



CIN : L65192MP1994PLC008715

DETAILS OF VOTING RESULTS

As per clause 35A of the listing agreement the outcome of Annual General Meeting of VIJI Finance Limited are as follows

Sr. No	Particulars	Details
1.	Date of Annual General Meeting	9 th September 2014
2.	Total No. of Shareholders on Record date/Book Closure Date	718
3.	No. of shareholders present in Meeting either in person or through proxy:	23
	<ul style="list-style-type: none"> • Promoters and Promoters Group <ul style="list-style-type: none"> - In Person 4 - In proxy - • Public <ul style="list-style-type: none"> - In person 19 - In proxy - 	
4.	No. of Shareholders attended the meeting through Video Conferencing:	Not arranged

For VIJI Finance Limited

for VIJI FINANCE LTD.

Vijay Kothari
Chairman



Director

AGENDA WISE VOTING RESULTS

In case Ballot and E-voting

All the resolutions were carried through E-voting and Ballot.

Item No.	Particulars of Resolution	Mode of Voting: (ballot/evoting)	Resolutions Required (Ordinary/Special)	Remarks
1.	To receive, consider, approve & adopt Audited Balance Sheet as at 31 st March, 2014, Statement of Profit & Loss Account and Cash Flow Statement for the year ended on that date together with the Report of the Board of Directors and the Auditors thereon.	Ballot/ E-voting	Ordinary	The resolution was passed with requisite majority
2.	To declare dividend on equity shares of the Company for the year ended 31 st March, 2014	Ballot/ E-voting	Ordinary	The resolution was passed with requisite majority
3.	To appoint a director in place of Mr. Vijay Kothari(DIN: 00172878) who retires by rotation & being eligible offers himself for re-appointment.	Ballot/ E-voting	Ordinary	The resolution was passed with requisite majority
4.	Appointment of Auditors	Ballot/ E-voting	Ordinary	The resolution was passed with requisite majority
5.	Appointment of Ms. Roshani Maheshwari (DIN: 06872862), as an Independent Director of the Company not liable to retire by rotation.	Ballot/ E-voting	Ordinary	The resolution was passed with requisite majority
6.	Appointment of Mr. Suresh	Ballot/ E-voting	Ordinary	The resolution

For VIJI FINANCE LTD.


Director

	Singh Jain (DIN: 03584190), as an Independent Director of the Company not liable to retire by rotation.	E-voting		was passed with requisite majority
7.	Appointment of Mr. Hiren Kamdar(DIN: 03584178), as an Independent Director of the Company not liable to retire by rotation.	Ballot/ E-voting	Ordinary	The resolution was passed with requisite majority
8.	Authorization to the Board of Directors for Mortgaging and/or creating Charge on the Assets of the Company for Securing Loan for the purpose of business of the Company.	Ballot/ E-voting	Special	The resolution was passed with requisite majority
9.	Enhancement of the Borrowing Powers for the purpose of Business of the Company	Ballot/ E-voting	Special	The resolution was passed with requisite majority
10.	Increase in Authorized Share Capital of the Company and alteration in Memorandum of Association	Ballot/ E-voting	Special	The resolution was passed with requisite majority

For VIJI Finance Limited

For VIJI FINANCE LTD.


Director

Vijay Kothari
Chairman

In case of Ballot & E-voting

The mode of voting for all resolutions was E-Voting and poll conducted at meeting.

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

Promoter/ Public	No. of Shares held (1)	No. of Votes Polled (2)	% of votes polled on outstandin g shares (3)=[(2)/(1)] *100	No. of votes in favour (4)	No. of votes in against (5)	% votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes against on votes polled (7)=[(5)/(2)]* 100
Promoter & Promoter Group	5591250	5591250	100%	5591250	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	1908750	1205658	63.16%	1205658	Nil	100%	Nil
Total	7500000	6796908	90.62%	6796908	Nil	100%	Nil

2. To declare dividend on equity shares of the Company for the year ended 31st March, 2014.

Promoter & Promoter Group	5591250	5591250	100%	5591250	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public- Others	1908750	1205658	63.16%	1205658	Nil	100%	Nil
Total	7500000	6796908	90.62%	6796908	Nil	100%	Nil

3. To appoint a director in place of Mr. Vijay Kothari (DIN: 00172878) who retires by rotation & being eligible offers himself for re-appointment.

Promoter & Promoter Group	5591250	5591250	100%	5591250	Nil	100%	Nil
---------------------------------	---------	---------	------	---------	-----	------	-----

For VIJI FINANCE LTD.


Director

Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1908750	1205658	63.16%	1205658	Nil	100%	Nil
Total	7500000	6796908	90.62%	6796908	Nil	100%	Nil

4. Appointment of Auditors.

Promoter & Promoter Group	5591250	5591250	100%	5591250	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1908750	1205658	63.16%	1205658	Nil	100%	Nil
Total	7500000	6796908	90.62%	6796908	Nil	100%	Nil

5. Appointment of Ms. Roshani Maheshwari (DIN: 06872862), as an Independent Director of the Company not liable to retire by rotation.

