%  | NIL                          | NIL   |               |
|   | Poll           | 7                             | 100%  | NIL                          | NIL   | 2             |
|   | <b>Total</b>   | <b>20</b>                     | <b>100%</b>   | <b>NIL</b>                   | <b>NIL</b>  | <b>2</b>      |
| Item No 3 of the Notice (As an Ordinary Resolution) | E- voting      | 13                            | 100%  | NIL                          | NIL   |               |
|   | Poll           | 7                             | 100%  | NIL                          | NIL   | 2             |
|   | <b>Total</b>   | <b>20</b>                     | <b>100%</b>   | <b>NIL</b>                   | <b>NIL</b>  | <b>2</b>      |
| Item No 4 of the Notice (As an Ordinary Resolution) | E- voting      | 13                            | 100%  | NIL                          | NIL   |               |
|   | Poll           | 7                             | 100%  | NIL                          | NIL   | 2             |
|   | <b>Total</b>   | <b>20</b>                     | <b>100%</b>   | <b>NIL</b>                   | <b>NIL</b>  | <b>2</b>      |
| Item No 5 of the Notice (As an Ordinary Resolution) | E- voting      | 13                            | 100%  | NIL                          | NIL   |               |
|   | Poll           | 7                             | 100%  | NIL                          | NIL   | 2             |
|   | <b>Total</b>   | <b>20</b>                     | <b>100%</b>   | <b>NIL</b>                   | <b>NIL</b>  | <b>2</b>      |
| Item No 6 of the Notice (As an Ordinary Resolution) | E- voting      | 13                            | 100%  | NIL                          | NIL   |               |
|   | Poll           | 7                             | 100%  | NIL                          | NIL   | 2             |
|   | <b>Total</b>   | <b>20</b>                     | <b>100%</b>   | <b>NIL</b>                   | <b>NIL</b>  | <b>2</b>      |
| Item No 7 of the Notice (As an Ordinary Resolution) | E- voting      | 13                            | 100%  | NIL                          | NIL   |               |
|   | Poll           | 7                             | 100%  | NIL                          | NIL   | 2             |
|   | <b>Total</b>   | <b>20</b>                     | <b>100%</b>   | <b>NIL</b>                   | <b>NIL</b>  | <b>2</b>      |

MUMBAI  




|   |              |           |                |            |               |          |
|---|--------------|-----------|----------------|------------|---------------|----------|
| Item No 8 of the Notice<br>(As an Ordinary<br>Resolution) | E- voting    | 13        | 100%           | NIL        | NIL           |          |
|   | Poll         | 7         | 100%           | NIL        | NIL           | 2        |
|   | <b>Total</b> | <b>20</b> | <b>100%</b>    | <b>NIL</b> | <b>NIL</b>    | <b>2</b> |
| Item No 9 of the Notice<br>(As an Special<br>Resolution)  | E- voting    | 11        | 99.001%        | 1          | 0.009%        |          |
|   | Poll         | 7         | 100%           | NIL        | NIL           | 2        |
|   | <b>Total</b> | <b>18</b> | <b>99.001%</b> | <b>1</b>   | <b>0.009%</b> | <b>2</b> |
| Item No 10 of the Notice<br>(As an Special<br>Resolution) | E- voting    | 13        | 99.001%        | 1          | 0.009%        |          |
|   | Poll         | 7         | 100%           | NIL        | NIL           | 2        |
|   | <b>Total</b> | <b>20</b> | <b>99.001%</b> | <b>1</b>   | <b>0.009%</b> | <b>2</b> |

Thanking You  
Yours Faithfully

  
J.Y. Gupte  
Company Secretary

Membership No: 4539  
CP No: 3589

Place: Mumbai  
Date: September 22, 2014

