

26 September 2015

Department of Corporate Services  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai-400001.  
STOCK CODE: 534076

Department of Corporate Services  
National Stock Exchange of India Ltd.  
Exchange Plaza  
Bandra Kurla Complex  
Bandra (East), Mumbai  
STOCK CODE: ORIENTREF

**National Securities Depository Limited**

Trade World – A Wing,  
Kamala Mills Compound  
Lower Parel,  
Mumbai-400013  
EVEN - 102842

Dear Sirs

**Sub.- Clause 35 A of the Listing Agreement - Details of voting results at the 5<sup>th</sup> Annual General Meeting of the Company**

Pursuant to Clause 35 A of the Listing Agreement, we are submitting herewith the details regarding the voting results of the business transacted at the Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Thursday, 24 September, 2015 at 11.30 a.m. at "Modi Hall", PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi-110016, India, in the prescribed format showing the results of voting.

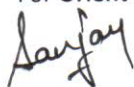
Further, we are also enclosing the Consolidated Report of the Scrutinizer on e-voting, physical ballot forms and voting at the AGM through ballot form.

The above are also uploaded on the Company's web site.

We request you to note the above and acknowledge the receipt of this letter.

Thanking you

Yours faithfully,  
For Orient Refractories Limited



Sanjay Kumar  
Company Secretary  
[ACS-17021]  
Encl: As above.



**Works :**

SP-148 A & B, RIICO Industrial Area,  
Bhiwadi 301019  
Dist. Alwar, Rajasthan, India  
Phone : +91-1493-222266, 67, 68  
Fax : +91-1493-222269, 220048  
Email : [bhiwadi@orlindia.com](mailto:bhiwadi@orlindia.com)

**Registered Office :**

804-A, Chiranjiv Tower,  
43 Nehru Place,  
New Delhi-110019 (India)  
Web. : [www.orientrefractories.com](http://www.orientrefractories.com)  
E-mail : [ho@orlindia.com](mailto:ho@orlindia.com)  
CIN No.: L28113DL2010PLC210819

**Details of voting results**

Sr. No.	Particulars	Details
1.	<b>Date of the AGM/EGM</b>	Annual General Meeting- 24 September, 2015
2.	<b>Total number of shareholders on record date</b>	As of cut-off date i.e. 18 September, 2015- 11,170
3.	<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	0 69
4.	<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters and Promoter Group: Public:	<b>Not Arranged</b>

**Agenda-wise**

Item No.	Agenda	Resolution required (Ordinary/Special)	Mode of Voting (Show of hands/ Poll/Postal ballot/ E-voting)	Remarks
1.	To receive, consider and adopt the financial statements of the Company for the year ended 31 March, 2015, including the audited balance sheet as at 31 March, 2015, the statement of profit and loss for the year ended on that date and the reports of the board of directors and auditors' thereon.	Ordinary	e-voting, Physical ballot and voting at the meeting through ballot paper	Passed with requisite majority
2.	To declare a dividend on equity shares	Ordinary		
3.	To appoint a director in place of Mr. Parmod Sagar (DIN-06500871), who retires by rotation and, being eligible, seeks reappointment.	Ordinary		
4.	To ratify the appointment of auditors of the Company, and to fix their remuneration	Ordinary		
5.	To appoint Dr. Vijay Sharma (DIN-0880113) as an independent director	Ordinary		
6.	To appoint Mr. Rama Shanker Bajoria (DIN-033727) as an independent director	Special		
7.	To appoint Mr. Erwin Jankovits (DIN 07089589) as a director of the Company	Ordinary		
8.	To approve the remuneration of the cost auditors for the financial year ending 31 March, 2016	Ordinary		
9.	To ratify agreement for supply of raw materials with Orient Abrasives Limited	Ordinary		



**Adoption of financial statements****Details of agenda**

To receive, consider and adopt the financial statements of the Company for the year ended 31 March, 2015, including the audited balance sheet as at 31 March, 2015, the statement of profit and loss for the year ended on that date and the reports of the board of directors ('the board') and auditors' thereon.

