ANNEXURE

Details in respect of the 100th Annual General Meeting held at Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006, pursuant to Clause 35A of the Listing Agreement with the Stock Exchanges.

1.	Date of the AGM	Tuesday, the 5 th August, 2014, at 10.30.A. M.
2.	Total Number of Shareholders on record date	110984
3.	Number of Shareholders present in the Meeting in person or proxy	
	Promoter or Promoter Group Public	128 172 300
4.	Number of Shareholders attended the Meeting through Video Conferencing: Promoter or Promoter Group Public	NOT ARRANGED

5. Details of Agenda approved:

ans of Agenda approved:			
Brief details of Resolution	Resolution	Mode of Voting:	Remarks
			
•	Ordinary	E-voting & Poll	Passed with
at March 31, 2014, the audited Statement			requisite Majority
of Profit and Loss for the financial year			
ended on that date and the reports of the	ı.		
Board of Directors' and Auditors' thereon			
Declaration of dividend on equity shares	Ordinary	E-voting & Poll	Passed with
for the financial year ended on 31st			requisite Majority
March, 2014			
Re-appointment of Shri H A Mafatlal who	Ordinary	E-voting & Poll	Passed with
retires by rotation and being eligible,			requisite Majority
offers himself for reappointment.	· 	_	
Appointment of statutory auditors and	Ordinary	E-voting & Poil	Passed with
fixing their remuneration			requisite Majority
Apointment of M/s. Sorab S Engineer &	Ordinary	E-voting & Poll	Passed with
Co. Chartered Accountants, as branch	•	_	requisite Majority
auditors.			
Appointment of M/s. C C Chokshi & Co.,	Ordinary	E-voting & Poll	Passed with
Chartered Accountants as branch auditors	Ì		requisite Majority
Appointment of Shri P R Amin as	Ordinary	E-voting & Poll	Passed with
• •		1	requisite Majority
	Adoption of the audited Balance Sheet as at March 31, 2014, the audited Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors' and Auditors' thereon Declaration of dividend on equity shares for the financial year ended on 31st March, 2014 Re-appointment of Shri H A Mafatlal who retires by rotation and being eligible, offers himself for reappointment. Appointment of statutory auditors and fixing their remuneration Apointment of M/s. Sorab S Engineer & Co, Chartered Accountants, as branch auditors. Appointment of M/s. C C Chokshi & Co., Chartered Accountants as branch auditors	Adoption of the audited Balance Sheet as at March 31, 2014, the audited Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors' and Auditors' thereon Declaration of dividend on equity shares for the financial year ended on 31st March, 2014 Re-appointment of Shri H A Mafatlal who retires by rotation and being eligible, offers himself for reappointment. Appointment of statutory auditors and fixing their remuneration Apointment of M/s. Sorab S Engineer & Ordinary Co, Chartered Accountants, as branch auditors. Appointment of M/s. C C Chokshi & Co., Chartered Accountants as branch auditors Appointment of Shri P R Amin as Ordinary	Adoption of the audited Balance Sheet as at March 31, 2014, the audited Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors' and Auditors' thereon Declaration of dividend on equity shares for the financial year ended on 31st March, 2014 Re-appointment of Shri H A Mafatlal who retires by rotation and being eligible, offers himself for reappointment. Appointment of statutory auditors and fixing their remuneration Apointment of M/s. Sorab S Engineer & Ordinary E-voting & Poll Co, Chartered Accountants, as branch auditors. Appointment of M/s. C C Chokshi & Co., Chartered Accountants as branch auditors Appointment of Shri P R Amin as Ordinary E-voting & Poll E-vot



8	Appointment of Shri N K Parikh as Independent Director	Ordinary	E-voting & Poll	Passed with requisite Majority
9	Appointment of Shri V R Gupte as Independent Director	Ordinary	E-voting & Poll	Passed with requisite Majority
10	Appointment of Shri P N Kapadia as Independent Director	Ordinary	E-voting & Poli	Passed with requisite Majority
11	Consent to Mortgage/Charge/Encumberances under the provisions of section 180(1)(a)	Special	E-voting & Poll	Passed with requisite Majority
12	Consent for borrowings under section 180 (1)(c)	Special	E-voting & Poll	Passed with requisite Majority
13	Approval of excess payment of managerial remuneration	Special	E-voting & Poll	Passed with requisite Majority
14	Approval of remuneration to Shri I V Jagtiani, cost auditors	Ordinary	E-voting & Poll	Passed with requisite Majority
15	Approval of remuneration to Shri B C Desai, Cost Auditors.	Ordinary	E-voting & Poll	Passed with requisite Majority
16	Approval of keeping all documents u/s.88 at the office of Registrar & Share Transfer Agents of the Company	Special	E-voting & Poll	Passed with requisite Majority

For MAFATLAL INDUSTRIES LIMITED,

ASHISH KARANIL COMPANY SECRETARY



	MAFATLAL INDUSTRIES LIMITED (CIN: L17110GJ1913PLC000035)												
	Clause 35A (Physical)												
	Resolution 1												
				% of Votes Polled			% of Votes in	_ 					
	·			on outstanding	,		favour on votes	% of Votes against					
	Total Ballot	No. of shares held	No. of votes polled	shares	No. of Vates — In	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled					
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100					
Promoter and Promoter Group	125	10419955	8516135	81,729096	8516135	0	100.000000						
Public - Institutional holders		373586	0	0.000000	0	0	0.000000						
Public-Others	128	3119345	2767	0.088705	2767	0	100.000000						
Total	253	13912886	8518902	61.230301	8518902	0	100.000000						

		MA	ATLAL INDUSTRIES L	MITED (CIN: L17110	GJ1913PLC000035)			 -				
Clause 35A (Physical)												
Resolution 2												
ì			-	% of Votes Polled			% of Votes in	J				
(on outstanding	ļ		favour on votes	% of Votes against				
1	Total Ballot	No. of shares held	No. of votes polled	shares	No. of Votes – in	No. of Votes -	polled (δ)≑[(4)/(2)]	on votes polied				
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100				
Promoter and Promoter Group	125	10419955	8516135	81.729096	8516135	0	100.000000					
Public Institutional holders	0	373586	0	0.000000		. 0	0.000000	0.000000				
Public-Others	126	3119345	2764	0.088608	2764	0	100.000000					
Total	251	13912886	8518899	61.230280	8518899	0	100,000000					

	MAFATIAL INDUSTRIES LIMITED (CIN: L17110G11913PLC000035)												
Clause 35A (Physical)													
Resolution 3													
i				% of Votes Polied			% of Votes In						
1		i		on outstanding			favour on votes	% of Votes against					
1	Total Ballot	No. of shares held	No. of votes polied	shares	No. of Votes – in	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled					
Promoter/Public	Forms	(1)	(2)	(3)=((2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100					
Promoter and Promoter Group	125	10419955	8516135	81.729096	8516135	0	100.000000						
Public - Institutional holders		373586	0	0.000000	0	0	0,000000						
Public-Others	126	3119345	2765	0.088640	2765	0	100,000000						
Total	251	13912886	8518900	61.230287	8518900	0	100.000000						

		MAF	ATLAL INDUSTRIES L	IMITED (CIN: L17110	GJ1913PLC000035)							
Clause 35A (Physical)												
Resolution 4												
) 1				% of Votes Polied			% of Votes in					
			-	on outstanding	[favour on votes	% of Votes against				
1	Total Ballot	No. of shares held	No. of votes polled	shares	No. of Votes – in	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled				
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	_against (5)	*100	(7)=[(5)/(2)] *100				
Promoter and Promoter Group	125	10419955	8516135	81,729096	8516135	0	100.000000	0.000000				
Public — Institutional holders	0	373586	0	0000000	0		0.000000	0.000000				
Public-Others	125	3119345	2763	0.088576	2763	0	100.000000	0.000000				
Total	250	13912886	8518898	61.230272	8518898	0	100.000000	0.000000				

	MAFATLAL INDUSTRIES LIMITED (CIN: L17110GJ1913PLC000035)												
L	Clause 35A (Physical)												
L	Resolution 5												
)		<u> </u>	% of Votes Polled			% of Votes in	i					
ļ			ĺ	on outstanding			favour on votes	% of Votes against					
1	Total Ballot	No. of shares held	No. of votes polled	shares	No. of Votes – in	No. of Votes –	polled (6)={(4)/(2)}	on votes polled					
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100					
Promoter and Promoter Group	125	10419955	8516135	81.729096	8516135	0	100.000000						
Public — Institutional holders	0	373586	0	0.000000		0	0.000000	0.000000					
Public-Others	124	3119345	2761	0.088512	2761	0	100.000000	0.000000					
Total	249	13912886	8518896	61,230258	8518896	0	100.000000	0.000000					

	MAFATLAL INDUSTRIES LIMITED (CIN : L17110G)1913PLC000035)												
Clause 35A (Physical)													
Resolution 6													
		· ·		% of Votes Polled			% of Votes in						
<u> </u>				on outstanding			favour on votes	% of Votes against					
[Total Ballot	No. of shares held	No. of votes polled	shares	No. of Votes – in	No. of Votes –	polled (6)=[(4)/(2)]	on votes polled					
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100					
Promoter and Promoter Group	125	10419955	8516135	81.729096	8516135	0	100.000000	0.000000					
Public - Institutional holders	0	373586	0	0.000000	0	0	0.000000	0.000000					
Public-Others	125	3119345	2762	0.088544	2762	0	100.000000	0.000000					
Total	250	13912886	8518897	61.230265	8518897	0	100.000000	0.000000					



	MAFATLAL INDUSTRIES LIMITED (CIN: L17110G)1913PLC000035)											
Clause 35A (Physical)												
Resolution 7												
			_	% of Votes Polled			% of Votes In					
})]		on outstanding	Ì		favour on votes	% of Votes against				
1	Total Ballot	No. of shares held	No. of votes polied	shares	No. of Votes—In	No. of Votes -	polled (6)=((4)/(2))	on votes polled				
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	_ against (5)	*100	(7)=[(5)/(2)] *100				
Promoter and Promoter Group	125	10419955	8516135	81.729096	8516135		100.000000					
Public – Institutional holders	0	373586	0	0.000000	0	0	0.000000	0,000000				
Public-Others	125	3119345	2763	0.088576	2763		100.000000	0.00000				
Total	250	13912886	8518898	61,230272	8518898	0	100.000000					

		MAF	ATLAL INDUSTRIES L	MITED (CIN: L17110	GJ1913PLC000035)							
Clause 35A (Physical)												
Resolution 8												
1				% of Votes Palled			% of Votes in					
				on outstanding			favour on votes	% of Votes against				
]	Total Ballot	No. of shares held	No. of votes polied	shares	No. of Votes – in	No. of Votes -	polied (6)=[(4)/(2)]	on votes polled				
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100				
Promoter and Promoter Group	125	10419955	8516135	81.729096	8516135	0	100.000000	0.000000				
Public - Institutional holders	0	373586	0	0.000000	0	0	0.000000	0.000000				
Public-Others	126	3119345	2765	0.088640	2765	0	100.000000	0.000000				
Total	251	13912886	8518900	61.230287	8518900	0	100.000000	0.000000				

<u> </u>	MAFATLAL INDUSTRIES LIMITED (CIN: L17110G)1913PLC000035)												
	Clause 35A (Physical)												
Resolution 9													
1				% of Votes Polled			% of Votes in						
1				on outstanding			favour on votes	% of Votes against					
]	Total Ballot	No. of shares held	No. of votes polied	shares	No. of Votes − In	No. of Votes –	polied (6)=[(4)/(2)]	on votes polled					
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100					
Promoter and Promoter Group	125	10419955	8516135	81,729096	8516135	0	100.000000						
Public - Institutional holders	0	373586	0	0.000000		0	0.000000	0.000000					
Public-Others	125	3119345	2763	0.088576	2763	0	100,000000	0.000000					
Total	250	13912886	8518898	61.230272	8518898		100.000000						

	MAFATLAL INDUSTRIES LIMITED (CIN: L17110GJ1913PLC00003S)								
<u></u>	Clause 35A (Physical)								
<u></u>				Resolution 10					
(% of Votes Polled			% of Votes in		
	1			on outstanding		ı	favour on votes	% of Votes against	
(Total Ballot	No. of shares held	No. of votes polled	shares .	No. of Votes — in	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled	
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100	
Promoter and Promoter Group	125	10419955	8516135	81.729096	8516135	0	100,000000	0.000000	
Public - Institutional holders	0	373586	0	0.000000	0	0	0.000000	0.000000	
Public-Others	126	3119345	2764	0.088608	2764	0	100.000000	0.000000	
Total	251	13912886	8518899	61.230280	8518899	0	100,000000	0.000000	

MAFATLAL INDUSTRIES LIMITED (CIN: L17110GJ1913PLC000035)								
Clause 35A (Physical)								
	Resolution 11							
				% of Votes Polled			% of Votes in	
	į		<u> </u>	on outstanding	į		favour on votes	% of Votes against
1	Total Ballot	No. of shares held	No. of votes polled	shares	No. of Votes – In	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)={(5)/(2)} *100
Promoter and Promoter Group	125	10419955	8516135	81.729096	8516135	0	100.000000	0.000000
Public - Institutional holders	0	373586	0	0.000000	0		0,000000	0.000000
Public-Others	125	3119345	2763	0.088576	2761	2	99.927615	0.072385
Total	250	13912886	8518898	61.230272	8518896	2	99.999977	0.000023

	MAFATLAL INDUSTRIES LIMITED (CIN: L17210GJ1913PLC000035)							
Clause 35A (Physical)								
	Resolution 12							
				% of Votes Polled			% of Votes in	
)	İ	-		on outstanding	ì		favour on votes	% of Votes against
1	Total Ballot	No. of shares held	No. of votes polled	shares	No. of Vates – in	No. of Votes -	polied (6)=[(4)/(2)]	on votes polled
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=((5)/(2)] *100
Promoter and Promoter Group	125	10419955	8516135	81,729096	8516135	0	100.000000	0.000000
Public - Institutional holders	0	373586		0.000000	0		0.000000	0.000000
Public-Others	126	3119345	2765	0,088640	2765	0	100.000000	0.000000
Total	251	13912886	8518900	61.230287	8518900	0	100.000000	0.000000



	MAFATLAL INDUSTRIES LIMITED (CIN: L17110G)1913PLC000035)							
Clause 35A (Physical)								
				Resolution 13				
1				% of Votes Polled			% of Votes In	
\				on outstanding	,		favour on votes	% of Votes against
	Total Ballot	No. of shares held	No. of votes polled	shares	No. of Votes — in	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled
Promoter/Public	Forms	(1)	(2)	(3)={(2)/(1)}* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	125	10419955	8516135	81.729096	8516135		100.000000	
Public - Institutional holders	. 0	373586	0	0.000000	. 0	0	0.000000	0.000000
Public-Others	125	3119345	2763	0.088576	2735	28	98.986609	1.013391
Total	250	13912886	8518898	61.230272	8518870	28	99.999671	0.000329

	MAFATIAL INDUSTRIES LIMITED (CIN: L17110G)1913PLC000035)							
Clause 35A (Physical)								
<u> </u>				Resolution 14				
	l			% of Votes Polled			% of Votes in	
(on outstanding	į		favour on votes	% of Votes against
1	Total Ballot	No. of shares held	No. of votes polied	shares	No. of Votes – In	No. of Vates -	polled (6)=[(4)/(2)]	on votes polled
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	125	10419955	8516135	81.729096	8516135	0	100.000000	
Public – Institutional holders	0	373586	0	0.000000		0	0.000000	0.000000
Public-Others	127	3119345	2766	0.088672	2738	28	98.987708	
Total	252	13912886	8518901	61.230294	8518873	28	99.999671	0.000329

MAFATLAL INDUSTRIES LIMITED (CIN: L17110G11913PLC000035)								
Clause 35A (Physical)								
<u>-</u>				Resolution 15				
}				% of Votes Polled			% of Votes in	
				on outstanding			favour on votes	% of Votes against
i	Total Ballot	No. of shares held	No. of votes polled	shares	No. of Votes – in	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	125	10419955	8516135	81.729096	8516135	0	100.000000	
Public – Institutional holders	0	373586	0	0.000000	0	0	0,000000	0.000000
Public-Others	125	3119345	2763	0.088576	2735	28	98.986609	1.013391
Total	250	13912886	8518898	61.230272	8518870	28	99.999671	0.000329

	MAFATIAL INDUSTRIES LIMITED (CIN : L17110GJ1913PLC000035)							
Clause 35A (Physical)								
				Resolution 16				
,				% of Votes Polled			% of Votes In	
İ				on outstanding			favour on votes	% of Votes against
	Total Ballot	No. of shares held	No. of votes polied	shares .	No. of Votes in	No. of Votes -	polied (6)=[(4)/(2)]	on votes polled
Promoter/Public	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=((5)/(2)] *100
Promoter and Promoter Group	125	10419955	8516135	81.729096	8516135		100.000000	0.000000
Public – Institutional holders	0	373586	0	0.000000	0	0	0.000000	0.000000
Public-Others	128	3119345	2768	0.088737	2768	0	100,000000	0.000000
Total	253	13912886	8518903	61,230308	8518903	0	100.000000	0.000000



