



42ND ANNUAL GENERAL MEETING HELD ON TUESDAY, 23RD SEPT., 2014
Declaration of Results of e-voting and poll

As per the provisions of the Companies Act, 2013 and Clause 35B of the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 42nd Annual General Meeting (AGM). The e-voting was open from 09:00 AM on Monday, 15th September, 2014 and ended at 6:00 PM on Wednesday, 17th September, 2014.

In line with the provisions of Companies Act, 2013 and in terms of the clarification issued by MCA, voting by 'Show of Hands' was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 42nd AGM, voting was conducted by means of poll through ballot papers.

Shri. Sachin Agarwal, Company Secretary, M/s. Agarwal S. & Associates was appointed by the Company as Scrutinizer for conducting e-voting and polling at AGM in fair & transparent manner. The Scrutinizer(s) have carried out the scrutiny of all the electronic votes received upto 6:00 PM on 17th September, 2014 and ballot papers received till the conclusion of the meeting and submitted their Report on 23rd September, 2014.

The Consolidated Results, as per the Scrutinizers' Report dated 23rd September, 2014, are as follows:

Item No.	Particulars	% of votes in favour (approx.)	% of votes Against (approx.)
1.	Resolution: 1: Ordinary Resolution. To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31 st March, 2014 together with Directors' and Auditors' Reports thereon.	97.84	2.16
2.	Resolution: 2: Ordinary Resolution. Re-appointment of Shri S.S. Mohanty (holding DIN: 02918061) as a Director, who retires by rotation and is eligible for re-appointment.	98.25	1.75
3.	Resolution: 3: Ordinary Resolution. Re-appointment of Shri H.S. Pati (holding DIN: 05283445) as a Director, who retires by rotation and is eligible for re-appointment.	98.25	1.75
4.	Resolution: 4: Ordinary Resolution. To fix remuneration of the Auditors appointed by C&AG of India for the Financial Year 2014-15.	99.99	0
5.	Resolution: 5: Ordinary Resolution. To confirm payment of the Interim Dividend @20.20% of the Paid up Equity Share Capital by the Company in the month of February, 2014 as Final Dividend for the Financial Year 2013-14.	99.99	0
6.	Resolution: 6: Ordinary Resolution. Appointment of Shri Binod Kumar (DIN: 06379761) as Whole Time Director.	98.25	1.75
7.	Resolution: 7: Ordinary Resolution. Appointment of Shri R.S. Sharma (DIN:00013208) as an Independent Director.	14.92	85.08

8.	Resolution: 8: Ordinary Resolution. Appointment of Shri N.C. Jha (DIN:00657309) as an Independent Director.	Not considered	
9.	Resolution: 9: Ordinary Resolution. Appointment of Shri D.K. Mittal (DIN:00040000) as an Independent Director.	14.92	85.08
10.	Resolution: 10: Ordinary Resolution. Appointment of Mrs. Parminder H. Mathur (DIN:00077306) as an Independent Director.	Not considered	
11.	Resolution: 11: Special Resolution. To raise funds upto ₹5,000 crore through issue of Secured Non-convertible Debentures/Bonds on Private Placement basis.	99.99	0
12.	Resolution: 12: Special Resolution. To create charge, mortgage, etc. on the properties of the Company for securing the borrowings.	99.99	0
13.	Resolution: 13: Ordinary Resolution. To ratify Remuneration of Cost Auditors of the Company for the Financial Year 2014-15.	99.99	0

Based on the consolidated Report of the Scrutinizer(s), Resolutions at Item Nos. 1 to 6 and 11 to 13 as set out in the Notice of 42nd AGM have been duly approved by the Shareholders with requisite majority. Resolutions at Item Nos. 7 and 9 have not been approved by the Shareholders. Further, it is stated that as Shri N.C Jha and Smt. Parminder H. Mathur, Independent Directors, had submitted their resignation with effect from 19th September, 2014, resolutions for their appointment at Item Nos. 8 and 10 of the Notice of AGM were not considered in the AGM.

For Steel Authority of India Limited


C.S. Verma
Chairman

Date: 23rd September, 2014

AGARWAL S. & ASSOCIATES
COMPANY SECRETARIES

Consolidated Report of Scrutinizer

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

To,

The Chairman

42nd Annual General Meeting of the Equity Shareholders of Steel Authority of India Limited (SAIL)
Held on Tuesday, 23rd day of September, 2014 at 10:30 a.m.

