

**RESULTS OF THE RESOLUTIONS PASSED
AT THE 29TH ANNUAL GENERAL MEETING OF MEMBERS
OF THE COMPANY HELD ON 21ST JULY, 2014**

22nd July, 2014

Dear Members,

29th Annual General Meeting of the members of the Company was held on 21st July, 2014 at 9.30 a.m. at H T Parekh Convention Center, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad. Resolutions proposed at the said Annual General Meeting were passed by members either by way of e-voting or by poll.

On the basis of the report of Scrutinizer, copy of which is annexed hereto, I hereby declare results of voting as under:

Sr.	Agenda	Type of Resolution	Result
1.	Adoption of Audited Balance Sheet as at 31st March, 2014, Statement of Profit and Loss for the year ended on that date and the reports of Board of Directors and Auditors thereon.	Ordinary	Passed by requisite majority
2.	To declare Dividend on Equity Shares for the year ended 31st March, 2014.	Ordinary	Passed by requisite majority
3.	Appointment of Director in place of Mr. L G Ramakrishnan, who retires by rotation and being eligible, offer himself for re-appointment.	Ordinary	Passed by requisite majority
4.	Appointment of Director in place of Mr. Anil Shah, who retires by rotation and being eligible, offer himself for re-appointment.	Ordinary	Passed by requisite majority
5.	Appointment of S R B C & Co. LLP, Chartered Accountants (Firm Registration No. 324982E) as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the third consecutive Annual General Meeting.	Ordinary	Passed by requisite majority
6.	Appointment of Mr. Ashok Balwani, as an Independent Director of the Company.	Ordinary	Passed by requisite majority
7.	Appointment of Mr. Devender Nath, as an Independent Director of the Company.	Ordinary	Passed by requisite majority
8.	Appointment of Mr. Mukesh Patel, as an Independent Director of the Company.	Ordinary	Passed by requisite majority
9.	Appointment of Mr. Ramachandran Subra Mani, as an Independent Director of the Company.	Ordinary	Passed by requisite majority
10.	Appointment of Mr. Ravindra Jain, as an Independent Director of the Company.	Ordinary	Passed by requisite majority
11.	Appointment of Mr. Vinesh Sadekar, as an Independent Director of the Company.	Ordinary	Passed by requisite majority

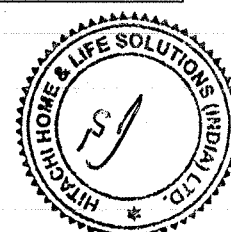
Hitachi Home & Life Solutions (India) Ltd.

Registered Office: 9th Floor, Abhijeet - I, Mithakhali Six Roads, Ahmedabad 380006, India.

Tel : 91-79-26402024 E-mail: hitachi@hitachi-hli.com

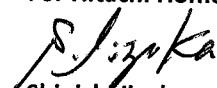
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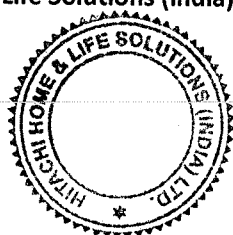
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12.	Appointment of Mr. Shoji Tsubokuta as a Director of the Company who was appointed as an Additional Director of the Company.	Ordinary	Passed by requisite majority
13.	Appointment of Mr. Shoji Tsubokuta as a Managing Director of the Company for a period of three year with effect from 1st October, 2013.	Special	Passed by requisite majority
14.	To revise remuneration of Mr. Shoji Tsubokuta, Managing Director of the Company with effect from 1st June, 2014.	Resolution withdrawn at the Annual General Meeting	
15.	To alter Articles of the Company.	Special	Passed by requisite majority
16.	To approve borrowing limit under Section 180(1)(c) of the Companies Act, 2013.	Special	Passed by requisite majority
17.	To approve creation of security under Section 180(1)(a) of the Companies Act, 2013	Special	Passed by requisite majority
18.	To approve related party transactions	Special	Passed by requisite majority
19.	To ratify remuneration of Cost Auditors for the year ending 31st March, 2015.	Ordinary	Passed by requisite majority

For Hitachi Home & Life Solutions (India) Ltd.


