



ADITYA BIRLA NUVO LIMITED

CIN: L17199GJ1956PLC001107

Outcome of voting of Annual General Meeting **(As per Clause 35A Listing Agreement)**

Date of the AGM	11 th September, 2014	
Total Number of Shareholders as on the Records (25th July, 2014 - Cut-off date for e-voting)	1,38,063	
No. of Shareholders present in the meeting either in Person or through Proxy:		
	In Person	In Proxy
Promoters and the Promoters Group:	-	-
Public:	44	-
No. of Shareholders attended the meeting through Video Conferencing:		
Promoters and the Promoters Group:	N.A	
Public:	N.A	

Agenda Wise

The mode of e-voting of all the resolutions was:

1. E-voting conducted between 5th September, 2014 to 7th September, 2014 at NSDL platform &
2. Poll conducted at the Meeting.

Below given is resolution wise combined result of e-voting and Poll conducted at the meeting.



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Resolution No. 1:

Adoption of Audited Balance Sheet as at 31st March, 2014, the Profit and Loss Statement for the financial year ended on 31st March, 2014, and the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines – No. of votes polled/ e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20980045	59.04	20980045	0	100.00	0.00
Public others	20103043	632182	3.14	631915	267	99.96	0.04
Grand Total	130084972	96056924	73.84	96056657	267	100.00	0.00

Resolution No. 2:

Declaration and sanction of payment of Dividend on equity shares and on Preference shares of the Company for the FY 2013-14. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines – No. of votes polled/ e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	20988046	0	100.00	0.00
Public others	20103043	632182	3.14	631899	283	99.96	0.04
Grand Total	130084972	96064925	73.85	96064642	283	100.00	0.00



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Resolution No. 3:

Appointment of Director in place of Mrs. Rajashree Birla (DIN: 00022995) who retires by rotation and being eligible offers herself for re-appointment. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines – No. of votes polled / e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	13534380	7453666	64.49	35.51
Public others	20103043	632182	3.14	632130	52	99.99	0.01
Grand Total	130084972	96064925	73.85	88611207	7453718	92.24	7.76

Resolution No. 4:

Appointment of Director in place of Mr. B. L. Shah (DIN: 00017357) who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines – No. of votes polled/ e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	13534380	7453666	64.49	35.51
Public others	20103043	630434	3.14	630129	305	99.95	0.05
Grand Total	130084972	96063177	73.85	88609206	7453971	92.24	7.76



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Resolution No. 5:

Re-appointment of Joint Statutory Auditors M/s Khimji Kunverji & Co., Chartered Accountant (Reg. No. 105146W), the retiring Joint Statutory Auditors of Company and fixing their remuneration. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines – No. of votes polled / e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20981037	59.04	20948880	32157	99.85	0.15
Public others	20103043	632082	3.14	631669	413	99.93	0.07
Grand Total	130084972	96057816	73.84	96025246	32570	99.97	0.03

Resolution No. 6(i):

Appointment of M/s. Khimji Kunverji & Co., Chartered Accountant (Reg. No. 105146W) as the Branch Auditors of the Company in respect of Insulator Divisions at Halol & Rishra. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines – No. of votes polled / e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	20980045	8001	99.96	0.04
Public others	20103043	632182	3.14	631269	913	99.86	0.14
Grand Total	130084972	96064925	73.85	96056011	8914	99.99	0.01



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Resolution No. 6(ii):

Appointment of M/s. Khimji Kunverji & Co., Chartered Accountant (Reg. No. 105146W) and M/s. K. S. Aiyar & Co., Chartered Accountant (Reg. No. 100186W) as the Joint Branch Auditors of the Company in respect of Indian Rayon (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines – No. of votes polled / e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	20980045	8001	99.96	0.04
Public others	20103043	632099	3.14	631796	303	99.95	0.05
Grand Total	130084972	96064842	73.85	96056538	8304	99.99	0.01

Resolution No. 6(iii):

Appointment of M/s. Deloitte Haskins & Sells., Chartered Accountant (Reg. No. 008072S) as the Branch Auditors of the Company in respect of Madura Fashion & Lifestyle Division, Bengaluru. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines – No. of votes polled / e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	20980045	8001	99.96	0.04
Public others	20103043	632099	3.14	630936	1163	99.82	0.18
Grand Total	130084972	96064842	73.85	96055678	9164	99.99	0.01