			•					
		MA	FATLAL INDUSTRIES L		0GJ1913PLC000035)			
			Cla	use 35A (e-Voting)				
				Resolution 1 % of Votes Poiled			% of Votes in	,
1	}	ł	}	On outstanding			favour on votes	% of Votes against
1	Total Ballot		No. of votes polled	shares	No. of Votes – In	No. of Votes –	polled (6)=[(4)/(2)]	on votes poiled
Promoter/Public	Forms	(1)	(2)	(3)={(2}/(1)]* 100	favour (4)	against (5)	*100	(7)={(5)/(2)} *100
Promoter and Promoter Group	25			<u>, 0.388389</u>	40467	3	99.992587	0.00741
Public – Institutional holders	25			10.833115	40469	2	99,995058	0.00494
Public-Others Total	26 76			1.297452	40460	12		
TOTAL		13912886	121413	0.872666	121396	17	99.985998	0.01400
		MA	FATLAL INDUSTRIES L	IMITED (CIN : 11711)	OG 110120LCOOM2E1			
Clause 35A (e-Vating)								
Resource voing Z								
% of Votes Polled % of Votes in								
i	!		j	on outstanding			favour on votes	% of Votes against
B	Total Ballot	No, of shares held	No. of votes polled	shares	No. of Votes – in	No. of Votes –	polled (6)=[(4)/(2)]	on votes polled
Promoter/Public Promoter and Promoter Group	Forms	(1)	(2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100
Public – Institutional holders	- 0		0		0	0		0.00000
Public-Others	- 0		0	0.00000.0	- 0	. 0		0.000000
Total	o							0.00000 6S535.00000
								2232300000
		MA	ATLAL INDUSTRIES L		OGJ1913PLC000035)			
				use 35A (e-Voting)				
				Resolution 3	, 			
	1			% of Votes Polled			% of Votes in	
ļ	Total Ballot	No. of shares held	No. of votes polled	on outstanding shares	No. of Votes → in	No of Yes	favour on votes	% of Votes against
Promoter/Public	Forms	(1)	(2)	snares (3)=[(2)/(1)]* 100	No. of Votes → in favour (4)	No. of Votes ~ against (5)	polled (6)=[(4)/(2)] *100	on votes polled
Promoter and Promoter Group	0	10419955	\ <u>\^2/</u>	0.000000	ravour (4)	against (5)		(7)=[(5)/(2)] *100 0.000000
Public – Institutional holders			0,	0.000000	0			0.000000
Public-Others	. 0		0	0,000000		- 0		0.000000
Total	0	13912886	0	0.000000	0	0		65535.000000
								
MAFATLAL INDUSTRIES LIMITED (CIN: £17110G)1913PLCD00035)								
			Clas	ise 35A (e-Voting)				
				Resolution 4				
				% of Votes Polled	l		% of Votes in	
	Total Ballot	No. of shares held	No. of votes polled	on Outstanding			favour on votes	% of Votes against
Promoter/Public	Forms	(1)	(2)	shares	No. of Votes – In	No. of Votes →	polled (6)=[(4)/(2)]	on votes polled
Promoter and Promoter Group	0	10419955	- (2)	(3)=[(2)/(1)]* 100 0.000000	favour (4)	against (5) O	*100 0.000000	(7)=[(5)/(2)] *100
Public - Institutional holders	0,		- 0	0.000000	- 0		0.000000	0.000000
Public-Others	0	3119345	0	0.000000	0		0.000000	0.000000
Total	0	139 12886	0	0.000000	0			65535.000000
								
- -		MAF	ATLAL INDUSTRIES LI		G1913PLC000035}			
			Clat	ise 35A (e-Voting)				
				Resolution 5	· 		82 - 2 -	
				% of Votes Polled			% of Vates in	
	Total Ballot	No. of shares held	No. of votes polied		No. of Votes - in	No. of Votes -	favour on votes	% of Votes against
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on Outstanding	No. of Votes – in	No. of Votes -	favour on votes polled (6)=[(4)/(2)]	on votes polled
Promoter and Promoter Group	Forms 0	(1) 10419955	(2)	% of Votes Polled on Outstanding shares		No. of Votes - against (5)	favour on votes	on votes polied {7}=[(5)/(2)] *100
Promoter and Promoter Group Public - Institutional holders	Forms 0	(1) 10419955 373586	(2) 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0,000000 0,000000	favour (4) 0 0	against (5) 0	favour on votes polled (6)=[(4)/(2)] *100	on votes polied {7}=[(5)/(2)] *100 0.000000
Promoter and Promoter Group Public – Institutional holders Public-Others	Forms 0 0	(1) 10419955 373586 3119345	(2) 0	% of Votes Polied on Outstanding shares (3)=[(2)/(1)]* 200 0,000000 0,000000	favour (4) 0 0	against (5) 0 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 0.000000	on votes polied {7}=[(5)/(2)] *100 0.000000 0.000000
Promoter and Promoter Group Public - Institutional holders	Forms 0	(1) 10419955 373586	(2) 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0,000000 0,000000	favour (4) 0 0	against (5) 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000	on votes polied {7}=[(5)/(2)] *100 0.000000 0.000000 0.000000
Promoter and Promoter Group Public – Institutional holders Public-Others	Forms 0 0	(1) 10419955 373586 3119345 13912886	(2) 0 0 0	% of Votes Polied on outstanding shares (3)=[(2)/(1)]* 200 0,00000 0,000000 0,000000 0,000000	favour (4) 0 0 0	against (5) 0 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 0.000000	on votes polied {7}=[(5)/(2)] *100 0.000000 0.000000 0.000000
Promoter and Promoter Group Public – Institutional holders Public-Others	Forms 0 0	(1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 atlal industries u	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000 0.000000 0.000000 0.000000	favour (4) 0 0 0	against (5) 0 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 0.000000	on votes polied {7}=[(5)/(2)] *100 0.000000 0.000000 0.000000
Promoter and Promoter Group Public – Institutional holders Public-Others	Forms 0 0	(1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 atlal industries u	% of Votes Polled on outstanding shares (3)=(2)/(1)]* 100 0,000000 0,000000 0,000000 0,000000 0,000000	favour (4) 0 0 0	against (5) 0 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 0.000000	on votes polied {7}=[(5)/(2)] *100 0.000000 0.000000 0.000000
Promoter and Promoter Group Public – Institutional holders Public-Others	Forms 0 0	(1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 atlal industries u	% of Votes Polled on outstanding shares (3)=(2)/(1)* 120 0,000000 0,000000 0,000000 0,000000 0,000000	favour (4) 0 0 0	against (5) 0 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 0.000000 65535.000000	on votes polled {7}=[(5)/(2)] *100 0.000000 0.000000 0.000000
Promoter and Promoter Group Public – Institutional holders Public-Others	Forms 0 0	(1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 atlal industries u	% of Votes Polled on outstanding shares (3)=((2)/(1))* 100 0,000000 0,000000 0,000000 0,000000 0,000000	favour (4) 0 0 0	against (5) 0 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 0.000000 65535.000000	on votes polled {7}=[{5}/{2}] *100 0.000000 0.000000 0.000000 65533.000000
Promoter and Promoter Group Public – Institutional holders Public-Others	Forms 0 0	(1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0,000000 0,000000 0,000000 0,000000 0,000000	favour (4) 0 0 0 0 0 0 (3) (4)	against (5) 0 0 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 0.000000 65535.000000	on votes polled {7}=[(5)/(2)] *100 0.00000 0.000000 0.000000 655535.000000
Promoter and Promoter Group Public – Institutional holders Public-Others	6 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 0 0 ATLAL INDUSTRIES U Clau	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0,000000 0,000000 0,000000 0,000000 0,000000	favour (4) 0 0 0 0 0 0 0 0 0 0 No. of Votes – in	against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 65535.000000 55535.000000	on votes polled {7}=[(5)/(2)] *100 0.000000 0.000000 0.000000 55533,000000 % of Votes against on votes polled
Promoter and Promoter Group Public - Institutional holders Public-Others Total. Promoter/Public	Forms 0 0 0 0 0 Total Ballot Forms	(1) 10419955 373586 3119345 13912886 MAF	(2) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0,000000 0,000000 0,000000 0,000000 0,000000	favour (4) 0 0 0 0 0 0 (3) (4)	against (5) 0 0 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 65535.000000 % of Votes in favour on votes polled (6)=[(4)/(2)] *100	on votes polled {7}=[(5)/(2)] *100 0.000000 0.000000 0.0000000 65535.000000 % of Votes against on votes polled {7}=[(5)/(2)] *100
Promoter and Promoter Group Public - Institutional holders Public-Others Total Promoter/Public Promoter and Promoter Group Public - Institutional holders	Forms 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 373586	(2) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0,000000 0,000000 0.000000 0.000000 0.000000 0.000000	favour (4) 0 0 0 0 0 0 0 0 0 0 0 0 0	against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 65535.000000 55535.000000	on votes polled {7}=[(5)/(2)] *100 0.00000 0.000000 0.000000 65533.000000 % of Votes against on votes polled {7}=[(5)/(2)] *100 0.0000000
Promoter and Promoter Group Public - Institutional holders Public-Others Total Promoter/Public Promoter and Promoter Group Public - Institutional holders Public-Institutional holders Public-Unstitutional holders	Forms 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(1) 1041995 373586 3119345 13912886 MAF No. of shares held {1} 10419955 373586 3119345	(2) 0 0 0 0 0 ATLAL INDUSTRIES U Clau No. of votes polled (2) 0 0 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000 0.000000 0.000000 0.000000 0.000000	favour (4) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 0.000000 65535.000000 65535.000000 % of Votes in favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000	on votes polled {7}=[(5)/(2)] *100 0.00000 0.000000 0.000000 655535.000000 % of Votes against on votes polled {7}=[(5)/(2)] *100 0.00000 0.000000
Promoter and Promoter Group Public - Institutional holders Public-Others Total. Promoter/Public Promoter and Promoter Group Public - Institutional holders Public- Institutional holders Public- Ostitutional holders	Forms 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 373586	(2) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0,000000 0,000000 0.000000 0.000000 0.000000 0.000000	favour (4) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	9 against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]	on votes polled {7}=[(5)/(2)] *100 0.000000 0.000000 0.0000000 65535.0000000 % of Votes against on votes polled {7}=[(5)/(2)] *100 0.000000 0.000000 0.000000
Promoter and Promoter Group Public - Institutional holders Public-Others Total. Promoter/Public Promoter and Promoter Group Public - Institutional holders Public- Institutional holders Public- Ostitutional holders	Forms 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000 0.000000 0.000000 0.000000 0.000000	favour (4) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]	on votes polled {7}=[(5)/(2)] *100 0.000000 0.000000 0.0000000 65535.0000000 % of Votes against on votes polled {7}=[(5)/(2)] *100 0.000000 0.000000 0.000000
Promoter and Promoter Group Public - Institutional holders Public-Others Total. Promoter/Public Promoter and Promoter Group Public - Institutional holders Public- Institutional holders Public-Others	Forms 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 0 0 ATLAL INDUSTRIES U Clat No. of votes polled (2) 0 0 0 0 ATLAL INDUSTRIES U ATLAL INDUSTRIES U	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0,000000 0,000000 0,000000 0,000000 0,000000	favour (4) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]	on votes polled {7}=[(5)/(2)] *100
Promoter and Promoter Group Public - Institutional holders Public-Others Total. Promoter/Public Promoter and Promoter Group Public - Institutional holders Public- Institutional holders Public-Others	Forms 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 0 0 ATLAL INDUSTRIES U Clat No. of votes polled (2) 0 0 0 0 ATLAL INDUSTRIES U ATLAL INDUSTRIES U	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000 0.000000 0.000000 0.000000 0.000000	favour (4) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]	on votes polled {7}=[(5)/(2)] *100
Promoter and Promoter Group Public - Institutional holders Public-Others Total Promoter/Public Promoter and Promoter Group Public - Institutional holders Public-Institutional holders Public-Unstitutional holders	Forms 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 0 0 ATLAL INDUSTRIES U Clat No. of votes polled (2) 0 0 0 0 ATLAL INDUSTRIES U ATLAL INDUSTRIES U	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000 0.000000 0.000000 0.000000 0.000000	favour (4) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)] *100	on votes polled {7}=[(5)/(2)] *100
Promoter and Promoter Group Public - Institutional holders Public-Others Total Promoter/Public Promoter and Promoter Group Public - Institutional holders Public-Institutional holders Public-Unstitutional holders	Forms 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 0 0 ATLAL INDUSTRIES U Clat No. of votes polled (2) 0 0 0 0 ATLAL INDUSTRIES U ATLAL INDUSTRIES U	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0,000000 0,000000 0,000000 0,000000 0,000000	favour (4) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]	on votes polled {7}=[{5}/{2}]*100 0.00000 0.000000 0.000000 65533.000000 % of Votes against on votes polled {7}=[{5}/{2}]*100 0.000000 0.000000 0.000000 65535.000000
Promoter and Promoter Group Public - Institutional holders Public-Others Total Promoter/Public Promoter and Promoter Group Public - Institutional holders Public-Institutional holders Public-Unstitutional holders	Forms 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 0 ATLAL INDUSTRIES U Clau No. of votes polled (2) 0 0 0 0 ATLAL INDUSTRIES U Clau	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000 0.000000 0.000000 0.000000 0.000000	favour (4) 0 0 0 0 0 0 0 0 0 0 (g)1913PLC000035) No. of Votes – in favour (4) 0 0 0 0 0 (g)1913PLC000035)	No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)] *100	on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group Public - Institutional holders Public-Others Total. Promoter/Public Promoter and Promoter Group Public - Institutional holders	Forms 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 373586 3119345 13912886	(2) 0 0 0 0 0 ATLAL INDUSTRIES II Clat No. of votes polled (2) 0 0 0 0 ATLAL INDUSTRIES LI Clat	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0,000000 0,000000 0,000000 0,000000 0,000000	favour (4) 0 0 0 0 0 0 0 0 0	No. of Votes — No. of Votes — No. of Votes —	favour on votes polled (6)=[(4)/(2)]	on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group Public - Institutional holders Public-Others Total. Promoter/Public Promoter and Promoter Group Public - Institutional holders Public - Institutional holders Public - Institutional holders Public - Institutional holders Public - Institutional holders Promoter and Promoter Group Promoter and Promoter Group	Forms 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 373586 3119345 13912886 MAF	(2) 0 0 0 0 0 ATLAL INDUSTRIES U Clau No. of votes polled (2) 0 0 0 0 ATLAL INDUSTRIES U Clau	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000 0.000000 0.000000 0.000000 0.000000	favour (4) 0 0 0 0 0 0 0 0 0 0 (g)1913PLC000035) No. of Votes – in favour (4) 0 0 0 0 0 (g)1913PLC000035)	No. of Votes - against (5) 0 0 0 0 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)] *100	on votes polled {7}=[(5)/(2)] *100
Promoter and Promoter Group Public - Institutional holders Public-Others Total. Promoter/Public Promoter and Promoter Group Public - Institutional holders Public-Others Total Promoter/Public Promoter and Promoter Group Public - Institutional holders Total	Forms O O O O O Total Ballot Forms O O O O O O O O O O O O O	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 373586 MAF	(2) 0 0 0 0 0 ATLAL INDUSTRIES LI (2) 0 0 0 ATLAL INDUSTRIES LI Clau ATLAL INDUSTRIES LI Clau No. of votes polied (2) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000 0.000000 0.000000 0.000000 0.000000	No. of Votes - in favour (4) 0 0 0 0 0 0 0 0 0	Against (5) 0 0 0 0 0 0 0 0 0	favour on votes polled (6)=[(4)/(2)]	on votes polled (7)=[(5)/(2)] *100 0.000000 0.000000 0.0000000 65535.000000 65535.000000 70 of Votes against on votes polled (7)=[(5)/(2)] *100 70 of V
Promoter and Promoter Group Public - Institutional holders Public-Others Total. Promoter/Public Promoter and Promoter Group Public - Institutional holders Public-Others Total Promoter and Promoter Group Public - Institutional holders Promoter and Promoter Group Public - Institutional holders Public-Others	Forms O O O O O O O Total Ballot Forms O O O O O O O O O O O O O	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 13912886 MAF No. of shares held (1) 10419955 373586 3119345 373586 3119345	(2) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000 0.000000 0.000000 0.000000 0.000000	favour (4) 0 0 0 0 0 0 0 0 0	No. of Votes - against (5) No. of Votes - against (5) O O No. of Votes - against (5) O O O O O O O O O O O O O	favour on votes polled (6)=[(4)/(2)]	on votes polled {7}=[(5)/(2)] *100
Promoter and Promoter Group Public - Institutional holders Public-Others Total. Promoter/Public Promoter and Promoter Group Public - Institutional holders Public-Others Total Promoter/Public Promoter and Promoter Group Public - Institutional holders Total	Forms O O O O O Total Ballot Forms O O O O O O O O O O O O O	(1) 10419955 373586 3119345 13912886 MAF No. of shares held (1) 10419955 373586 MAF	(2) 0 0 0 0 0 ATLAL INDUSTRIES LI (2) 0 0 0 ATLAL INDUSTRIES LI Clau ATLAL INDUSTRIES LI Clau No. of votes polied (2) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000 0.000000 0.000000 0.000000 0.000000	No. of Votes - in favour (4) 0 0 0 0 0 0 0 0 0	No. of Votes - against (5) No. of Votes - against (5) No. of Votes - against (5) O O O O O O O O	favour on votes polled (6)=[(4)/(2)]	on votes polled (7)=[(5)/(2)] *100