Shinichi Iizuka
Chairman



Hitachi Home & Life Solutions (India) Ltd.

Registered Office: 9th Floor, Abhijeet - I, Mithakhali Six Roads, Ahmedabad 380006, India.

Tel : 91-79-26402024 E-mail: hitachi@hitachi-hli.com

Dial-a-care ① 3532 4848 (Prefix City / State Capital STD code or 079)

CIN No. L29300 GJ1984PLC007470

Tejal Shah
B.Com, LLB, ACS

Tejal Shah & Associates

COMPANY SECRETARIES

E/69, Ayojannagar Society,
Nr. Shreyas Railway Crossing,
Paldi, Ahmedabad-380007.
Phone Nos.: 26621871, 9825097067
email : tejalshah.associates@gmail.com
email : tejal75_shah@yahoo.co.in

Combined Scrutinizer Report for E-voting & Poll for Hitachi Home & Life Solutions (India) Limited

To,
The Chairman
Hitachi Home & Life Solutions (India) Limited
9TH Floor, Abhijit,
Mithkhali Six Roads,
Ahmedabad-380006

Dear Sir,

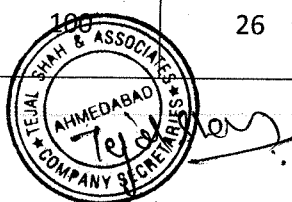
Sub. : Passing of Resolution through electronic AND poll conducted at the 29th AGM of Hitachi Home & Life Solutions (India) Limited held on 21st June, 2014

The Board of the Company at its meeting held on 26th May, 2014 had appointed me as Scrutinizer for the e-voting and the Chairman of the AGM has appointed me as the Scrutinizer for the Poll held at the 29th AGM of the Company on 21st July, 2014.

The Company has appointed National Securities Deposit Limited as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The e-voting results were unblocked by me on 18th July, 2014 in the presence of two witnesses. At the 29th AGM held on 21st July, 2014, the poll has been carried out to facilitate the members present in the meeting who could not participate in the e-voting to record their vote. Detail report on results of E-voting and Poll are attached in Annexure-I and Annexure-II (In MGT-13) respectively.

The result of e-voting together with that of the Poll is as under :

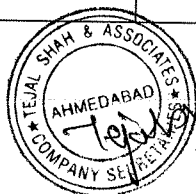
Item No. of Notice	Particulars of Business	Votes in favour of the Resolution		Votes Against the Resolution		Invalid Votes
		Nos.	% age	Nos.	% age	
Item No. 1 of Notice as an Ordinary Resolution	E-voting	969826	99.997	26	0.003	225
	Poll	19691563	100	0	0	111
	Total	20661389	100	26	0	336
Item No. 2 of Notice as an Ordinary Resolution	E-voting	969826	99.997	26	0.003	225
	Poll	19691565	100	0	0	111
	Total	20661391	100	26	0	336



Item No. 3 of Notice as an Ordinary Resolution	E-voting	969826	99.997	26	0.003	225
	Poll	19691516	100	0	0	111
	Total	20661342	100	26	0	336
Item No. 4 of Notice as an Ordinary Resolution	E-voting	969617	99.975	235	0.024	225
	Poll	19691565	100	0	0	111
	Total	20661182	99.999	235	0.001	336
Item No. 5 of Notice as an Ordinary Resolution	E-voting	969826	99.997	26	0.003	200
	Poll	19691565	100	0	0	111
	Total	20661391	100	26	0	311
Item No. 6 of Notice as an Ordinary Resolution	E-voting	969617	99.976	235	0.024	225
	Poll	19691516	100	0	0	111
	Total	20661133	99.999	235	0.001	336
Item No. 7 of Notice as an Ordinary Resolution	E-voting	969826	99.997	26	0.003	200
	Poll	19691516	100	0	0	111
	Total	20661342	100	26	0	311
Item No. 8 of Notice as an Ordinary Resolution	E-voting	969826	99.997	26	0.003	225
	Poll	19691565	100	0	0	111
	Total	20661391	100	26	0	336
Item No. 9 of Notice as an Ordinary Resolution	E-voting	969826	99.997	26	0.003	225
	Poll	19691416	100	0	0	211
	Total	20661242	100	26	0	436
Item No. 10 of Notice as an Ordinary Resolution	E-voting	969617	99.976	235	0.024	200
	Poll	19691565	100	0	0	111
	Total	20661182	99.999	235	0.001	311