**Resolution required**

Ordinary Resolution

**Mode of voting**

E-voting, physical ballot forms and voting at the AGM through ballot form

Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes polled on outstanding 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	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter	83637771	83637771	100.00	83637771	0	100.00	0.00
Public-Institutional holders	3833953	3833953	100.00	3833953	0	100.00	0.00
Public-Others	618141	618141	100.00	618141	0	100.00	0.00
<b>Total</b>	<b>88089865</b>	<b>88089865</b>	<b>100.00</b>	<b>88089865</b>	<b>0</b>	<b>100.00</b>	<b>0</b>





**Details of agenda** Declaration of dividend  
To declare a dividend on equity shares.

**Resolution required** Ordinary Resolution

**Mode of voting** E-voting, physical ballot forms and voting at the AGM through ballot form

Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes polled on outstanding 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	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter	83637771	83637771	100.00	83637771	0	100.00	0.00
Public-Institutional holders	6405385	6405385	100.00	6405385	0	100.00	0.00
Public-Others	618141	618141	100.00	618141	0	100.00	0.00
<b>Total</b>	<b>90661297</b>	<b>90661297</b>	<b>100.00</b>	<b>90661297</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



**Details of agenda**                      **Appointment of director**  
To appoint a director in place of Mr. Parmod Sagar (DIN-06500871), who retires by rotation and, being eligible, seeks reappointment.

**Resolution required**                      Ordinary Resolution

**Mode of voting**                              E-voting, physical ballot forms and voting at the AGM through ballot form

Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes polled on outstanding 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	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter	83637771	83637771	100.00	83637771	0	100.00	0.00
Public-Institutional holders	6405385	6405385	100.00	6405385	0	100.00	0.00
Public-Others	618141	618141	100.00	618141	0	100.00	0.00
<b>Total</b>	<b>90661297</b>	<b>90661297</b>	<b>100.00</b>	<b>90661297</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



To ratify the appointment of auditors of the Company, and to fix their remuneration and to pass the following resolution as an ordinary resolution thereof:

## Details of agenda

“RESOLVED THAT, pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the rules made there under, pursuant to the recommendations of the audit committee of the board of directors, and pursuant to the resolution passed by the members at the AGM held on 26 September, 2014, the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants,(Firm Registration No.- 015125N) as the auditors of the Company to hold office till the conclusion of the AGM to be held in the calendar year 2019 be and is hereby ratified and that the board of directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending 31 March, 2016 as may be determined by the audit committee in consultation with the auditors, and reasonable out-of-pocket expenses actually incurred by them in connection with the audit of the accounts of the Company.”

## Resolution required

Ordinary Resolution

## Mode of voting

E-voting, physical ballot forms and voting at the AGM through ballot form

Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes polled on outstanding 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	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter	83637771	83637771	100.00	83637771	0	100.00	0.00
Public-Institutional holders	6405385	6405385	100.00	6405385	0	100.00	0.00
Public-Others	618141	618141	100.00	618141	0	100.00	0.00
<b>Total</b>	<b>90661297</b>	<b>90661297</b>	<b>100.00</b>	<b>90661297</b>	<b>0</b>	<b>100.00</b>	<b>0</b>





**Appointment of Dr. Vijay Sharma as an independent director****Details of agenda**

“RESOLVED THAT, pursuant to Section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, Dr. Vijay Sharma (DIN-0880113), who was appointed as an additional director (independent) of the Company by the board of directors with effect from 12 November, 2014 and who holds office till the date of the AGM, in terms of Section 161 of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Dr. Vijay Sharma as a candidate for the office of a director of the Company, be and is hereby appointed as an independent director of the Company for a term of 5 years from the date of his appointment to 11 November, 2019, not liable to retire by rotation.”