		MA	FATLAL INDUSTRIES I	UMITED (CIN : L1711	0GJ1913PLC000035)					
			Cla	use 35A (e-Voting)						
				Resolution 8	,	 -				
	<u>J</u>		1	% of Votes Polled			% of Votes in			
1	Total Ballot	No of charge hold	No. of votes polled	on outstanding	No. of Votes—in		favour on votes	% of Votes against		
Promoter/Public	Forms	(1)		shares (3)=[(2)/(1)]* 100		No. of Votes -	polled (6)=[(4)/(2)]			
Promoter and Promoter Group	roms		(2)		favour (4)	against (5)	*100	{7}={(5}/{2}] *100		
Public – Institutional holders	 									
Public-Others	 									
Total										
	·	1 2324000	<u> </u>	0.00000	·	<u> </u>	65535.000000	65535.00000		
		MA	FATLAL INDUSTRIES L	MITED (CIN: 11711)	03(19130)(000035)					
MAFATLAL INDUSTRIES LIMITED (CIN ; L17110G)1913PLC000035) Clause 35A (e-Voting)										
				Resolution 9						
		r	T	% of Votes Polled			% of Votes in			
		1	ĺ	on outstanding	i		favour on votes	% of Votes against		
ì	Total Ballot	No. of shares held	No. of votes polled	shares	No. of Votes - In	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled		
Promoter/Public	Forms	(1)	(2)	(3)=((2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100		
Promoter and Promoter Group		10419955	0		0			0.00000		
Public - Institutional holders		373586		0.000000	0					
Public-Others	0	3119345	0					0.00000		
Total		13912886				. 0				
		MAI	ATLAL INDUSTRIES L	IMITED (CIN:L17110	GJ1913PLC000035)					
			Cla	use 35A (e-Voting)						
				Resolution 10						
_	1			% of Votes Polled			% of Votes in			
	1 .			on Outstanding			favour on votes	% of Votes against		
·	Total Ballot	No. of shares held	No. of votes polled	shares	No. of Votes — in	No. of Votes -	polled (6)=[(4)/(2)]	on votes polled		
Promater/Public	Forms	(1)	(2)	(3)=((2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100		
Promoter and Promoter Group			0	0.000000	0	0	0.000000	0.00000		
Public - Institutional holders			9	0.000000	Ö	0	0.000000	0.00000		
Public-Others	0		0	0.000000	0			0.00000		
Total		13912886	0	0.000000		0	65535,000000	65535.00000		
										
MAFATLAL INDUSTRIES LIMITED (CIN:L1711DG)1913PLC000035)										
 			Cla	use 35A (e-Voting)						
 				Resolution 11						
,	ļ			% of Votes Polled		_	% of Votes in			
	! .			on outstanding			favour on votes	% of Votes against		
	Total Ballot	No. of shares held	No. of votes polled	shares	No. of Votes – in	No. of Votes –	polied (6)=[(4)/(2)]	on votes polled		
Promoter/Public	Forms	(1)	(2)	(3)=((2)/(1)]* 100	favour (4)	against (5)	*100	(7)=[(5)/(2)] *100		
Promoter and Promoter Group	0		0	0.000000	0	0	0.000000	0.000000		
Public - Institutional holders	0		0	0,000000	0	0	0.000000	0.00000		
Public-Others	0		0	0,000000	0		0.000000	0.000000		
Total	V							65535.00000		
	Total 0 23912886 0 0.000000 0 0 65533.000000 65533.000000									
	<u>°</u>									
	<u>º</u>		ATLAL INDUSTRIES L		GJ1913PLC000035)					
	<u>°</u>		ATLAL INDUSTRIES L	ise 35A (e-Voting)	GJ1913PLC000035)					
	0		ATLAL INDUSTRIES L	ise 35A (e-Voting) Resolution 12	G11913PLC000035)					
			ATLAL INDUSTRIES L	ise 35A (e-Voting) Resolution 12 % of Votes Polled	G11913PLC000035)		% of Votes in			
		MAF	ATLAL INDUSTRIES L Clar	use 35A (e-Voting) Resolution 12 % of Votes Polled on outstanding			favour on votes	% of Votes against		
Digital In Land	Total Ballot	MAF	ATLAL INDUSTRIES L Clar Clar No. of votes polled	se 35A (e-Voting) Resolution 12 % of Votes Polled on outstanding shares	No. of Vates – in	No. of Votes –	favour on votes polled (6)=[(4)/(2)]	on votes polied		
Promoter/Public	Total Ballot Forms	MAF No. of shares held (1)	ATLAL INDUSTRIES L Clai No. of votes polled (2)	se 35A (e-Voting) Resolution 12 % of Votes Polled on outstanding shares {3}=[(2)/(1)]* 100	No. of Votes – In favour (4)	egainst (5)	favour on votes polled (6)=[(4)/(2)] *100	on votes polled (7)=[(5)/(2)] *100		
Promoter and Promoter Group	Total Ballot Forms	MAF No. of shares held (1) 10419955	ATLAL INDUSTRIES L Clas No. of votes polled (2) 0	se 35A (e-Voting) Resolution 12 % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000	No. of Votes – in favour (4)	egainst (5)	favour on votes polled (6)=[(4)/(2)] *100 0.000000	on votes polied [7]=[(5)/(2)] *100 0.00000		
Promoter and Promoter Group Public—Institutional holders	Total Ballot Forms 0	No. of shares held (1) 10419955 373586	ATLAL INDUSTRIES L Clai No. of votes polled (2) 0	se 35A (e-Voting) Resolution 12 % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000	No. of Votes – in favour (4) 0	against (5)	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000	on votes polied [7]=[(5)/(2)] *100 0.00000 0.00000		
Promoter and Promoter Group Public – Institutional holders Public-Others	Yotal Ballot Forms 0 0	MAF No. of shares held (1) 10419955 373586 3119345	ATLAL INDUSTRIES L Clar No. of votes polled (2) 0 0	se 35A (e-Voting) Resolution 12 % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000 0.000000	No. of Votes – in favour (4) 0 0	Bgainst (5) 0 0	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 0.000000	on votes polled (7)=[(5)/(2)] *100 0.00000 0.00000 0.00000		
Promoter and Promoter Group Public—Institutional holders	Total Ballot Forms 0	MAF No. of shares held (1) 10419955 373586 3119345	ATLAL INDUSTRIES L Clai No. of votes polled (2) 0	se 35A (e-Voting) Resolution 12 % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 0.000000	No. of Votes – in favour (4) 0	against (5)	favour on votes polled (6)=[(4)/(2)] *100 0.000000 0.000000 0.000000	on votes polled (7)=[(5)/(2)] *100 0.00000 0.00000 0.00000		
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Total	0	13912886	_ 0,	0.000000	0	Ö	65535.000000	65535,000000





Manuprasad Patel M.Com, LL, B (Spl.), FCS. Company Secretary - in practice

05.08.2014

To,
The Chairman,
Mafatlal Industries Limited,
Asarwa Road,
Ahmedbad-380016

Dear Sir,

Sub: Consolidated Report of Scrutinizers in prescribed Form MGT-13 of Poll taken by ballot papers as well as e. voting.

We submit herewith the Results of the Poll taken on the 16 Resolutions at the 100th Annual General Meeting of the Members of Mafatlal Industries Limited held on 05.08.2014 at Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006.

All the Resolutions have been carried out with requisite majority of votes casted by the members by way of e-voting completed on 1st August, 2014 and physical Poll taken at the Annual General Meeting held on 5th August, 2014.

Thanking You,
Yours Faithfully

MM Patel Company Secretaries

FCS:2588 CP: 6357

Sailesh A Gandhi

Manuprasad Patel

309, Amulya Complex, Opp. Central Bank, Ambawadi Bazar, Ahmedabad-380 006. (M): 9426513721

> FORM No. MGT-13 Report of Scrutinizer(s)

consolidated

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

To, Shri H A Mafatlal Chairman MAFATLAL INDUSTRIES LIMITED Asarwa Road, Ahmedabad-380016

100th Annual General Meeting of the Equity Shareholders of MAFATLAL INDUSTRIES LIMITED held on Tuesday the 5th Day of August,2014 at Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006.

Dear Sir.

I/We, MANUPRASAD PATEL, Practising Company Secretary *and SHAILESH A. GANDHI appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 100th Annual General Meeting of the Equity Shareholders of Mafatlal Industries Limited, held on Tuesday the 5th Day of August, 2014 Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006 submit our report as under:

- 1. After the time fixed for closing of the poll by the Chairman, One/Two ballot boxes kept for polling were locked in my/our presence with due identification marks placed by me/us.
- 2. The locked ballot boxes were subsequently opened in my/our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.OR

I/We did not find any poll papers invalid.

- * Not applicable if there is only one scrutinizer appointed.
- 4. The result of the Poll is as under:

Ordinary Resolution -1

To consider and adopt the Directors' Report and the Audited Financial Statements including Statement of Profit & Loss for the year ended 31st March, 2014 and the Balance Sheet as at that date and the Auditor's Report thereon.

(i) Voted in favour of the resolution:

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(ii) Voted against the resolution

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Ordinary Resolution -2
To declare Dividend for the year 2013-14 on Equity Shares.

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Ordinary Resolution -3
To appoint a Director in place of Shri H. A. Mafatlal (holding DIN 00009872), who retires by rotation and

being eligible, offers himself for re-appointment.

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Ordinary Resolution -4

To appoint Auditors to hold office from the conclusion of this Meeting until the conclusion of the 103rd Annual General Meeting and to fix their remuneration

(i) Voted in favour of the regolution:

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(iii) Voted against the resolution

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(iii) Invalid votes :

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Ordinary Resolution -5

Pursuant to the provisions of Section143(8) read with Sections 139 and 141 of the Companies Act, 2013, appointment of M/s, Sorab S, Engineer & Co., Chartered Accountants, Mumbai (ICAI Registration No.110417W), as the Branch Auditors of the Company, to hold office from the conclusion of this Annual General Meeting and up to the conclusion of the 103rd Annual General Meeting, for the audit of books of accounts of the Branch Offices of the Company at Ahmedabad and Nadiad, on such remuneration, apart

from reimbursement of out of packet expenses as may be incurred by them for the purpose of audit and the

applicable taxes, as may be recommended by the Audit. Committee and determined by the Board of Directors of the Company in consultation with the Branch Auditors.

(i) Voted in favour of the resolution:

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(iii) Invalid votes

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Ordinary Resolution -6

Pursuant to the provisions of Section 143(8) read with Sections 139 and 141 of the Companies Act, 2013, appointment of M/s. C. C. Chokshi & Co., Chartered Accountants, Ahmedabad, (ICAl Registration No.101876W as the Branch Auditors of the Company, to hold office from the conclusion of this Annual General Meeting and up to the conclusion of the 103rd Annual General Meeting, for the audit of books of accounts of the Branch Offices of the Company at Ahmedabad and Nadiad, on such remuneration, apart from reimbursement of out of pocket expenses as may be incurred by them fo the purpose of audit and the applicable taxes, as may be recommended by the Audit Committee and determined by the Board of Directors of the Company in consultation with the Branch Auditors.

(i) Voted in favour of the resolution:

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	Number of members present	Number of votes	Selection and the Addition	% of total
	and	cast by them		number of valid
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1		1.0009900		33,383000

(ii) Voted against the resolution

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(iii) Invalid votes

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Ordinary Resolution -7

"RESOLVED THAT pursuant to the provisions of Sections149,152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri P. R. Amin (holding DIN 00171677), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years."

(i) Voted in favour of the resolution:

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	(in person or by proxy)	
1	275	99.999883

(ii) Voted against the resolution

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(iii) Invalid votes

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Ordinary Resolution -8

"RESOLVED THAT pursuant to the provisions of Sections149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri N. K. Parikh (holding DIN 00058995), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office forfive consecutive years."

(i) Voted in favour of the resolution:

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275		855936		99.999883	

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(iii) Invalid votes

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whose	votes were de	clared invalid				
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7				67		

Ordinary Resolution -9

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-nactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri V. R. Gupte (holding DIN 00011330), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years."

(i) Voted in favour of the resolution;

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(ii) Voted against the resolution

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(iii) Invalid votes:

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Ordinary Resolution -10

"RESOLVED THAT pursuant to the provisions of Sections149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder(including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IVto the Companies Act, 2013, Shri P. N. Kapadia (holding DIN 00078673), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years."

(i) Voted in favour of the resolution:

Number of members present Number of votes	% of total
and cast by them	number of valid
voting	votes cast
(in person or by proxy)	
275 8559360	99.999871

(ii) Voted against the resolution

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Special Resolution -11

'RESOLVED THAT in supersession of the Ordinary Resolution passed at the Annual General meeting of

members held on 8th August, 1992 and pursuant to Section 180(1)(a) and other applicable provisions of the

Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to mortgage / charge / encumber all or any of the immovable and or movable properties including securitization of the receivables where so ever situated, present and future including the whole or substantially the whole of the undertaking/s of the Company in favour of Banks, Financial Institutions and other bodies corporate and entities to secure an aggregate amount upto 500 crores and interest at agreed rate, additional interest, compound interest, commitment charges, etc., as may be applicable and payable by the Company to the lenders in terms of the agreement/s executed with them".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate finalize and settle with the lenders concerned, all deeds, documents and writings for creating the aforesaid mortgage(s), charge(s) and encumbrances and to do all such acts, deeds and things as may be necessary and expedient for giving effect to this resolution".



(i) Voted in favour of the resolution:

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(ii) Voted against the resolution

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(iii) Invalid votes

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Special Resolution -12

"RESOLVED THAT in supersession of the Ordinary Resolution passed at the Annual General Meeting of members held on 8th August, 1992 and pursuant to the provisions of Section 180(1)(c) and any other applicable provisions, if any, of the Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to borrow moneys in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans in the ordinary course of business obtained/to be obtained from one or more Banks, Financial Institutions, other bodies corporate and entities shall not at any time exceed 500 Crores (Rupees Five Hundred Crores)."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate, finalise and settle with the lenders concerned, all deeds, documents and writings for the purpose of borrowings and to do all such acts, deeds and things as may be necessary and experienced for giving effect to the aforesaid resolutions."

(i) Voted in favour of the resolution:

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(ii) Voted against the resolution

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Special Resolution -13

"RESOLVED THAT in accordance with the provisions of Sections 198, 309 and other applicable provisions, if any, read with Schedule XIII of the Companies Act, 1956 and Section 197 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013, including any statutory modification or re-enactment thereof, for the time being in force, and subject to the approval of the Central Government, approval of the members of the Company be and is hereby accorded to the managerial remuneration mentioned below paid to Shri V. P. Mafatlal, Executive Vice-Chairman and Shri Rajiv Dayal, Managing

Director & Chief Executive Officer for the Financial Year 2013-14 notwithstanding it being in

excess of the limits prescribed under the said provisions."

Shri V. P. Mafatlal, Executive 1,14,78,814/- Vice-Chairman 1,17,28,512/- Shri Rajiv Dayal, Managing 1,17,28,512/- Director & Chief Executive Officer	Name of Director	Salary & Perquisites Rs.
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"RESOLVED FURTHER THAT subject to approval of the Central Government, the amount of excess ayment of the managerial remuneration of `78,61,404/- paid to the aforesaid managerial personnels (i.e. excess of `38,05,853/- above the limit paid to Shri V. P. Mafatlal and excess of 40,55,551/- above the limit paid to Shri Rajiv Dayal) during the year 2013-14 be and is hereby approved."

"RESOLVED FURTHER THAT the Company do make an application to the Central Government to waive the excess payment of managerial remuneration and that Board of Directors of the Company be and is hereby authorized to do all the necessary acts, deeds, matters and things to implement this resolution."

