

**CENTURY**  
**Textiles and Industries**  
**Limited**

REGD. OFFICE : "CENTURY BHAVAN", DR. ANNIE BESANT ROAD, WORLI, MUMBAI-400 030. INDIA.  
TEL.: +91-22-2495 7000 FAX : +91-22-2430 9491, +91-22-2436 1980  
E-Mail: centextho@centurytext.com Website: www.centurytextind.com  
CIN-L17120MH1897PLC000163

OUR REF. : SH/287/279/2017

10.08.2017

**BY HAND DELIVERY /COURIER**

1. BSE Ltd.,  
Phiroze Jeejebhoy Towers,  
Dalal Street,  
Mumbai-400 001
  
2. National Stock Exchange of India Ltd.  
"Exchange Plaza" 5<sup>th</sup> Floor,  
Bandra Kurla Complex,  
Bandra (East), Mumbai 400 051

Dear Sir,

Sub: Voting Result of 120<sup>th</sup> Annual General Meeting  
Pursuant to Regulation 44(3) of SEBI (Listing Obligations  
and Disclosure Requirements), Regulations, 2015

Further to our letter dated 9<sup>th</sup> August, 2017, this is to inform that the 120<sup>th</sup> Annual General Meeting (AGM) of the shareholders of the Company was held on 9<sup>th</sup> August, 2017 at 2.30 P.M. at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Sayani Road, Prabhadevi, Mumbai – 400 025 and all the items of business contained in the Notice dated 20<sup>th</sup> June, 2017 were approved by the Members with requisite majority. The details of the voting results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 is enclosed herewith in the prescribed format. A copy of scrutinizer's report is also enclosed for your reference and record.

Thanking you,

Yours faithfully,  
for Century Textiles and Industries Ltd.

  
\_\_\_\_\_  
Company Secretary.

Encl: as above



# CENTURY Textiles and Industries Limited

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OUR REF. :

## VOTING RESULTS

[Pursuant to Regulation 44(3) of Securities and Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of AGM	:	9 <sup>th</sup> August, 2017
Total Number of Shareholders on cut-off date (record date)	:	64,331
No. of shareholders present in the meeting either in person or through proxy	:	128
Promoters and Promoter Group	:	8
Public	:	120
No. of shareholders attended the meeting through Video Conferencing	:	-
Promoters and Promoter Group	:	N.A
Public	:	N.A.

### Details of the Agenda

Item Nos. of AGM Notice dated 20.6.2017	Brief Particulars of Resolution	Type of Resolution	Mode of Voting
1	Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors.	Ordinary	Remote E-voting & voting at AGM venue by electronic means
2	Declaration of Dividend on Equity Shares.	Ordinary	-do-
3	Re-appointment of Smt. Rajashree Birla, who retires by rotation.	Ordinary	-do-

Contd...2/-



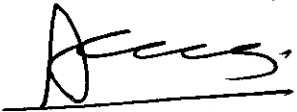

: 2 :

4	Ratification of appointment of S R B C & CO LLP, Chartered Accountants as Statutory Auditors and fixing their remuneration.	Ordinary	-do-
5	Special resolution for approval of offer or invitation to subscribe to Non-Convertible Debentures on private placement.	Special	-do-
6	Approval of the Remuneration of the Cost Auditors.	Ordinary	-do-
7	Special resolution for approval for payment of commission to Non-whole-time Directors.	Special	-do-
8	Approval for change in category of some persons from 'promoter' to 'public'.	Ordinary	-do-

In case of Poll/Postal ballot/E-voting :

5<sup>th</sup> August, 2017 (9.00 A.M.) to  
8<sup>th</sup> August, 2017 (5.00 P.M.)

For Century Textiles and Industries Ltd.,

  
\_\_\_\_\_  
Company Secretary  


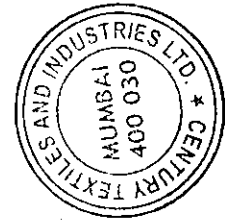
Dated : 10.08.2017

## Century Textiles And Industries Limited

1 - Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors.