Item No. 11 of Notice as an Ordinary Resolution	E-voting	969826	99.997	26	0.003	225
	Poll	19691416	100	0	0	211
	Total	20661242	100	26	0	436
Item No. 12 of Notice as an Ordinary Resolution	E-voting	969801	99.995	51	0.005	125
	Poll	19691416	100	0	0	211
	Total	20661217	100	51	0	336
Item No. 13 of Notice as a Special Resolution	E-voting	969801	99.995	51	0.005	225
	Poll	19691516	100	0	0	111
	Total	20661317	100	51	0	336
Item No. 14 of Notice	Resolution is withdrawn at Annual General Meeting.					
Item No. 15 of Notice as a Special Resolution	E-voting	968826	99.997	26	0.003	225
	Poll	19691385	100	0	0	221
	Total	20660211	100	26	0	446
Item No. 16 of Notice as a Special Resolution	E-voting	969667	99.997	26	0.003	225
	Poll	19691385	100	0	0	216
	Total	20661052	100	26	0	441
Item No. 17 of Notice as a Special Resolution	E-voting	969726	99.987	126	0.013	225
	Poll	19691385	100	0	0	216
	Total	20661111	99.999	126	0.001	441
Item No. 18 of Notice as a Special Resolution	E-voting	826859	85.256	142993	14.744	225
	Poll	1491	96.818	49	3.182	216
	Total	828350	85.275	143042	14.725	441
Item No. 19 of Notice as an Ordinary Resolution	E-voting	968826	99.997	26	0.003	225
	Poll	19691385	100	0	0	216
	Total	20660211	100	26	0	441



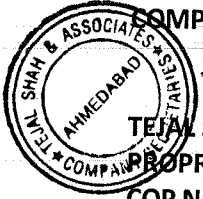
All the Resolutions stands passed under e-voting and poll with the requisite majority.

The Registers, all other papers and relevant records relating to e-voting and Poll shall remain in our safe custody unless the Minutes of the aforesaid Annual General Meeting is signed and thereafter same will be handed over to Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For TEJAL SHAH & ASSOCIATES
COMPANY SECRETARIES

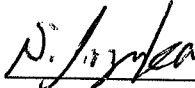


TEJAL SHAH
PROPRIETOR

COP NO. : 013316

Date : 21st July, 2014

Place : Ahmedabad


Shinichi Iizuka
Chairman

Tejal Shah
B.Com, LLB, ACS

Tejal Shah & Associates

COMPANY SECRETARIES

E/69, Ayojannagar Society,
Nr. Shreyas Railway Crossing,
Paldi, Ahmedabad-380007.
Phone Nos.: 26621871, 9825097067
email : tejalshah.associates@gmail.com
email : tejal75_shah@yahoo.co.in

ANNEXURE-I

Scrutinizer's Report on E-voting carried out for Hitachi Home & Life Solutions (India) Limited

To,
The Chairman
Hitachi Home & Life Solutions (India) Limited
9TH Floor, Abhijit,
Mithkhali Six Roads,
Ahmedabad-380006

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Tejal Shah of M/s. Tejal Shah & Associates, Practising Company Secretaries, had been appointed as the scrutinizer by the Board of Directors of M/s. Hitachi Home & Life Solutions (India) Limited vide resolution dated 26th May, 2014 pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process from shareholders in respect of the below mentioned resolutions passed at the Twenty Ninth Annual General Meeting of the Company held on July 21, 2014.