(i) Voted in favour of the resolution:

Number of members present	Number of votes	% of total
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(ii) Voted against the resolution

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Ordinary Resolution -14

"RESOLVED THAT in accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, payment of Remuneration of Rs 4,00,000/- (apart from re-imbursement of out-of-pocket expenses incurred for the purpose of Audit) to Shri I. V. Jagtiani, Cost Auditor (Membership No. M-997), (lead cost auditor) for conducting the audit of Cost Accounting Records relating to the 'Textiles' product manufactured and traded by the Company for the year 1st April 2014 to 31st March 2015 be and is hereby approved."

Voted in favour of the resolution:

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(ii) Voted against the resolution

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Ordinary Resolution -15

"RESOLVED THAT in accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 44 of The Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of The Companies Act, 2013, payment of Remuneration of Rs. 1,50,000/- (apart from re-imburserment of out-of-pocket expenses incurred for the purpose of Audit) to Shri B. C. Desai, Cost Auditor (Membership No. M-1077), for conducting the audit of Cost Accounting Records relating to the 'Textiles' product manufactured and traded by the Company for the year 1st April 2014 to 31st March 2015 be and is hereby approved."

(i) Voted in favour of the resolution:



		[1] J. G. S. Lander, Ann. Phys. B 50, 100 (1995); A. P. S. Lander, Phys. Rev. B 51, 100 (1995); A. P. Lander, Phys. Rev. B 52, 100 (1995); A. P. Lander, Phys. Rev. B 52, 100 (1995); A. P. Lander, Phys. Rev. B 52, 100 (1995); A. P. Lander, Phys. Rev. B 52, 100 (1995); A. P. Lander, Phys. Rev. B 52, 100 (1995); A. P. Lander, Phys. Rev. B 52, 100 (1995); A. P. Lander, Phys. Rev. B 52, 100 (1995); A. P. Lander, Phys. Rev. B 52, 100 (1995); A. P. Lander, Phys. Rev. B 52, 100 (1995); A. P. Lander, Phys. B 52, 100 (1995); A.	
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(iii) Invalid votes

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Special Resolution -16

"RESOLVED THAT pursuant to the provisions of Section 94and other applicable provisions, if any, of the Companies Act, 2013, (the 'Act') the Register of Members, Index of Members, Register and Index of Debenture holders, if any, prepared in accordance with the provisions of Section 88 of the Act, in respect of the Shares and Debentures issued by the Company from time to time, shall be kept at the office of the Registrar and Share Transfer Agents of the Company, M/s. Sharepro Services (India) Pvt. Ltd., at Devnandan Mega Mall, Office No.416-420 4th floor, Opp. Sanyas Ashram, Ashram Road, Ahmedabad – 380 006, till such time the same is required to be maintained under the provisions of the Act and unless some other place is directed or informed by the Company."

(i) Voted in favour of the resolution.

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(ii) Voted against the resolution

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(Enumerate depending on the number of resolutions for which poll is taken)

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

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Place: AHMEDABAD Dated: 5th August;2014 Thanking you Yours faithfully

CS MANUPRASAD PATEL Membership No.: FCS 2588 C.P. No.: 6357

Shailesh A Gandhi



Name/s and Signature/s of the Scrutinizer/s

4-44

H A Mafatial Chairman of the Meeting (Except for Resolutions No.3 & 13)

Par E

N K Parikh Chairman of the Meeting (for Resolutions No.3 & 13)

05.08.2014

To,
The Chairman,
Mafatlal Industries Limited,
Asarwa Road,
Ahmedbad-380016

Dear Sir,

We the scrutinizers, Mr. Manuprasad Patel and Mr. Shailesh A. Gandhi as appointed at the 100th Annual General Meeting of the Mafatlal Industries Limited, hereby declare that the Poll Ballot Paper Box has been opened in the presence of following two witnesses at the Office Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006.

Dated: 05.08.2014

M. M. Patel

Shailesh Gandhi

Witness-1 Name & Signature

PACHUTHIN NAIR.

Witness- 2 Name & Signature

TARAK C. PATEL

C. Marer 6-5/38/2=16

Manuprasad Patel

309, Amulya Complex, Opp. Central Bank, Ambawadi Bazar, Ahmedabad-380 006, (M): 9426513721

FORM No. MGT-13
Report of Scrutinizer(s)

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

To, ⊪ Shri H A Mafatlal Chairman MAFATLAL INDUSTRIES LIMITED Asarwa Road, Ahmedabad-380016

100th Annual General Meeting of the Equity Shareholders of MAFATLAL INDUSTRIES LIMITED held on Tuesday the 5th Day of August,2014 at Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006.

Dear Sir.

I/We, MANUPRASAD PATEL, Practising Company Secretary *and SHAILESH A. GANDHI appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 100th Annual General Meeting of the Equity Shareholders of Mafatlal Industries Limited, held on Tuesday the 5th Day of August, 2014 Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006 submit our report as under:

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

I/We did not find any poll papers invalid.

- Not applicable if there is only one scrutinizer appointed.
- 4. The result of the Poll is as under:

Ordinary Resolution -1

To consider and adopt the Directors' Report and the Audited Financial Statements including Statement of Profit & Loss for the year ended 31st March, 2014 and the Balance Sheet as at that date and the Auditor's Report thereon.

(i) Voted in favour of the resolution:

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Ordinary Resolution -2
To declare Dividend for the year 2013-14 on Equity Shares.

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whose votes were declared invalid	

Ordinary Resolution -3.
To appoint a Director in place of Shri H. A. Mafatlal (holding DIN 00009872), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

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	whose votes were de	clared invalid		
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Ordinary Resolution -4

To appoint Auditors to hold office from the conclusion of this Meeting until the conclusion of the 103rd Annual General Meeting and to fix their remuneration

(i) Voted in favour of the resolution:

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Ordinary Resolution -5

Pursuant to the provisions of Section143(8) read with Sections 139 and 141 of the Companies Act, 2013, appointment of M/s. Sorab S. Engineer & Co., Chartered Accountants, Mumbai (ICAl Registration No.110417W), as the Branch Auditors of the Company, to hold office from the conclusion of this Annual General Meeting and up to the conclusion of the 103rd Annual General Meeting, for the audit of books of accounts of the Branch Offices of the Company at Ahmedabad and Nadiad, on such remuneration, apart from reimbursement of out of pocket expenses as may be incurred by them for the purpose of audit and the applicable taxes, as may be recommended by the Audit Committee and determined by the Board of Directors of the Company in consultation with the Branch Auditors.





(i) Voted in favour of the resolution:

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Ordinary Resolution -6

Pursuant to the provisions of Section 143(8) read with Sections 139 and 141 of the Companies Act, 2013, appointment of M/s. C. C. Chokshi & Co., Chartered Accountants, Ahmedabad, (ICAI Registration No.101876W as the Branch Auditors of the Company, to hold office from the conclusion of this Annual General Meeting and up to the conclusion of the 103rd Annua General Meeting, for the audit of books of accounts of the Branch Offices of the Company at Ahmedabad and Nadiad, on such remuneration, apart from reimbursement of out of pocket expenses as may be incurred by them fo the purpose of audit and the applicable taxes, as may be recommended by the Audit Committee and determined by the Board of Directors of the Company in consultation with the Branch Auditors.

(i) Voted in favour of the resolution

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Ordinary Resolution -7

"RESOLVED THAT pursuant to the provisions of Sections149,152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri P. R. Amin (holding DIN 00171677), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years."

(i) Voted in favour of the resolution:

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Ordinary Resolution -8

"RESOLVED THAT pursuant to the provisions of Sections149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri N. K. Parikh (holding DIN 00058995), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office forfive consecutive years."

(i) Voted in favour of the resolution:

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Ordinary Resolution -9:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re- nactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri V. R. Gupte (holding DIN 00011330), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years."

(i) Voted in favour of the resolution:

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(ii) Voted against the resolution

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Ordinary Resolution -10

"RESOLVED THAT pursuant to the provisions of Sections149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder(including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IVto the Companies Act, 2013, Shri P. N. Kapadia (holding DIN 00078673), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years."

(i) Voted in favour of the resolution:

Number of members present	Number of votes % of total
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(ii) Voted against the resolution

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Special Resolution -11

"RESOLVED THAT in supersession of the Ordinary Resolution passed at the Annual General meeting of members held on 8th August, 1992 and pursuant to Section 180(1)(a) and other applicable provisions of the Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to mortgage / charge / encumber all or any of the immovable and or movable properties including securitization of the receivables where so ever situated, present and future including the whole or substantially the whole of the undertaking/s of the Company in favour of Banks, Financial Institutions and other bodies corporate and entities to secure an aggregate amount upto 500 crores and interest at agreed rate, additional interest, compound interest, commitment charges, etc., as may be applicable and payable by the Company to the lenders in terms of the agreement/s executed with them".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate finalize and settle with the lenders concerned, all deeds, documents and writings for creating the aforesald mortgage(s), charge(s) and encumbrances and to do all such acts, deeds and things as may be necessary and expedient for giving effect to this resolution".





(i) Voted in favour of the resolution:

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(ii) Voted against the resolution

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Special Resolution -12

"RESOLVED THAT in supersession of the Ordinary Resolution passed at the Annual General Meeting of members held on 8th August, 1992 and pursuant to the provisions of Section 180(1)(c) and any other applicable provisions, if any, of the Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to borrow moneys in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans in the ordinary course of business obtained/to be obtained from one or more Banks, Financial Institutions, other bodies corporate and entities shall not at any time exceed 500 Crores (Rupees Five Hundred Crores)."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate, finalise and settle with the lenders concerned, all deeds, documents and writings for the purpose of borrowings and to do all such acts, deeds and things as may be necessary and experienced for giving effect to the aforesaid resolutions."

(i) Voted in favour of the resolution:

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(ii) Voted against the resolution

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Special Resolution -13

"RESOLVED THAT in accordance with the provisions of Sections 198, 309 and other applicable provisions, if any, read with Schedule XIII of the Companies Act, 1956 and Section 197 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013, including any statutory modification or re-enactment thereof, for the time being in force, and subject to the approval of the Central Government, approval of the members of the Company be and is hereby accorded to the managerial remuneration mentioned below paid to Shri V. P. Mafatial, Executive Vice-Chairman and Shri Rajiv Dayal, Managing Director & Chief Executive Officer for the Financial Year 2013-14 notwithstanding it being in excess of the limits prescribed under the said provisions."

Name of Director	Salary & Perquisites Rs.
Shri V. P. Mafatlal, Executive Vice-Chairman	1,14,78,814/-
Shri Rajiv Dayal, Managing Director & Chief Executive Officer	1,17,28,512/-
Total	2,32,07,326/-

"RESOLVED FURTHER THAT subject to approval of the Central Government, the amount of excess ayment of the managerial remuneration of `78,61,404/- paid to the aforesaid managerial personnels (i.e. excess of `38,05,853/- above the limit paid to Shri V. P. Mafatlal and excess of `40,55,551/- above the limit paid to Shri Rajiv Dayal) during the year 2013-14 be and is hereby approved."

*RESOLVED FURTHER THAT the Company do make an application to the Central Government to waive the excess payment of managerial remuneration and that Board of Directors of the Company be and is hereby authorized to do all the necessary acts, deeds, matters and things to implement this resolution."

(i) Voted in favour of the resolution:

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(ii) Voted against the resolution

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Ordinary Resolution -14

"RESOLVED THAT in accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, payment of Remuneration of Rs 4,00,000/- (apart from re-imbursement of out-of-pocket expenses incurred for the purpose of Audit) to Shri I. V. Jagtiani, Cost Auditor (Membership No. M-997), (lead cost auditor) for conducting the audit of Cost Accounting Records relating to the 'Textiles' product manufactured and traded by the Company for the year 1st April 2014 to 31st March 2015 be and is hereby approved."

(i) Voted in favour of the resolution:

(i) voted in ravour or	
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ii) Voted against the resolution

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Ordinary Resolution -15

"RESOLVED THAT in accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of The Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of The Companies Act, 2013, payment of Remuneration of Rs.1,50,000/- (apart from re-imbursement of out-of-pocket expenses incurred for the purpose of Audit) to Shri B. C. Desai, Cost Auditor (Membership No. M-1077), for conducting the audit of Cost Accounting Records relating to the 'Textiles' product manufactured and traded by the Company for the year 1st April 2014 to 31st March 2015 be and is hereby approved."

Voted in favour of the resolution:

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Special Resolution -16

"RESOLVED THAT pursuant to the provisions of Section 94and other applicable provisions, if any, of the Companies Act, 2013, (the 'Act') the Register of Members, Index of Members, Register and Index of Debenture holders, if any, prepared in accordance with the provisions of Section 88 of the Act, in respect of the Shares and Debentures issued by the Company from time to time, shall be kept at the office of the Registrar and Share Transfer Agents of the Company, M/s. Sharepro Services (India) Pvt. Ltd., at Devnandan Mega Mall, Office No.416-420 4th floor, Opp. Sanyas Ashram, Ashram Road, Ahmedabad – 380 006, till such time the same is required to be maintained under the provisions of the Act and unless some other place is directed or informed by the Company."

(i) Voted in favour of the resolution:

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(ii) Voted against the resolution

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(Enumerate depending on the number of resolutions for which poll is taken)

- 5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Place: AHMEDABAD Dated: 5th August,2014

UPAASA

CS MANDPRASAD PATEL Membership No.: FCS 2588 C, P. No.: 6357 CS MANUPRASAD PATEL Company Secretaries FCS: 2588 CP:6357

Thanking you, Yours faithfully

Shailesh A Gandhi

Name/s and Signature/s of the Scrutinizer/s

HA Mafatial Chairman of the Meeting (Except for Resolutions No.3 & 13)

NK Parikh

Chairman of the Meeting (for Resolutions No.3 & 13)



Manuprasad Patel M.Com., LL, B (Spl.), FCS.

Company Secretary - in practice

05.08.2014

To,
The Chairman,
Mafatlal Industries Limited,
Asarwa Road,
Ahmedbad-380016

Dear Sir,

We the scrutinizers, Mr. Manuprasad Patel and Mr. Shailesh A. Gandhi as appointed at the 100th Annual General Meeting of the Mafatlal Industries Limited, hereby declare that the Poll Ballot Paper Box has been opened in the presence of following two witnesses at the Office Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006.

Dated: 05.08.2014

M. M. Patel

Shailesh Gandhi

Witness- 1 Name & Signature

P.ACHUTHANNIK

(- (ect) 05/08/2/14

Witness- 2 Name & Signature

TARAK GRATEL



816-818, Anand Mangal — 3, Opp. Core House, Nr. Doctor House, Ellisbridge, Ahmedabad-380006 Phone : (O) 26430810, 30081114 (R) 26650050 Fax: 91-79-26430810 •E-mail: info@tapanshah.in

Scrutinizer's Report

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

To, The Chairman Mafatlal Industries Limited, Asarwa Road, Ahmedabad-380 016.

Dear Sir,

I, Mr. Tapan Shah, Practicing Company Secretary, has been appointed as a Scrutinizer of Mafatlal Industries Limited ("the Company") 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 the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), as mentioned in the agenda of the Notice dated 30th May, 2014 of 100th Annual General Meeting of the Equity Shareholders of the Company, to be held on 5th day of August, 2014 at 10.30 a.m. at Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006.

- i. Ordinary Resolution To receive, consider and adopt the Director's Report, the audited financial Statements for the financial year ended on 31st March, 2014 and Auditors' report thereon.
- ii. **Ordinary Resolution** for declaration of dividend on equity shares for the financial year ended on 31st March, 2014.
- iii. Ordinary Resolution for Re-appointment of Shri H. A. Mafatlal as Director, who retires by rotation and eligible, offers himself for re-appointment.
- iv. Ordinary Resolution for the appointment of Statutory Auditors and fixing their remuneration.
- v. Ordinary Resolution under section 143(8) read with sections 139 and 141 of the Companies Act, 2013 and rules made there under for Appointment of M/s Sorab S. Engineer & Co. as Branch Auditor of the company.
- vi. Ordinary Resolution under section 143(8) read with sections 139 and 141 of the Companies Act, 2013 and rules made there under for Appointment of M/s C. C. Chokshi & Co. as Branch Auditor of the company.
- vii. **Ordinary Resolution** under section 149,152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules made there under for the appointment of Shri P. R. Amin as an Independent Director of the company.





