

RESULT OF VOTING THROUGH ELECTRONIC MEANS 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 AND POLL CONDUCTED FOR THE 21<sup>ST</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON TUESDAY, SEPTEMBER 9, 2014 AT 11.00 A.M.

### **Resolution 1: Ordinary Resolution**

Adoption of Audited Financial Statements & Audited Consolidated Financial Statements along with the Report of the Board of Directors and Auditors for the financial year ended March 31, 2014

### (I) VOTED IN FAVOUR THE RESOLUTION:

Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	cast	votes	number of	% age of total number of shares the Company
54025831	67	105216908	159242739	99.99%	
	Cast (Shares)-E Voting	(Shares)-E Voting Proxies voted - Poll	Cast (Shares)-E (Shares) - Voting (Shares) - Poll	Cast (Shares)-E (Shares) - Voting (Shares) - Poll (Shares) - Poll (Shares) - Cast (Shares) - Cast (Shares) - Cast (Shares) (Shares) - Cast (Shares)	Cast (Shares)-E Voting Proxies voted - Poll Cast (Shares) - Poll Cast (Shares) - Poll Cast (Shares) - Poll Cast (Shares) - Cast (Shares) + Cas

## (II) VOTED AGAINST THE RESOLUTION:

Members		Members/	No. of votes cast (Shares) – Poll	1	number of valid votes	% age of total number of shares of the Company
-	5	7	220	225	0.01%	0.01%

### (III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E	of No. of votes Cast - (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and poll
		9	253	253

#### **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Corporate Identity Number: L01111DL1993PLC052845 NEW DELI

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### Resolution No. 2 - Ordinary Resolution

Approval of Dividend for the year ended March 31, 2014

## (I) VOTED IN FAVOUR THE RESOLUTION:

Members	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	cast		number of	% age total number shares the
36	54025831	67	105216000	1500.40==		Company
36	54025831	67	105216908	159242739	99.99%	<b>Compan</b> 67.65%

## (II) VOTED AGAINST THE RESOLUTION:

		voting and poll	1	the Company
7	220	225		Company
_	7	7 220		7 220

## (III) INVALID VOTES OF THE RESOLUTION:

Members	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Poll	No. of votes cast (Shares) – Poll	Total no. of votes cast through E-voting and poll
		9	253	253

#### RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

# Resolution No. 3 - Ordinary Resolution

To appoint a Director in place of Ms. Priyanka Mittal (DIN 00030479), who retires by rotation and being eligible, offers herself for re-appointment

## (I) VOTED IN FAVOUR THE RESOLUTION:

Members	Cast (Shares)-E	Members/	No. of votes cast (Shares) – Poll	Total no. of votes cast through E- voting and poll	number of	total	of of of
14	46932380	67	105216908	4.50		Company	
			103216908	152149288	95.55%	64.64%	



## (II) VOTED AGAINST THE RESOLUTION:

Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) - Poll	Total no. of votes cast through E- voting and poll	number of valid votes cast	total number shares the	of of of
23	7093456	7	220	7002676		Company	
			220	7093676	4.45%	3.01%	

## (III) INVALID VOTES OF THE RESOLUTION:

No. Members voted in voting	No. of votes Cast (Shares)-E Voting	0.	No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and poll
-	 •	9	253	253

#### **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

### Resolution No. 4 - Ordinary Resolution

Re-appointment of M/s. Vinod Kumar Bindal & Co., Chartered Accountants (Firm Registration No. 003820N) as Statutory Auditors of the Company

# (I) VOTED IN FAVOUR THE RESOLUTION:

Members voted in E- voting	(Shares)-E	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and poll	number of valid votes	% age of total number of shares of the Company
36	54025831	67	105216908	159242739	99.99%	67.65%

# (II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E- voting	(Shares)-E		No. of votes cast (Shares) - Poll	votes cast	number of valid votes cast	total number of shares of the
<u> </u>	5	7	220	225	0.01%	Company 0.01%

# (III) INVALID VOTES OF THE RESOLUTION:

Members	ı	No. of votes Cast (Shares)-E Voting			Total no. of votes cast through E-voting and poll
-		~	9	253	253



As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

### SPECIAL BUSINESS

### Resolution No. 5 - Ordinary Resolution

Re-appointment of Mr. Ashok Chand (DIN 00030318) as Whole- time-Director

### (I) VOTED IN FAVOUR THE RESOLUTION:

Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) - Poll	votes cast	number of valid votes	total number
34	53634219	67	105216908	158851127	99.75%	67.48%

### (II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting Voting	Members/	No. of votes cast (Shares) - Poll	votes cast	number of valid votes	total number
3 391617	7	220	391837	0.25%	0.17%

### (III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and poll
		9	253	253

#### **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

### Resolution No. 6 - Ordinary Resolution

Ratification of remuneration of M/s. HMVN & Associates, Cost Accountants (Firm Registration No. 000290) as Cost Auditors of the Company