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Resolution No. 7:

Appointment of S R B C & Co. LLP., Chartered Accountant (Reg. No. 301003E) as the Joint Statutory Auditors of the Company. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines – No. of votes polled / e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0
Public - Institutional Holder	35537232	20988046	59.06	20883222	104824	99.50	0.50
Public others	20103043	631909	3.14	630696	1213	99.81	0.19
Grand Total	130084972	96064652	73.85	95958615	106037	99.89	0.11

Resolution No. 8:

Appointment of S R B C & Co. LLP., Chartered Accountant (Reg. No. 301003E) as the Branch Auditors of the Company in respect of Jaya Shree Textiles Division, Rishra and Indo Gulf Fertilisers Division, Jagdishpur. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines – No. of votes polled / e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	19412193	1575853	92.49	7.51
Public others	20103043	631784	3.14	630681	1103	99.83	0.17
Grand Total	130084972	96064527	73.85	94487571	1576956	98.36	1.64



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Resolution No. 9:

Appointment of Ms. Tarjani Vakil (DIN: 00009603) as an Independent Director of the Company. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines – No. of votes polled / e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	20869577	118469	99.44	0.56
Public others	20103043	631264	3.14	630011	1253	99.80	0.20
Grand Total	130084972	96064007	73.85	95944285	119722	99.88	0.12

Resolution No. 10:

Appointment of Mr. P. Murari (DIN: 00020437) as an Independent Director of the Company. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines – No. of votes polled/ e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0
Public - Institutional Holder	35537232	20988046	59.06	15085541	5902505	71.88	28.12
Public others	20103043	632054	3.14	630411	1643	99.74	0.26
Grand Total	130084972	96064797	73.85	90160649	5904148	93.85	6.15



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Resolution No. 11:

**Appointment of Mr. Subhash Chandra Bhargava (DIN: 0020021) as an Independent Director of the Company.
(Ordinary Resolution)**

Promoter/Public	No. of shares held	Combines – No. of votes polled / e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)=[(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	20500152	487894	97.68	2.32
Public others	20103043	631654	3.14	630511	1143	99.82	0.18
Grand Total	130084972	96064397	73.85	95575360	489037	99.49	0.51

Resolution No. 12:

**Appointment of Mr. Gian Prakash Gupta (DIN: 00017639) as an Independent Director of the Company.
(Ordinary Resolution)**

Promoter/Public	No. of shares held	Combines – No. of votes polled/ e- voting	% of Votes Polled/e- voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e- voting	% of Votes Against on votes Polled/e- voting
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	20847993	140053	99.33	0.67
Public others	20103043	631639	3.14	630496	1143	99.82	0.18
Grand Total	130084972	96064382	73.85	95923186	141196	99.85	0.15



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Resolution No. 13:

Appointment of Mr. Baldev Raj Gupta (Din: 0020066) as an Independent Director of the Company. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines- No. of Votes polled/e-voting	% of Votes Polled/e-voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e-voting	% of Votes Against on votes Polled/e-voting
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	20881687	106359	99.49	0.51
Public others	20103043	631674	3.14	630531	1143	99.82	0.18
Grand Total	130084972	96064417	73.85	95956915	107502	99.89	0.11

Resolution No. 14:

Appointment of Mr. Lalit Naik (DIN: 02943588) as Managing Director of the Company. (Special Resolution)

Promoter/Public	No. of shares held	Combines- No. of Votes polled/e-voting	% of Votes Polled/e-voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e-voting	% of Votes Against on votes Polled/e-voting
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	19326435	1661611	92.08	7.92
Public others	20103043	631304	3.14	629666	1638	99.74	0.26
Grand Total	130084972	96064047	73.85	94400798	1663249	98.27	1.73



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Resolution No. 15:

Partially modify/amend the Special Resolution passed for appointment of Mr. Sushil Agarwal (DIN: 0006017) as the Whole Time Director of the Company to make him liable to retire by rotation (Special Resolution)