:2:

- viii. Ordinary Resolution under section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules made there under for the appointment of Shri N. K. Parikh as an Independent Director of the company.
- ix. Ordinary Resolution under section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules made there under for the appointment of Shri V. R. Gupte as an Independent Director of the company.
- x. Ordinary Resolution under section 149,152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules made there under for the appointment of Shri P. N. Kapadia as an Independent Director of the company.
- xi. **Special Resolution** under section 180(1)(a) and other applicable provisions of the Companies Act, 2013 for the Consent to Mortgage/ Charge/ Encumber all or any of the immovable/ Movable properties of the Company.
- xii. **Special Resolution** under section 180(1)(c) and other applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves of the Company.
- xiii. Special Resolution under section 198,309 read with Schedule XIII and other applicable provisions of the Companies Act, 1956 and Section 197 and other applicable provisions read with Schedule V of the Companies Act, 2013 for Approval of excess payment of Managerial Remuneration paid to Shri V. P. Mafatlal, Executive Vice-Chairman and Shri Rajiv Dayal, M.D & CEO of the Company.
- xiv. Ordinary Resolution under section 148(3) and any other applicable provisions of the Companies Act, 2013 and rules made there under for approval of remuneration of Cost Auditor Shri I. V. Jagtiani for FY. 2014-15.
- xv. Ordinary Resolution under section 148(3) and any other applicable provisions of the Companies Act, 2013 and rules made there under for approval of remuneration of Cost Auditor Shri B. C. Desai for FY. 2014-15.
- xvi. Special Resolution under section 94 and other applicable provisions of the Companies Act, 2013 for approval of keeping all documents mentioned u/s 88 of the Companies Act, 2013 at the office of Registrar and Share Transfer Agents of the Company.



: 3:

I HEREBY SUBMIT MY REPORT AS UNDER:

- 1. On the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on 4th July, 2014 (Cut-off date) for the purpose of E-voting, the Company completed dispatch of the Notice of e-Voting:
 - A. by email to Members who had registered their email-ids with the Company on 9th July, 2014 and
 - B. by Courier to Members in physical form on 11th July, 2014.
- 2. In terms of the aforesaid Notice, E-voting was open for three days from Wednesday. 30th July, 2014 at 9.00 a.m upto Friday, 1st August, 2014 at 6.00 p.m and members were required to cast their votes electronically conveying their assent or Dissent in respect of the Ordinary Resolutions/ Special Resolutions, on e-voting platform provided by National Securities Depository Limited (NSDL).
- 3. As required in the Rules, I unlocked the E-voting on the platform provided by NSDL after the completion of the E-voting process at 6.15 p.m. on Friday, 1st August, 2014 in the presence of Mr. Tushar Donda and Mr. Naresh Prajapati.
- 4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the e-voting website of National Securities Depository Limited (https://www.evoting.nsdl.com). Snap Shot of the website of NSDL is attached herewith as an Annexure - A.
- 5. Based on the results made available to me, 26 members have cast their votes on the evoting platform and, the detailed analysis of the e-Voting Results for each of the sixteen agenda items contained in the said Notice is attached herewith as an Annexure - B.
- 6. The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you,

Place: Ahmedabad

Date: 04/08/2014

TAPAN

NT SHAH ded5bac52tt28719caff21af Date: 2014.08.04 13:19:15

Name of Company Secretary: TAPAN SHAH

C.P.No.: 2839

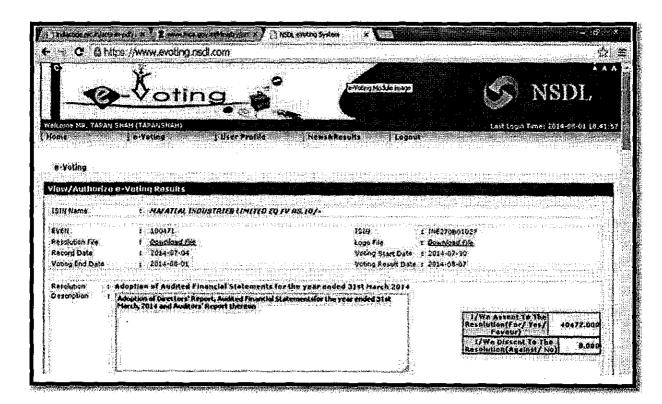
Signature :





Annexure - A

SNAP SHOT OF THE WEBSITE OF NSDL







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MAFATLAL INDUSTRIES LIMITED

Apneaure - E

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Voting Start Date; 30-07-2014 Voting End Date; 01-08-2014

Record Date: 04-07-2014 Vottes Result Date: 07-06-2014

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Mafatlal

Regd. Off.: Asarwa Road, Ahmedabad 380 016. India T: 91 79 2212 3944 / 45 F: 91 79 2212 3045

Corp. Off.: Kaledonia Building, 6th Floor, Opp. Vijay Nagar Society,

Sahar Road, Off Western Express Highway, Andheri (East), Mumbai 400 069

Tel No. 022 67713800 Website: www.mafatlals.com

Corporate identification No. L17110GJ1913PLC000035

E-Mail id: ahmedabad@mafattals.com

August 06, 2014

The Secretary **BSE Limited** Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400 001.

BSE Code: 500264

The Secretary Ahmedabad Stock Exchange Ltd. Kamdhenu Complex Opp. Sahajanand College, Panjara Pole, Ahmedabad 380 015.

ASE Code: 34100

Dear Sirs,

Re:

100th Annual General Meeting -

Declaration of Results of E-voting and Poll

We send herewith Chairman's Report on the declaration of results of e-voting and poll together with its Annexures.

Kindly take the same on record.

Thanking you,

Yours faithfully, For MAFATLAL INDUSTRIES LIMITED

AUTHORISED SIGNATORY

Encl: As above.

ARVIND MAFATLAL GROUP The ethics of excellence

Mafatlal
MAFATLAL INDUSTRIES LIMITED

Corporate Office: Kaledonia, Office No. 3, 6th Floor, Sahar Road, Andheri (E), Mumbai - 400 069. Ti 91 22 6771 3800 F: 91 22 6771 3924 / 25 website: www.mafatlals.com
Regd, Office: Asarwa Road, Ahmedabad 380 016. India Ti 91 79 2212 3944/45 F: 91 79 2212 3045

CIN: L17110GJ1913PLC000035

100THANNUAL GENERAL MEETING HELD ON 5TH AUGUST, 2014 Declaration of Results of e-voting and poli

As per the provisions of the Companies Act, 2013 read with the provisions of the Listing Agreement, the Company had provided the facility of e-voting through NSDL to the Shareholders to enable them to cast their vote electronically on the resolutions (item 1 to 16) proposed in the Notice of the 100th Annual General Meeting (AGM). The e-voting was open from Wednesday, 30th July, 2014 to Friday, 1th August, 2014.

Shri-Tapan Shah, Practising Company Secretary, who was appointed as the Scrutinizer for E-Voting, has submitted his Report in respect of the evoting to the Chairman.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not taken up at the general meeting since e-voting has been offered to the Shareholders. Therefore, at the Annual General Meeting of the Company held on 5th August, 2014, voting was conducted by means of poll.

Shri Manuprasad Patel, Practising Company Secretary and Shri Shallesh Gandhi, a shareholder both were appointed as Scrutinizer for Poll. They have carried out the scrutiny of all the votes cast in Poll. As requested, they have also submitted consolidated report combining the e-voting and poll results and submitted the same.

The Result of voting (Consolidated -E voting+ Poll) is as follows:

Resolutions — Item 1 to 16 as mentioned in the Notice of 100 th AGM (brief details)		FOR	A	GAINST	TOTAL CONSOLIDAT VOTING (EVOTING AI POLL) PERCENTAGE (%)		
	Voter Count (No. of Shareh olders	Vote Count (No. of Shares)	Voter Count (No. of Sharehol ders	Vote Count (No. of Shares)	FOR	AGAINS T	
1. Ordinary Resolution To receive, consider and adopt the Director's Report, the audited financial Statements for the financial year ended on 31st March, 2014 and Auditors' report thereon.		8559374	0	0	100%	0% =	
2.Ordinary Resolution Declaration of dividend on equity shares for the financial year ended on 31st March, 2014	276	8559370	1	i	99.999988%	0.000012	

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ARVIND MAPATEAL GROUP
The entire of excellence

Corporate Office: Raledonia, Office No. 3, 6th Floor,
Sahar Road, Andheri (E), Mumbai - 400 069.
T. 91 22 6771 3800 F: 91 22 6771 3924 / 25
website: www.mafatlals.com
Regd. Office: Asarwa Road, Ahmedabad 380 016. India
T: 91 79 2212 3944/45 F: 91 79 2212 3045

Corporate Office: Kaledonia, Office No. 3, 6th Floor,

CIN: L17110GJ1913PLC000035

8559371 0 0 100% 0% Re-appointment of Shri H. A. Majatal as Director, who retires by rotation and eligible, offers himself for reappointment 4. Ordinary Resolution Appointment of Statutory Auditors and fixing their remuneration. 5. Orginary Resolution Appointment of Branch Auditors under section 143(8) read with sections 139 and 141 of the Companies Act, 2013 and rules made there under for Appointment of Branch Appointment of Branch Appointment of M/s Sorab 5. Engineer & Co. as Branch Appointment of Branch Appointment of Branch Appointment of Branch Appointment of Branch Appointment of Branch Appointment of Branch Appointment of M/s Sorab 5. Engineer & Co. as Branch Appointment of Branch Appointment of Branch Appointment of M/s C. C. Chokshik Co. as Branch Auditor of the company. 7. Ordinary Resolution Appointment of Shri P. R. Amin as an independent Director of the company under section 149,152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules made there under 8. Ordinary Resolution Appointment of Shri N. K. Patikh as an independent Director of the company nuder section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules mode there under 8. Ordinary Resolution Appointment of Shri N. K. Patikh as an independent Director of the company under section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules mode there under 8. Ordinary Resolution Appointment of Shri N and other applicable provisions of the Companies Act, 2013 and rules mode there Resolution of the Companies Act, 2013 and rules mode there							Land to the second
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Appointment of Branch Auditors under section 143(8) read with sections 139 and 141 of the Companies Act, 2013 and rules made there under for Appointment of M/s C. C. Chokshilk Co. as Branch Auditor of the company. 7. Ordinary Resolution Appointment of Shri P. R. Amin as an Independent Director of the company under section 149,152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules made there under 8. Ordinary Resolution Appointment of Shri N. K. Parikh as an Independent Director of the company under section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules	Appointment of Branch Auditors under section 143(8) read with sections 139 and 141 of the Companies Act, 2013 and rules made there under for Appointment of M/s Sorab S Engineer & Co, as Branch		8559368	0	0	100%	### ##################################
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Appointment of Shri N. K. Parikh as an Independent Director of the company under section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules	7. Ordinary Resolution Appointment of Shri P. R. Amin as an Independent Director of the company under section 149,152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and		8559360	1	10	99.999883*	0.00017%
	8. Ordinary Resolution Appointment of Shri N. K. Parikh as an Independent Director of the company under section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules		8559361	1	10	59.599283%	The state of the

ARVIND MAFATLAL GROUP

MAFATLAL INDUSTRIES LIMITED

Corporate Office: Kaledonia, Office No. 3, 6th Floor, Sahar Road, Andheri (E), Mumbai - 400 069. T. 91 22 6771 3800 F: 91 22 6771 3924 / 25 website: www.mafatlals.com

Regd. Office: Asarwa Road, Ahmedabad 380 016. India T: 91 79 2212 3944/45 Fe 91 79 2212 3045

CIN: L17110GJ1913PLC000035

9.Ordinary Resolution	276	8559370	0	0	100%	
appointment of Shri V. R. Gupte				1		1"
as an Independent Director of				İ	"	
the company under section 149,						
152 read with Schedule IV and				ļ		!
other applicable provisions of			***	-		. ·
the Companies Act, 2013 and	1.		:			# 0 0 0 0 0 1 1 1 1 1 1 1 1 1 1 1 1 1 1
rules made there under for the				ļ		
		erroneo.	<u> </u>		<u> </u>	 -
10.Ordinary Resolution		8559360	2	11	99.999871%	0.000129%
appointment of Shri P. N.]	İ		
Kapadia as an Independent			1	1		# 4 F
Director of the company.			ĺ	:	ļ	7.7 A. A. H. H. L.
under section 149,152 read						
with Schedule IV and other	B "		\ ·	1	\	
applicable provisions of the			<u> </u>		ľ	
Companies Act, 2013 and rules	1,			ŀ		
made there under	<u> </u>			<u> </u>	<u> </u>	1
11. Special Resolution under	1	8559363	3	5	99.999942X	0.00005#%
section 180(1)(a) and other]]			
applicable provisions of the						- 1
Companies Act, 2013 for the			1] .		
Consent to Mortgage/ Charge/						
Encumber all or any of the		Į	l	1	į	
immovable/ Movable				1		
properties of the Company	<u> </u>	<u> </u>	<u> </u>	:		
12. Special Resolution under		8559369	1	2	99.999977%	0,000023%
1						
section 180(1)(c) and other	' '	:		İ		
section 180(1)(c) and other applicable provisions of the		:				
	1	:		}		
applicable provisions of the		;				
applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess		·				
applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up		:			•	1
applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess					P I	
applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves		8559330	4	40	99.999531 X	
applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves of the Company	272	8559330	4	40	99.599533 X	# 0.1 1
applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves of the Company 13. Special Resolution under	272	8559330	4	40	99.999513%	# 10.1 1
applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves of the Company 13. Special Resolution under section 198,309 read with Schedule XIII and other	272	8559330	4	40	99.599533%	# 1011 # 1
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applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves of the Company 13. Special Resolution under section 198,309 read with Schedule XIII and other applicable provisions of the Companies Act, 1956 and	272	8559330	4	40	99.999533%	
applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves of the Company 13. Special Resolution under section 198,309 read with Schedule XIII and other applicable provisions of the Companies Act, 1956 and Section 197 and other	272	8559330	4	40	99.999533%	
applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves of the Company 13. Special Resolution under section 198,309 read with Schedule XIII and other applicable provisions of the Companies Act, 1956 and Section 197 and other applicable provisions read with	272	8559330	4	40	99,999533%	
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applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves of the Company 13. Special Resolution under section 198,309 read with Schedule XIII and other applicable provisions of the Companies Act, 1956 and Section 197 and other applicable provisions read with Schedule V of the Companies Act, 2013 for Approval of excess	272	8559330	4	40	99.999533%	
applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves of the Company 13. Special Resolution under section 198,309 read with Schedule XIII and other applicable provisions of the Companies Act, 1956 and Section 197 and other applicable provisions read with Schedule V of the Companies Act, 2013 for Approval of excess payment of Manageria.	272	8559330	4	40	99.599533%	# 101 1 1 1 1 1 1 1 1 1
applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves of the Company 13. Special Resolution under section 198,309 read with Schedule XIII and other applicable provisions of the Companies Act, 1956 and Section 197 and other applicable provisions read with Schedule V of the Companies Act, 2013 for Approval of excess payment of Managerial Remuneration paid to Shri V. P.	272	8559330	4	40	99.599533%	# 101 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves of the Company 13. Special Resolution under section 198,309 read with Schedule XIII and other applicable provisions of the Companies Act, 1956 and Section 197 and other applicable provisions read with Schedule V of the Companies Act, 2013 for Approval of excess payment of Managerial Remuneration paid to Shri V. P. Mafatlal, Executive Vice-	272	8559330	4	40	99,599533%	# - 112 1 1 1 1 1 1 1 1 1
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MAFATLAL INDUSTRIES LIMITED

Corporate Office: Kaledonia, Office No. 3, 6th Floor, Sahar Road, Andheri (E), Mumbal - 400 069, T. 91 22 6771 3800 F: 91 22 6771 3924 / 25

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T: 91 79 2212 3944/45 F: 91 79 2212 3045

CIN: L17110GJ1913PLC000035

		0000000	1.	30		·-T
14.Ordinary Resolution under section 148(3) and any other applicable provisions of the Companies Act, 2013 and rules made there under for approval of remuneration of Cost Auditor - Shri I. V. Jagtiani for FY. 2014-15.	2/5	8559343	75	30	99.999550%	0.00350%
15.Ordinary Resolution under section 148(3) and any other applicable provisions of the Companies Act, 2013 and rules made there under for approval of remuneration of Cost Auditor - Shri B. C. Desai for FY. 2014-15	- Andrew Community Communi	8559340	3	30	99.999650%	0.000350%
16.Special Resolution under section 94 and other applicable provisions of the Companies Act, 2013 for approval of keeping all documents mentioned u/s 88 of the Companies Act, 2013 at the office of Registrar and Share Transfer Agents of the Company.	The state of the s	8559374	1	1	99.999988%	### ### ### ### ### #### #### ########

Based on the Reports of Scrutinizers, all Ordinary & Special Resolutions (mentioned at item 1 to 16) as set out in the Notice of 100th Annual General Meeting, have been, duly approved by the Shareholders with requisite majority prescribed under applicable Laws. Copies of Scrutinizer's Reports (Shri Tapan Shah in respect of E-voting) and (Shri Manuprasad Patel & Shri Shailesh Gandhi in respect of Poll and combined report for e-voting and poll) are attached herewith.