(I) VOTED IN FAVOUR THE RESOLUTION:

Members voted in E- voting	No. of votes Cast (Shares)-E Voting	Members/ Proxies	(Shares) –	votes cast	number of valid votes	% age of total number of shares of the Company
36	54025831	65	105216888	159242719	99.99%	67.65%



### (II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E- voting	-	Members/ Proxies voted - Poll	No. of votes cast (Shares) – Poll	votes cast	number of valid votes	total number o	of of
1	5	9	240	245	0.01%	0.01%	-

### (III) INVALID VOTES OF THE RESOLUTION:

Members	f No. of votes Cast (Shares)-E Voting		cast (Shares)	Total no. of votes cast through E-voting and poll
_	-	9	253	253

#### **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

### Resolution No. 7 - Ordinary Resolution

Appointment of Mr. Devendra Kumar Agarwal (DIN 06754542) as Independent / Non-Executive Director who was appointed as an Additional director and to fix his tenure

### (I) VOTED IN FAVOUR THE RESOLUTION:

Members voted in E- voting	No. of votes Cast (Shares)-E Voting	Members/ Proxies voted - Poll	No. of votes cast (Shares) - Poll	votes cast through E-	number of	% age of total number of shares of the Company
36	54025831	67	105216888	159242719	99.99%	67.65%

### (II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E- voting	No. of votes Cast (Shares)-E Voting		No. of votes cast (Shares) - Poll	votes cast	number of valid votes	total number
1	5	9	240	245	0.01%	0.01%

### (III) INVALID VOTES OF THE RESOLUTION:

Members	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted - Poll	No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and poll
-	-	9	253	253



As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

### Resolution No. 8 - Ordinary Resolution

Fixation of tenure of Mr. Vinod Ahuja (DIN 00030390) as Independent Director

## (I) VOTED IN FAVOUR THE RESOLUTION:

Members voted in E- voting	No. of votes Cast (Shares)-E Voting		No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and poll	number of valid votes	% age of total number of shares of the Company
34	53634219	65	105216888	4.5005.		
(II) VOTED A				158851107	99.75%	67.48%

## (II) VOTED AGAINST THE RESOLUTION:

Members	(-1.1.00) _		No. of votes cast (Shares) - Poll	Total no. of votes cast through E- voting and	number of valid votes	% age of total number of shares of the Company
3	391617	9	240			
	VOTES OF THE			391857	0.25%	0.17%

### (III) INVALID VOTES OF THE RESOLUTION:

No. Members voted in voting	No. of votes Cast (Shares)-E Voting		or votes	Total no. of votes cast through E-voting and poll
		9	253	253

#### **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

## Resolution No. 9 - Ordinary Resolution

Fixation of tenure of Dr. Narpinder Kumar Gupta (DIN 00032956) as Independent Director

# (I) VOTED IN FAVOUR THE RESOLUTION:

Members voted in E- voting	Voting		No. of votes cast (Shares) - Poll	votes cast through E- voting and	number of valid votes	% age of total number of shares of the Company
34	53634219	65	105216888	poll		. ,
			103210088	158851107	99.75%	67.48%

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### (II) VOTED AGAINST THE RESOLUTION:

Members	No. of votes Cast (Shares)-E Voting	 cast (Shares) - Poll	votes cast	number of valid votes	total number
2	391617				

## (III) INVALID VOTES OF THE RESOLUTION:

No. Members voted in voting	Cast	j	No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and poll
		9	253	253
				233

#### **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

## Resolution No. 10 - Ordinary Resolution

Fixation of tenure of Mr. Ashwani Dua (DIN 01097653) as Independent Director

## (I) VOTED IN FAVOUR THE RESOLUTION:

Members voted in E- voting	(Shares)-E	l	No. of votes cast (Shares) - Poll	votes cast through E- voting and	number of valid votes	% age of total number of shares of the Company
34	53634219	65	105216888	<b>poll</b> 158851107		
(TI) VOTED A	CATHOT		133213000	130031107	99.75%	67.48%

### (II) VOTED AGAINST THE RESOLUTION:

Members	No. of votes Cast (Shares)-E Voting		No. of votes cast (Shares) - Poll	votes cast through E- voting and	number of valid votes	% age of total number of shares of the Company
3	391617	Q	240	poll		. ,
			240	391857	0.2461	0.17

## (III) INVALID VOTES OF THE RESOLUTION:

Members	No. of votes Cast (Shares)-E Voting		No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and poll
-	**	9	253	253

#### **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 10 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

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# Resolution No. 11 - Ordinary Resolution

Fixation of tenure of Mr. Shyam Arora (DIN 00742924) as Independent Director

# (I) VOTED IN FAVOUR THE RESOLUTION:

Members	(Shares)-E	01	No. of votes cast (Shares) - Poll	votes cast	number of valid votes	total number of shares of
14	46932380	66	105216898	poll		the Company
(II) VOTED AG	GAINST THE DE		103210898	152149278	95.55%	64.64%

