CONSOLIDATED SCRUTINIZERS' REPORT

(E-voting and Vote on poll)

To, The Chairman 7th Annual General Meeting of Jaypee Infratech Limited Sector 128, NOIDA- 201304,U.P.

Dear Sir.

Sub.: Consolidated Report of the Scrutinizer and Alternate Scrutinizer on e-voting and vote on poll conducted at the 7TH Annual General Meeting of Jaypee Infratech Limited held on Monday, the 22nd September, 2014 at 10.30 A.M.

- We, Sunita Mathur, Practicing Company Secretary(Membership No FCS 1743, C.P.No. 741) and Shri V.K. Verma, Practicing Company Secretary (Membership No.FCS 1430, C.P.No. 10353) were appointed as Scrutinizer and Alternate Scrutinizer respectively by
 - (i) The Board of Directors of Jaypee Infratech Limited (the Company) for the purpose of scrutinizing the evoting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules)

and

(ii) For the purpose of Scrutinizing the ballot paper process, under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Rules,

on the resolutions contained in the notice of the 7^{th} Annual General Meeting (AGM) of the members of the Company, held on 22^{nd} September, 2014 at 10.30 A.M at Jaypee Public School Sector – 128, NOIDA- 201304, U.P.

- 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 to the 7th AGM of the members of the Company Our responsibility as a scrutinizer and alternate scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's reports of the votes cast "in favor" or "against" the resolutions stated in notice of the AGM, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) and physical ballot conducted at the AGM.
- We have issued separate Scrutinizer's Reports on the e-voting dated September 19, 2014 and on vote through poll dated September 22, 2014, on the Resolutions contained in the notice to the AGM.
- As requested by management, we submit herewith consolidated report on the results of e-voting together with that of vote on Poll, stating total votes, not voted /invalid votes, valid votes, votes in favour of the Resolutions (No & %) and votes cast against the Resolutions (No & %) as under:-

Item no of Notice	Total shares votes	Not voted / invalid votes	Valid votes	Total votes ca the Reso Nos		Total votes the Res Nos	cast against olutions % of valid votes cast against the Resolution
Resolution No. 1 of the Notice (As an Ordinary Resolution)	1,032,782,294	43102	1032739192	1032611654	99.99	127538	0.01

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Resolution No. 2 of the Notice	1,032,782,294	42982	1032739312	1019835728	98 75	12903584	1.25
(As an Ordinary Resolution)		Towns and the second	Notes Company and the control of the		TARRA PODOGRAFA RESIDENT		
Resolution No. 3 of the Notice	1,032,782,294	53992	1032728302	1019824493	98.75	12903809	1.25
(As an Ordinary Resolution)	The state of the s	The state of the s	Years a				
Resolution No. 4 of the Notice	1,032,782,294	43092	1032739202	1019836268	98.75	12902934	1.25
(As an Ordinary		The state of the s					
Resolution) Resolution No. 5 of the Notice	1,032,782,294	43492	1032738802	1032610964	99.99	127838	0.01
(As an Ordinary			The second secon		**************************************		
Resolution) Resolution No.	1,032,782,294	43092	1032739202	1032611664	99.99	127538	0 01
6 of the Notice (As an Ordinary							
Resolution) Resolution No.	1,032,782,294	43092	1032739202	1019997328	98.77	12741874	1.23
7 of the Notice (As an					Managar property is a second in a second i	WARTER TO THE TOTAL THE TOTAL TO THE TOTAL TOTAL TO THE T	
Ordinary Resolution)					To the same of the		

As per the announcement made at the AGM, the resolution no. 8 was dropped as the nomination of Shri K .P Nair was withdrawn by IDBI vide their letter dated 26.08.2014. Intimation was received after the issuance of the notice by the Company. However the resolution was put to vote by e-voting and the results are as below

Resolution No. 8 of the Notice	1032195716	Ó	1032195716	1032190530	100	51860	0.00
(As an Ordinary			· The state of the				
Resolution) Resolution No. 9 of the Notice	1,032,782,294	44492	1032737802	1032732916	100	4886	0.00
(As an Ordinary	•		reporter reportions and the				
Resolution) Resolution No. 10 of the	1,032,782,294	44542	1032737752	1032610214	99.99	127538	0 01
Notice (As an Ordinary Resolution)	MANAGAMA A TOTAL MANAGAMA AND TO						

As per the announcement made at the AGM, the resolution no.11(A) was dropped as Shri M.J Subbaiah had tendered his resignation vide his letter dated 01.09.2014. Intimation was received after the issuance of the notice by the Company. However the resolution was put to vote by e-voting and the results are as below

Resolution No. 1,032,195716 11 (A)of the	0	1,032,195716	1019292882	98.75	12902834	1.25
Notice (As an Ordinary						

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Resolution) Resolution No 11 (B) of the Notice (As an	1,032,782,294	54892	1032727402	1019823978	98.75	12903424	1 25
Ordinary Resolution) Resolution No 11(c) of the Notice (As an Ordinary	1,032,782,294	67242	1032715052	1032586524	99.99	128528	0 01
Resolution) Resolution No. 11 (D) of the Notice (As an	1,032,782,294	55092	1032727202	1019823378	98 75	12903824	1.25
Ordinary Resolution) Resolution No 11 (E) of the Notice (As an	1,032,782,294	54692	1032727602	1019824568	98 75	12903034	1.25
Ordinary							
Resolution) Resolution No 11 (F) of the Notice (As a	1,032,782,294	66092	1032716202	1032553867	99.98	162335	0 02
Ordinary Resolution) Resolution No 11 (G) of the Notice (As a	1,032,782,294	54742	1032727552	1032565077	99 98	162475	0.02
Ordinary Resolution) Resolution No. 11 (H) of the Notice (As a	1,032,782,294	65692	1032716602	1019973738	98 77	12742864	1 23
Ordinary Resolution) Resolution No. 11 (I) of the Notice (As a	1,032,782,294	55092	1032727202	1032404007	99.97	3231 <u>95</u>	0 03
Ordinary Resolution)	1,032,782,294	55092	1032727202	1032599564	99.99	127638	0 01
Ordinary Resolution) Resolution No 12 of the Notice (As a	1,032,782,294	43092	1032739202	1032415532	99.97	323670	0.03
Ordinary Resolution) Resolution No 13 of the Notice (As a	1,032,782,294	43492	1032738802	1032538574	99.98	200228	0.02
Ordinary Resolution) Resolution No. 14 of the Notice (As a	1,032,782,294	43092	1032739202	1032538974	99.98	200228	0.02





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Ordinary Resolution)		:					
Resolution No	1,032,782,294	238349	1032543945	1032414667	99.99	129278	0.01
Notice (As a							
Special							
Resolution) Resolution No	1 000 700 004	rainn	4000707000	4040004000	00.75	40000444	
16 of the	1,032,782,294	54492	1032727802	1019824388	98.75	12903414	1.25
Notice (As a	Andrews Andrews		•		§ .		
Special	i						
Resolution) Resolution No	1,032,782,294	43492	1032738802	1032600394	99.99	138408	0.01
17 of the	i i i i i i i i i i i i i i i i i i i	10.102	100210002	1002000004	30.00	700400	0.01
Notice (As a							
Special Resolution)			:				
Resolution No	1,032,782,294	43092	1032739202	1032701787	100	37415	0.00
18 of the						NO.	
Notice (As a Special	Appet in the second				100	The state of the s	
Resolution)					n e anna anna anna anna anna anna anna		
Resolution No	1,032,782,294	43092	1032739202	1028370927	99.58	4368275	0.42
19 of the Notice (As a					or annual services		
Special							
Resolution)					97.000.000	American	100
Resolution No. 20 of the	1,032,782,294	43092	1032739202	1032734066	100	5136	0.00
Notice (As a		na nara a na ang			1		
Special							that in the control of the control o
Resolution)	4 000 700 004	45440	4000707440	1000700010	100	5100	
Resolution No. 21 of the	1,032,782,294	45146	1032727148	1032732012	100	5136	0.00
Notice (As a							ALTERNATION AND ALTERNATION AN
Special					:		27. 0
Resolution)				2		1	

As desired by the management of the Company, we are also attaching the information as required under clause 35A of Listing Agreement in the **Annexure**.

Thanking You,

Yours faithfully

Ms. Sunita Mathur Practicing Company Secretary Scrutinizer

(Membership No. 1743)

Place: NOIDA

Date: 22.09.2014

Shri V.K Verma,
Practicing Company Secretary
Alternate Scrutinizer
(Membership No. 1430)

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Resolution No. 1 :Ordinary Resolution.Adoption of Audited Balance Sheet as on 31.03.2014

	Promoter/ Public	No. of shares held	No of votes polited	% of votes polled on out- standing shares	No. of votes in favour	No. of votes - against	% of votes in favour on votes	Charles against to the
	The second secon	[]}	(3)	(3)={(2)/ (1) ~100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=[[5]/ (2)]=100
Promoters		g(g, g', g', g) = 4 kg g g',	DOS-LACE CONTRACTOR	200 FASA 228 FASA 440			A CONTRACTOR OF THE PROPERTY O	
47 <u>,</u>	Promoter and Promoter Group	000'000'566	995,000,000	100.00%	000'000'566		100.00%	0.000
Public		000'000'366	000,000,596	100.00%	000,000,899	¥	100.00%	%00.0
183	Public Institutional holders	218,202,233	20,431,726	6.36%	20,308,484	123,242	99.40%	0.60%
B2	Public others	175.731,264	17,307,466	9.85%	17,303,170	4,295	%86.66	0.02%
	B = { B1 + B2;	393,933,497	37,739,192	%85.6	37,611,654	127,538	99,66%	0.34%
	Total (A+B)	1,388,933,497	1,032,739,192	74.35%	1,032,511,654	127,538	%55.55	0.01%