Promoter & Promoter Group	5591250	5591250	100%	5591250	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1908750	1205658	63.16%	1205658	Nil	100%	Nil
Total	7500000	6796908	90.62%	6796908	Nil	100%	Nil

6. Appointment of Mr. Suresh Singh Jain (DIN: 03584190), as an Independent Director of the Company not liable to retire by rotation.

Promoter & Promoter Group	5591250	5591250	100%	5591250	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil

For VIJI FINANCE LTD.


Director

Public-Others	1908750	1205658	63.16%	1205658	Nil	100%	Nil
Total	7500000	6796908	90.62%	6796908	Nil	100%	Nil

7. Appointment of Mr. Hiren Kamdar(DIN: 03584178), as an Independent Director of the Company not liable to retire by rotation

Promoter & Promoter Group	5591250	5591250	100%	5591250	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1908750	1205658	63.16%	1205658	Nil	100%	Nil
Total	7500000	6796908	90.62%	6796908	Nil	100%	Nil

8. Authorization to the Board of Directors for Mortgaging and/or creating Charge on the Assets of the Company for Securing Loan for the purpose of business of the Company.

Promoter & Promoter Group	5591250	5591250	100%	5591250	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1908750	1205658	63.16%	1205658	Nil	100%	Nil
Total	7500000	6796908	90.62%	6796908	Nil	100%	Nil

9. Enhancement of the Borrowing Powers for the purpose of Business of the Company


Promoter & Promoter Group	5591250	5591250	100%	5591250	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil

For VIJI FINANCE LTD.


Director

Public-Others	1908750	1205658	63.16%	1205658	Nil	100%	Nil
Total	7500000	6796908	90.62%	6796908	Nil	100%	Nil
10. Increase in Authorized Share Capital of the Company and alteration in Memorandum of Association							
Promoter & Promoter Group	5591250	5591250	100%	5591250	Nil	100%	Nil
Public Institutional Holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1908750	1205658	63.16%	1205658	Nil	100%	Nil
Total	7500000	6796908	90.62%	6796908	Nil	100%	Nil

Note: Copy of Scrutinizers Report on E-voting and Poll are enclosed herewith.

For VIJI Finance Limited
For VIJI FINANCE LTD.

Director
Vijay Kothari
Chairman

Report of Scrutinizer

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

To,
The Chairman,
Annual General Meeting of
VIJI Finance Limited,
11/2, Usha Ganj, Jaora Compound,
Indore(M.P.)-452001

Dear Sir,

Subject: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 for Annual General Meeting to be held on 9th September, 2014.

I, **L.N. Joshi, Practising Company Secretary**, had been appointed as the scrutinizer by the Board of Directors of VIJI Finance Limited ("the Company") in their meeting held on 8th August, 2014 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, to conduct the Electronic Voting Process in respect of the below mentioned resolution(s), to be passed at the Annual General Meeting of the Equity Shareholders of the Company to be held on Tuesday, 9th September, 2014 at Registered Office of the company situated at 11/2, Usha Ganj, Jaora Compound, Indore(M.P.)-452001.

The Management of the Company is responsible to ensure the compliance with the requirement of Companies Act, 2013 and Rules in relation to E-voting on the resolutions contained in the Notice to the Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutinizer for E-voting process at the AGM is restricted to 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 provided by Central Depository Services (India) Limited .

Further to the above, I submit my report as under:

- i. The Company has availed E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting E-voting by the shareholders of the Company.
- ii. The Members of the Company as on the "Cut Off" date i.e. 8th August, 2014 were entitled to vote on the resolutions (Items Number 1 to 10 as set out in Notice of AGM of the Company).



Cont...2

- iii. The voting period for E-voting commenced on Wednesday 3rd September, 2014 (9.00 A.M.) to Thursday, 4th September, 2014 (6.00 P.M.) and the CDSL E-voting platform was blocked thereafter.
- iv. The votes were unblocked on 4th September, 2014 at 6.50 P.M. in the presence of two witnesses, Mr. Bhushan Tambe and Ms. Hitika Bagaddeo who are not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.



Mr Bhushan Tambe
640/5 Bhagirath Pura
Indore 452003 (M.P.)



Ms Hitika Bagaddeo
304 Girnar Tower palasia
Indore 452003 (M.P.)

- v. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "for" and "against", were downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>)

I now submit my Report as under on the result of the E-voting in respect of below Resolutions.