Dear Sir,

I, **Sachin Agarwal, Company Secretary**, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 42nd Annual General Meeting of the Equity Shareholders of Steel Authority of India Limited (SAIL), held on Tuesday, 23rd September, 2014 at 10:30 a.m. submit our consolidated report of E-Voting and Voting through ballot (Physical) as under:

The consolidated results are as under:

(a) Resolution 1 - To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31st March, 2014 together with Directors' and Auditors' Reports thereon.

(i) Voted **in favour** of the resolution:

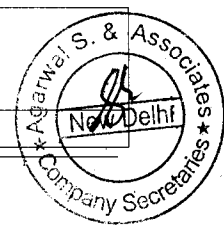
Number of members voting (in person or by proxy or through E-Voting)*	Number of votes cast by them	% of total number of valid votes cast
185	3730002359	97.84

(ii) Voted **against** the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
67	82219852	2.16

(iii) **Invalid** Votes:

Number of members voting (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
24	71639658



Resolution 2 - To appoint a director in place of Shri S. S. Mohanty (DIN:02918061), who retires by rotation at this Annual General Meeting and is eligible for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
206	3816061346	98.25

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
67	67799713	1.75

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
2	810

Resolution 3 - To appoint a director in place of Shri H. S. Pati (DIN:05283445), who retires by rotation at this Annual General Meeting and is eligible for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
208	3816094326	98.25

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
65	67766733	1.745

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
2	810



Resolution 4 - To fix the remuneration of the Auditors of the Company appointed by the Comptroller & Auditor General of India for the Financial Year 2014-2015.

(i) Voted **in favour** of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
264	3883822973	99.99

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
9	38736	0

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
2	160

Resolution 5 - To confirm payment of Interim Dividend @ 20.20% of the Paid-up Equity Share Capital by the Company in the month of February, 2014 as Final Dividend for the Financial Year 2013-14.

(i) Voted **in favour** of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
266	3883852203	99.99

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
7	8966	0

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
1	700



Resolution 6 - To appoint Shri Binod Kumar (DIN: 06379761) as a Whole Time Director.

(i) Voted **in favour** of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
205	3816056583	98.25

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
67	67803813	1.75

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
3	1473

Resolution 7 - To appoint Shri R. S. Sharma (DIN: 00013208) as an Independent Director.

(i) Voted **in favour** of the resolution:

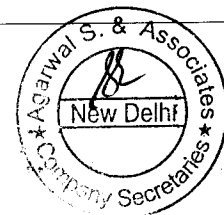
Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
251	579459758	14.92

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
20	3304400609	85.08

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
4	1502



Resolution 8 - To appoint Shri N.C. Jha (DIN: 00657309) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
0	0

Resolution 9 - To appoint Shri D.K. Mittal (DIN:00040000) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
249	579403164	14.92

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
23	3304457232	85.08

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
3	1473



Resolution 10 - To appoint Smt. Parminder H. Mathur (DIN:00077306) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
0	0

Resolution 11- To raise funds upto Rs. 5,000 crore through issue of Bonds/Debentures on Private Placement basis.

(i) Voted **in favour** of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
254	3883814969	99.99

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
18	46090	0

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
2	810



Resolution 12 - To create mortgage and/or charge over the movable and immovable properties of the Company.

(i) Voted **in favour** of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
253	3883849716	99.99

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
20	11343	0

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
2	810

Resolution 13 - To ratify the remuneration of the Cost Auditors of the Company for the Financial Year 2014-15.

(i) Voted **in favour** of the resolution:

Number of members voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
259	3883856599	99.99

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy or through E-Voting)	Number of votes cast by them	% of total number of valid votes cast
13	4460	0

(iii) **Invalid** Votes:

Total Number of members (in person or by proxy or through E-Voting) Whose votes were declared invalid	Total Number of votes cast by them
2	810



Important Note:

Resolutions as per item nos. 8 & 10 were withdrawn by the Company and accordingly, Voting & Ballots were not taken into consideration for same.