Resolution No. 2 :Ordinary Resolution.Appointment of Shri Sameer Gaur as Director

	Promoter/Public	No of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes – in favour	No, of votes against	% of votes in favour on votes polled	% of votes against on votes polled
		{z}	(2)	(3)=[(2)/ (1)]*100	₹	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/ (2)]*100
Promoters					3-113			
∢.	Promoter and Promoter Group	000'000'366	995,000,000	100.00%	000'000'566	angula kanna anana yi	100.00%	800
Public	45.	000'000'866	995,000,000	100.00%	995,000,000		100.00%	0.00%
B1	Public Institutional holders	218,202,233	20,431,726	%9£.6	7.533,188	12,898,538	36.871%	63.13%
83	Public - others	175,731,264	17,307,586	9.85%	17,302,540	5.046	%L6.66	%80 0
	8 = (81 + 82)	393,933,497	37,739,312	9.58%	24,835,728	12,903,584	65.81%	34.19%
	Total (A + B)	1,388,933,497	1,032,739,312	74.35%	1,019,835,728	12,903,584	98.75%	1.25%





Resolution No. 3 :Ordinary Resolution.Appointment of Shri Sachin Gaur as Director

			The state of the s	% of votes rolled on out-		1	% of states in familia to %	
	rionover/ rubik	No of shares held	No. of votes polled	standing shares	No. of votes – in favour	No of votes - against	pellod	one of the section of
~403-0 Wp.2		600, 100,000,0	<u>G</u>	(3)=((5)/ (1)}*100	[4]	(5)	(6)=[(4)/ (2)]*100	(7)=((5)/ (2)]*100
Promoters		ant and a submitted			A CARREL DA			The same of the sa
≪	Promoter and Promoter Group	000'000'566	995,000,000	100.00%	995,000,000		100,00%	0.00%
Public	4	000,000,396	000,000,296	100.00%	995,000.000		100.00%	%0(\$`0
B.	Public Institutional holders	218,202,233	20,431,726	89:36%	7,533,188	12,898,538	36.87%	Section and the second section and the section and the second section and the section
82	Public others	175,731,264	17.296,576	9.84%	17,291,305	5,271	%25.66	
**************************************	1 (E2 + E3) = a	393,497	37,728,302	9.58%	24,824,493	12,903,809	65.80%	34.20%
	Total (A + B	1,388,933,497	1,032,728,302	74.35%	1,019,824,493	12,903,809	98.75%	1.25%

Resolution No. 4 :Ordinary Resolution.Appointment of Shri Har Prasad as Director

	***************************************				,		A	
on a Coppe of the	Promoter/Public	No of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes – in favour	No of votes - against	% of votes in favour on votes palled	% of votes against un
n of after a security a		{7}	(2)	(3)=[(2)/ (1)]*100	(%)	(5)	(6)= (4)/ (2)]*100	(7)=((5)/ (2))*100
Promoters		er etemp (Am)						
4	Promoter and Promoter Group	000'000'266	000'000'566	100.00%	000'000'566	n Zgruundu 48 feh	100.00%	**************************************
Public	4	000,000,886	995,000,000	100.00%	995,000,000	ű.	100.00%	0.00%
ã	Public Institutional holders	218,202,233	20,431,726	6:36%	7,533,188	12,898,538	36,87%	
83	Public others	175,731,264	17,307,476	%58'6	17,303,080	4,396	99.97%	0
	8 - [8] + 82]	393,933,497	37,739,202	9.58%	24,836,268	12,902,934	65.81%	34.19%
THE PROPERTY AND ADDRESS OF THE PROPERTY ADDRESS OF THE PROPERTY AND ADDRESS OF THE PROPERTY ADDRESS OF THE PR	Total (A+B)	1,388,933,497	1,032,739,202	74.35%	1,019,836,268	12,902,934	98.75%	1,25%





Resolution No. 5 :Ordinary Resolution.Appointment of Statutory Auditors

and pulmerican				5	**************************************		Contract of the Contract of th
	No of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes - in favour	No of voics - against	% of votes in favour on votes polled	% of soles against on votes pelled
	7	(2)	(3)-(5)/ (1)]-100	**	(5)	(6)=[(4)/ (2)]*100	(7)=[(5)/ (2)]*100
y finifiyaaq aayanging						THE PROPERTY AND ADDRESS OF THE PROPERTY ADDRESS O	
Promoter and Promoter Group	000'000'566	995,000,000	100.00%	995,000,000		100.00%	0.00%
<	995,000,000	995,000,000	100.00%	995,000,000	-	100.00%	0.600
Public Institutional holders	218,202,233	20,431,726	6.36%	20,308,484	123,242	99.40%	0.80%
	175,731,264	17,307,076	9.85%	17,302,480	4.596	%:16:66	0.3%
8 = (B1 + B2)	393,933,497	37,738,802	9.58%	37,610,964	127,838	%99.86	0.34%
Total (A + B)	1,388,933,497	1,032,738,802	74.35%	1,032,510,964	127,838	%56.56	0.01%
	er Group (A (B1 + B2) (24 (A + B)	<u> </u>	995,000,000 218,202,233 218,202,233 175,731,264 175,731,264 221 393,933,497 3 1,388,933,497	995,000,000 995,000,000 395,000 395,00	A. 995,000,000 995,000,000 100.00% 218,202,233 20,431,726 9.36% 175,731,264 17,307,076 9.85% 393,933,497 37,738,802 9.58% B.) 1,388,933,497 1,032,738,802 74.35%	A1 995,000,000 995,000,000 100.00% 995,000,000 A2 995,000,000 100.00% 995,000,000 A3 218,202,233 20,431,726 9.36% 20,308,484 12 A3 175,731,264 17,307,076 9.85% 17,302,480 12 B3 1,338,933,497 1,032,738,802 74,35% 1,032,610,964 12	A1 995,000,000 995,000,000 100.00% 995,000,000 1 218,202,233 20,431,726 9.36% 995,000,000 4.596 175,731,264 17,307,076 9.85% 17,302,480 4.596 21 1,538,933,497 1,032,738,802 74.35% 1,032,610,964 127,838

Resolution No. 6 :Ordinary Resolution.Ratification of terms of appointment of Cost Auditors

	Promoter/Public	No of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes – in favour	No of votes - against	% of votes in favour on votes.	% of votes against on votes polific
		! T}	(2)	(3)-((2)/ (1)}-100	(\$)	(5)	(6)=[{4}/ (2]{*100	(7 =[(5)/ (2)]*100
Promoters					(*************************************			
≺	Promoter and Promoter Group	995,000,000	995,000,000	100.00%	000,000,566		100.00%) ()
Public	4.	995,000,000	995,000.000	100.00%	000,000,386	3	100.00%	0.00%
m	Public Institutional holders	218,202,233	20.431.726	%96.6	20,308,484	123,242	99,40%	888
82	Public others	175,731,264	17,307,476	%58.6	17,303,180	4,296	%86 56	0.02%
	8 - (81 + 32)	393,933,497	37,739,202	9.58%	37,611,664	127,538	99.66%	0.34%
	Total (A + B)	1,388,933,497	1,032,739,202	74.35%	1,032,611,664	127,538	%66.66	0.01%





Resolution No. 7 :Ordinary Resolution.Appointment of Shri Arun Balakrishnan as Director

	Promoter/Public	No. of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes - in favour	Ve. of votes viagainst	% of votes in favour on veres	% of votes against or
		127	(2)	(3)=[(2)/ (1)/*100	(4)	(5)	(5)=[(4)/ (2)]*100	(7)=((5), (2), (10)
Promoters	Andreas and a second		P P M I phone			***		10 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
₹	Promoter and Promoter Group	995,000,000	000'000'566	100.00%	995,000,000	1 10000	100 00	
Public	*	995,000,000	995,000,000	100.00%	995,000,000		100.00%	0.00%
ä	Public Institutional holders	218,202,233	20.431,726	9:36%	7,694,148	12,737,578	37 568%	60 34%
B 23	Public – others	175,731,264	17,307,476	9.85%	17,303,180	4.296	%80 00	
	B=(B1+82)	393,933,497	37,739,202	9.58%	24,997,328	12,741,874	66.24%	33,76%
	Total (A ~ B)	1,388,933,497	1,032,739,202	74.35%	1,019,997,328	12,741,874	%17.86	1.23%
						3		

Resolution No. 8 :Ordinary Resolution.Appointment of Shri K. P. Nair as Nominee Director

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	Promoter/Public	No of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes - in favour	No of votes - against	% of votes in favour on votes	% of votes against on votes politic
		A Part	(2)	(3)=[(2)/ (1)]*100	(4)	(2)	(6)=[(4)/ (2)]*100	(7)=((5)/ (2))*100
Promoters			A CONTRACTOR OF THE PROPERTY O					
∢	Promoter and Promoter Group	000'000'556	995,000,000	100.00%	995,000,000		100.00%	%00 0
Public	4	995,000,000	000'000'566	100.00%	000,000,866		100.00%	0.00%
â	Public institutional holders	218,202,233	20.431.726	9.36%	20,308,484	123,242	99,40%	0.000
83	Public - others	175,731,264	17,203,666	%62.6	17,198,480	5.186	.7.6.66	0.00%
C Productive	B = (B1 - B2)	393,933,497	37,635,392	%55.6	37,506,964	128,428	%99.66%	0.34%
	Total (A * B)	1,388,933,497	1,032,635,392	74.35%	1,032,506,964	128,428	%56.56	0.01%





Resolution No. 9 :Ordinary Resolution.Appointment of Shri Gaurav Jain as Director