FOR MAFATLAL INDUSTRIES LIMITED

H A MAFATLAL CHAIRMAN

Date: August 6, 2014

Encl:A/A

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ARVIND MAFATLAL GROUP

The ethics of excellence

05.08.2014

To,
The Chairman,
Mafatlal Industries Limited,
Asarwa Road,
Ahmedbad-380016

Dear Sir,

Sub: Consolidated Report of Scrutinizers in prescribed Form MGT-13 of Poll taken by ballot papers as well as e. voting.

We submit herewith the Results of the Poll taken on the 16 Resolutions at the 100th Annual General Meeting of the Members of Mafatlal Industries Limited held on 05.08.2014 at Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006.

All the Resolutions have been carried out with requisite majority of votes casted by the members by way of e-voting completed on 1st August, 2014 and physical Poll taken at the Annual General Meeting held on 5th August, 2014.

AHMEDABAD

FCS.: 2588

Thanking You, Yours Faithfully

M/M Patel Company Secretaries

Company Secretaries FCS:2588 CP: 6357

Sailesh A Gandhi

Manuprasad Patel

309 Amulya Complex, Opp. Central Bank, Ambawadi Bazar, Ahmedabad-380 006. (M): 9426513721

FORM No. MGT-13 Report of Scrutinizer(s)

consolidated

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

To, Shri H A Mafatlal Chairman MAFATLAL INDUSTRIES LIMITED Asarwa Road, Ahmedabad-380016

100th Annual General Meeting of the Equity Shareholders of MAFATLAL INDUSTRIES LIMITED held on Tuesday the 5th Day of August,2014 at Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006

Dear Sir.

IAWe, MANUPRASAD PATEL, Practising Company Secretary *and SHAILESH A. GANDHI appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 100th Annual General Meeting of the Equity Shareholders of Mafatlal Industries Limited, held on Tuesday the 5th Day of August 2014 Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006 submit our report as under:

- 1. After the time fixed for closing of the poll by the Chairman, One/Two ballot boxes kept for polling were locked in my/our presence with due identification marks placed by me/us.
- 2. The locked ballot boxes were subsequently opened in my/our presence and poll papers were diligently scrutinized. The poll papers were recordiled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

OR

I/We did not find any poll papers invalid.

- Not applicable if there is only one scrutinizer appointed.
- 4. The result of the Poll is as under:

Ordinary Resolution -1

To consider and adopt the Directors' Report and the Audited Financial Statements including Statement of Profit & Loss for the year ended 31st March, 2014 and the Balance Sheet as at that date and the Auditor's Report thereon.

(i) Voted in favour of the resolution:

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i	Number of members present	Number of votes	% of total	
	and	cast by them	number of valid	
	voting		votes cast	
	(in person or by proxy)			
1				
1	279	8559374	100	
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(ii) Voted against the resolution

% of total	of members present Number of votes % of total	
	[80]	7.
number of valid	그림을 가는 모양이 그는 그들까? 그 나를 하면 그는 그림을 하는 그는 그를 보고 있다. 그는 그를 바꾸는 것 같아요? 그는 그를 보고 있다.	그 [2011] - [출]
Votes cast	votes cast	
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votes cast	n or by proxy)	



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	alid votes		<u>, 127</u> 54 +			r digazoni. Nasali		47.		<u> </u>		øv:
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(in pers	on or by	proxy)	\$97 AT 6			" 34 A		them				7.
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7	1 2 4 5		alg . C.X	\$1 TO		7979	135.4	67		395 4 15	7	

Ordinary Resolution -2
To declare Dividend for the year 2013-14 on Equity Shares

(i) Voted in favour of the resolution:

	(i) Voice is lavour of t		<u> </u>
THE REAL PROPERTY.	Number of members present	Number of votes	% of total in A. Res 4
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1	voting		votes cast
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1			
ĺ	276	8559370	-99.999988

	(ii) voicu against me i		<u> </u>
	Number of members present	Number of votes	% of total
Ĩ	and	cast by them	number of valid
	voting		votes cast
ı	(in person or by proxy)		
1		<u>일은 일하는 관련 교통 - 호텔 - 관련</u>	<u> 호텔 - 취임 - 레인션 - 중인 - 루마</u>
1	1 2		0.000012

(iii) Invalid votes:

ſ	Total number	of member	e		100	Total number of	Votes cast	1
١	1 (1977 F. 1977 C. 1	1.4 () () () ()					LAOICS (SS)	· * 4
1	(in person or				::K	by them		1
1	whose votes	were declar	red invalid		331		* (3) \$1.7 - (4) - (4) \$1.7	
1	<u> 1941 - 1841 - </u>							- 1
1	7			1 - 100 - 100 Av	7.5	67	741.13	

Ordinary Resolution -3
To appoint a Director in place of Shri H. A. Mafatlal (holding DIN 00009872), who retires by rotation and being eligible, offers himself for re-appointment.

voted in lavour of the resolution.	한 설명이 열하는 학교 생활이 전한 그림하는 것
Number of members present - Number of votes -	% of total
and cast by them	number of valid
	votes cast
(in person or by proxy)	또 없는 서울 등 수 말을 걸다.
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Voice agamer tries esolution	할 이 없었다. 불리 교육은 교육은 대전을 교육은 교육은
Number of members present. Number of votes	% of total
and cast by them	number of valid
voting A Section 1997	votes cast
(in person or by proxy)	
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(iii) Invalid votes

		<u> 1월 </u>
Total number of members		Total number of votes cast by them
(in person or by proxy)	후 하는 김 김 기가 있다.	
whose votes were declared invalid		
7 (1) (1) (2) (3) (4) (4) (5) (4) (5) (6)		67

Ordinary Resolution 4

To appoint Auditors to hold office from the conclusion of this Meeting until the conclusion of the 103rd Annual General Meeting and to fix their remuneration

(i) Voted in favour of the resolution:

31	1.)	TO TOO ON THE REAL PROPERTY OF THE PROPERTY OF
	Number of members present	Number of votes % of total
1	and the second second	cast by them
١	voting	votes cast
١	(in person or by proxy)	
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	274	8559359 99.999871

(ii) Voted against the resolution

(ii) voccu against tile		이 교회 전에 가는 그렇게 나를 가 없는 그래요?
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and	cast by them	number of valid
voting	【환 경기를 더 찾는층 환 환경	votes cast
(in person or by proxy)		
#시장 후 보스됨 (F-17)(# 1		
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(iii) Invalid votes

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ì	Total number of members	Total number of votes cast
ł	(in person or by proxy)	by them
Ì	whose votes were declared invalid.	
Į		
į		67

Ordinary Resolution -5

Pursuant to the provisions of Section143(8) read with Sections 139 and 141 of the Companies Act, 2013, appointment of M/s, Sorab S. Engineer & Co., Chartered Accountants, Mumbai (ICAI Registration No.110417W), as the Branch Auditors of the Company, to hold office from the conclusion of this Annual General Meeting and up to the conclusion of the 103rd Annual General Meeting, for the audit of books of accounts of the Branch Offices of the Company at Ahmedabad and Nadiad, on such remuneration, apart

from reimbursement of out of pocket expenses as may be incurred by them for the purpose of audit and the

applicable taxes, as may be recommended by the Audit Committee and determined by the Board of Directors of the Company in consultation with the Branch Auditors.

(i) Voted in favour of the resolution:

	- 111 101 CO. C.				
Number of mem	bers present	Number of votes	7 %	of total	
and		cast by them	N N I nu	umber of valid	
voting			A 100 A 100 A 100	otes cast	
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				医含染线 压制度	
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	Number of members	s present N	umber of votes	aujeuveen ee 2 ⊊ 1	% of total	nes a la vida. National de la constant
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1	voting	Malay .	Tita Ya Tiffiyaa		votes cast	
٦	(in person or by pro	xy). 🧺 🚎				
ļ			Maleus III-A	KANA .	<u> 1994 - Lange</u>	
Ī	0	<u> </u>		100000	<u> </u>	

(iii) Invalid votes :

	(m) strana roto	. <u>188 (m. 1821)</u>		21,212	
Į	Total number of members			Total number of	votes cast by
٠	(in person or by proxy)	n inn i Luciosa (Balana in Villago nobel i in i Aa		them	
	whose votes were declared in	nvalid	Professor (2)	History Williams	25 · · · · · · · · · · · · · · · · · · ·
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1				67 7	게 살됐네.

Ordinary Resolution -6

Pursuant to the provisions of Section 143(8) read with Sections 139 and 141 of the Companies Act, 2013, appointment of M/s. C. C. Chokshi & Co., Chartered Accountants, Ahmedabad, (ICAI Registration No.101876W as the Branch Auditors of the Company, to hold office from the conclusion of this Annual General Meeting and up to the conclusion of the 103rd Annual General Meeting, for the audit of books of accounts of the Branch Offices of the Company at Ahmedabad and Nadiad, on such remuneration, apart from reimbursement of out of pocket expenses as may be incurred by them to the purpose of audit and the applicable taxes, as may be recommended by the Audit Committee and determined by the Board of Directors of the Company in consultation with the Branch Auditors.

Voted in favour of the resolution

	(I) AOIGO III ISAON	OF RIG (COURTON) STATES	<u></u>
ſ	Number of members preser	Number of votes	% of total
4	and The second	cast by them	number of valid
1	voting		votes cast
1	(in person or by proxy)		
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[274	8559358	99,999883

Voted against the resolution

	Number of members present	Number of votes	% of total
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(iii) Invalid votes

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(ii) Voted against the resolution

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ો	Number of members present	Number of votes	% of total
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ş		10	0.0000117

(iii) Invalld votes

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1	whose vote	s were dec	lared invali	d 🗼 🚁						
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I	7_			94 JA 1546		100	67		. <u>.</u>	1 74:

Ordinary Resolution -9

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re- nactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri V. R. Gupte (holding DIN 00011330), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section-160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years."

(i) Voted in favour of the resolution:

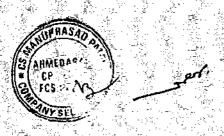
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(in person or by proxy)		
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276 85593		100

(ii) Voted against the resolution

(ii) Anten a Aguinge rife is	SOUTH THE STATE OF		
Number of members present	Number of votes	% of total	ea eath e
and	cast by them	number of valid	
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(in person or by proxy)			
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(iii) Invalid votes:

nber of v	otes cast by	7
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		inder of votes cast b



Ordinary Resolution -10

"RESOLVED THAT pursuant to the provisions of Sections149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder(including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IVto the Companies Act, 2013, Shri P. N. Kapadia (holding DIN 00078673), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years."

(i) Voted In favour of the resolution:

	10 TORGETTI TRAVERS OF I	10 1000idtion.	
1	Number of members present	Number of votes	% of total
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Į	voting		votes cast
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ſ	275	8559360	99.999871

(ii) Voted against the resolution

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(iii) Invalid votes :

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(in person or by proxy) - 差。 漢。	14	- Ng. 15 <u>.</u> 15.] the	em 😘 🐇	그리 병 [24]
whose votes were dec	clared invalid		figure in the first North Communication of the comm		일 생 사람	
By 1 Fact the state			in 1914 (86. 172			
7	750			67		

Special Resolution -11

"RESOLVED THAT in supersession of the Ordinary Resolution passed at the Annual General meeting of

members held on 8th August, 1992 and pursuant to Section 180(1)(a) and other applicable provisions of the

Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to mortgage / charge / encumber all or any of the immovable and or movable properties including securitization of the receivables where so ever situated present and future including the whole or substantially the whole of the undertaking/s of the Company in favour of Banks, Financial Institutions and other bodies corporate and entities to secure an aggregate amount upto 500 crores and interest at agreed rate, additional interest, compound interest, commitment charges, etc., as may be applicable and payable by the Company to the lenders in terms of the agreement/s executed with them".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate finalize and settle with the lenders concerned, all deeds, documents and writings for creating the aforesaid mortgage(s), charge(s) and encumbrances and to do all such acts, deeds and things as may be necessary and expedient for giving effect to this resolution".



7

(i) Voted in favour of the resolution:

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272	8559363	99.9999942

(ii) Voted against the resolution

::			그는 사람들은 사람들이 가는 사람들이 되었다. 그 사람들은 사람들이 가득하는 것이다.
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-	and	cast by them	number of valid
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(iii) Invalid votes

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١.	whose votes were declared invalid	1 % 4 4 4 8 4 7 7 3 5 3
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Ī		67

Special Resolution -12

RESOLVED THAT in supersession of the Ordinary Resolution passed at the Annual General Meeting of members held on 8th August, 1992 and pursuant to the provisions of Section 180(1)(c) and any other applicable provisions, if any, of the Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to borrow moneys in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans in the ordinary course of business obtained/to be obtained from one or more Banks, Financial Institutions, other bodies corporate and entities shall not at any time exceed 500 Crores (Rupees Five Hundred Crores)."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate, finalise and settle with the lenders concerned, all deeds, documents and writings for the purpose of borrowings and to do all such acts, deeds and things as may be necessary and experienced for giving effect to the aforesaid resolutions."

(i) Voted in favour of the resolution:

		<u> </u>	
	Number of members present	Number of votes	% of total
11	and and	cast by them	number of valid
	voting		votes cast
	(in person or by proxy)		
٠.	275	8559369	99.999977

(ii) Voted against the resolution

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	Number of members present	Number of votes	% 0	f total	167 sa	
	and Significant of the second	cast by them	nun	nber of valid		
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(iii) Invalid votes

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	(in person or by proxy)	them the terms of
	whose votes were declared invalid	
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1	7 37 39 39 30 30 37 37 37 37 37 37 37	67
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Special Resolution -13

"RESOLVED THAT in accordance with the provisions of Sections 198, 309 and other applicable provisions, if any, read with Schedule XIII of the Companies Act, 1956 and Section 197 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013, including any statutory modification or re-enactment thereof, for the time being in force, and subject to the approval of the Central Government, approval of the members of the Company be and is hereby accorded to the managerial remuneration mentioned below paid to Shri V. P. Mafatlal, Executive Vice-Chairman and Shri Rajiv Dayal, Managing

Director & Chief Executive Officer for the Financial Year 2013-14 notwithstanding it being in excess of the limits prescribed under the said provisions."

excess of the littles bieschinen miner me sam bio	
Name of Director	Salary & Perquisites Rs.
Shri V. P. Mafatlal, Executive Vice-Chairman	1,14,78,814/-
Shri Rajiv Dayal, Managing Director & Chief Executive Officer	1,17,28,512/-
Total	2,32,07,326/-

RESOLVED FURTHER THAT subject to approval of the Central Government, the amount of excess ayment of the managerial remuneration of `78,61,404/- paid to the aforesaid managerial personnels (i.e. excess of `38,05,853/- above the limit paid to Shri V. P. Mafatlal and excess of 40,55,551/- above the limit paid to Shri Rajiv Dayal) during the year 2013-14 be and is hereby approved.

"RESOLVED FURTHER THAT the Company do make an application to the Central Government to waive the excess payment of managerial remuneration and that Board of Directors of the Company be and is hereby authorized to do all the necessary acts, deeds, matters and things to implement this resolution."

(i) Voted in favour of the resolution:

1	ty votes in layout or t	<u> </u>	<u></u>
	Number of members present	Number of votes	% of total
7	and	cast by them	number of valid
	voting		votes cast
ž.	(in person or by proxy)		
1			
J	272	8559330	99.999533

(ii) Voted against the resolution

ı	Number of mem	bers present	Number of votes		% of total	
3	and 🐇 💝		cast by them	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	number of valid	
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٠.			<u></u>	<u> </u>		- FEET	
-	(in person or by proxy)						
	4	40	20		0.000467		
	(iii) Invalid votes:						5.460 951 941
	Total number of memb (in person or by proxy) whose votes were deci				Total numbe them	r of votes cast by	

Ordinary Resolution -14

"RESOLVED THAT in accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, payment of Remuneration of Rs 4,00,000/- (apart from re-imbursement of out-of-pocket expenses incurred for the purpose of Audit) to Shri I. V. Jagtiani, Cost Auditor (Membership No. M-997), (lead cost auditor) for conducting the audit of Cost Accounting Records relating to the 'Textiles' product manufactured and traded by the Company for the year 1st April 2014 to 31st March 2015 be and is hereby approved."

(i) Voted in favour of the resolution:

W	A Offer 15	i iayoui Qi i	He resolution.	<u> - 1255</u> 59 <u>- 135</u> 00 - 1		그리지 않는데 그 사람이 없다.	644, t.
Number of	members	present	Number of votes		% of total	(12년), 13년 (17년) 17년(대 - 19년),	1 <u>2 7</u> 77 1 1
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275			8559343		99.999650)	
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(ii) Voted against the resolution

nber of votes	% of total	
by them	number of valid	
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(iii) Invalld votes:

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4	whose votes were declared	l invalid	
١			<u> 육 1명화 (1월 1명) - 홍토 (1월 1명) - [명)</u>
ŀ	7.		新2 - 名 - 67 - 恵 - 一部 - 1981 - 1981 - 1981

Ordinary Resolution -15

*RESOLVED THAT in accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of The Companies (Audit and Auditors) Rules; 2014 and other applicable provisions; if any, of The Companies Act, 2013, payment of Remuneration of Rs.1,50,000/- (apart from re-limburserment of out-of-pocket expenses incurred for the purpose of Audit) to Shri B. C. Desai, Cost Auditor (Membership No. M-1077), for conducting the audit of Cost-Accounting Records relating to the 'Textiles' product manufactured and traded by the Company for the year 1st April 2014 to 31st March 2015 be and is hereby approved."