Item No. 1-Ordinary Resolution

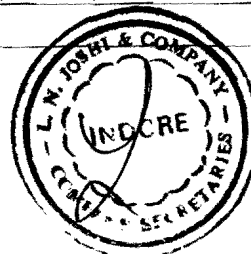
Adoption of Audited Balance Sheet as at 31st March, 2014, Statement of Profit & Loss Account and Cash Flow Statement for the year ended on that date together with the Report of the Board of Directors and the Auditors thereon.

- (i) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
23	6778305	100%

- (ii) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% 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 (Shares)
Nil	Nil

Item No. 2- Ordinary Resolution

Declare dividend on equity shares of the Company for the year ended 31st March, 2014

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
23	6778305	100%

(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% 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 (Shares)
NIL	NIL

Item No. 3-Ordinary Resolution

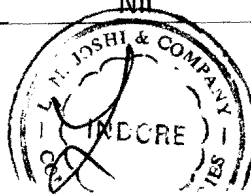
Appointment of Mr. Vijay Kothari(DIN: 00172878) who retires by rotation & being eligible offers himself for re-appointment.

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
23	6778305	100%

(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% 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 (Shares)
Nil	Nil

Item No. 4 -Ordinary Resolution

Appointment of M/s Spark & Associates, Chartered Accountants,(FRN No 005313C) as Statutory Auditor of the Company.

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
23	6778305	100%

(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% 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 (Shares)
Nil	Nil

Item No. 5- Ordinary Resolution

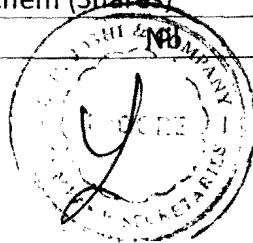
Appointment of Ms. Roshani Maheshwari (DIN: 06872862), as an Independent Director of the Company.

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
23	6778305	100%

(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
Nil		Nil



(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil

Item No. 6- Ordinary Resolution

Appointment of Mr. Suresh Singh Jain(DIN: 03584190)as an Independent Director of the Company.

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
23	6778305	100%

(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(III) Invalid Votes:

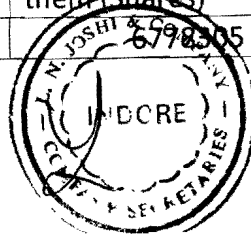
Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil

Item No. 7- Ordinary Resolution

Appointment of Mr. Hiren Kamdar(DIN: 03584178) as an Independent Director of the Company

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
23	6778305	100%



(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% 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 (Shares)
Nil	Nil

Item No. 8- Special Resolution

Authorization to the Board of Directors for Mortgaging and/or creating Charge on the Assets of the Company for Securing Loan for the purpose of business of the Company.

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
23	6778305	100%

(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(III) Invalid Votes:

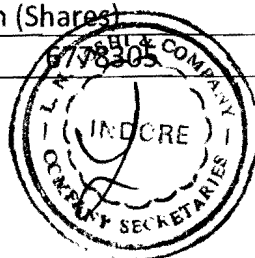
Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil

Item No. 9-Special Resolution

Enhancement of the Borrowing Powers for the purpose of Business of the Company

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
23	6778305	100%



(II) Voted against the resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% 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 (Shares)
Nil	Nil

Item No. 10-Special Resolution

Increase in Authorized Share Capital of the Company and alteration in Memorandum of Association

(I) Voted in favour of resolution:

Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
23	6778305	100%

(II) Voted against the resolution:

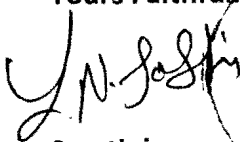
Number of Members Voted through electronic system	Number of votes cast by them (Shares)	% of total number of valid votes cast
Nil	Nil	Nil

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
Nil	Nil

The register, all other papers and relevant records relating electronic voting shall remain in my safe custody until the chairperson considers, approves, signs the minutes of the aforesaid Annual General Meeting.

Thanking you,
Yours Faithfully,



Scrutinizer

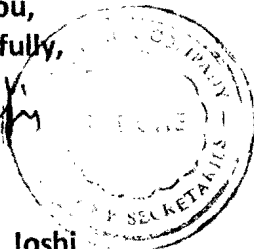
Name: L.N. Joshi

Practicing Company Secretary

FCS: 5201; CP: 4216

Place: Indore

Date: 5th September, 2014



FORM No. MGT-13
Report of Scrutinizer

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

To,
The Chairman,
Annual General Meeting of
VIJI Finance Limited,
11/2, Usha Ganj, Jaora Compound,
Indore(M.P.)-452001

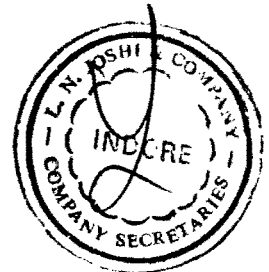
The Annual General Meeting of the members of VIJI Finance Limited (the Company) held on Tuesday, 9th September, 2014 at the Registered Office of the Company situated at 11/2, Usha Ganj, Jaora Compound, Indore(M.P.)-452001.