	The same of the sa	The state of the s	2	***************************************				
	Promoter / Public	No. of shares held	No. of votes pollec	% of votes polled on out- standing shares	No. of votes – in favour	No. of votes against	sanov no ruove) ni sotov jo %	on of votes against or
		ing.	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=((5)/ (2) *100
Promoters		e entition havinge	maning (ephalony)	(*) (*)				Office and property of the state of the stat
et e	Promoter and Promoter Group	000'000'566	995.000.000	100.00%	000,000,000		100.00%	9/09/0
Public	V	995,000,000	000,000,899	100.00%	000,000,399		100.00%	0.00%
8)	Public Institutional holders	218,202,233	20,431,726	9.36%	20,431,726		100.00%	0.00%
82	Public – others	175,731,264	17,306,076	9.85%	17,301,190	4.886	%45666	
olisiyiyad pilonasoy y	B + (B1 + B2)	393,933,497	37,737,802	9.58%	37,732,916	4,886	%56.66	0.01%
	Total (A + B	1,388,933,497	1,032,737,802	74.35%	1,032,732,916	4.886	100.00%	0.00%

Resolution No. 10 :Ordinary Resolution.Appointment of Shri Pramod Kumar Aggarwal as Director

	Promoter/Public	No of shares held	No of votes polled	% of votes polled on out- standing shares	No of votes - in favour	No. of votes – against	% of votes in favour on votes	% of votes against no
		(1)	(2)	(3)=[(2)/ (1)]*100	4)	(2)	(6)=[(4)/ (2)]*100	(7)=((5)/ (2))*100
Promoters								
d:	Promoter and Promoter Group	995,000,000	995,000,000	100.00%	000,000,396		100.00%	%.00 0
Public	(A)	000'000'566	995,000,000	300.00%	995,000,000	•	100.00%	0.00%
<u>e</u>	Public Institutional holders	218,202,233	20,431,726	9.36%	20,308,484	123,242	39,40%	890
32	Public – others	175,731,264	17.306,026	9.85%	17,301,730	4,296	%86.66	X200
Contractory by State of the	B * (B1 + B2)	393,933,497	37,737,752	85.6	37,610,214	127,538	99.66%	0.34%
	Total A + B	1,388,933,497	1,032,737,752	74.35%	1,032,610,214	127,538	%66'66	0.01%





Resolution No. 11 :Ordinary Resolution.Appointment of Shri M. J. Subbaiah as Independent Director

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	Promoter/Public	No of shares held	No of votes polled	% of votes polled on out- standing shares	No of votes - in favour	No of votes - against	Sates in taken on sates 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2. 2.	A di votes agants or
		(F)	(2)	(3)=[(2)/ (1]]*100	(4)	(\$)	(6)=[[4]/ (2)]*100	(7)=((5)/ (2)]*1.00
Promoters		1917-1911-1841-1841-1841-1841-1841-1841-1841	erin yn gysgol yn	engel (c) landage		A STATE OF THE STA		
«:	Promoter and Promoter Group	995,000,000	995,000,000	100.00%	995,000,000		100.00%	46000
Public	**C	995,000,000	000.000,366	190.00%	000,000,266	THE REPORT OF THE PROPERTY OF	100.00%	0.00%
m	Public Institutional holders	218,202,233	20,431,726	9:36%	7,533,188	12,898,538	36.87%	63.12%
52	Public – others	175,731,264	17,206,656	%62.6	17,202,360	4,296	%86.66	7000
	(78 + 78) » A	393,933,497	37,638,382	9.55%	24,735,548	12,902.834	65.72%	34.28%
	Total (A + B)	1,388,933,497	1,032,638,382	74.35%	1,019,735,548	12,902,834	98.75%	1.25%

Resolution No. 12 :Ordinary Resolution.Appointment of Shri Raj Narain Bhardwaj as Independent Director

			-					
	Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out- standing shares	No. of votes in favour	No. of votes – against	% of votes in favour on votes polled	% of votes against on votes polind
		process of the contract of the	Z	(3)=((2)/ (1)]*100	{ \$}	(S)	(6)=[(4)/ (2)]*100	(71=[[5]/ (2]]* 100
Promoters		e e fertil de d'un mistrane		general exercise				Constitution of the Consti
≪	Promoter and Promoter Group	995,000,000	995,000,000	100.00%	995,000,000		100.00%	%00.0
Public	(A)	000,000,866	000'000'566	100.00%	995,000,000	:	100.00%	%00.0
97	Public Insututional holders	218,202,233	20,431,726	%98.6	7.533.188	12,898,538	36.87%	881.30
82	Public - others	175,731,264	17,295,676	9.84%	17,290,790	4,886	%26.66	0.03%
	(2年十1年) - 4	393,933,497	37,727,402	9.58%	24,823,978	12,903,424	65.80%	34.20%
	Total (A + B)	1,388,933,497	1,032,727,402	74.35%	1,019,823,978	12,903,424	98.75%	7.25%





Resolution No. 13 :Ordinary Resolution.Appointment of Shri B. K. Goswami as Independent Director

	Promoter/Public	No of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes - in favour	ଓଣାଟିଥିବ ଖଣ୍ଡାର୍ମ୍ବର ବର୍ଷ	% of votes in favour on varion	A OF WARDS Against or
***************************************		E)	121	(3)-[(2)/ (1)]*100	[4]	121	SOUTH (A)	The second of the second
Promoters								(/ - > / - -
K	Promoter and Promoter Group	995,000.000	000,000,366	100.00%	000'000'566		100 000	
Public	*	000,000,899	995,000,000	100.00%	995,000,000	1	%00.001	0.00**
93	Public Institutional holders	218,202,233	20,431,726	%98.6	20 308 484	CYC CC:	The state of the s	
ca ca	Dixis attaches					272.621	33255	0.60
3		175,731,264	17,283,326	9.84%	17,278,040	5,286	85.55.66	0.00
	m m	393,933,497	37,715,052	9.57%	37,586,524	128,528	99.66%	0.34%
e de la constante de la consta	H + 4 REJUL	1 200 000 000 1					and distance of the second	
		S to the following of the state	760,611,260,1	74.35%	1,032,586,524	128,528	% \$5 \$6 \$6 \$6 \$6 \$6	0.01%
						Value of the same	,	

Resolution No. 14 :Ordinary Resolution.Appointment of Dr. B. Samal as Independent Director

	<u> </u>							
	Promoter/Public	No of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes - in favour	No. of votes – against	% of votes in favour on votes polled	To of voice against on
		(2)	(2)	(3)=[(2)/ (1)]*100	(4)	(8)	(6)=((4)/ (2))*100	(7)={(5)/ (2)}*100
Promoters		a Victoriana gazani (ili	PPPO NANAGA					
∢	Promoter and Promoter Group	995,000,000	995,000,000	100.00%	995,000,000		100 00%	2.200
Public	4	995,000,000	995,000,000	100.00%	995.000,000	,	100.00%	0.00%
831	Public Institutional holders	218,202,233	20,431,726	9:36%	7,533,188	12,898,538	36.87%	63.13
832	Public - others	175,731,264	17,295.476	9.84%	17,290,190	5.286	%'-26.96	30.00 C
	B = (B1 + B2)	393,933,497	37,727,202	9.58%	24,823,378	12,903,824	65.80%	34.20%
	Total (A + B)	1,388,933,497	1,032,727,202	74.35%	1,019,823,378	12,903,824	98.75%	7.25%







Resolution No. 15: Ordinary Resolution. Appointment of Dr. Ramesh Chandra Vaish as Independent Director

	Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out- standing shares	No. of votes - in favour	No of votes - against	% of votes in favour on votes polled	% of votes against on
		(e	(2)	(3)=[(2)/ (1)]*100	[4]	(5)	(5)=[(4)/ (2)]*100	(7)={ 5 / (2} *100
Promoters	-	a a sun a						The state of the s
ĸ	Promoter and Promoter Group	000'000'566	995,000,000	100.00%	000,000,286		100.00%	0.000
Public	(4)	000,000,866	000,000,266	100.00%	995,000,000	A THE RESIDENCE AND A STATE OF THE PARTY OF	100.00%	0.00%
ë	Public Institutional holders	218,202,233	20,431,726	9.36%	7,533,188	12,898,538	36 87%	The state of the s
83	Public others	175,731,264	17,295,876	9.84%	17,291,380	4.496	%26.66	0.33%
	3 = (31 + 52)	393,933,497	37,727,602	9.58%	24,824,568	12,903,034	%08'39	34.20%
	Total (A - B)	1,388,933,497	1,032,727,602	74.35%	1,019,824,568	12,903,034	98,75%	1,25%

Resolution No. 16 :Ordinary Resolution.Appointment of Shri S. Balasubramanian as Independent Director

	Promoter/Public	No. of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes – in favour	No of votes - against	% of votes in favour on votes polled	% of votes against on votes polici
		and a	2	(3)=[(2)/ (1)]*100	(1)	(5)	(6)=[(4)/ (2)]*100	(7)=((5)/ (2)]*100
Promoters								The state of the s
∢.	Promoter and Promoter Group	000'000'566	995,000,000	100.00%	995,000,000		1,00,00%	3000
Public	*	000,000,266	000,000,599	100.00%	000,000,866	,	100.00%	%00%
ä	Public Institutional holders	218,202,233	20,431,726	%98'6	20,274,187	157,539	99.23%	E C
32	Public – athers	175,731,264	17,284,476	9.84%	17,279,680	4,796	74.26.66	Š
	B = (BI + BZ)	393,933,497	37,716,202	9.57%	37,553,867	162,335	99.37%	0.43%
	Total (A - B)	1,388,933,497	1,032,716,202	74.35%	1,032,553,867	162,335	%85'55	0.02%







Resolution No. 17 :Ordinary Resolution.Appointment of Shri S. C. Gupta as Director as Independent Director