Promoter/Public	No. of shares held	Combines - No. of Votes polled/e-voting	% of Votes Polled/e-voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e-voting	% of Votes Against on votes Polled/e-voting
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	20858376	129670	99.38	0.62
Public others	20103043	631894	3.14	630113	1781	99.72	0.28
Grand Total	130084972	96064637	73.85	95933186	131451	99.86	0.14

Resolution No. 16:

Re - appointment of Mr. Sushil Agarwal (DIN: 0006017) as Whole Time Director who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines- No. of Votes polled/e-voting	% of Votes Polled/e-voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e-voting	% of Votes Against on votes Polled/e-voting
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(3)=[(2)/(1)]*100	(7)=[(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	16442452	4545594	78.34	21.66
Public others	20103043	632069	3.14	630819	1250	99.80	0.20
Grand Total	130084972	96064812	73.85	91517968	4546844	95.27	4.73



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Resolution No. 17:

Payment of Remuneration to Non-Executive Directors of the Company. (Special Resolution)

Promoter/Public	No. of shares held	Combines- No. of Votes polled/e-voting	% of Votes Polled/e-voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e-voting	% of Votes Against on votes Polled/e-voting
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20981037	59.04	20981037	0	100.00	0.00
Public others	20103043	631719	3.14	630477	1242	99.80	0.20
Grand Total	130084972	96057453	73.84	96056211	1242	100.00	0.00

Resolution No. 18:

Enable Board to offer or Invite subscription for Non-Convertible Debenture on a Private Placement basis. (Special Resolution)

Promoter/Public	No. of shares held	Combines- No. of Votes polled/e-voting	% of Votes Polled/e-voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e-voting	% of Votes Against on votes Polled/e-voting
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20984501	59.05	20615255	369246	98.24	1.76
Public others	20103043	631679	3.14	630399	1280	99.80	0.20
Grand Total	130084972	96060877	73.84	95690351	370526	99.61	0.39



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Resolution No. 19:

Adoption of New Articles of Association of the Company in conformity with the provisions of the Companies Act, 2013 (Special Resolution)

Promoter/Public	No. of shares held	Combines- No. of Votes polled/e-voting	% of Votes Polled/e-voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e-voting	% of Votes Against on votes Polled/e-voting
	(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20946901	58.94	20818085	128816	99.39	0.61
Public others	20103043	631802	3.14	630700	1102	99.83	0.17
Grand Total	130084972	96023400	73.82	95893482	129918	99.86	0.14

Resolution No. 20:

Authorise Board of Directors for creation of Mortgage and/or Charge on Company's movable/immovable properties (Special Resolution)

Promoter/Public	No. of shares held	Combines - No. of Votes polled/e-voting	% of Votes Polled/e-voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e-voting	% of Votes Against on votes Polled/e-voting
	(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	20988046	59.06	20646367	341679	98.37	1.63
Public others	20103043	632182	3.14	630928	1254	99.80	0.20
Grand Total	130084972	96064925	73.85	95721992	342933	99.64	0.36



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Resolution No. 21:

Authorise Board of Directors to borrow money in excess of the paid-up capital and free reserves (Special Resolution)

Promoter/Public	No. of shares held	Combines- No. of Votes polled/e-voting	% of Votes Polled/e-voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e-voting	% of Votes Against on votes Polled/e-voting
	(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	19067827	53.66	18726148	341679	98.21	1.79
Public others	20103043	631992	3.14	630664	1328	99.79	0.21
Grand Total	130084972	94144516	72.37	93801509	343007	99.64	0.36

Resolution No. 22:

Ratify remuneration of Cost Auditors of the Company for the Financial Year ending 31st March, 2015 (Ordinary Resolution)

Promoter/Public	No. of shares held	Combines- No. of Votes polled/e-voting	% of Votes Polled/e-voting on Outstanding Shares	No. of Votes-In Favour	No. of Votes-Against	% of Votes in Favour on votes Polled/e-voting	% of Votes Against on votes Polled/e-voting
	(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]*100
Promoters and the Promoters Group:	74444697	74444697	100.00	74444697	0	100.00	0.00
Public - Institutional Holder	35537232	19067827	53.66	19067827	0	100.00	0.00
Public others	20103043	632069	3.14	630964	1105	99.83	0.17
Grand Total	130084972	94144593	72.37	94143488	1105	100.00	0.00