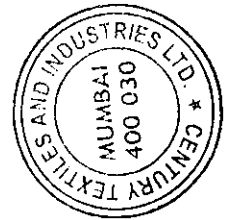
Resolution Required : (Ordinary)  
Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={{[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={{[4]/[2]}*100	% of Votes against on votes polled [7]={{[5]/[2]}*100
Promoter and Promoter Group	E-Voting		53159870	99.6622	53159870	0	100.0000	0.0000
	Poll		172000	0.3225	172000	0	100.0000	0.0000
	Postal Ballot	53340040	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>53331870</b>	<b>99.9847</b>	<b>53331870</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		18640275	65.4084	18640275	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	28498310	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>18640275</b>	<b>65.4084</b>	<b>18640275</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		2773497	9.2892	2773451	46	99.9983	0.0017
	Poll		944	0.0032	944	0	100.0000	0.0000
	Postal Ballot	29857330	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2774441</b>	<b>9.2924</b>	<b>2774395</b>	<b>46</b>	<b>99.9983</b>	<b>0.0017</b>
<b>Total</b>		<b>111695680</b>	<b>74746586</b>	<b>66.9199</b>	<b>74746540</b>	<b>46</b>	<b>99.9999</b>	<b>0.0001</b>



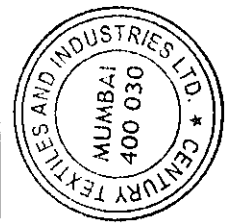
## Century Textiles And Industries Limited

2 - Declaration of Dividend on Equity Shares.									
Resolution Required : (Ordinary)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100	
Promoter and Promoter Group	E-Voting		53159870	99.6622	53159870	0	100.0000	0.0000	
	Poll		172000	0.3225	172000	0	100.0000	0.0000	
	Postal Ballot	53340040	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>53331870</b>	<b>99.9847</b>	<b>53331870</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		22032445	77.3114	22032445	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	28498310	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>22032445</b>	<b>77.3114</b>	<b>22032445</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		2773497	9.2892	2773482	15	99.9995	0.0005	
	Poll		944	0.0032	944	0	100.0000	0.0000	
	Postal Ballot	29857330	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>2774441</b>	<b>9.2924</b>	<b>2774426</b>	<b>15</b>	<b>99.9995</b>	<b>0.0005</b>	<b>0.0005</b>
<b>Total</b>		<b>111695680</b>	<b>78138756</b>	<b>69.9568</b>	<b>78138741</b>	<b>15</b>	<b>100.0000</b>	<b>0.0000</b>	



## Century Textiles And Industries Limited

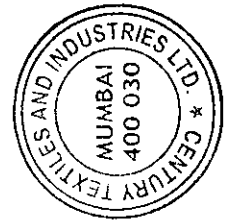
Resolution Required : (Ordinary)		3 - Re-appointment of Smt. Rajashree Birla, who retires by rotation.									
Whether promoter/ promoter group are interested in the agenda/resolution?											
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100			
Promoter and Promoter Group	E-Voting		53159870	99.6622	53159870	0	100.0000	0.0000			
	Poll		172000	0.3225	172000	0	100.0000	0.0000			
	Postal Ballot	53340040	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>53331870</b>	<b>99.9847</b>	<b>53331870</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public Institutions	E-Voting		21495095	75.4259	20097539	1397556	93.4983	6.5017			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	28498310	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>21495095</b>	<b>75.4259</b>	<b>20097539</b>	<b>1397556</b>	<b>93.4983</b>	<b>6.5017</b>			
Public Non Institutions	E-Voting		2773477	9.2891	2772470	1007	99.9637	0.0363			
	Poll		944	0.0032	944	0	100.0000	0.0000			
	Postal Ballot	29857330	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>2774421</b>	<b>9.2923</b>	<b>2773414</b>	<b>1007</b>	<b>99.9637</b>	<b>0.0363</b>			
<b>Total</b>		<b>111695680</b>	<b>77601386</b>	<b>69.4757</b>	<b>76202823</b>	<b>1398563</b>	<b>98.1978</b>	<b>1.8022</b>			



## Century Textiles And Industries Limited

4 - Ratification of appointment of S R B C & Co. LLP., Chartered Accountants as Statutory Auditors and fixing their remuneration.