Several and a series of the second	**************************************	***************************************						
	Promoter/Public	No of shares held	No of votes polled	% of votes polled on out- standing shares	No of votes - in favour	No of votes - against	% of votes in favour on votes	മാപ്പായ് ബോറ്റ വര സ്വാത്തിലേക്കുന്നു.
		(T)	(2)	(3)={(2)/ (1)]*100	(4)	(S)	[6]=[[4]/ [2]]*100	(7)=((5)/ (2)]*100
Promoters								graph to the state of the state
€.	Promoter and Promoter Group	000'000'566	\$35,000,000	100.00%	000'000'566		100,00%	0.00%
Public		000,000,899	000,000,866	180.80%	995,000,000		100.00%	%00°0
ñ	Public Institutional holders	218,202,233	20,431,726	6.36%	20.274,187	157,539	99.23%	0.77%
32	Public others	175,731,264	17,295,826	9.84%	17,290,890	4.936		%E0 0
	B = 81 + 82	393,933,497	37,727,552	9.58%	37,565,077	362,475	99.57%	0.4333
	Total (A - B)	1,388,933,497	1,032,727,552	74.35%	1,032,565,077	162,475	%86.66	0.02%

Resolution No. 18 :Ordinary Resolution Appointment of Shri Arun Balakrishnan as Independent Director

								Value
ans reshonournesses s	Promoter/Public	No of shares held	No of votes polited	% of votes polled on out- standing shares	No. of votes - in favour	No of votes - against	% of votes in favour on votes polled	% of vetter against on
THE PERSON NAMED AND PARTY OF THE PE	The state of the s	(2)	(2)	(3)={(2)/ (1)}+100	(4)	(5)	(6)={(4)/ (2)]*100	(7)=((5)/ (2))*100
Promoters	-	Granus (Albany) (Albany) (Albany)						
₹	Promoter and Promoter Group	995,000,000	995,000,000	100.00%	995,000,000	y vandase — viene	100.00%	8
Public	\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	000,000,866	995,000,000	100.00%	995,000,000	4	100.00%	0.00%
m	Public Institutional holders	218,202,233	20,431,726	9.36%	7,694,148	12,737,578	37.66%	10.2.2.2.2.2.2.2.2.2.2.2.2.2.2.2.2.2.2.2
B2	Public - others	175.731.264	17,284,876	9.84%	17.279,590	5.286	5,176.99	0.03%
	B = (B1 + B2)	393,933,497	37,716,602	9.57%	24,973,738	12,742,864	66.21%	33.79%
***************************************	Total (A + B)	1,388,933,497	1,032,716,602	74.35%	1,019,973,738	12,742,864	%11%	1.23%
	A							



Resolution No. 19 :Ordinary Resolution.Appointment of Shri B. B. Tandon as Independent Director

, consensor and a second	Promoter/Public	No of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes – in favour	No. of vates + against	% of votes in favour on votes polled	% of votes against on
		ETC hope	(%)	(3)=[(2)/ (1)]+100	(4)	(5)	(6)=((4)/ (2) *100	(7)-((Si/ (2) *1.00
Promoters						And the second s		
ત .	Promoter and Promoter Group	995,000,000	000'000'566	100.00%	995,000,000		100.00%	MOO ()
Public	*	000,000,366	995,000,000	100.00%	000,000,866		100.00%	%00.0
æ	Public Institutional holders	218,202,233	20,431,726	9.36%	20,113,227	318,499	98,44%	1.56%
82	Public - others	175,731,264	17,295,476	9.84%	17,290.780	4,696	%26.66	
	B = (B1 + B2)	393,933,497	37,727,202	9.58%	37,404,007	323,195	267°C	0.86%
opaning state (state on some	Total (A + B)	1,388,933,497	1,032,727,202	74.35%	1,032,404,007	323,195	99.97%	0.03%

Resolution No. 20 :Ordinary Resolution.Appointment of Shri Anand Bordia as Independent Director

	Promoter/Public	No. of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes - in favour	No of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		-17	(2)	(3)={(2)/ (1) *100	(4)	(5)	(6)=((4)/ (2)}*100	(7)-(5)/ (3)1-100
Promoters								1-
T.	Promoter and Promoter Group	000'000'566	000'000'566	100.00%	995.000,000		100.00%	0.00%
Public		000,000,886	995,000,000	100.00%	995,000,000	ŧ	100.00%	0.00%
ñ	Public Institutional holders	218,202,233	20,431,726	9.36%	20,308,484	123,242	99.40%	0.60%
B2	Public - others	175,731,264	17,295,476	9.84%	17,291,080	4,396	%26'66	0.03%
	8 = (B1 + B2)	393,933,497	37,727,202	9.58%	37,599,564	127,638	%99.66	0.34%
	Total (A + B	1,388,933,497	1,032,727,202	74.35%	1,032,599,564	127,638	%66'66	0.01%





Resolution No. 21 :Ordinary Resolution.Appointment of Shri Sameer Gaur as Whole-time Director

		77 - 17 - 17 - 17 - 17 - 17 - 17 - 17 -	:	and de paged suiz i in e	2000000 2000000000000000000000000000000	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
*****	***************************************	evinetical i	***************************************	SOLUTION WORKS				
			(2)	(3)={(3)/ (1)]-100	(4)	(5)	(6)=[(4)/ (2)]*1.00	08/4/07/48/FID
Promoters								e commence and the state of the
u muava		\$ 25.00 K & A		**************************************		***************************************		
Pahlic		995,000,000	000'000'866	100.00%	995,000,000	Land and Control of the Control of t	100.00%	%90'0
8		:		%92'6	envidence (non-		Annate Annate Communication and Communication an	A THE PROPERTY OF THE PERSON O
				6,85%				
and agreement to	8 - (81 - 82)	393,933,497	37,739,202	9.58%	37,415,532	323,670	99,14%	0.86%
as a series of transfer follower for	Total (A + B	1,388,933,497	1,032,739,202	74.35%	1,032,415,532	323,670	99.97%	
	*			**************************************				

. Resolution No. 22 :Ordinary Resolution.Appointment of Shri Gaurav Jain as Whole-time Director

			distance of the second	***************************************	*	-		L
for explanation of explanations of					200 (200 (200 (200 (200 (200 (200 (200	ntenent vocation		
The state of the s		ř.	97.	(3)=[(2)/ (1)]*100	**	(5)	(6)=((4)/ (2)]*100	(7)-{(5)/ (2)]-100
(C)			Angenes According					The state of the s
27000000	TOOLS IN HISTORY DATE OF THE OWNER,		e Connect to the line		186 150 850			American Street
	***	000,000,866	000,000,266	100.00%	000,000,566	3	%00.001	0.00
Public								
ກ່		2000		9.36%	\$ 5 S S S S S S S S S S S S S S S S S S	6 - 6 - 6 - 6 - 6 - 6 - 6 - 6 - 6 - 6 -		
ć			17,307,076	9.85%	900 A 900 A 1	10.		erannour radol
3	(C8 + 18) = 6		37,738,802	9.58%	37,538,574	200,228	99.47%	(.52.0
	Total A · B	1,388,933,497	1,032,738,802	74.35%	1,032,538,574	200,228	%86'66	0.02
N-ca bilan				***************************************				





Resolution No. 23 :Ordinary Resolution.Appointment of Shri P. K. Aggarwal as Whole-time Director

	Promoter/Public	No. of shares held	oalied satov jo ov	% of votes polled on out- standing shares	No of votes – in favour	8 6 0 0 7 1 0 0 2 5 1 0 0 2 5 1 0 0 0 2 5 1 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	% of votes in favour on votes	ne of votes aparest on "
		(3)	7	(3)=[(2)/ (1)]-100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=((5)/ (2) *100
Promoters						THE PROPERTY OF THE PROPERTY O	To the state of th	
«	Promoter and Premoter Group	995,000.000	000'000'566	100.00%	000'000'566		100.00%	
Public	## (Amarina)	995,000,000	995,000,000	100.00%	000,000,866	The same of the sa	100.00%	%00.0
æ	Public Institutional holders	218,202,233	20,431,726	9:36%	20,236,469	195,257	99 04%	0.95%
.82	Public - others	175,731,264	17,307,476	%58'6	17,302,505	4,971	%26.66	0.03%
	B = (B1 + B2)	393,933,497	37,739,202	9.58%	37,538,974	200,228	99.47%	0.53%
	Total (A + B	1,388,933,497	1,032,739,202	74.35%	1,032,538,974	200,228	99.98%	0.02%

Resolution No. 24 :Special Resolution. Alteration in the Articles of the Company

	Promoter/Public	No of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes – in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	<u>ā</u>	(3)=[(2)/ (1)]•100	(%)	(2)	(6}=[(4)/ (2)]*100	(7)=[[5]/ (2)]-100
Promoters								
4	Promoter and Promoter Group	995,000,000	995,000,000	100.00%	995,000,000	ALLOY AND BOOK	100.00%	%.(30°)
Public	(A)	995,000,000	995,000,806	100.00%	995,000,000	,	100.00%	%00.0
an an	Public Institutional holders	218,202,233	20,236,469	9.27%	20,113,227	123,242	%65.66	261%
82	Public – others	175,731,264	17,307,476	%58'6	17,301,440	6.036	%.19,99	\$ C
وازوا معارد وشعراتهم	B = (B1 + B2)	393,933,497	37,543,945	9.53%	37,414,667	129,278	%99.66	0.34%
	Total (A - B	1,388,933,497	1,032,543,945	74.34%	1,032,414,667	129,278	%66.66	0.01%