Thanking You,

Place: New Delhi
Date: 23.09.2014



Yours Faithfully,

A handwritten signature in cursive script, appearing to read "Sachin Agarwal".

Sachin Agarwal
Scrutinizer

AGARWAL S. & ASSOCIATES
COMPANY SECRETARIES

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,

The Chairman

42nd Annual General Meeting of the Equity Shareholders of Steel Authority of India Limited (SAIL),
Held on Tuesday, 23rd September, 2014 at 10:30 a.m.

Dear Sir,

I, Sachin Agarwal, Practicing Company Secretary of M/s Agarwal S. & Associates., appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 42nd Annual General Meeting of the Equity Shareholders of Steel Authority of India Limited (SAIL), held on Tuesday, 23rd September, 2014 at 10:30 a.m. submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 2(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 Company/Registrar and Transfer Agents of the Company and the authorization/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.
4. The result of the Poll is as under:



Resolution 1 - To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31st March, 2014 together with Directors' and Auditors' Reports thereon.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	3304306376	99.99999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	20	0

(iii) Invalid Votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
2	235

Resolution 2- To appoint a director in place of Shri S. S. Mohanty (DIN:02918061), who retires by rotation at this Annual General Meeting and is eligible for re-appointment.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
49	3304306391	99.99999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	240	0

(iii) Invalid Votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0



Resolution 3 - To appoint a director in place of Shri H. S. Pati (DIN:05283445), who retires by rotation at this Annual General Meeting and is eligible for re-appointment.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
49	3304306391	99.99999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	240	0

(iii) Invalid Votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

Resolution 4 - To fix the remuneration of the Auditors of the Company appointed by the Comptroller & Auditor General of India for the Financial Year 2014-2015.

(i) Voted in favour of the resolution:

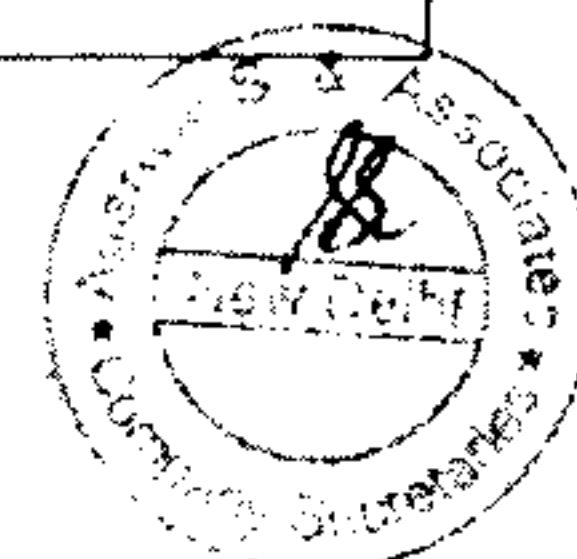
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
49	3304306391	99.99999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	240	0

(iii) Invalid Votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0



Resolution 5 - To confirm payment of Interim Dividend @ 20.20% of the Paid-up Equity Share Capital by the Company in the month of February, 2014 as Final Dividend for the Financial Year 2013-14.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
50	3304306396	99.9999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	235	0

(iii) Invalid Votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

Resolution 6 - To appoint Shri Binod Kumar (DIN: 06379761) as a Whole Time Director.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
49	3304306391	99.9999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	240	0

(iii) Invalid Votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0



Resolution 7 - To appoint Shri R. S. Sharma (DIN: 00013208) as an Independent Director.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	12678	0

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	3304293953	99.999

(iii) Invalid Votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

Resolution 8 - To appoint Shri N.C. Jha (DIN: 00657309) as an Independent Director.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0



Resolution 9 - To appoint Shri D.K. Mittal (DIN:00040000) as an Independent Director.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
48	12678	0

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	3304293953	99.999

(iii) Invalid Votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

Resolution 10 - To appoint Smt. Parminder H. Mathur (DIN:00077306) as an Independent Director.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0



Resolution 11 - To raise funds upto Rs. 5,000 crore through issue of Bonds/Debentures on Private Placement basis.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
49	3304306391	99.999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	240	0

(iii) Invalid Votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

Resolution 12 - To create mortgage and/or charge over the movable and immovable properties of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
49	3304306391	99.999

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	240	0

(iii) Invalid Votes:

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0



Resolution 13 - To ratify the remuneration of the Cost Auditors of the Company for the Financial Year 2014-15.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
49	3304306391	99.999

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	240	0

(iii) **Invalid Votes:**

Total Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

1. 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.
2. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.
3. Resolutions as per item nos. 8 & 10 were withdrawn by the Company and accordingly, Voting & Ballots were not taken into consideration for same.