The Notice dated 18th June, 2014 Convening Annual General Meeting(AGM) of the Company along with the statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions.

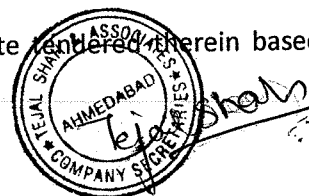
The Company has availed the E-Voting Facility offered by National Securities Depository Limited (NSDL) for conducting the e-voting by the Shareholders of the Company. The NSDL had provided a system for recording the votes of the shareholders electronically on all the items of the business sought to be transacted in the 29th Annual General Meeting of the company.

As on the "cut-off" date of 13TH June, 2014 there were 14926 shareholders of the Company entitled to vote on the proposed resolutions as set out in item nos. 1 to 19 in the Notice of 29TH AGM of Hitachi Home & Life Solutions (India) Limited.

The voting period for e-voting commenced on Tuesday, July 15, 2014 at 9.00 a.m. and ended on Thursday, July 17, 2014 at 6.00 p.m. and the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in presence of Two witnesses who are not in the employment of the Company.

As prescribed in clause (v) of sub rule 3 of Rule 20, the company also released an advertisement, which was published more than 5 days in advance from the date of beginning of the voting period in Economic Times - English & Gujarati News Paper on July 7, 2014. The notice published in the newspaper carried required information as specified in Sub Rule 3(v)(a) to (g) of the said Rule 20.

I have scrutinized and reviewed the voting through electronic vote tendered therein based on data downloaded from the National Securities Depository Limited (NSDL).



I now submit my Report as under on the result of the voting through electronic mode in respect of the said resolutions.

1. As an Ordinary Resolution – Item No. 1 need to be passed with requisite majority.

Adoption of audited Balance Sheet as at March 31, 2014, Statement of Profit and Loss for the year ended on that date and the reports of Board of Directors and Auditors thereon.

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	18	969826	99.997
II. Voted against the resolution	2	26	0.003
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	3	225	

2. As an Ordinary Resolution – Item No. 2 need to be passed with requisite majority.

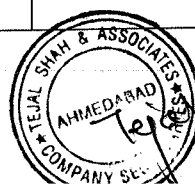
Declare Dividend on Equity Shares for the year ended March 31,2014.

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	18	969826	99.997
II. Voted against the resolution	2	26	0.003
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	3	225	

3. As an Ordinary Resolution – Item No. 3 need to be passed with requisite majority.

Appointment of Director in place of Mr. I G Ramakrishnan, who retires by rotation and being eligible, offers himself for re-appointment.

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	18	969826	99.997
II. Voted against the resolution	2	26	0.003
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	2	125	



4. As an Ordinary Resolution – Item No. 4 need to be passed with requisite majority.
Appointment of a Director in place of Mr. Anil Shah, who retires by rotation and being eligible, offers himself for re-appointment.

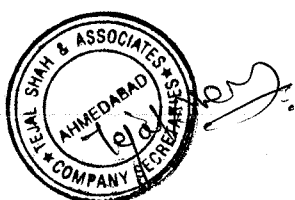
	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	17	969617	99.976
II. Voted against the resolution	3	235	0.024
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	3	225	

5. As an Ordinary Resolution – Item No. 5 need to be passed with requisite majority.
Appointment of M/s. S R B C & Co LLP, Chartered Accountants (Firm Registration No. 324982E), Statutory Auditors of the Company.

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	18	969826	99.997
II. Voted against the resolution	2	26	0.003
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	2	200	

6. As an Ordinary Resolution – Item No. 6 need to be passed with requisite majority.
Appointment of Mr. Ashok Balwani as an independent Director of the Company.