Resolution No. 25 : Special Resolution. Raising of Funds by QIP, etc

Promoters Appendix (3) (3)-[13]/ (1]/1100 (4) (5) (6)-[14]/ (2]/ (10) (7)-[[5]/ (2]/ (10) Promoters A Promoter and Promoter Group 995,000,000 100.00% 995,000,000 100.00% 995,000,000 100.00% 995,000,000 995,0		Promoter/Public	No. of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes - in favour	No, of votes - agains:	% of votes in favour on votes	% of votes against on votes polled
Promoter and Promoter Group 995,000,000 995,000,000 100.00% 995,000,000 100.00% 995,000,000 100.00% 995,000,000 100.00% 995,000,000 100.00% 995,000,000 100.00% 995,000,000 100.00% 995,000,000 100.00%			1.1	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/ (2) *1.00	(7)=((5)/ (2))*150
A Promoter and Promoter Group 995,000,000 100.00% 995,000.000 100.00% 995,000.000 100.00% 100.00% 995,000.000 100.00%	Promoterz								
Aublic institutional holders 218,202.233 20,431,726 9.36% 7.533,188 12,898,538 36.87% 50.0000000000000000000000000000000000	«C	Promoter and Promoter Group	000'000'566	000'000'566	100.00%	995,000,000		100.00%	0.00%
Public institutional holders 218,202.233 20,431,726 9.36% 7,533,188 12,898,538 36.87% 65.87% Public - others 175,731,264 17,296,076 9.84% 17,291,200 4.876 99,97% Total (A+B) 1,032,727,802 74,35% 1,019,824,388 12,903,414 65.80%	Public	4	000,000,589	000,000,899	100.00%	995,000,000		100.00%	9800
Public - others 175,731,264 17,296,076 9.84% 17,291,200 4.876 99,97% Fublic - others 8 of 81 - 824 393,933,437 37,727,802 9.58% 24,824,388 12,903,414 65.80% 3 Total (A + B) 1,388,933,497 1,032,727,802 74,35% 1,019,824,388 12,903,414 98.75%	ťά	Public institutional holders	218,202,233	20,431,726	9.36%	7,533,188	12,898,538	36.87%	63.13%
393,933,497 37,727,802 9.58% 24,824,388 12,903,414 65.80% 3 1,388,933,497 1,032,727,802 74.35% 1,019,824,388 12,903,414 98.75%	8 25	Public – others	175,731,264	17,296,076	9.84%	17,291,200	4.876	%16.66	3.60.0
1,388,933,497 1,032,727,802 74,35% 1,019,824,388 12,903,414 98.75%		COM + EM 10 M	393,933,497	37,727,802	9.58%	24,824,388	12,903,414	65.80%	34.20%
		Total (A + B)	1,388,933,497	1,032,727,802	74.35%	1,019,824,388	12,903,414	%52.86	1.25%

Resolution No. 26 : Special Resolution Investment in Subsidiary Company

	Promoter/Public	No. of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes - in favour	No of votes – against	% of votes in favour on votes	the of votes against on the definition and the second seco
		re .	(2)	(3)=[[2]/ (1]]*100	(4)	(5)	(6)= (4)/ (2) *1.00	(7)= (5)/ (2) *200
Promoters								
₹	Promoter and Promoter Group	000'000'566	000'000'566	100.00%	000'000'566		100.00%	* S
Public		000'000'566	000'000'565	100.00%	995,000,000		100.00%	0.00%
Ē	Public Institutional holders	218,202,233	20,431,726	9.36%	20,308,484	123,242	99.40%	
82	Public others	175,731,264	17,307,076	%58'6	17,291,910	15,166	%16'66	\$60 o
	724 + 180) = 0	393,933,497	37,738,802	9.58%	37,600,394	138,408	99.62%	0.37%
	Total A + B	1,388,933,497	1,032,738,802	74.35%	1,032,600,394	138,408	%66,66	0.01%





Resolution No. 27 : Special Resolution Increase in Number of Directors

	Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out- standing shares	No. of votes - in favour	No. of votes – against	% of votes in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/ (1)]*100	14)	(2)	(5)=[(4)/ (2)]*100	(7)=[(5)/(2)]*100
Promoters				maig mang paritire				THE PROPERTY OF THE PROPERTY O
4°,	Promoter and Promoter Group	000'000'566	995,000,000	100.00%	000'000'566		100.00%	0.00%
Public	4	995,000,000	000,000,898	100.00%	995,000,000		100.00%	0.00%
Ē	Public Institutional hoiders	218.202,233	20,431,726	%98.6	20,410,744	20.982	%06.66	0.10%
82.2	Public – others	175,731,264	17,307,476	9.85%	17,291,043	16,433	29.91%	*0000
	8 = (81 + 82)	393,933,497	37.739,202	9.58%	37,701,787	37,415	%06.86	0.10%
	Total (A + B)	1,388,933,497	1,032,739,202	74.35%	1,032,701,787	37,415	100.00%	%00.0
***************************************	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~			***************************************				

Resolution No. 28 : Special Resolution. Authorisation for issue of Non-Convertible Debentures by way of Pvt. Placement

	Promoter/ Public	No. of shares held	No of votes polled	% of votes polled on out- standing shares	No of votes - in favour	Ro of votes - against	% of votes in favour on votes polied	ದರ್ವದಿಗೆ ತಸ್ತರ್ಚಿಸುವ ಸ್ಥಿ ಸಂಪ್ರದೇಶ ಸಂಪ್ರವಿಗೆ
		pred Numb	(2)	(3)= 2 / (1) •100	(4)	(5)	(6)=[(4)/ (2)]*100	(7)=((5)/ (2)]*100
Promoters				111000000000000000000000000000000000000				
ĸ	Promoter and Promoter Group	995,000,000	000'000'966	100.00%	000'000'566		100.00%	0.00%
Public		995,000,000	000,000,896	100.00%	995,000,000		100.00%	%00.0
8	Public (nstitutional holders	218,202,233	20,431,726	%98.6	16,068,884	4,362,842	78.65%	21.35%.
32	Public - others	175,731,264	17,307,476	9.85%	17,302,043	5,433	99.97%	0.03%
	8=(81 + 82)	393,933,497	37,739,202	9.58%	33,370,927	4,368,275	88.43%	11.57%
	Total (A + B	1,388,933,497	1,032,739,202	74.35%	1,028,370,927	4,368,275	99.58%	0.42%





Resolution No. 29 :Special Resolution.Creation of Charge/Mortgage on moveable and/or immovable property

								The same of the sa
Organization States of Sta	Promoter/Public	No. of shares held	No of votes polled	% of votes polled on out- standing shares	No. of votes – in favour	No. of votes - against	% of votes in favour on votes polled	ne of votes against on Soling votes gollad
		******	(2)	(3)=[(5]/ (1)]*100	{ 4 }	(S)	(6)*[(4)/ (2)]*100	(7)={(5)/ (2) *100
Promoters		and a second		aritimahor et esemblare				
٨	Promoter and Promoter Group	995,000,000	995,000,000	100.00%	000'000'566		100.00%	X.00°0
Public		000'000'566	995,000,000	100.00%	995,000,000		100.00%	%00.0
<u>ه</u>	Public Institutional holders	218,202,233	20,431,726	9:36%	20,431,726		100.00%	X 00 0
82	Public - others	175,731,264	17,307,476	%58.6	17,302,340	5,136	%26.97%	0.03%
	B = B1 + 322	393,933,497	37,739,202	9.58%	37,734,066	5,136	%66.66	0.01%
	Total (A + B	1,388,933,497	1,032,739,202	74.35%	1,032,734,066	5,136	100.00%	0.00%

Resolution No. 30 :Special Resolution.Borrowing Powers of the Board

-		A. C.	·		S			
	Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on out- standing shares	No. of votes - in favour	No. of votes – against	% of votes in favour on votes poiled	žu of votes againati on votes polkeč
		(1)	[2]	(3)=[(2)/ (1)]*100	4	(5)	(6)=[(4)/ (2)]*100	(7)={(5)/ (2) *100
Promoters								A SOUTH A COLUMN TO A STATE TO A COLUMN TO THE STATE OF T
4	Promoter and Promoter Group	000.000,266	995,000,000	100.00%	995,000,000		100.00%	%00°0
S. M. A.	4	000,000,866	000'000'566	100,00%	995,000,000	ż	100.00%	%00.0
B1	Public institutional holders	218,202,233	20,431,726	9.36%	20,431,726		100.00%	9.000
82	Public - others	175,731,264	17,305,422	9.85%	17,300,286	5,136	99.97%	್ಟಾಂ 0
The state of the same of the s	B = [B1 + B2]	393,933,497	37,737,148	9.58%	37,732,012	5,136	%66'66	0.01%
	Total (A + B	1,388,933,497	1,032,737,148	74,35%	1,032,732,012	5,136	100.00%	0.00%
3		~~						



9

Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rule, 2014 and clause 35B of the Listing agreement]

To
The Chairman
Jaypee Infratech Limited
Sector 128, Noida 201304
Uttar Pradesh

Dear Sir,

Sub.: Report of the Scrutinizer and Alternate Scrutinizer on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act 2013("the Act")read with Rule 20 of the Companies(Management and Administration)Rule, 2014

We, Sunita Mathur ,Practicing Company Secretary(Membership No.FCS 1743) and Shri V.K Verma, Practicing Company Secretary (Membership No.FCS 1430) have been appointed as Scrutinizer and Alternate Scrutinizer respectively, for the 7th Annual General Meeting of the Equity Shareholders of "Jaypee Infratech Limited" ("Company") to be held on Monday, the 22nd of September, 2014 at 10.30 A.M. at Jaypee Public School, Sector-128, Noida-201304,(U.P.) 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 provisions of the Companies Act 2013 and Rule 20(3)(xi) of the Company (Management and Administration) Rule, 2014 on the resolutions referred to in this report.