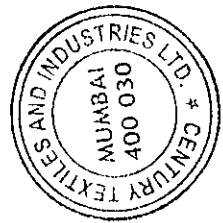
Resolution Required : (Ordinary)		Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100			
Promoter and Promoter Group	E-Voting		53159870	99.6622	53159870	0	100.0000	0.0000			
	Poll		172000	0.3225	172000	0	100.0000	0.0000			
	Postal Ballot	53340040	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>53331870</b>	<b>99.9847</b>	<b>53331870</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public Institutions	E-Voting		22032445	77.3114	22032445	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	28498310	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>22032445</b>	<b>77.3114</b>	<b>22032445</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public Non Institutions	E-Voting		2773376	9.2888	2772446	930	99.9665	0.0335			
	Poll		944	0.0032	944	0	100.0000	0.0000			
	Postal Ballot	29857330	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>2774320</b>	<b>9.2920</b>	<b>2773390</b>	<b>930</b>	<b>99.9665</b>	<b>0.0335</b>			
<b>Total</b>		<b>111695680</b>	<b>78138635</b>	<b>69.9567</b>	<b>78137705</b>	<b>930</b>	<b>99.9988</b>	<b>0.0012</b>			



## Century Textiles And Industries Limited

5 - Special resolution for approval of offer or invitation to subscribe to Non-Convertible Debentures on private placement.

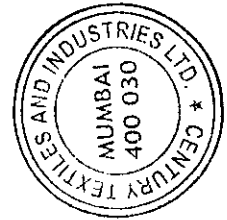
Resolution Required : (Special)		Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]=([2]/[1])*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100			
Promoter and Promoter Group	E-Voting	53340040	53159870	99.6622	53159870	0	100.0000	0.0000			
	Poll		172000	0.3225	172000	0	100.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>53331870</b>	<b>99.9847</b>	<b>53331870</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public Institutions	E-Voting	28498310	22015103	77.2506	21837371	177732	99.1927	0.8073			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>22015103</b>	<b>77.2506</b>	<b>21837371</b>	<b>177732</b>	<b>99.1927</b>	<b>0.8073</b>			
Public Non Institutions	E-Voting	29857330	2773472	9.2891	2773272	200	99.9928	0.0072			
	Poll		944	0.0032	944	0	100.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>2774416</b>	<b>9.2923</b>	<b>2774216</b>	<b>200</b>	<b>99.9928</b>	<b>0.0072</b>			
<b>Total</b>		<b>111695680</b>	<b>78121389</b>	<b>69.9413</b>	<b>77943457</b>	<b>177932</b>	<b>99.7722</b>	<b>0.2278</b>			





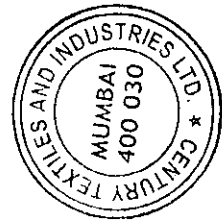
## Century Textiles And Industries Limited

Resolution Required : (Ordinary)		6 - Approval of the Remuneration of the Cost Auditors.									
Whether promoter/ promoter group are interested in the agenda/resolution?											
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]}*100$	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]}*100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]}*100$			
Promoter and Promoter Group	E-Voting		53159870	99.6622	53159870	0	100.0000	0.0000			
	Poll		172000	0.3225	172000	0	100.0000	0.0000			
	Postal Ballot	53340040	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>53331870</b>	<b>99.9847</b>	<b>53331870</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public Institutions	E-Voting		22032445	77.3114	22032445	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	28498310	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>22032445</b>	<b>77.3114</b>	<b>22032445</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public Non Institutions	E-Voting		2773442	9.2890	2772586	856	99.9691	0.0309			
	Poll		944	0.0032	944	0	100.0000	0.0000			
	Postal Ballot	29857330	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>2774386</b>	<b>9.2922</b>	<b>2773530</b>	<b>856</b>	<b>99.9691</b>	<b>0.0309</b>			
<b>Total</b>		<b>111695680</b>	<b>78138701</b>	<b>69.9568</b>	<b>78137845</b>	<b>856</b>	<b>99.9989</b>	<b>0.0011</b>			