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	17	969617	99.976
II. Voted against the resolution	3	235	0.024
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	3	225	



7. As an Ordinary Resolution – Item No. 7 need to be passed with requisite majority.

Appointment of Mr. Devender Nath as an independent Director of the Company.

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	18	969826	99.997
II. Voted against the resolution	2	26	0.003
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	2	200	

8. As an Ordinary Resolution – Item No. 8 need to be passed with requisite majority.

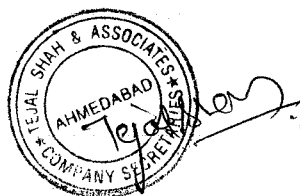
Appointment of Mr. Mukesh Patel as an independent Director of the Company.

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	18	969826	99.997
II. Voted against the resolution	2	26	0.003
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	3	225	

9. As an Ordinary Resolution – Item No. 9 need to be passed with requisite majority.

Appointment of Mr. Ramachandran Subra Mani as an independent Director of the Company.

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	18	969826	99.997
II. Voted against the resolution	2	26	0.003
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	3	225	



10. As an Ordinary Resolution – Item No. 10 need to be passed with requisite majority.

Appointment of Mr. Ravindra Jain as an independent Director of the Company.

		Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I.	Voted in favour of the resolution	17	969617	99.976
II.	Voted against the resolution	3	235	0.024
		Total number of members whose votes were declared invalid	Total number of votes cast by them	
III.	Invalid Votes	2	200	

11. As an Ordinary Resolution – Item No. 11 need to be passed with requisite majority.

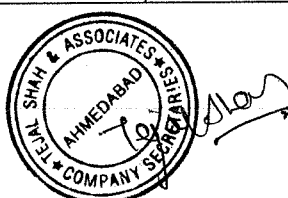
Appointment of Mr. Vinesh Sadekar as an independent Director of the Company.

		Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I.	Voted in favour of the resolution	18	969826	99.997
II.	Voted against the resolution	2	26	0.003
		Total number of members whose votes were declared invalid	Total number of votes cast by them	
III.	Invalid Votes	3	225	

12. As an Ordinary Resolution – Item No. 12 need to be passed with requisite majority.

Appointment of Mr. Shoji Tsubokuta, as a Director of the Company who has been appointed as an additional director with effect from October 1, 2013.

		Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I.	Voted in favour of the resolution	17	969801	99.995
II.	Voted against the resolution	3	51	0.005
		Total number of members whose votes were declared invalid	Total number of votes cast by them	
III.	Invalid Votes	2	125	



13. As a Special Resolution – Item No. 13 need to be passed with 75% majority.

Appointment of Mr. Shoji Tsubokuta as a Managing Director of the Company for a period of three years w.e.f. 1st October 2013.

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	17	969801	99.995
II. Voted against the resolution	3	51	0.005
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	3	225	

14. Item No. 14 Voting not considered as Resolution has been withdrawn at Annual General Meeting.

15. As a Special Resolution – Item No. 15 need to be passed with 75% majority.

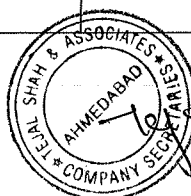
To Alter Articles of the Company

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	17	968826	99.997
II. Voted against the resolution	2	26	0.003
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	3	225	

16. As a Special Resolution – Item No. 16 need to be passed with 75% majority.

To Approve Borrowing Limit under Section 180(1)(c) of the Companies Act, 2013

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	17	969667	99.997
II. Voted against the resolution	2	26	0.003
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	3	225	



17. As a Special Resolution – Item No. 17 need to be passed with 75% majority.
To Approve Borrowing Limit under Section 180(1)(a) of the Companies Act, 2013.