We submit our report as under:

- 1. The e-voting remained open from 9.00 A.M. on 15th September, 2014 to 6.00 P.M. on 17th September, 2014
- 2. The Shareholders holding shares on "cut-off" date i.e. 14th August, 2014 were entitled to vote on the proposed 21(Twenty one)Resolutions (Item No. 1 to 21) as set out in the Notice of the 7th Annual General Meeting of Jaypee Infratech Limited

They have signed below in confirmation of the votes being unblocked in their wa

presence.

Signature

Name Protham Molhotra

Signature

Name Qay kuma Y

- 4. Thereafter, the details containing, inter-alia, list of equity shareholders who voted "For " or "Against" were downloaded from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com). The same has been marked as Annexure-I
- 5. The results of the e-voting is as under:
 - 1. Resolution 1:- Adoption of Balance sheet and statement of Profit & Loss for the year ended 31st March, 2014 along with the notes annexed to or forming part of said document and reports of the Board of Directors and Auditors thereon.
 - i. Voted in **favour** of the resolution:

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,032,191,420	100.00%

Number of	Number of votes casted	% of total number of
Members voted	against the resolution	valid votes casted
through e-voting		against the resolution
system		
71	4,296	0.00%

iii. Invalid votes:

1	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

2. Resolution 2:- Re-appointment of Shri Sameer Gaur (DIN: 00009496), who retires by rotation (Ordinary Resolution):

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



system 71	1,019,292,132	resolution 98.75%	- Van
through e-voting		favour	of the
Number of Members voted	Number of votes casted in favour of the resolution	% of total valid votes	8.98.6

of the State of th

Number of	Number of votes casted	% of total number of
Members voted	against the resolution	valid votes casted
through e-voting		against the resolution
system		
71	12,903,584	1.25%

iii. Invalid votes:

1	votes	Total number of votes casted by members whose votes were declared invalid
Nil		Nil

3. Resolution 3:- Re-appointment of Shri Sachin Gaur (DIN: 00387718), who retires by rotation (Ordinary Resolution):

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

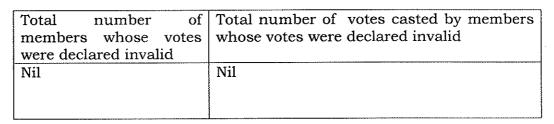
Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,019,291,907	98.75%

ii. Voted **against** the resolution:

Number of	Number of votes casted	% of total number of
Members voted	against the resolution	valid votes casted
through e-voting		against the resolution
system		
71	12,903,809	1.25%

iii. Invalid votes:

A STATE OF THE PARTY OF THE PAR	PHA & AL	1.38
13/		181
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18		/\$!/
Α,	SECRE	N. S.







4. Resolution 4: Re-appointment of Shri Har Prasad (DIN: 00104488), who retires by rotation (Ordinary Resolution):

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

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,019,292,782	98.75%
	\	1

ii. Voted **against** the resolution:

Number of	Number of votes casted	% of total number of
Members voted	against the resolution	valid votes casted
through e-voting		against the resolution
system		
71	12,902,934	1.25%
4		

iii. Invalid votes:

members whose votes	Total number of votes casted by members whose votes were declared invalid
were declared invalid	
Nil	Nil ,
i	

5. Resolution 5: Appointment of M/s. R. Nagpal Associates, Chartered Accountants (Firm Regn. No. 002626N) as Statutory Auditors till the conclusion of 10th Annual General Meeting & Fixing their Remuneration (Ordinary Resolution):

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

Number of Members voted through e-voting system	Number of votes casted in favour of the resolution	valid votes casted in favour of resolution
71	1,032,191,120	100.00%

ii. Voted against the resolution:

Number of	Number of votes casted	% of total number of
Members voted	against the resolution	valid votes casted
through e-voting		against the resolution
system		
71	4,596	0.00%



iii. Invalid votes:

Total			Total number of votes casted by members
members	whose	votes	whose votes were declared invalid
were declared invalid		lid	
Nil			Nil

6. Resolution 6:- Ratification of the Appointment of the Cost Auditor (Ordinary Resolution):

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

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,032,191,420	100.00%

ii. Voted **against** the resolution:

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	4,296	0.00%

iii. Invalid votes :

	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

7. Resolution 7:- Appointment of Shri Arun Balakrishnan (DIN: 00130241) as Director of the Company (Ordinary Resolution):

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

Number of Members voted through e-voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution	
71	1,019,453,842	98.77%	



Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	12,741,874	1.23%

iii. Invalid votes:

Total	number	of	Total number of votes casted by members
members	whose	votes	whose votes were declared invalid
were declared invalid		lid	
Nil			Nil
1			

8. Resolution 8:- Appointment of Shri K P Nair(DIN: 02611496) as Nominee Director of the Company (Ordinary Resolution):

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

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting system		favour of the resolution
71	1,032,190,530	100.00%

ii. Voted against the resolution:

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	5,186	0.00%

iii. Invalid votes:

Total members were decl	whose	votes	Total number of votes casted by members whose votes were declared invalid
Nil			Nil



9. Resolution 9:- Appointment of Shri Gaurav Jain (DIN: 01102024) as Director of the Company (Ordinary Resolution):

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

Number of Members voted through e-voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
71	1,032,190,830	100.00%

ii. Voted **against** the resolution:

Number of	Number of votes casted	% of total number of
Members voted	against the resolution	valid votes casted
through e-voting system		against the resolution
71	4,886	0.00%
	j	

iii. Invalid votes:

	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

10. Resolution 10:- Appointment of Shri Pramod Kumar Aggarwal (DIN: 06899447) as Director of the Company (Ordinary Resolution):

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

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,032,191,420	100.00%

ii. Voted against the resolution:

Segun & reso	12
(2) HEM BESTHI	\$ \$
SECRETE	

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of wand valid votes casted against the resolution
71	4,296	0.00%



Invalid votes: iii.

	Total	number	of	Total number of votes casted by members
	members whose votes		otes	whose votes were declared invalid
Į	were de	clared inva	lid	
	Nil			Nil

11. Resolution 11(A):- Appointment of Shri M J Subbaiah (DIN: 00044799) as an Independent Director of the Company (Ordinary Resolution):

i. Voted in favour of the resolution:

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,019,292,882	98.75%
Į		<u> </u>

ii. Voted against the resolution:

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	12,902,834	1.25%

iii. Invalid votes:

	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

12. Resolution 11(B): Appointment of Shri Raj Narain Bhardwaj (DIN: 01571764) as an Independent Director of the Company (Ordinary Resolution):

ERMA & ASSOC	i. Voted in fav	our of the resolution :	
NEW DELHI	Number of Members voted through e-voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
	71	1,019,292,292	98.75%





Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	12,903,424	1.25%

iii. Invalid votes:

j.	whose	votes	Total number of votes casted by members whose votes were declared invalid
Nil			Nil
:			

13. Resolution 11(C):Appointment of Shri B.K. Goswami (DIN: 00003782) as an Independent Director of the Company (Ordinary Resolution):

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

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,032,190,430	100.00%
1		

ii. Voted against the resolution:

Number of	Number of votes casted	% of total number of
Members voted	against the resolution	valid votes casted
through e-voting		against the resolution
system		
71	5,286	0.00%

iii. Invalid votes:

	6 A880c	
	act.W	183
\Z*		
100	MAY SECP	

Total members were decl	votes	Total number of whose votes were	votes casted by declared invalid	y m emb ers d	
Nil		Nil		17/2/3	





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14. Resolution 11(D): Appointment of Dr.B Samal (DIN: 00007256) as an Independent Director of the Company (Ordinary Resolution):

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

Number of votes casted in	}
favour of the resolution	valid votes casted in
	favour of the
	resolution
1,019,291,892	98.75%
	favour of the resolution

ii. Voted **against** the resolution:

Number of	Number of votes casted	% of total number of
Members voted	against the resolution	valid votes casted
through e-voting		against the resolution
system		
71	12,903,824	1.25%
	-	

iii. Invalid votes:

1	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

15. Resolution 11(E): Appointment of Dr.Ramesh Chandra Vaish(DIN: 01068196) as an Independent Director of the Company (Ordinary Resolution):

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

ber of votes casted iff	% of total number of
ır of the resolution	valid votes casted in
	favour of the
	resolution
19,292,682	98.75%
	19,292,682

ii. Voted against the resolution:

Number of	Number of votes casted	% of total number of
Members voted	against the resolution	valid votes casted
through e-voting		against the resolution
system		230 XB27
71	12,903,034	1.25%



Invalid votes: iii.

	Total number of votes casted by members whose votes were declared invalid
were declared invalid	
Nil	Nil

16. Resolution 11(F): Appointment of Shri S Balasubramanian(DIN: 02849971) as an Independent Director of the Company (Ordinary Resolution):

Voted in favour of the resolution: i.