(i) Voted in favour of the resolution:



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(Enumerate depending on the number of resolutions for which poll is teken).

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

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Place: «AHMEDABAD Dated: 5th August, 2014 Thanking you:
Yours faithfully

CS.MANUPRASAD PATELY
Memberahip No.: FCS 2588
G; P; No.: 6367

Shallesh A Gandhi

OPAAS AMMEDABAD DE 1937 1059 2511 VESTOR

Name/s and Signature/s of the Scrutinizer/s

HA Majavala

. NK Parikh Chairman of the Meeting Met Ifot Resolutions No.3 & 13)

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	Number of members present	Number of votes	% of total	
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ı	(in person or by proxy)			
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]	273	8559340	99,99965	

(ii) Voted against the resolution

٨.	- (ii) AOICA BRUITSE IIIC I		<u> </u>
	Number of members present	Number of votes	% of total
-	and	cast by them	number of valid
Ç.	voting		votes cast
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		130	0.000350

(iii) Invalid votes:

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أ	(in person or by proxy)	1 12			them		- スポ製造
	whose votes were declar	red invalid					
1			다 사고에서 이 경기를 받는다. - 기계 : 기계 : 기계 : 1 : 1 : 1 : 1 : 1 : 1 : 1 : 1 : 1 :				
l	7				67	<u>.</u> Maring	ř l

Special Resolution -16

"RESOLVED THAT pursuant to the provisions of Section 94and other applicable provisions, if any, of the Companies Act, 2013, (the 'Act') the Register of Members, Index of Members, Register and Index of Debenture holders, if any, prepared in accordance with the provisions of Section 88 of the Act, in respect of the Shares and Debentures issued by the Company from time to time, shall be kept at the office of the Registrar and Share Transfer Agents of the Company, Ms. Sharepro Services (India) Pvt. Ltd., at Devnandan Mega Mall, Office No.416-420 4th floor, Opp. Sanyas Ashram, Ashram Road, Ahmedabad — 380 006, till such time the same is required to be maintained under the provisions of the Act and unless some other place is directed or informed by the Company."

(i) Voted in favour of the resolution:

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1	Number of members pre	esent Number of v	otes	% of total	05.57	100数 日
	and	cast by then		number o	f valid	
	voting			votes cas	t es	
١	(in person or by proxy)					
	278	8559374		99.99998	8	

(ii) Voted against the resolution

(ii) VOION HBOILISE GIO II	200100011	# \$1 A \$1 A \$1 A \$1 A \$1 A \$1 A \$1 A \$1	11096.1	45 42 H	
Number of members present	Number of votes		% of total		
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(in person or by proxy)					
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	4		0.000012		

(iii) Invalid votes:

Total number of membe	rs		Total numbe	r of votes cast by	7
(in person or by proxy)	Jago J. Barrio		them		





Manuprasad Patel M.Com., LL, B.(Spi.), FCS. Company Secretary - in practice

05.08.2014

To,
The Chairman,
Mafatlal Industries Limited,
Asarwa Road,
Ahmedbad-380016

Dear Sir,

We the scrutinizers, Mr. Manuprasad Patel and Mr. Shailesh A. Gandhi as appointed at the 100th Annual General Meeting of the Mafatlal Industries Limited, hereby declare that the Poll Ballot Paper Box has been opened in the presence of following two witnesses at the Office Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006.

Dated: 05.08.2014

M. M. Patel

Shailesh Gandhi

Witness- 1 Name & Signature

P. ACHUTHAN NAIK

marer 05/18/21/6

Witness- 2 Name & Signature

TAROK C. PATEL

Manuprasad Patel

309, Amulya Complex, Opp. Central Bank, Ambawadi Bazar, Ahmedabad-380 006. (M): 9426513721

FORM No. MGT-13
Report of Scrutinizer(s)

Poll

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

To, Shin H A Mafallal Chairman MAFATLAL INDUSTRIES LIMITED Asarwa Road, Ahmedabad-380016

100th Annual General Meeting of the Equity Shareholders of MAFATLAL INDUSTRIES LIMITED held on Tuesday the 5th Day of August, 2014 at Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006.

Dear Sir

I/We, MANUPRASAD PATEL, Practising Company Secretary *and SHAILESH A GANDHI appointed as Scrutinizer(s) for the purpose of the poli taken on the below mentioned resolution(s), at the 100th Annual General Meeting of the Equity Shareholders of Mafatlal Industries Limited, held on Tuesday the 5th Day of August, 2014 Thakorebhal Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006 submit our report as under:

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

 OR

I/We did not find any poll papers invalid.

- * Not applicable if there is only one scrutinizer appointed.
- 4. The result of the Poll is as under

Ordinary Resolution -1

To consider and adopt the Directors' Report and the Audited Financial Statements including Statement of Profit & Loss for the year ended 31st March, 2014 and the Balance Sheet as at that date and the Auditor's Report thereon.

(i) Voted in favour of the resolution:

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	Number of members present Number of votes	% of total
	and cast by them	number of valid
	voting *	votes cast
	(in person or by proxy)	[20] [20] [20] [20] [20] [20] [20]
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1	253 8518902	100.000000





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١	voting	votes cast	
	(in person or by proxy)		
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(iii) Invalid votes:

	(III) INVAING VOICO	<u> </u>	<u> </u>
ſ	Total number of members		Total number of votes cast by
	(in person or by proxy)		them
ı	whose votes were declared invalid		
l			
ŀ			67

Ordinary Resolution -2

To declare Dividend for the year 2013-14 on Equity Shares:

(i) Voted in favour of the resolution:

٠.	(i) ADIOG 111 LEADER OF F	<u></u>			91
-	Number of members present	Number of votes	% of total		
-	and	cast by them	number of va	id — Liga —	
÷.	voting		votes cast		72 ft 1
:	(in person or by proxy)				
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	251	8518899	100.000000		
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	Number of members present	Number of votes	% of total
	and	cast by them	number of valid
-	voting		votes cast
	(in person or by proxy)		
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(iii) Invalid votes :

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	Total number of memb			For any	Total	number of	votes cast
:	(in person or by proxy)				by the	m	
	whose votes were decl	ared invalid					100 - 100 -
•						<u> </u>	<u> </u>
1	7:20				67		

Ordinary Resolution -3
To appoint a Director in place of Shri H. A. Mafatlal (holding DIN 00009872), who retires by rotation and being eligible, offers himself for re-appointment.

٠.	(i) YOUGU III IAYOUL OLI	<u>ne resolution </u>	발표하다 하루하다 그 그 학교 이 제 이 없는 그네
	Number of members present	Number of votes	% of total
	and	cast by them	number of valid
:	voting		votes cast
١	(in person or by proxy)	land dar disani lan	
ŀ			
1	251	8518900	100,000000





(ii) Voted against the resolution

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.		Number of votes	% of total
١	and have as a subject of the	cast by them	number of valid
1	voting		votes cast
	(in person or by proxy)		
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(iii) Invalld votes :

٠.	(iii) ittania votos .	
1	Total number of members	otal number of votes cast by them
	(in person or by proxy)	
1	whose votes were declared invalid	
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1	7	7 hay strong

Ordinary Resolution -4

To appoint Auditors to hold office from the conclusion of this Meeting until the conclusion of the 103rd Annual General Meeting and to fix their remuneration

(i) Voted in favour of the resolution

(i) voted in favour or in the second of t	ne resolution:		
Number of members present	Number of votes	% of total	
and	cast by them	number of valid	[
voting		votes cast	
(in person or by proxy)			
<u> </u>			
250	8518898	100.000000	- 41.

Voted against the resolution

	(ii) Aorea a Sautor nie 1	JOURNOIT	
1	Number of members present	Number of votes	% of total
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1	voting	[발흥 [일시] [[[[[[[[[[[[[[[[[[[votes cast
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(iii) Invalid votes :

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Total number of members	Total number of votes cast
(in person or by proxy)	by them
whose votes were declared invalid	
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	67
	Total number of members (in person or by proxy)

Ordinary Resolution -5

Pursuant to the provisions of Section143(8) read with Sections 139 and 141 of the Companies Act, 2013, appointment of M/s. Sorab S. Engineer & Co., Chartered Accountants, Mumbal (ICAI Registration No.110417W), as the Branch Auditors of the Company, to hold office from the conclusion of this Annual General Meeting and up to the conclusion of the 103rd Annual General Meeting, for the audit of books of accounts of the Branch Offices of the Company at Ahmedabad and Nadiad, on such remuneration, apart from reimbursement of out of pocket expenses as may be incurred by them for the purpose of audit and the applicable taxes, as may be recommended by the Audit Committee and determined by the Board of Directors of the Company in consultation with the Branch Auditors.





(i) Voted in favour of the resolution:

÷	(i) Actest iti taxoni ot	life lesolution.			2.5	1,117,44
	Number of members present	Number of votes	1 1 2 E	% of total	11	- 4.73e (
	and	cast by them		number of valid		
ı	voting		81 21 2 3 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	votes cast	1.75p	
	(in person or by proxy)					
			6-2.3		<u> 119254 .</u>	- <u>-</u> . <u>}</u> -
	249 Parkers Property 1997	8518896		100.000000	1777 and 1	

(ii) Voted against the resolution

	Number of members present	Number of votes	% of total
	and	cast by them	number of valid
	voting		votes cast
į	(in person or by proxy)		
•	<u> [18] 1 1 - 발생 [1 1 년 월드.</u> - 11 1		[일본 시험 기업 기업 기업 기업 기업 기업 기업 기업 기업 기업 기업 기업 기업
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(iii) Invalid votes :

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	Total number of members	Total number of votes cast by
	(in person or by proxy)	them
	whose votes were declared invalid	
1	<u> </u>	
-		67

Ordinary Resolution -6

Pursuant to the provisions of Section 143(8) read with Sections 139 and 141 of the Companies Act, 2013, appointment of M/s. C. C. Chokshi & Co., Chartered Accountants, Ahmedabad, (ICAl Registration No.101876W as the Branch Auditors of the Company, to hold office from the conclusion of this Annual General Meeting and up to the conclusion of the 103rd Annua General Meeting, for the audit of books of accounts of the Branch Offices of the Company at Ahmedabad and Nadiad, on such remuneration, apart from reimbursement of out of pocket expenses as may be incurred by them to the purpose of audit and the applicable taxes, as may be recommended by the Audit Committee and determined by the Board of Directors of the Company in consultation with the Branch Auditors.

(i) Voted in favour of the resolution:

Number of members present	Number of votes	% of total
and	cast by them	number of valid
voting		votes cast
(in person or by proxy)		
250	8518897	100.000000

(ii) Voted against the resolution

Number of members present	Number of votes		% of total	
and	cast by them		number of valid	
Voting			votes cast	
(in person or by proxy)				
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(iii) Invalld votes:

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ŀ.	Total number of members	Total number o	f votes	cast by
1	(in person or by proxy)	them	iāt ing-	
ŀ	whose votes were declared invalid			
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		67		14 1, 22,7





Ordinary Resolution -7

"RESOLVED THAT pursuant to the provisions of Sections149,152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri P. R. Amin (holding DIN 00171677), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years."

(i) Voted in favour of the resolution:

_	177 10104 117 141 101 101 1	110 1 630 lution.	
١	lumber of members present	Number of votes	% of total
a	nd in the later of	cast by them	number of valid
١v	oting	왕이 독이와 그의 학교 활대통이다	votes cast
10	n person or by proxy)	밥 속한 별 정도면 됐는 빛을 받는	[맺기면 기계 명기 회사회 기회 기계 기계 기계 기계 기계 기계 기계 기계 기계 기계 기계 기계 기계
`	: <u> </u>	회 강 경 회장 회장 첫 경 없!	
72	50	8518898	100.000000

(ii) Voted against the resolution

٠.	(ii) voted against the i	esolution	된 병의 학교 회에 가는 전기회의 전한 교환
	Number of members present	Number of votes	% of total
	and	cast by them	number of valid
	voting		votes cast
١	(in person or by proxy)		
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(iii) Invalid votes

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١	whose votes	were decl	ared invalid	48 A. H.	Pal 사고		사 의사를 즐겁
Ì	<u> </u>		<u> 24 1 27 1 28 1 1</u>	<u> 원 기계원 대표</u>	<u> </u>		
	7				67	· 설명 : 14 1 14 14 14 14 14	

Ordinary Resolution -8

*RESOLVED THAT pursuant to the provisions of Sections149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri N. K. Parikh (holding DIN 00058995), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office forfive consecutive years.

(i) Voted in favour of the resolution:

ſ	Number of members present	Number of votes	% of total
I	and	cast by them	number of valid
١	voting		votes cast
1	(in person or by proxy)		(k) 보기나 하는데 (k) 보기
١			
ł	251	8518900	100.000000





(ii) Voted against the resolution

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1	Number of members present	Number of votes	% of total
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	(in person or by proxy)		
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(iii) Invalid votes:

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1	(in person or by proxy)		1 (1.00 mg/m ²) 1.4 (1.00 mg/m ²)	them	per degle dell'illi	
ſ	whose votes were declared	invalid	THE STATE OF THE S			
			4 94.			
-	7	134,879.1	重 少 .5	67		, envegé l'un

Ordinary Resolution -9

*RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re- nactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Shri V. R. Gupte (holding DIN 00011330), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years."

(i) Voted in favour of the resolution:

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	Number of members present		% of total
	and	cast by them	number of valid
	voting	hit i i i i i i i i i i i i i i i i i i	votes cast
Ì	(in person or by proxy)		
:			
š: :	250	8518898	100.000000

(ii) Voted against the resolution

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	Number of members present	Number of votes	% of total
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ě	(4:49-44)		
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ı	(in person or by proxy)	them the state of
١	whose votes were declared invalid .	
ı	불쾌하다.	
ı		67





Ordinary Resolution -10

"RESOLVED THAT pursuant to the provisions of Sections149, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder(including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IVto the Companies Act, 2013, Shri P. N. Kapadia (holding DIN 00078673), Director of the Company whose period of office was liable to determination by retirement of directors by rotation under the provisions of the Companies Act, 1956 and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an independent Director of the Company to hold office for five consecutive years."

(i) Voted in favour of the resolution:

	(1)	10 11 22 22 22 22 22 22 22 22 22 22 22 22	
]	Number of members present	Number of votes	% of total
:	and The same of th	cast by them	number of valid
	voting		votes cast
	(in person or by proxy)		
	251	8518899	100.000000

(ii) Voted against the resolution

٠.	(ii) voted against die	COOIGEOII	
	Number of members present		% of total
	and	cast by them	number of valid
	voting		votes cast
	(in person or by proxy)		
1			
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(iii) Invalid votes

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1	Total number of members	Total number of votes cast by
	(in person or by proxy)	them
/	whose votes were declared invalid	
	7	· · · · · · · · · · · · · · · · · · ·
٠,		

Special Resolution -11

"RESOLVED THAT in supersession of the Ordinary Resolution passed at the Annual General meeting of members held on 8th August, 1992 and pursuant to Section 180(1)(a) and other applicable provisions of the Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to mortgage / charge / encumber all or any of the immovable and or movable properties including securitization of the receivables where so ever situated, present and future including the whole or substantially the whole of the undertaking/s of the Company in favour of Banks, Financial Institutions and other bodies corporate and entities to secure an aggregate amount upto 500 crores and interest at agreed rate, additional interest, compound interest, commitment charges, etc., as may be applicable and payable by the Company to the lenders in terms of the agreement/s executed with them".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate finalize and settle with the lenders concerned, all deeds, documents and writings for creating the aforesaid mortgage(s), charge(s) and encumbrances and to do all such acts, deeds and things as may be necessary and expedient for giving effect to this resolution".