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	17	969726	99.987
II. Voted against the resolution	3	126	0.0130
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	3	225	

18. As a Special Resolution – Item No. 18 need to be passed with 75% majority.
To Approve Related Party Transactions

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	14	826859	85.256
II. Voted against the resolution	6	142993	14.744
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	3	225	

19. As an Ordinary Resolution – Item No. 19 need to be passed with requisite majority.
To Appoint M/s. Kiran J Mehta & Co, as a Cost Auditors for the year ending 31st March, 2015

	Number of members voted through electronic voting system	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	18	968826	99.997
II. Voted against the resolution	2	26	0.003
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	3	225	

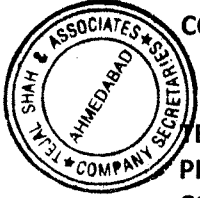


I hereby confirm that I am maintaining registers received from service provider electronically, in respect of vote cast through e-voting by shareholders of the company. I shall be arranging to handover these records to the Chairman of the Company or such person to be authorized by him in due course as prescribed in the said rules.

Thanking you,

Yours faithfully,
For TEJAL SHAH & ASSOCIATES
COMPANY SECRETARIES

Date : 21st July, 2014
Place : Ahmedabad



Tejal Shah
TEJAL SHAH
PROPRIETOR
COP NO. : 013316

S. Iizuka
Shinichi Iizuka
Chairman

E/69, Ayojannagar Society,
Nr. Shreyas Railway Crossing,
Paldi, Ahmedabad-380007.
Phone Nos.: 26621871, 9825097067
email : tejalshah.associates@gmail.com
email : tejal75_shah@yahoo.co.in

FORM No. MGT-13

ANNEXURE - II

Report of Scrutinizer(s)

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

To,
Chairman
HITACHI HOME & LIFE SOLUTIONS (INDIA) LIMITED
9th Floor, Abhijit,
Mithkhali Six Roads,
Ahmedabad-380006

Twenty Ninth Annual General Meeting of the Equity Shareholders of HITACHI HOME & LIFE SOLUTIONS (INDIA) LIMITED held on Monday July 21, 2014 at H.T. Parekh Convention Centre, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Vastrapur, Ahmedabad-380015 at 9.30 a.m.

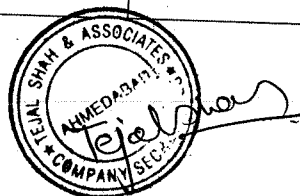
Dear Sir,

I, Tejal Shah, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution at the Annual General meeting of the Equity Shareholders of HITACHI HOME & LIFE SOLUTIONS (INDIA) LIMITED, held on Monday July 21, 2014 at H.T. Parekh Convention Centre, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Vastrapur, Ahmedabad-380015 at 9.30 a.m., submit my report as under:

- After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.
- The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by HITACHI HOME & LIFE SOLUTIONS (INDIA) LIMITED and the authorizations / proxies lodged with the Company.
- I did not find any poll papers invalid. / The poll papers, which were incomplete and/or Which were otherwise found defective have been treated as invalid and kept separately.
- The result of the Poll is as under:
 - As an Ordinary Resolution – Item No. 1 need to be passed with requisite majority.

Adoption of audited Balance Sheet as at March 31, 2014, Statement of Profit and Loss for the year ended on that date and the reports of Board of Directors and Auditors thereon.

	Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	21	19691563	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	111	



2. As an Ordinary Resolution – Item No. 2 need to be passed with requisite majority.

Declare Dividend on Equity Shares for the year ended March 31,2014.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	22	19691565	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	111	

3. As an Ordinary Resolution – Item No. 3 need to be passed with requisite majority.

Appointment of Director in place of Mr. L G Ramakrishnan, who retires by rotation and being eligible, offers himself for re-appointment.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	21	19691516	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	111	

4. As an Ordinary Resolution – Item No. 4 need to be passed with requisite majority.

Appointment of a Director in place of Mr. Anil Shah, who retires by rotation and being eligible, offers himself for re-appointment.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	22	19691565	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	111	

5. As an Ordinary Resolution – Item No. 5 need to be passed with requisite majority.

Appointment of M/s. S R B C & Co LLP, Chartered Accountants (Firm Registration No. 324982E), Statutory Auditors of the Company.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	22	19691565	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	111	