**Resolution required**

Ordinary Resolution

**Mode of voting**

E-voting, physical ballot forms and voting at the AGM through ballot form

Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes polled on outstanding 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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
Promoter	83637771	83637771	100.00	83637771	0	100.00	0.00
Public-Institutional holders	6405385	6405385	100.00	6405385	0	100.00	0.00
Public-Others	618141	618141	100.00	618141	0	100.00	0.00
<b>Total</b>	<b>90661297</b>	<b>90661297</b>	<b>100.00</b>	<b>90661297</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



**Appointment of Mr. Rama Shanker Bajoria as an independent director****Details of agenda**

"RESOLVED THAT, pursuant to Section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, Mr. Rama Shanker Bajoria (DIN-033727), who was appointed as an independent director of the Company in the AGM held on 26 September, 2014, for a period of one year and who holds office till the date of this AGM, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Rama Shanker Bajoria as a candidate for the office of a director of the Company, be and is hereby appointed as an independent director of the Company for a term of 5 years i.e. from the date of this AGM till the conclusion date of the 10th AGM to be held in the calendar year 2020, not liable to retire by rotation."

**Resolution required**

Special Resolution

**Mode of voting**

E-voting, physical ballot forms and voting at the AGM through ballot form

Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes polled on outstanding 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	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter	83637771	83637771	100.00	83637771	0	100.00	0.00
Public-Institutional holders	6405385	6405385	100.00	6405385	0	100.00	0.00
Public-Others	618141	618141	100.00	618141	0	100.00	0.00
<b>Total</b>	<b>90661297</b>	<b>90661297</b>	<b>100.00</b>	<b>90661297</b>	<b>0</b>	<b>100.00</b>	<b>0</b>





## Details of agenda

**Appointment of Mr. Erwin Jankovits as a director of the Company**

“RESOLVED THAT Mr. Erwin Jankovits (DIN 07089589) who was appointed by the board of directors as an additional director of the Company with effect from 11 February, 2015 and who holds office up to the date of this AGM of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of director of the Company, be and is hereby appointed a director of the Company, liable to retire by rotation.”

## Resolution required

Ordinary Resolution

## Mode of voting

E-voting, physical ballot forms and voting at the AGM through ballot form

Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes polled on outstanding 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	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter	83637771	83637771	100.00	83637771	0	100.00	0.00
Public-Institutional holders	6405385	6405385	100.00	6405385	0	100.00	0.00
Public-Others	618141	618141	100.00	618141	0	100.00	0.00
<b>Total</b>	<b>90661297</b>	<b>90661297</b>	<b>100.00</b>	<b>90661297</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



**To approve the remuneration of the cost auditors for the financial year ending 31 March, 2016**

**“RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, the remuneration payable to M/s. K G Goyal & Associates, Cost Accountants (Firm Registration No. 000024), appointed by the board of directors as cost auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2016, amounting to Rs. 50,000 (Rupees Fifty Thousands only) as also the payment of service tax as applicable and re-imbusement of out of pocket expenses incurred in connection with the aforesaid audit, be and is hereby ratified and confirmed.

**RESOLVED FURTHER THAT** the board of directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**Details of agenda****Resolution required**

Ordinary Resolution

**Mode of voting**

E-voting, physical ballot forms and voting at the AGM through ballot form

Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes polled on outstanding 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	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter	83637771	83637771	100.00	83637771	0	100.00	0.00
Public-Institutional holders	6405385	6405385	100.00	6405385	0	100.00	0.00
Public-Others	618141	618141	100.00	618141	0	100.00	0.00
<b>Total</b>	<b>90661297</b>	<b>90661297</b>	<b>100.00</b>	<b>90661297</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



Resolution No.9

To ratify agreement for supply of raw materials with Orient Abrasives Limited and in this regard, to consider and if thought fit, to pass the following resolution as an ordinary resolution:

Details of agenda

“RESOLVED in terms of Section 188 of the Companies Act, 2013 read with relevant rules and SEBI circular no. CIR/CFD/POLICY CELL/2/2014 dated 17 April, 2014 THAT agreement for supply of raw materials with Orient Abrasives Limited for a period from 1 April, 2014 to 30 April,2015 be and is here by ratified and confirmed.”