Thanking You,

Place: New Delhi
Date: 23.09.2014



Yours Faithfully,


Sachin Agarwal
Scrutinizer

AGARWAL S. & ASSOCIATES
COMPANY SECRETARIES

SCRUTINIZER'S REPORT

**(Pursuant to section 108 of the companies act 2013 and rule 20(3)(xi) of the
Companies (Management and Administration) Rules, 2014)**

To,
The Chairman,
Steel Authority of India Limited

**Reg. : 42nd Annual General Meeting of the members of Steel Authority of India Limited (SAIL)
to be held on Tuesday, 23rd Day of September, 2014 at NDMC Indoor Stadium, Talkatora
Garden, New Delhi-110001**

Sub. : E-Voting Result

Dear Sir,

I, Sachin Agarwal, Practicing Company Secretary of M/s Agarwal S. & Associates, appointed by **Steel Authority of India Limited (SAIL)** (the Company) to act as the Scrutinizer in terms of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, for the purpose of scrutinizing the electronic voting process in respect of the Resolutions proposed at the 42nd Annual General Meeting of the Company, do hereby submit my report as follows:

1. The e-voting services were provided by Central Depository Services (India) Limited.
2. Voting rights were reckoned on the paid up value of shares registered in the names of the members as on 11th August, 2014.
3. The period of e-voting started at 09:00 a.m. on Monday, 15th September, 2014 and ended at 6:00 p.m. on Wednesday, 17th September, 2014.
4. The votes cast were unblocked on 17th September, 2014 at 07:41 p.m. in the presence of two witnesses, Mr. Tarun Saini and Mr. Amit Kumar, both of whom are not in the employment of the Company (SAIL).

Based on the reports generated from CDSL e-voting website www.evotingindia.com, the results of e-voting are as under:

119 & 127, Vardhman Star City Mall, Sector 7, Dwarka, New Delhi-110075
011-25081108, 9811549887, sachinag1981@gmail.com



ORDINARY BUSINESS

Resolution No.1 – Ordinary Business

To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31st March, 2014 together with Directors' and Auditors' Reports thereon.

	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	137	425695983	73.452
Voted against the Resolution	65	82219832	14.187
Invalid/ Abstained Votes	22	71639423	

- Two members voted both ways (for & against)

Resolution No.2: Ordinary Business

To appoint a director in place of Shri S. S. Mohanty (DIN:02918061), who retires by rotation at this Annual General Meeting and is eligible for re-appointment.

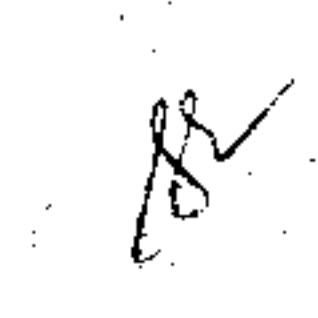
	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	157	511754955	88.301
Voted against the Resolution	64	67799473	11.699
Invalid/ Abstained Votes	2	810	

- One member voted both ways (for & against)

Resolution No.3: Ordinary Business

To appoint a director in place of Shri H. S. Pati (DIN:05283445), who retires by rotation at this Annual General Meeting and is eligible for re-appointment.

	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	159	511787935	88.307
Voted against the Resolution	62	67766493	11.693
Invalid/ Abstained Votes	2	810	

- One member voted both ways (for & against)
- 

Resolution No.4: Ordinary Business

To fix the remuneration of the Auditors of the Company appointed by the Comptroller & Auditor General of India for the Financial Year 2014-2015.

	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	215	579516582	99.993
Voted against the Resolution	6	38496	0.0066
Invalid/ Abstained Votes	2	160	

- One member voted both ways (for & against)

Resolution No.5: Ordinary Business

To confirm payment of Interim Dividend @ 20.20% of the Paid-up Equity Share Capital by the Company in the month of February, 2014 as Final Dividend for the Financial Year 2013-14.