6. As an Ordinary Resolution – Item No. 6 need to be passed with requisite majority.

Appointment of Mr. Ashok Balwani as an independent Director of the Company.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	21	19691516	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	111	

7. As an Ordinary Resolution – Item No. 7 need to be passed with requisite majority.

Appointment of Mr. Devender Nath as an independent Director of the Company.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	21	19691516	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	111	

8. As an Ordinary Resolution – Item No. 8 need to be passed with requisite majority.

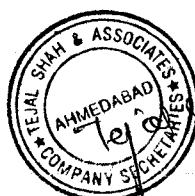
Appointment of Mr. Mukesh Patel as an independent Director of the Company.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	22	19691565	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	111	

9. As an Ordinary Resolution – Item No. 9 need to be passed with requisite majority.

Appointment of Mr. Ramachandran Subra Mani as an independent Director of the Company.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	20	19691416	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	5	211	



10. As an Ordinary Resolution – Item No. 10 need to be passed with requisite majority.

Appointment of Mr. Ravindra Jain as an independent Director of the Company.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	21	19691565	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	111	

11. As an Ordinary Resolution – Item No. 11 need to be passed with requisite majority.

Appointment of Mr. Vinesh Sadekar as an independent Director of the Company.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	20	19691416	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	5	211	

12. As an Ordinary Resolution – Item No. 12 need to be passed with requisite majority.

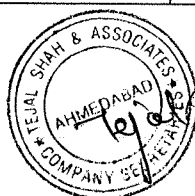
Appointment of Mr. Shoji Tsubokuta, as a Director of the Company who has been appointed as an additional director with effect from October 1, 2013.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	20	19691416	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	5	211	

13. As a Special Resolution – Item No. 13 need to be passed with 75% majority.

Appointment of Mr. Shoji Tsubokuta as a Managing Director of the Company for a period of three years w.e.f. 1st October 2013.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	21	19691516	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	111	



14. Item No. 14 Voting is not considered as Resolution has been dropped in Annual General Meeting.

15. As a Special Resolution – Item No. 15 need to be passed with 75% majority.

To Alter Articles of the Company

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	16	19691385	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	5	221	

16. As a Special Resolution – Item No. 16 need to be passed with 75% majority.

To Approve Borrowing Limit under Section 180(1)(c) of the Companies Act, 2013.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	16	19691385	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	216	

17. As a Special Resolution – Item No. 17 need to be passed with 75% majority.

To Approve Borrowing Limit under Section 180(1)(a) of the Companies Act, 2013.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	16	19691385	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	216	

18. As a Special Resolution – Item No. 18 need to be passed with 75% majority.

To Approve Related Party Transactions.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	15	1491	96.818
II. Voted against the resolution	1	49	3.182
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	216	



19. As an Ordinary Resolution – Item No. 19 need to be passed with requisite majority.

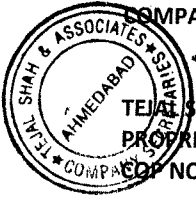
To Appoint M/s. Kiran J Mehta & Co, as a Cost Auditors for the year ending 31st March, 2015.

	Number of members present and voting (in persons or by proxy)	No. of vote cast by them	% of total number of valid votes cast
I. Voted in favour of the resolution	16	19691385	100
II. Voted against the resolution	0	0	0
	Total number of members whose votes were declared invalid	Total number of votes cast by them	
III. Invalid Votes	4	216	

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 will be handed over to the Company Secretary for safe keeping.

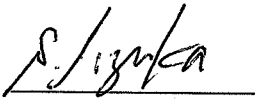
Thanking you,

**For TEJAL SHAH & ASSOCIATES
COMPANY SECRETARIES**



**TEJAL SHAH
PROPRIETOR
CO. NO. : 013316**

Date : 21st July, 2014
Place : Ahmedabad


Shinichi Iizuka
Chairman