Resolution required

Ordinary Resolution

Mode of voting

E-voting, physical ballot forms and voting at the AGM through ballot form

Promoter/Public	No. of Shares Held	No. of votes polled	% of Votes polled on outstanding 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	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter	83637771	83637771	100.00	83637771	0	100.00	0.00
Public-Institutional holders	6405385	6405385	100.00	6405385	0	100.00	0.00
Public-Others	616941	616941	100.00	616941	0	100.00	0.00
<b>Total</b>	<b>90660097</b>	<b>90660097</b>	<b>100.00</b>	<b>90660097</b>	<b>0</b>	<b>100.00</b>	<b>0</b>





**NARESH VERMA & ASSOCIATES**  
**COMPANY SECRETARIES**

**Consolidate Report of Scrutinizer on remote e-voting and voting through polling paper**

[Pursuant to section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman  
5<sup>th</sup> Annual General Meeting of the  
Equity Shareholders of  
Orient Refractories Limited  
held on 24<sup>th</sup> Day of September, 2015 at 11:00 A.M at  
"Modi Hall", PHD Chamber of Commerce and Industry, PHD  
House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi

Sir,

I, Naresh Verma, proprietor of Naresh Verma & Associates, Company Secretaries, Delhi having its office at 160 J-Extension, Street No. 5, Laxmi Nagar, Delhi 110092, has been appointed by the Board of Directors of Orient Refractories Limited ("The Company"), as Scrutinizer for the purpose of scrutinizing the remote e - voting and process and voting through polling paper at the Annual General Meeting (AGM) of the members of the Company, in a fair and transparent manner and ascertaining the requisite majority on remote e- voting and voting through polling paper carried out, as per the provisions of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, on the resolutions set out in the Notice dated July 27, 2015 of the AGM of the members of Orient Refractories Limited, held on 24<sup>th</sup> day of September, 2015 at 11:30 a.m. at "Modi Hall", PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi. Accordingly, I submit the report, on completion of remote e- voting process and voting through polling paper, as under:-

1. The Company has engaged the services of NSDL as the Authorised Agency to provide secured system for remote e- voting process. The Company has also provided voting by physical ballot forms to the members who do not have access to remote e-voting facility.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier either through remote e- voting facility or by physical ballot.

2. The remote e-voting period remained open from open from Monday, September 21, 2015 (9:00AM) to Wednesday, September 23, 2015 (5:00PM).
3. The cut- off date for the purpose of determining the entitlement for voting, by remote e- voting / physical ballot or voting at the meeting, on the proposed resolutions was September 18, 2015
4. After the close of period for remote e- voting, the details of members, such as their names, folio numbers, numbers of shares held, who had casted votes through remote e-





voting, were downloaded from the e-voting website of www.evoting.nsdl.com, for the purpose of ensuring that members who have casted their votes through remote e- voting do not vote again at the AGM.

5. At the AGM, after the declaration of poll by the Chairman, 1 (One) ballot box kept for polling was locked in presence of Ms Deepawali Pathak, person authorised by me with due identification marks placed by her.
6. The locked ballot box was subsequently opened in presence of Ms Deepawali Pathak along with two witnesses (1) Ms Isha 2) Mr Yashank Taneja who are not in the employment of the Company and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Box being unblocked in their presence. The Poll papers were reconciled with the records maintained by the Company / registrar & Transfer Agents of the Company – M/s Skyline Financial Services Private Limited and the authorization/ proxies lodged with the company.

*Isha*

Isha

*Yashank Taneja*

Yashank Taneja

7. The polling papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
8. After counting the votes casted by the members and proxy holders present at the AGM, through polling paper, the votes casted through remote e-voting were unblocked on 25<sup>th</sup> September, 2015, around 9.45AM in presence of two witnesses (1) Ms Isha 2) Mr Yashank Taneja, who are not in the employment of the Company. They have signed below in confirmation of the remote e-votes being unblocked in their presence.