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting	İ	favour of the
system		resolution
71	1,032,156,623	100.00%

ii. Voted against the resolution:

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	39,093	0.00%

iii. Invalid votes :

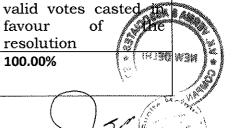
Total members were decl	whose	votes	Total number of votes casted by members whose votes were declared invalid
Nil			Nil

17. Resolution 11(G): Appointment of Shri S.C. Gupta(DIN: 01127801) as an Independent Director of the Company (Ordinary Resolution):

olution :

ASSOCIAL TO A STATE OF THE PARTY OF THE PART	i. Voted in fav	our of the resolution:
	Number of Members voted through e-voting system	Number of votes casted in favour of the resolution
The second secon	71	1,032,156,433





% of total number of

Number of	Number of votes casted	% of total number of
Members voted	against the resolution	valid votes casted
through e-voting		against the resolution
system		
71	39,233	0.00%

iii. Invalid votes:

Total			Total number of votes casted by members
members	whose	votes	whose votes were declared invalid
were dec	lared inva	lid	,
Nil			Nil

18. Resolution 11(H): Appointment of Shri Arun Balakrishnan (DIN: 00130241) as an Independent Director of the Company (Ordinary Resolution):

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

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,019,452,852	98.77%
		Acceptance of the Control of the Con

ii. Voted against the resolution:

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	12,742,864	1.23%

iii. Invalid votes:

			otal number of			
1		es w	hose votes were	decla	red invali	d ///////////////
were declare	d invalid					
Nil		N:	il			100000
/	*					
1/~/						13 / Se many



19. Resolution 11(I): Appointment of Shri B.B. Tandon (DIN: 00740511) as an Independent Director of the Company (Ordinary Resolution):

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

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,031,995,763	99.98%
	1	

ii. Voted against the resolution:

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	199,953	0.02%

iii. Invalid votes:

members whose votes whose votes were declared invalid	
1	
were declared invalid	
Nil Nil	

20. Resolution 11(J): Appointment of Shri Anand Bordia(DIN: 00679165) as an Independent Director of the Company (Ordinary Resolution):

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

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,032,191,320	100.00%

[1

NEW DELNI

ii. Voted against the resolution:

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	4,396	0.00%



iii. Invalid votes :

Total number of	Total number of votes casted by members
members whose votes	whose votes were declared invalid
were declared invalid	
Nil	Nil

21. Resolution 12: Appointment of Shri Sameer Gaur (DIN: 00009496) as Whole-Time Director of the Company (Ordinary Resolution):

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

Number of Members voted through e-voting	Number of votes casted in favour of the resolution	valid votes casted in favour of the
system 71	1,031,995,288	resolution 99.98%

ii. Voted against the resolution:

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	200,428	0.02%

iii. Invalid votes:

Total members were decl	whose	votes	Total number of votes casted by members whose votes were declared invalid
Nil			Nil
			·

22. Resolution 13: Appointment of Shri Gaurav Jain (DIN: 01102024) as Whole-time Director of the Company for a period of Five years (Ordinary Resolution):

i. Voted in favour of the resolution:

Number of Members voted through e-voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
71	1,031,995,488	99.98%



Number of	Number of votes casted	% of total number of
Members voted	against the resolution	valid votes casted
through e-voting		against the resolution
system		1
71	200,228	0.02%

iii. Invalid votes:

ł .	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

23. Resolution 14: Appointment of Shri Pramod Kumar Aggarwal(DIN: 06899447) as Whole-time Director of the Company for a period of Five years (Ordinary Resolution):

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

Number of Members voted through e-voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
71	1,031,995,488	99.98%

ii. Voted against the resolution:

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	200,228	0.02%

iii. Invalid votes:

	Total number of votes casted by whose votes were declared invalid	members
Nil	Nil	

24. Resolution 15: Alteration in the Articles of the Company (Special Resolution):



WY SECRE

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

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,031,994,423	100.00%

ii. Voted against the resolution:

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	6,036	0.00%

iii. Invalid votes :

?	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

- 25. Resolution 16: Raising of Funds through Qualified institutions Placement (QIP)/ External Commercial Borrowings (ECBs) with rights of Conversion into Shares/ Foreign Currency Convertible Bonds (FCCBs)/American Depository Receipts (ADRs)/Global Depository Receipts (GDRs)/Follow-on Public Offer (FPO)/Optionally or Compulsorily Convertible Preference Shares (OCPS/CCPS) etc:
 - i. Voted in **favour** of the resolution:

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,019,292,307	98.75%

ii. Voted against the resolution:

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution.	
71	12,903,409	1.25%	**E4\



iii. Invalid votes

Total members were decl	whose	votes	Total number of votes casted by members whose votes were declared invalid
Nil			Nil

26.Resolution 17: To make Investments in Subsidiary Company:

i. Voted in favour of the resolution:

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting system		favour of the resolution
71	1,032,180,555	100.00%

ii. Voted against the resolution:

Number of Members voted through e-voting	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
system 71	15,161	0.00%

iii. Invalid votes:

I · · ·	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

27. Resolution 18: Increase in number of Directors:

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



Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of / the
system		resolution * W. *
71	1,032,158,923	100.00%
		The state of the s
		733 AND.

Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	36,793	0.00%

iii. Invalid votes :

	Total number of votes casted by members whose votes were declared invalid
Nil	Nil

28. Resolution 19: Authorization for Issue of Non-Convertible debentures by way of Private Placement:

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

Number of Members voted through e-voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
71	1,027,827,663	99.58%

ii. Voted against the resolution:

Number of	Number of votes casted	% of total number of
Members voted	against the resolution	valid votes casted
through e-voting	1	against the resolution
system		
71	4,368,053	0.42%

iii. Invalid votes :

	Total number of votes casted by whose votes were declared invalid	
Nil	Nil	
		The second second

29. Resolution 20: Creation of Charge/Mortgage on the moveable and/or Immoveable properties of the Company, both present and future in favour of Lenders:

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

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,032,190,580	100.00%

ii. Voted against the resolution:



Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	5,136	0.00%

iii. Invalid votes :

Total	number	of	Total number of votes casted by members
members	whose	votes	whose votes were declared invalid
were decl	ared inva	lid	
Nil			Nil ·

30. Resolution 21: Borrowing Powers of the Board:

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

Number of	Number of votes casted in	% of total number of
Members voted	favour of the resolution	valid votes casted in
through e-voting		favour of the
system		resolution
71	1,032,190,580	100.00%
		31.00

ii. Voted against the resolution:



Number of Members voted through e-voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
71	5,136	0.00%



iii. Invalid votes:

	Total number of votes casted by members whose votes were declared invalid

6. The register, all other papers and relevant records relating to electronics voting will remain in our safe custody until the Chairman considers, approves and sign the Minutes of the aforesaid Annual General Meeting and thereafter the same would be handed over to the company secretary for safe keeping.

Thanking You

36

Ms.Sunita Mathur Practicing Company Secretary Scrutinizer (Membership No. 1743)

Place: NOIDA Date: 19.09.2014 Shri V.K Verma, Practicing Company Secretary Alternate Scrutinizer (Membership No. 1430)



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SCRUTINIZER'S REPORT

(Voting on Poll)

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

To,

The Chairman 7th Annual General Meeting of Equity Shareholders of Jaypee Infratech Limited Held at 10.30 A.M at Jaypee Public School, Sector 128, NOIDA- 201304 U.P

Dear Sir,

We, Sunita Mathur ,Practicing Company Secretary(Membership No.FCS 1743, C.P. No. 741) and Shri V.K Verma, Practicing Company Secretary (Membership No.FCS 1430, C.P.No. 10353) have been appointed as the Scrutinizer and Alternate Scrutinizer respectively by the Board of Directors of Jaypee Infratech Limited ("the Company") pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the Voting by Poll process in a fair and transparent manner and ascertaining the requisite majority on Voting by Poll carried out as per the provisions of the Companies Act, 2013 on the below mentioned Resolution(s), We submit our Report as under:

- 1. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
- 2. The locked Ballot Box was subsequently opened in our presence and in the presence of two persons as the witnesses and Poll papers were diligently scrutinized. The Poll Papers were reconciled with the records maintained by the Company and the authorization/ proxies lodged with the Company;
- 3. The poll paper, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately. Or we did not find any poll papers invalid.
- 4. The Shareholders holding Shares as on the "cut-off" date i.e. 14th August, 2014 were entitled to vote on the proposed Resolutions (Item no.1 to 21as set out in the Notice dated 26th July, 2014 of 7th AGM of Jaypee Infratech Limited);
- 5. We have duly examined the Register of Members, specimen signatures of the members, Attendance Register and Register of Proxies;
- 6. We had arranged for the Polling Papers in Form No. MGT-12 and distributed them to the members/ proxies present at the Annual General Meeting;
- 7. We have kept the record of the Polling Papers received in response to the Poll, by initialing it.

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Page 1 of 21

- 8. We have counted the votes cast on Poll and have prepared this Report, addressed to the Chairman, stating votes in favour, against the Resolutions and invalid votes.
- **9**. The Result of the poll is as under.
 - A. Resolution No. 1- Adoption of Balance Sheet, as at 31st March, 2014, Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution):
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast	
<u>proxy)</u> 130	420234	77.32	***************************************

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)	123242	22,68

(iii) Invalid Votes:

(in person or by proxy) whose votes were	Total numbers of votes cast by them
declared invalid	
10	43102

- B. Resolution 2:- Re-appointment of Shri Sameer Gaur (DIN: 00009496), who retires by rotation (Ordinary Resolution):
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)	543596	100





Page 2 of 21

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)	0	0

(iii) Invalid Votes:

***************************************	(In person or by proxy) whose votes were	Total numbers of votes cast by them	
Name of the last o	declared invalid 7	42982	

- C. Resolution 3:- Re-appointment of Shri Sachin Gaur (DIN: 00387718), who retires by rotation (Ordinary Resolution):
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
133	532586	100	

(ii) Voted against the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast	
proxy)	0	0	

(iii) Invalid Votes:

(in person or by proxy) whose votes were	Total numbers of votes cast by them	
declared invalid		
8	53992	





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- D. Resolution 4:- Re-appointment of Shri Har Prasad (DIN: 00104488), who retires by rotation (Ordinary Resolution):
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
ρ rox γ) 133	543486	100

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast	
proxy) 0	0	0	

(iii) Invalid Votes:

(in person or by proxy) Whose votes were	Total numbers of votes cast by them	
declared invalid		
8	43092	
	1	į

- E. Resolution 5:- Appointment of M/s. R. Nagpal Associates, Chartered Accountants (Firm Regn. No. 002626N) as Statutory Auditors till the conclusion of 10th Annual General Meeting & Fixing their Remuneration (Ordinary Resolution)
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 131	419844	77.31



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Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 1	123242	22.69

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them	
decialed invalid		
9	43492	

F. Resolution 6:- Ratification of the Appointment of the Cost Auditor (Ordinary Resolution):

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)	420244	77.32

(ii) Voted against the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 1	123242	22.68

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
8	43092

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G. Resolution 7:- Appointment of Shri Arun Balakrishnan (DIN: 00130241) as Director of the Company (Ordinary Resolution):

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
133	543486	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total number of members (In person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
8	43092

H. Resolution 8:- Appointment of Shri K P Nair(DIN: 02611496) as Nominee Director of the Company (Ordinary Resolution):

[As per the announcement made at the AGM, the resolution no. 8 was dropped as the nomination of Shri K .P Nair was withdrawn by IDBI vide their letter dated 26.08.2014. Intimation was received after the issuance of the notice by the Company. Hence polling for this item was not done.]