# (II) VOTED AGAINST THE RESOLUTION:

Members	(Shares)-E	01	No. of votes cast (Shares) - Poll	Total no. of votes cast through E- voting and	number of valid votes	% age of total number of shares of
23	7093456	8	230	poll	Cast	the Company
(III) INVALID	VOTES OF THE	DECOLUE		7093686	4.45%	3.01%

# (III) INVALID VOTES OF THE RESOLUTION:

Members	No. of votes Cast (Shares)-E Voting	0,	cast (Snares)	Total no. of votes cast through E-voting and poll
		9	253	253
DECILIT				

#### **RESULT**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 11 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

# Resolution No. 12 - Special Resolution

Re-appointment of Mr. Anil Kumar Mittal (DIN 00030100) as Chairman & Managing Director

# (I) VOTED IN FAVOUR THE RESOLUTION:

Members	No. of votes Cast (Shares)-E Voting		cast (Shares)		number of valid votes	J. Silares 01
33	53231234	65	105216000	poll	cust	the Company
(II) VOTED AC	GAINST THE RE		105216888	158448122	99.50%	67.31%

Members	Cast (Shares)-E	No. of	No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and	number of valid votes	cocai maniper
(III) INVALID	794602 <b>VOTES OF THE</b>	9 RESOLUTION:	240	794842	0.50%	0.34%



No. Members voted in l voting	No. of votes Cast (Shares)-E Voting	01	cast (Shares)	Total no. of votes cast through E-voting and poll
		9	253	253

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 12 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

## Resolution No. 13 - Special Resolution

Re-appointment of Mr. Arun Kumar Gupta (DIN 00030127) as Joint Managing Director and

# (I) VOTED IN FAVOUR THE RESOLUTION:

voted in E- voting			No. of votes cast (Shares) - Poll	votes cast through E- voting and	number of valid votes	% age of total number of shares of the Company
34	53634219	65	105216888	poll		and dompany
(II) VOTED A	GAINST THE DE		103210888	158851107	99.75%	67.48%

# (II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E- voting			No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and	number of valid votes	% age of total number of shares of the Company
3	391617	9	240	poll		and company
			240	391857	0.25%	0.17%

## (III) INVALID VOTES OF THE RESOLUTION:

No. of No. of votes  Members Cast  voted in E- voting Voting	No. of Members/ Proxies voted - Poll	cast (Shares)	Total no. of votes cast through E-voting and poll
	9	253	253

#### **RESULT**

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 13 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No. 14 - Special Resolution

Corporate Identity Number: L01111DL1993PLC052845

Re-appointment of Mr. Anoop Kumar Gupta (DIN 00030160) as Joint Managing Director and

# (I) VOTED IN FAVOUR THE RESOLUTION:

voted in E- voting	(Shares)-E	0,	No. of votes cast (Shares) – Poll	votes cast through E- voting and	number of valid votes	% age of total number of shares of the Company
34	53634219	66	105216000	poll		and company
(II) VOTED AC	GAINST THE RES		105216898	158851117	99.75%	67.49%

# (II) VOTED AGAINST THE RESOLUTION:

Members	Cast (Shares)-E		No. of votes cast (Shares) - Poll	Total no. of votes cast through E-voting and	number of valid votes	% age of total number of shares of
3	391617	8	0.00	poll		the Company
(III) INVALIC	VOTES OF THE	RESOLUTION	230	391847	0.25%	0.17%

# (III) INVALID VOTES OF THE RESOLUTION:

Members voted in E-	No. of votes Cast (Shares)-E Voting	0,	cast (Snares)	Total no. of votes cast through E-voting and poll
RESULT		9	253	253

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 14 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

# Resolution No. 15- Special Resolution

Alteration of Articles of Association by inserting new Article 111A

# (I) VOTED IN FAVOUR THE RESOLUTION:

Members	(Shares)-E		No. of votes cast (Shares) - Poll		number of valid votes	total number
31	52898020	67	105216225	poli		•
(II) VOTED AC	GAINST THE DE		105216908	158114928	99.29%	67.17%

# (II) VOTED AGAINST THE RESOLUTION:

Members	Cast (Shares)-E		No. of votes cast (Shares) - Poll	votes cast through E- voting and	number of valid votes	% age of total number of shares of the Company
6	1127816	7	220	poll		the company
(111) INVALID	VOTES OF THE	RESOLUTION:	220	1128036	0.71%	0.48%



No. o Members voted in E- voting	f No. of votes Cast (Shares)-E Voting		cast (Snares)	Total no. of votes cast through E-voting and poll
		9	253	253
RECHIT				

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 15 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

### Thanking you

**Yours Sincerely** For KRBL Limited

Raman Sapra Company Secretary

M. No.:- A29044 Add:- 267, Street No-18, Pratap Nagar, Delhi-110007 00

NEW DELHI

Date : September 11, 2014

Place: New Delhi