*Isha*

Isha

*Yashank Taneja*

Yashank Taneja

9. Thereafter, the detail containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from the e-voting website of NSDL.
10. Based on report generated from the e-voting website of NSDL, physical ballot forms and voting through polling paper at the AGM, the consolidate report on the result of voting on each resolution is given hereunder:

**Resolution No. 1: To receive, consider and adopt the financial statements of the Company for the year ended 31 March, 2015, including the audited balance sheet as at 31 March, 2015, the statement of profit and loss for the year ended on that date and the reports of the board and auditors thereon(Ordinary Resolution)**

- (i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	33	88054082	100.00





Voting through ballot/polling paper (in person or by proxy)	4	35783	100.00
Total	37	88089865	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	Nil	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

**Resolution No. 2: To declare a dividend on equity shares (Ordinary Resolution)**

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	47	90625514	100.00
Voting through ballot/polling paper (in person or by proxy)	4	35783	100.00
Total	51	90661297	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	Nil	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil	Nil
Total	Nil	Nil	Nil

Details of 'INVALID' Votes:





Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

**Resolution No. 3: To appoint a director in place of Mr. Parmod Sagar (DIN-06500871), who retires by rotation and, being eligible, seeks re-appointment(Ordinary Resolution)**

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	47	90625514	100.00
Voting through ballot/polling paper (in person or by proxy)	4	35783	100.00
Total	51	90661297	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	Nil	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

**Resolution No. 4: To ratify the appointment of auditors of the Company and to fix their remuneration (Ordinary Resolution)**

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast





	voted		
Remote e-Voting	47	90625514	100.00
Voting through ballot/polling paper (in person or by proxy)	4	35783	100.00
Total	51	90661297	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	Nil	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

**Resolution No. 5: Appointment of Dr. Vijay Sharma as an independent director(Ordinary Resolution)**

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	47	90625514	100.00
Voting through ballot/polling paper (in person or by proxy)	4	35783	100.00
Total	51	90661297	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	Nil	Nil	Nil
Voting through ballot/polling paper (in person or	Nil	Nil	Nil





by proxy)			
Total	Nil	Nil	Nil

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

**Resolution No.6: Appointment of Mr. Rama Shanker Bajoria as an independent director(Special Resolution)**

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	47	90625514	100.00
Voting through ballot/polling paper (in person or by proxy)	4	35783	100.00
Total	51	90661297	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	Nil	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

**Resolution No. 7: Appointment of Mr. Erwin Jankovits as a director of the Company (Ordinary Resolution)**





(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	47	90625514	100.00
Voting through ballot/polling paper (in person or by proxy)	4	35783	100.00
Total	51	90661297	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	Nil	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

**Resolution No. 8: To approve the remuneration of the cost auditors for the financial year ending 31 March 2016(Ordinary Resolution)**

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	47	90625514	100.00
Voting through ballot/polling paper (in person or by proxy)	4	35783	100.00
Total	51	90661297	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
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	voted		
Remote e-Voting	Nil	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	Nil	Nil
Voting through polling paper (in person or by proxy)	Nil	Nil
Total	Nil	Nil

**Resolution No. 9: To ratify agreement for supply of raw materials with Orient Abrasives Limited(Ordinary Resolution)**

(i) Voted 'FOR' the resolution:

Mode of Voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-Voting	46	90624314	100.00
Voting through ballot/polling paper (in person or by proxy)	4	35783	Nil
Total	50	90660097	100.00

(ii) Voted 'AGAINST' the resolution:

Mode of Voting	Number of members voted	Number of votes cast 'Against' the resolution	% of total number of valid votes cast
Remote e-Voting	Nil	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil	Nil
Total	Nil	Nil	Nil

(iii) Details of 'INVALID' Votes:

Mode of Voting	Total Numbers of Members whose Votes were declared "Invalid"	Total number of votes cast by them declared "Invalid"
Remote e-Voting	Nil	Nil
Voting through ballot/polling paper (in person or by proxy)	Nil	Nil





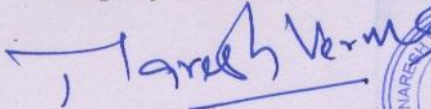

Total	Nil	Nil
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**Based on above, all the resolutions as stated above have been passed with requisite majority.**

11. The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the AGM shall remain in my safe custody until the chairman considers, approves and signs the minutes of the aforesaid AGM and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking You

**For Naresh Verma & Associates  
Company Secretaries**

**Naresh Verma  
FCS-5403; CP-4424**

**Place: Delhi**

**Date: September 25, 2015**