Dear Sir,

I, **L.N. Joshi, Practicing Company Secretary**, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of VIJI Finance Limited held on Tuesday, 9th September 2014 at Registered Office of the Company situated at 11/2, Usha Ganj, Jaora Compound, Indore(M.P.)-452001 submit our report as under:

1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence of two witness and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

—/—



4. The result of the poll is as under:

Item No. 1-Ordinary Resolution

Adoption of Audited Balance Sheet as at 31st March, 2014, Statement of Profit & Loss Account and Cash Flow Statement for the year ended on that date together with the Report of the Board of Directors and the Auditors thereon.

(I) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
9	18603	100%

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% 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 (Shares)
NIL	NIL

Item No. 2- Ordinary Resolution

Declare dividend on equity shares of the Company for the year ended 31st March, 2014

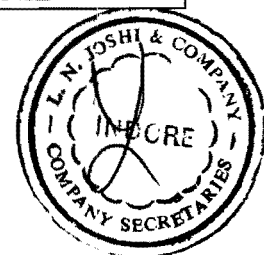
(I) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
9	18603	100%

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

- 2 -



(III) Invalid Votes:

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

Item No. 3-Ordinary Resolution

Appointment of Mr. Vijay Kothari(DIN: 00172878) who retires by rotation & being eligible offers himself for re-appointment.

(I) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
9	18603	100%

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% 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 (Shares)
NIL	NIL

Item No. 4 -Ordinary Resolution

Appointment of M/s Spark & Associates, Chartered Accountants,(FRN No 005313C) as Statutory Auditor of the Company.

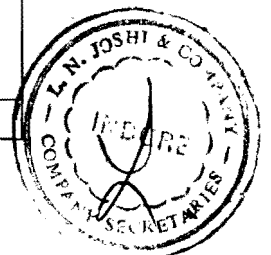
(I) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
9	18603	100%

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

-3-



(III) Invalid Votes:

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

Item No. 5- Ordinary Resolution

Appointment of Ms. Roshani Maheshwari (DIN: 06872862), as an Independent Director of the Company.

(I) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
9	18603	100%

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% 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 (Shares)
NIL	NIL

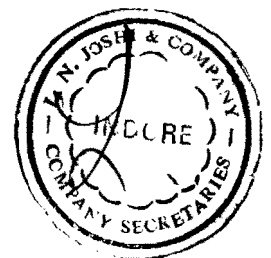
Item No. 6- Ordinary Resolution

Appointment of Mr. Suresh Singh Jain(DIN: 03584190)as an Independent Director of the Company.

(I) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
9	18603	100%

-4-



(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% 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 (Shares)
NIL	NIL

Item No. 7- Ordinary Resolution

Appointment of Mr. Hiren Kamdar(DIN: 03584178) as an Independent Director of the Company

(I) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
9	18603	100%

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

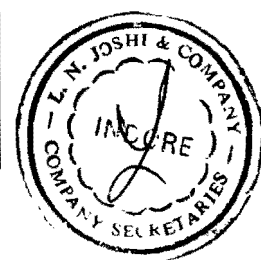
Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
NIL	NIL

Item No. 8- Special Resolution

Authorization to the Board of Directors for Mortgaging and/or creating Charge on the Assets of the Company for Securing Loan for the purpose of business of the Company.

(I) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
9	18603	100%



-5-

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% 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 (Shares)
NIL	NIL

Item No. 9-Special Resolution

Enhancement of the Borrowing Powers for the purpose of Business of the Company

(I) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
9	18603	100%

(II) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% 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 (Shares)
NIL	NIL

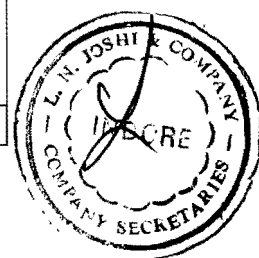
Item No. 10-Special Resolution

Increase in Authorized Share Capital of the Company and alteration in Memorandum of Association

(I) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
9	18603	100%

-6-



(II) Voted against the resolution:

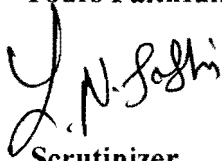
Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	NIL

(III) Invalid Votes:

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

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 Company Secretary authorized by the Board for safe keeping.

Thanking you,
Yours Faithfully,

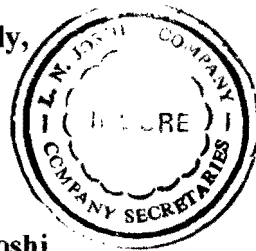


Scrutinizer

Name: L.N. Joshi

Practicing Company Secretary

FCS: 5201; CP: 4216



Place: Indore

Date: 9th September, 2014