(i) Voted in favour of the resolution;

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	and	cast by them humber of	valid
ी	voting	votes cast	
	(in person or by proxy)		
١	<u> </u>		
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(ii) Voted against the resolution

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	(in person or by proxy)		
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Z		2	0.000023

(iii) Invalid votes

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		rson or by proxy)				them			
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á	(* <u>, _ </u>		<u> 1927 - 1924</u>	4/11 <u>11</u>					
	7			-145 T	MARTIN THE	67			1.5

Special Resolution -12

"RESOLVED THAT in supersession of the Ordinary Resolution passed at the Annual General Meeting of members held on 8th August, 1992 and pursuant to the provisions of Section 180(1)(c) and any other applicable provisions, if any, of the Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to borrow moneys in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans in the ordinary course of business obtained/to be obtained from one or more Banks, Financial Institutions, other bodies corporate and entities shall not at any time exceed 500 Crores (Rupees Five Hundred Crores)."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to negotiate, finalise and settle with the lenders concerned, all deeds, documents and writings for the purpose of borrowings and to do all such acts, deeds and things as may be necessary and experienced for giving effect to the aforesaid resolutions."

(i) Voted in favour of the resolution:

	Number of members present	Number of votes	% of total
1	and	cast by them	number of valid
	voting		votes cast
ď	(in person or by proxy)		
ı			는 10 전 사용을 하는 경험을 하는 것이다.
	251	8518900	100.00000

(ii) Voted against the resolution

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	nd		cast by them	number of valid
V	oting			votes cast
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(iii) Invalld votes

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Total number of members	Total number of votes cast by
(in person or by proxy) whose votes were declared invalid	them
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Special Resolution -13

"RESOLVED THAT in accordance with the provisions of Sections 198, 309 and other applicable provisions, if any, read with Schedule XIII of the Companies Act, 1956 and Section 197 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013, including any statutory modification or re-enactment thereof, for the time being in force, and subject to the approval of the Central Government, approval of the members of the Company be and is hereby accorded to the managerial remuneration mentioned below paid to Shri V. P. Mafatlal, Executive Vice-Chairman and Shri Rajiv Dayal, Managing Director & Chief Executive Officer for the Financial Year 2013-14 notwithstanding it being in excess of the limits prescribed under the said provisions."

Name of Director Salary & Perquisites Rs.	
Shri V. P. Mafatlal, Executive	
Vice-Chairman	
Shri Rajiv Dayal, Managing 1,17,28,512/-	7- 2 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1
Director & Chief Executive Officer	
Total 2,32,07,326/-	

"RESOLVED FURTHER THAT subject to approval of the Central Government, the amount of excess ayment of the managerial remuneration of `78,61,404/- paid to the aforesaid managerial personnels (i.e. excess of `38,05,853/- above the limit paid to Shri V. P. Mafatlal and excess of 40,55,551/- above the limit paid to Shri Rajiv Dayal) during the year 2013-14 be and is hereby approved."

"RESOLVED FURTHER THAT the Company do make an application to the Central Government to waive the excess payment of managerial remuneration and that Board of Directors of the Company be and is hereby authorized to do all the necessary acts, deeds, matters and things to implement this resolution."

(i) Voted in favour of the resolution:

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(ii) Voted against the resolution

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Ordinary Resolution -14

"RESOLVED THAT in accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, payment of Remuneration of Rs 4,00,000/- (apart from re-imbursement of out-of-pocket expenses incurred for the purpose of Audit) to Shri I. V. Jagtiani, Cost Auditor (Membership No. M-997), (lead cost auditor) for conducting the audit of Cost Accounting Records relating to the 'Textiles' product manufactured and traded by the Company for the year 1st April 2014 to 31st March 2015 be and is hereby approved."

(i) Voted in favour of the resolution

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÷	Number of members present	Number of votes	% of total	ŀ
	and	cast by them	number of valid	ŀ
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(ii) Voted against the resolution

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Ordinary Resolution -15

"RESOLVED THAT in accordance with the provisions of Section 148 (3) of the Companies Act, 2013 read with Rule 14 of The Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of The Companies Act, 2013, payment of Remuneration of Rs. 1,50,000/- (apart from re-imbursement of out-of-pocket expenses incurred for the purpose of Audit) to Shri B. C. Desai, Cost Auditor (Membership No. M-1077), for conducting the audit of Cost Accounting Records relating to the 'Textiles' product manufactured and traded by the Company for the year 1st April 2014 to 31st March 2015 be and is hereby approved."

(i) Voted in favour of the resolution:

Number of members present	Number of votes	% of total
and	cast by them	number of valid
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(ii) Voted against the resolution

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Special Resolution -16

"RESOLVED THAT pursuant to the provisions of Section 94and other applicable provisions, if any, of the Companies Act, 2013, (the 'Act') the Register of Members, Index of Members, Register and Index of Debenture holders, If any, prepared in accordance with the provisions of Section 88 of the Act, in respect of the Shares and Debentures issued by the Company from time to time, shall be kept at the office of the Registrar and Share Transfer Agents of the Company, M/s. Sharepro Services (India) Pvt. Ltd., at Devnandan Mega Mail, Office No.416-420 4th floor, Opp. Sanyas Ashram, Ashram Road, Ahmedabad – 380 006, till such time the same is required to be maintained under the provisions of the Act and unless some other place is directed or informed by the Company."

(i) Voted in favour of the resolution:

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	(in person or by proxy)		
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(ii) Voted against the resolution

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(Environally depending on the number of resolutions for which poll is taken)

- 5: A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poil papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Place: ₹AHMEDABAD Dated: 5th August,2014

E ATHLOABAD TO STAND

CS MANUPRASAD PATEL
Membership No.: FCS 2588
C. P. No.: 6357
CS MANUPRASAD PATEL
Company Secretaries
CP: 6357 - #FCS*: 2588

Thanking you, Yours faithfully

Shallesh A Gandhi

Name/s and Signature/s of the Scrutinizer/s

HA Malattal

Chairman of the Meeting (Except for Resolutions No.3 & 13)

N K Parikh Chairman of the Meeting 3 (for Resolutions No.3 & 13)

Manuprasad Patel M.Com, LL, B (Sph.), PCS Company Secretary - in practice

05.08.2014

To,
The Chairman,
Mafatlal Industries Limited
Asarwa Road,
Ahmedbad-380016

Dear Sir,

We the scrutinizers, Mr. Manuprasad Patel and Mr. Shailesh A. Gandhi as appointed at the 100th Annual General Meeting of the Mafatlal Industries Limited, hereby declare that the Poll Ballot Paper Box has been opened in the presence of following two witnesses at the Office Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006.

Dated: 05.08.2014

Shailesh Gandhi

M. M. Patel

PANCET & BOTH

Witness-1 Name & Signature РАснетнымык

Witness-2 Name & Signature

TARAL CRATEL

816-818, Anand Mangal — 3, Opp. Core House, Nr. Doctor House, Ellisbridge, Ahmedabad-380006 Phone : (O) 26430810, 30081114 (R) 26650050 Fax: 91-79-26430810 •E-mail: info@tapanshah.in

Scrutinizer's Report

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

To, The Chairman Mafatlal Industries Limited, Asarwa Road, Ahmedabad-380 016.

Dear Sir,

I, Mr. Tapan Shah, Practicing Company Secretary, has been appointed as a Scrutinizer of Mafatlal Industries Limited ("the Company") 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 the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), as mentioned in the agenda of the Notice dated 30th May, 2014 of 100th Annual General Meeting of the Equity Shareholders of the Company, to be held on 5th day of August, 2014 at 10.30 a.m. at Thakorebhai Desai Hall, Near Law Garden, Ellisbridge, Ahmedabad-380 006.

- Ordinary Resolution To receive, consider and adopt the Director's Report, the audited financial Statements for the financial year ended on 31st March, 2014 and Auditors' report thereon.
- ii. Ordinary Resolution for declaration of dividend on equity shares for the financial year ended on 31st March, 2014.
- iii. Ordinary Resolution for Re-appointment of Shri H. A. Mafatlal as Director, who retires by rotation and eligible, offers himself for re-appointment.
- iv. Ordinary Resolution for the appointment of Statutory Auditors and fixing their remuneration.
- v. Ordinary Resolution under section 143(8) read with sections 139 and 141 of the Companies Act, 2013 and rules made there under for Appointment of M/s Sorab S. Engineer & Co. as Branch Auditor of the company.
- vi. Ordinary Resolution under section 143(8) read with sections 139 and 141 of the Companies Act, 2013 and rules made there under for Appointment of M/s C. C. Chokshi & Co. as Branch Auditor of the company.
- vii. Ordinary Resolution under section 149,152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules made there under for the appointment of Shri P. R. Amin as an Independent Director of the company.





:2:

- viii. Ordinary Resolution under section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules made there under for the appointment of Shri N. K. Parikh as an Independent Director of the company.
- ix. Ordinary Resolution under section 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules made there under for the appointment of Shri V. R. Gupte as an Independent Director of the company.
- x. Ordinary Resolution under section 149,152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and rules made there under for the appointment of Shri P. N. Kapadia as an Independent Director of the company.
- xi. Special Resolution under section 180(1)(a) and other applicable provisions of the Companies Act, 2013 for the Consent to Mortgage/ Charge/ Encumber all or any of the immovable/ Movable properties of the Company.
- xii. Special Resolution under section 180(1)(c) and other applicable provisions of the Companies Act, 2013 for the borrowing of moneys in excess of aggregate of the paid-up share capital and free reserves of the Company.
- xiii. Special Resolution under section 198,309 read with Schedule XIII and other applicable provisions of the Companies Act, 1956 and Section 197 and other applicable provisions read with Schedule V of the Companies Act, 2013 for Approval of excess payment of Managerial Remuneration paid to Shri V. P. Mafallal, Executive Vice-Chairman and Shri Rajiv Dayal, M.D & CEO of the Company.
- xiv. Ordinary Resolution under section 148(3) and any other applicable provisions of the Companies Act, 2013 and rules made there under for approval of remuneration of Cost Auditor Shri I. V. Jagtiani for FY. 2014-15.
- xv. Ordinary Resolution under section 148(3) and any other applicable provisions of the Companies Act, 2013 and rules made there under for approval of remuneration of Cost Auditor Shri B. C. Desai for FY. 2014-15.
- xvi. Special Resolution under section 94 and other applicable provisions of the Companies Act, 2013 for approval of keeping all documents mentioned u/s 88 of the Companies Act, 2013 at the office of Registrar and Share Transfer Agents of the Company.





:3:

I HEREBY SUBMIT MY REPORT AS UNDER:

- On the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on 4th July, 2014 (Cut-off date) for the purpose of E-voting, the Company completed dispatch of the Notice of e-Voting:
 - A. by email to Members who had registered their email-ids with the Company on 9th July, 2014 and
 - B. by Courier to Members in physical form on 11th July, 2014.
- In terms of the aforesaid Notice, E-voting was open for three days from Wednesday, 30th July, 2014 at 9.00 a.m upto Friday, 1st August, 2014 at 6.00 p.m and members were required to cast their votes electronically conveying their assent or Dissent in respect of the Ordinary Resolutions/ Special Resolutions, on e-voting platform provided by National Securities Depository Limited (NSDL).
- 3. As required in the Rules, I unlocked the E-voting on the platform provided by NSDL after the completion of the E-voting process at 6.15 p.m. on Friday, 1st August, 2014 in the presence of Mr. Tushar Donda and Mr. Naresh Prajapati.
- 4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the e-voting website of National Securities Depository Limited (https://www.evoting.nsdl.com). Snap Shot of the website of NSDL is attached herewith as an Annexure A.
- 5. Based on the results made available to me, 26 members have cast their votes on the evoting platform and, the detailed analysis of the e-Voting Results for each of the sixteen agenda items contained in the said Notice is attached herewith as an **Annexure B**.
- The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you,

Place: Ahmedabad

Date: 04/08/2014

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Name of Company Secretary: TAPAN SHAH

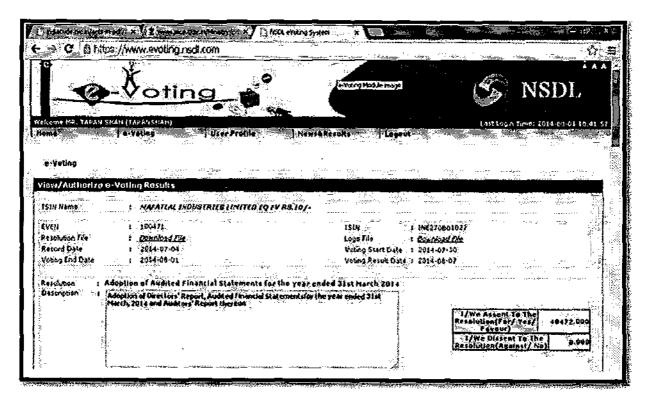
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Annexure - A

SNAP SHOT OF THE WEBSITE OF NSDL





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		L/We Assent To The Resolution(For/ Yes/ 40471.080		
		Resolution (Again 17 No) 1.000		
escolosia.	1 Re-appointment of Shri N'A Hafathal as a Director			
newpote	Re-appointment of Shritta. Malattal as a Director who retices by rotali	1.1 \$1.50 to 000 about outpool.		
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		I/We Dissent To The 11:001 Resolution(Against/No) 11:001		
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#1000000	Appointment of M/s, Swish S, Engineer & Co. 86 Branch Auditors			
	·	I/We Assem to the Revolution(Fer/ Yes/ 40472,001		
		1/We Dissent To The Resolution(Against/ No) 9.00		





Resolution Description		Appaintment of C C Chekshi and Company as Branch Auditors Appaintment of M/s. C.C. Chekshib Co., as Branch Auditors	
		THE PROPERTY OF THE PROPERTY O	I/We Assent To The Resolution(For/Yes/ 40461.08
			I/We Dissent To The 10.00 Reselution(Agelest/ No) 10.00
Re10kfiejs	;	Appointment of Shriff R Amin as an Independent Director	
Description	:	Appointment of Shel P.R. Amin as an Independent Office tor	
		CONTRACTOR OF THE PARTY OF THE	I/Wo Assent To The Resolution(For/ Yes/ Pavour) 49462.00
			Resolution (Against/ No) (0.0)
ke sologo	ĵ.	Appointment of Shri N & Parikh as an Independent Director	
Description	f.,	Appointment of Shrift K. Parish as an Independent Director	
		***************************************	I/We Assent To The Resolution(For/Yes/ Fevour) 40461.0
			1/We Dissent To The Resolution(Applicat/No) 10.0
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Description	1	Appointment of Shri V.R. Gupte as an Independent Director	
			I/We Assent to The Resolution(For/ Yes/ 40472.00
			I/We Dissent In The 9.0





Reserven		Appointment of Shri P & Kapadia as an Independent Director	
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:			1/We Assent to the Resolution(For/ Yes/ 40467.00
	:		1/We Dissent To The 3.000 Resolution (Against/No)
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	:		Resolution (Against / Na) 2.000
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Describen.		Special Resolution for approval of excess payment of Managerial Remunerables to Shet Y. P. Mailatius Cuesuline Sice-Chairman and Shri Ragiv Daylal, Managery Director is Chief	:
	4	Enclosure (New St.	I/We Assent to The Resolution(Fer/ Tas/ 40169.000
			I/We Dissent To The





perchion Delarrian	2. Approval of remuneration of East Auditor Shri 2 Y Jagitani 3. Orderary Resolution Under Section 148(3) of the Companion Art. 2913 for approval of remuneration of Cost Auditor Shri E.V. Jagitani The Companion Art. 2913 for approval of remuneration of Cost Auditor Shri E.V. Jagitani The Companion Art. 2913 for approval of remuneration of Cost Auditor Shri E.V. Jagitani The Companion Art. 2913 for approval of remuneration of Cost Auditor Shri E.V. Jagitani The Companion Art. 2913 for approval of remuneration of Cost Auditor Shri E.V. Jagitani The Companion Art. 2913 for approval of remuneration of Cost Auditor Shri E.V. Jagitani The Companion Art. 2913 for approval of remuneration of Cost Auditor Shri E.V. Jagitani The Companion Art. 2913 for approval of remuneration of Cost Auditor Shri E.V. Jagitani The Companion Art. 2913 for approval of the Companion Art. 2913 for approval of remuneration of Cost Auditor Shri E.V. Jagitani The Cost Auditor Shri	T/We Assent To The Resolution(Fey/Yes/ 40470,009 Feyour) 1/We Dissel To The Resolution(Against/he) 2.000
Residation Decoasian	: Approvet of remuneration of Cost Auditor Shrt 8 C Desail Underery Resolution Under Section 146(3) of the Companies Act, 2013 for approval of remuneration of Cost Auditor Shri S.C. Desail	Resolution(FDF/Yes/
Residence.	: Approval for keeping all documents at the office of Sharepro Services I fulled at Al	Favor) and [// Favor) [// Favor) [// Favor) [// Favor]
Description	Special Resolution Under Section 94 of the Companies Act, 2013 for Recoing all doluments mentioned in Section 84 of the Companies Act, 2013 at the office of Registrar and Share transfer Agency of the Company viz. N/A. Sharepre Services (India) Pvi, 1td., Altrectabled.	I/We Assent to The Resolution(For/Yes/ 1947), non Favour I/We Dissent To The Resolution(Against/No) 1,000
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MAPATLAL MOUSTRIES LIMITED

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