(i) Voted in favour of the Resolution:

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

(i) Voted against the Resolution:

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Page 6 of **21**

Number of members present and voting (In person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NŢL	NIL

(ii) Invalid Votes:

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

I. Resolution 9:- Appointment of Shri Gaurav Jain (DIN: 01102024) as Director of the Company (Ordinary Resolution)::

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
130	542086	100

(ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	Ó	0

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
11	44492



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- J. Resolution 10:- Appointment of Shri Pramod Kumar Aggarwal (DIN: 06899447) as Director of the Company (Ordinary Resolution):
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
131	418794	77.26

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	123242	22,74

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
ġ	44542

K. Resolution 11(A):- Appointment of Shri M J Subbaiah (DIN: 00044799) as an Independent Director of the Company (Ordinary Resolution):

[As per the announcement made at the AGM, the resolution no.11(A) was dropped as Shri M.J Subbaiah had tendered his resignation vide his letter dated 01.09.2014. Intimation was received after the issuance of the notice by the Company. Hence polling for this item was not done.]

(i) Voted in favour of the Resolution:

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

(ii) Voted against the Resolution:

,			
-	Number of	Number of vote	s 1% of total
- 3	191111111111111111111111111111111111111	I MULLIDES OF ACTE	S 170 OLEOTAL I



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members present and voting (in person or by proxy)	cast by them	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 numbers of votes cast by them
NIL	NIL

- L. Resolution 11(B): Appointment of Shri Raj Narain Bhardwaj (DIN: 01571764) as an Independent Director of the Company (Ordinary Resolution):
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
131	531686	100

(ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) Invalid Votes:

Total number of members (In person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
10	54892



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- M. Resolution 11(C):Appointment of Shri B.K. Goswami (DIN: 00003782) as an Independent Director of the Company (Ordinary Resolution):
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 129	396094	76.27

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)	123242	23.73

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
11	67242

- N. Resolution 11(D): Appointment of Dr.B Samal (DIN: 00007256) as an Independent Director of the Company (Ordinary Resolution):
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 131	531486	100

(ii) Voted against the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 0	0	o

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(iii) Invalid Votes:

(in person or by proxy) whose votes were	Total numbers of votes cast by them
declared invalid	
10	55092

- O. Resolution 11(E): Appointment of Dr.Ramesh Chandra Vaish(DIN: 01068196) as an Independent Director of the Company (Ordinary Resolution):
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
132	531886	100

(ii) Voted against the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 0	0	0

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them	
9	54692	

- P. Resolution 11(F): Appointment of Shri S Balasubramanian(DIN: 02849971) as an Independent Director of the Company (Ordinary Resolution):
 - (i) Voted in favour of the Resolution:

	cast by them	% of total number of valid votes cast
--	--------------	---





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person or by proxy)		
129	397244	76.32

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	123242	23.68

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
11	66092

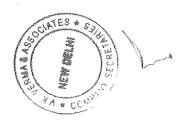
Q. Resolution 11(G): Appointment of Shri S.C. Gupta(DIN: 01127801) as an Independent Director of the Company (Ordinary Resolution):

(I) Voted in favour of the Resolution:

Number of members present and voting (In person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 131	408644	76.83

(ii) Voted against the Resolution

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 1	123242	23.17



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(iii) Invalid Votes:

(in person or by proxy) whose votes were	Total numbers of votes cast by them
declared invalid	
9	54692

- R. Resolution 11(H): Appointment of Shri Arun Balakrishnan (DIN: 00130241) as an Independent Director of the Company (Ordinary Resolution):
- (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 131	520886	100

(ii) Voted against the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 0	O	0

(iii) Invalid Votes

	Total numbers of votes cast by them	Charles and Company of the Company o
10	65692	

- S. Resolution 11(I): Appointment of Shri B.B. Tandon (DIN: 00740511) as an Independent Director of the Company (Ordinary Resolution):
- (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
130	408244	76.81



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mer and pers	nber of nbers present voting (in son or by	Number of votes cast by them	% of total number of valid votes cast
prox	1	123242	23.19

(iii) Invalid Votes:

"Commence of the Commence of t	Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them	TOTAL PROPERTY OF THE PROPERTY OF THE PARTY
***************************************	10	55092	

T. Resolution 11(J): Appointment of Shri Anand Bordia(DIN: 00679165) as an Independent Director of the Company (Ordinary Resolution):

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
 <u>proxy</u>) 130	408244	76.81

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

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)	123242	23.19

(iii) Invalid Votes:

	Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them	
	10	√ 55092	
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- U. Resolution 12: Appointment of Shri Sameer Gaur (DIN: 00009496) as Whole-Time Director of the Company (Ordinary Resolution):
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 132	420244	77.32

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)	123242	22.68

(III) Invalid Votes:

Anthone and an	(in person or by proxy) whose votes were	Total numbers of votes cast by them	
1	declared invalid		
	8	43092	i

- V. Resolution 13: Appointment of Shri Gaurav Jain (DIN: 01102024) as Whole-time Director of the Company for a period of Five years (Ordinary Resolution):
- (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast	
132 proxy)	543086	100	

(ii) Voted against the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
o broxy)	0	n

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(iii) Invalid Votes:

43492

- W. Resolution 14: Appointment of Shri Pramod Kumar Aggarwal(DIN: 06899447) as Whole-time Director of the Company for a period of Five years (Ordinary Resolution):
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
<u>proxy)</u> 133	543486	100

(II) Voted against the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 0	O	0

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
8	43092

- X. Resolution 15: Alteration in the Articles of the Company (Special Resolution):
 - (i) Voted in favour of the Resolution:

Number of members present	3	% of total number of valid
and voting (in	cast by them	votes cast



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person or by proxy)		Appropriate to the control of the co	
132	420244	77.32	

	Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
and other transfer	proxy) 1	123242	22.68

(iii) Invalid Votes:

(in person or by proxy) whose votes were	Total numbers of votes cast by them	
declared invalid		
8	43092	
	(in person or by proxy)	whose votes were declared invalid

- Y. Resolution 16: Raising of Funds through Qualified institutions Placement (QIP)/ External Commercial Borrowings (ECBs) with rights of Conversion into Shares/ Foreign Currency Convertible Bonds (FCCBs)/American Depository Receipts (ADRs)/Global Depository Receipts (GDRs)/Follow-on Public Offer (FPO)/Optionally or Compulsorily Convertible Preference Shares (OCPS/CCPS) etc:
 - (i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 130 -	532081	100

(ii) Voted against the Resolution

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)	5	0.00

(iii) Invalid Votes:

Total number of members | Total numbers of votes cast by (in person or by proxy) | them





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whose votes were declared invalid	
10	54492

Z. Resolution 17: To make Investments in Subsidiary Company:

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast	***************************************
proxy) 130	419839	77.31	

(ii) Voted against the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast	
proxy) 2	123247	22.69	

(III) Invalid Votes:

(in person or by proxy) whose votes were	Total numbers of votes cast by them	
declared invalid		
9	43492	
1		

AA. Resolution 18: Increase in number of Directors:

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast	
proxy) 131	542864	99.89	

(ii) Voted against the Resolution:

Number of	Number of votes	% of total
		number of valid votes cast
person or by		



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ргоху)	,	
2	622	0.11

(iii) Invalid Votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them	
8	43092	

BB. Resolution 19: Authorization for Issue of Non-Convertible debentures by way of Private Placement:

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy) 132	543264	99.96

(II) Voted against the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast
proxy)	222	0.04

(iii) Invalid Votes:

(in person or by proxy) whose votes were	Total numbers of votes cast by them
declared invalid	
8	43092

CC. Resolution 20: Creation of Charge/Mortgage on the moveable and/or Immoveable properties of the Company, both present and future in favour of Lenders:

(i) Voted in favour of the Resolution:

Number of Number of votes % of total numbers present cast by them number of valid





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and voting (in person or by		votes cast	
proxy) 133	543486	100	

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast	
proxy) O	0	0	

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
8	43092

DD. Resolution 21: Borrowing Powers of the Board:

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast	Address of the Spirit of the S
proxy) 128	541432	100	

(ii) Voted against the Resolution:

Number of members present and voting (in person or by	Number of votes cast by them	% of total number of valid votes cast	Marie and Process and assessment of the Paris of the Pari
proxy) O	0	Ö	44 A A A A A A A A A A A A A A A A A A

(iii) Invalid Votes:

(In person or by proxy) whose votes were	Total numbers of votes cast by them
declared invalid	** Principle
13	45146



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(iv) All records relating to electronic voting 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 Chairman.

Thanking You,

Yours faithfully

Ms.Sunita Mathur Practicing Company Secretary

Scrutinizer

Place: NOIDA Date: 19.09.2014

(Membership No. 1743)

Shri V.K Verma,

Practicing Company Secretary

Alternate Scrutinizer Membership No. 1430)

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