## Century Textiles And Industries Limited

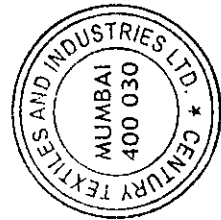
7 - Special resolution for approval for payment of commission to Non-whole-time Directors.									
Resolution Required : (Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={(2)/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]={(4)/[2]}*100	% of Votes against on votes polled [7]={(5)/[2]}*100	
Promoter and Promoter Group	E-Voting		53159870	99.6622	53159870	0	100.0000	0.0000	
	Poll		172000	0.3225	172000	0	100.0000	0.0000	
	Postal Ballot	53340040	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>53331870</b>	<b>99.9847</b>	<b>53331870</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		21495095	75.4259	21495095	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	28498310	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>21495095</b>	<b>75.4259</b>	<b>21495095</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		2773477	9.2891	2772133	1344	99.9515	0.0485	
	Poll		944	0.0032	944	0	100.0000	0.0000	
	Postal Ballot	29857330	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>2774421</b>	<b>9.2923</b>	<b>2773077</b>	<b>1344</b>	<b>99.9516</b>	<b>0.0484</b>	<b>0.0017</b>
<b>Total</b>		<b>111695680</b>	<b>77601386</b>	<b>69.4757</b>	<b>77600042</b>	<b>1344</b>	<b>99.9983</b>	<b>0.0017</b>	



## Century Textiles And Industries Limited

8 - Approval for change in category of some persons from 'promoter' to 'public'.

Resolution Required : (Ordinary)		Whether promoter/ promoter group are interested in the agenda/resolution?							
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100	
Promoter and Promoter Group	E-Voting		53159870	99.6622	53159870	0	100.0000	0.0000	
	Poll		172000	0.3225	172000	0	100.0000	0.0000	
	Postal Ballot	53340040	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>53331870</b>	<b>99.9847</b>	<b>53331870</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public Institutions	E-Voting		22032445	77.3114	22032445	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	28498310	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>22032445</b>	<b>77.3114</b>	<b>22032445</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public Non Institutions	E-Voting		2773477	9.2891	2773365	112	99.9960	0.0040	
	Poll		944	0.0032	944	0	100.0000	0.0000	
	Postal Ballot	29857330	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>		<b>2774421</b>	<b>9.2923</b>	<b>2774309</b>	<b>112</b>	<b>99.9960</b>	<b>0.0040</b>	
<b>Total</b>		<b>111695680</b>	<b>78138736</b>	<b>69.9568</b>	<b>78138624</b>	<b>112</b>	<b>99.9999</b>	<b>0.0001</b>	



To,  
The Chairman of the meeting,  
Century Textiles and Industries Limited,  
Century Bhavan,  
Dr. Annie Besant Road,  
Worli,  
Mumbai - 400030

Dear Sir,

Sub: 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 the Companies (Management and Administration) Rules, 2014, as amended.

1. I, Gagan B. Gagrani, Practicing Company Secretary, has been appointed as the Scrutinizer by the Board of Directors of the company, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to scrutinize the electronic voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out for the below mentioned resolutions as set out in the Notice dated 20<sup>th</sup> June, 2017 of the 120<sup>th</sup> Annual General Meeting of the shareholders of the company held on Wednesday, the 9<sup>th</sup> August, 2017.
2. As required under Section 101 and 108 of the Act, Notice dated 20<sup>th</sup> June, 2017 along with Explanatory Statement under Section 102 of the Act was sent to the shareholders in respect of the 120<sup>th</sup> Annual General Meeting of the Company. The shareholders holding shares as on the cut-off date (record date) i.e. 2<sup>nd</sup> August, 2017 were entitled to vote on the proposed resolutions on item no. 1 to 8 as set out in the notice of the Annual General Meeting of the company.
3. The company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by shareholders of the company. The remote e-voting period commenced on 5<sup>th</sup> August, 2017 at 9.00 a.m. and ended on 8<sup>th</sup> August, 2017 at 5.00 p.m. and the NSDL e-voting platform was blocked thereafter.
4. The e-voting at the venue of the Annual General Meeting held on 9<sup>th</sup> August, 2017 was conducted at the venue of the AGM Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Sayani Road, Prabhadevi, Mumbai – 400025.
5. The votes were unblocked on 9<sup>th</sup> August, 2017 in the presence of two witnesses who are not in the employment of the company.
6. I have scrutinized and reviewed the voting through electronic means and votes tendered therein and maintained Register in which necessary entries have been made in accordance with the above rules.