	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	216	579545807	99.998
Voted against the Resolution	5	8731	0.0015
Invalid/ Abstained Votes	1	700	

Resolution No.6: Special Business

To appoint Shri Binod Kumar (DIN: 06379761) as a Whole Time Director.

	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	156	511750192	88.301
Voted against the Resolution	64	67803573	11.699
Invalid/ Abstained Votes	3	1473	

- One member voted both ways (for & against)

Resolution No.7: Special Business

To appoint Shri R. S. Sharma (DIN: 00013208) as an Independent Director.

	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	203	579447080	99.981
Voted against the Resolution	16	106656	0.0184
Invalid/ Abstained Votes	4	1502	

- One member voted both ways (for & against)

Resolution No.8: Special Business

To appoint Shri N.C. Jha (DIN: 00657309) as an Independent Director.

	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	202	579444026	99.981
Voted against the Resolution	18	109739	0.0189
Invalid/ Abstained Votes	3	1473	

- One member voted both ways (for & against)

Resolution No.9: Special Business

To appoint Shri D.K. Mittal (DIN:00040000) as an Independent Director.

	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	201	579390486	99.972
Voted against the Resolution	19	163279	0.0282
Invalid/ Abstained Votes	3	1473	

- One member voted both ways (for & against)

Resolution No.10: Special Business

To appoint Smt. Parminder H. Mathur (DIN:00077306) as an Independent Director.

	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	204	579444590	99.981
Voted against the Resolution	16	109175	0.0188
Invalid/ Abstained Votes	3	1473	

- One member voted both ways (for & against)



Resolution No.11: Special Business

To raise funds upto Rs. 5,000 crore through issue of Bonds/Debentures on Private Placement basis.

	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	205	579508578	99.992
Voted against the Resolution	15	45850	0.0079
Invalid/ Abstained Votes	2	810	

Resolution No.12: Special Business

To create mortgage and/or charge over the movable and immovable properties of the Company.

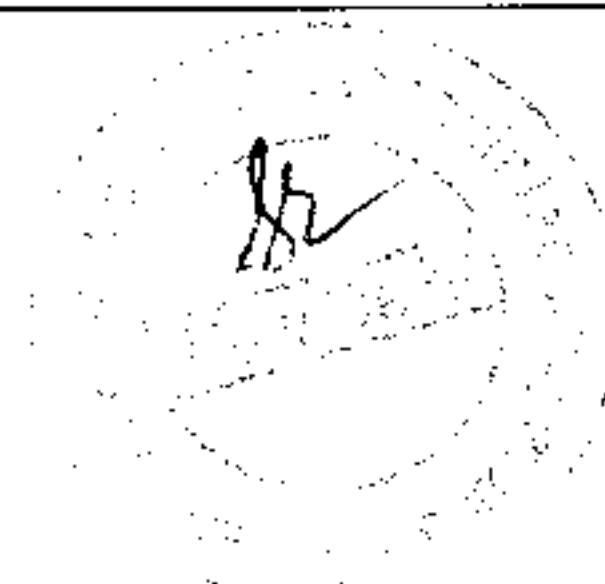
	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	204	579543325	99.998
Voted against the Resolution	17	11103	0.0019
Invalid/ Abstained Votes	2	810	

- One member voted both ways (for & against)

Resolution No.13: Special Business

To ratify the remuneration of the Cost Auditors of the Company for the Financial Year 2014-15.

	Number Of Members Who Voted	Number Of Shares For Which Votes Cast	Percentage Of Votes to Total Number Of Valid Votes Cast
Voted in favour of the Resolution	210	579550208	99.999
Voted against the Resolution	10	4220	0.0007
Invalid/ Abstained Votes	2	810	



Yours Faithfully

(Sachin Agarwal)
Scrutinizer

Place: New Delhi

Dated: 19.09.2014

We, the undersigned, have witnessed that the votes were unblocked form CDSL e-voting website www.evotingindia.com in our presence on Wednesday, 17th day of September, 2014 at 07:41 P.M.

1. (Mr. Tarun Saini)
WITNESS

2. (Mr. Amit Kumar)
WITNESS