Gg

I now submit my Report as under on the result of the voting through electronic means (remote e-voting as well as e-voting at the venue of the Annual General Meeting) in respect of the said Resolutions:

**Resolution No. 1: Ordinary Resolution:** To receive, consider and adopt the financial statements of the company including the Audited Balance Sheet as at 31<sup>st</sup> March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and the Auditors of the company.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	232	74573596	100.00	2	46	0.00	-	-
V e-vote	29	172944	100.00	-	-	-	-	-
Total	261	74746540	100.00	2	46	0.00	-	-

(R e-vote is Remote e-voting and V e-vote is e-voting at Venue of the AGM)

**Resolution No. 2: Ordinary Resolution:** To declare dividend on Equity Shares for the year ended 31<sup>st</sup> March, 2017.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	245	77965797	100.00	2	15	0.00	-	-
V e-vote	29	172944	100.00	-	-	-	-	-
Total	274	78138741	100.00	2	15	0.00	-	-

**Resolution No. 3: Ordinary Resolution:** To appoint a Director in place of Smt. Rajashree Birla (holding DIN 00022995) who retires from office by rotation, being eligible, offers herself for re-election.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	210	76029879	98.19	34	1398563	1.81	-	-
V e-vote	29	172944	100.00	-	-	-	-	-
Total	239	76202823	98.20	34	1398563	1.80	-	-

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**Resolution No. 4: Ordinary Resolution:** To ratify appointment of S R B C & CO LLP, Chartered Accountants holding office from the conclusion of 119<sup>th</sup> Annual General Meeting until the conclusion of the 124<sup>th</sup> Annual General Meeting of the Company to be held in the calendar year 2021 as Auditors of the Company and to approve payment of their remuneration.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	238	77964761	100.00	5	930	0.00	-	-
V e-vote	29	172944	100.00	-	-	-	-	-
Total	267	78137705	100.00	5	930	0.00	-	-

**Resolution No. 5 : Special Resolution:** To accord approval of the Company to the Board of Directors for making offer(s) or invitation(s) to subscribe to Non-Convertible Debentures on a private placement basis during a period of one year from the date of this Annual General Meeting within the overall borrowing limits approved by the members from time to time.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	226	77770513	99.77	18	177932	0.23	-	-
V e-vote	29	172944	100.00	-	-	-	-	-
Total	255	77943457	99.77	18	177932	0.23	-	-

**Resolution No. 6 : Ordinary Resolution:** To approve remuneration payable to the Cost Auditors M/s. R. Nanabhoy & Co., and M/s. M. R. Dudani & Co. appointed by the Board of Directors of the Company to conduct the cost audit for the financial Year ending 31st March, 2018.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	238	77964901	100.00	6	856	0.00	-	-
V e-vote	29	172944	100.00	-	-	-	-	-
Total	267	78137845	100.00	6	856	0.00	-	-

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**Resolution No. 7 : Special Resolution:** To approve the payment of remuneration by way of commission to Non-Whole-time Directors of the Company.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	227	77427098	100.00	17	1344	0.00	-	-
V e-vote	29	172944	100.00	-	-	-	-	-
Total	256	77600042	100.00	17	1344	0.00	-	-

**Resolution No. 8: Ordinary Resolution:** To approve re-classification of the promoters of the company whereby some specific persons who are neither involved in the management nor hold any controlling stake in the company be reclassified from 'Promoter Category' to 'Public Category'.

	In Favour of the Resolution			Against the Resolution			Invalid Votes	
	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares / e- votes	% of Shares/ e-votes received	No. of Share holders	No. of Shares/ e- votes
R e-vote	240	77965680	100.00	6	112	0.00	-	-
V e-vote	29	172944	100.00	-	-	-	-	-
Total	269	78138624	100.00	6	112	0.00	-	-

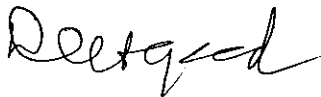
7. The results of the aforesaid e-voting for the Resolutions No.1 to 8 as set out in Notice dated 20.06.2017 may accordingly be declared by the Chairman of the meeting.

Thanking you.

Place: Mumbai  
Dated: August 09, 2017



Gagan B. Gagrani  
Practicing Company Secretary  
M. No. FCS: 1772  
CP No. : 1388



Shri D.K. Agrawal wholetime Director,  
authorized by the Chairman of the meeting