

# इंडियन ऑयल कॉर्पोरेशन लिमिटेड

रजिस्टर्ड ऑफिस : 'इंडियन ऑयल भवन',  
जी - ९, अली यावर जंग मार्ग, बांद्रा (पूर्व), मुंबई - ४०० ०५९.

## Indian Oil Corporation Limited

CIN-L23201MH1959GOI011388

Regd. Office : 'IndianOil Bhavan',

G-9, Ali Yavar Jung Marg, Bandra (East), Mumbai - 400 051.

Tel. : 022-26447616 • Fax : 022-26447961

Email id : investors@indianoil.in • Website : www.iocl.com



IndianOil

A Maharatna  
Company

Secretarial Department

No.Sec/AGM

15<sup>th</sup> September, 2016

Manager (Listing),  
National Stock Exchange of India,  
Exchange Plaza, 5<sup>th</sup> floor,  
Bandra-Kurla Complex, Bandra(E),  
Mumbai-400 051.

The Corporate Relationship Department,  
BSE Ltd.,  
1<sup>st</sup> Floor, New Trading Ring,  
P.J.Towers, Dalal Street,  
Mumbai - 400 001.

Dear Sir,

Sub : **Voting Results of 57<sup>th</sup> AGM held on 14<sup>th</sup> Sept. 2016**

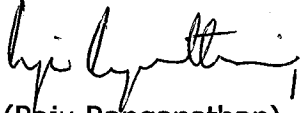
Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith result of voting (remote e-voting as well as physical voting at AGM venue) in the prescribed format for the resolutions proposed at the Annual General Meeting held on 14<sup>th</sup> September, 2016.

The resolutions have been passed by the shareholders with requisite majority. The result of the Voting is also being hosted on the website of the Company, [www.iocl.com](http://www.iocl.com) and website of the agency i.e. [evoting.karvy.com](http://evoting.karvy.com).

The above results are submitted for information and record please.

Thanking you,

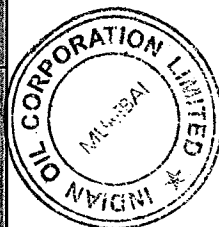
Yours faithfully,  
For Indian Oil Corporation Limited

  
(Raju Ranganathan)  
Company Secretary

Encl.: As above

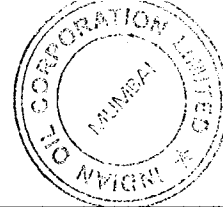
	INDIAN OIL CORPORATION LTD
Date of the AGM/EGM	14-09-2016
Total number of shareholders on record date	192509
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	572
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1	ORDINARY - To receive, consider and adopt the audited Standalone as well as Consolidated Financial Statement of the Company									
Resolution required: (Ordinary/ Special)	No										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100			
Promoter and Promoter Group	E-Voting	1415010529	0	0.0000	00	0	0.0000	0.0000			
	Poll		1415010529	100.0000	1415010529	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		1415010529	100	1415010529	0	100	0			
Public- Institutions	E-Voting	407607141	346832456	85.0899	346832456	0	100.0000	0.0000			
	Poll		150000	0.0368	150000	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		346982456	85.1267	346982456	0	100	0			
Public- Non Institutions	E-Voting	605334812	335141900	55.3647	335141819	81	99.9999	0.0000			
	Poll		52051	0.0086	51995	56	99.8924	0.1075			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		335193951	55.3733	335193814	137	100	0			
Total	Total	2427952482	2097186936	86.3768	2097186799	137	100.0000	0.0000			



Resolution No.	2
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the payment of Interim Dividend and to declare the final dividend on equity shares for the year 2015-16.
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Category	Mode of Voting
Promoter and Promoter Group	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total
Public- Institutions	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total
Public- Non Institutions	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total
	Total

Resolution No.	3
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Shri A. K. Sharma (DIN: 06665266), who retires by rotation and is eligible for
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Category	Mode of Voting
Promoter and Promoter Group	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total

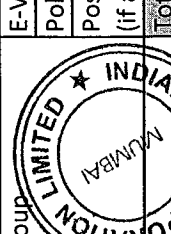


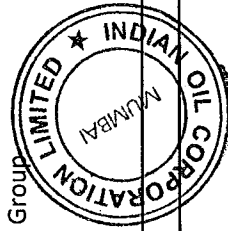


Public- Institutions	E-Voting	407607141	349114774	85.6498	282610600	66504174	80.9506	19.0493
	Poll		150000	0.0368	150000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		349264774	85.6866	282760600	66504174	80.9588	19.0412
Public- Non Institutions	E-Voting	605334812	335141753	55.3647	335140249	1504	99.9995	0.0004
	Poll		52051	0.0086	51995	56	99.8924	0.1075
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		335193804	55.3733	335192244	1560	99.9995	0.0005
	Total	2427952482	2099469107	86.4708	2032963373	66505734	96.8323	3.1677

Resolution No.	4								
ORDINARY - To appoint Shri B. S. Canth (DIN: 07239321) as Director (Marketing) of the Company									
Resolution required: (Ordinary/ Special)	No								
Whether promoter/ promoter group are interested in the agenda/ resolution?									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	1415010529	0	0.0000	00	0	0.0000	0.0000	
	Poll		1415010529	100.0000	1415010529	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		1415010529	100	1415010529	0	100	0	
Public- Institutions	E-Voting	407607141	349114774	85.6498	276515566	72599208	79.2047	20.7952	
	Poll		150000	0.0368	150000	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		349264774	85.6866	276665566	72599208	79.2137	20.7863	
Public- Non Institutions	E-Voting	605334812	335137953	55.3641	335136122	1831	99.9994	0.0005	
	Poll		52051	0.0086	51995	56	99.8924	0.1075	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		335190004	55.3727	335188117	1887	99.9994	0.0006	
	Total	2427952482	2099465307	86.4706	2026864212	72601095	96.5419	3.4581	

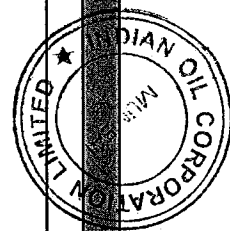
Resolution No.	5								
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Shri Subroto Bagchi (DIN: 00145678) as Independent Director of the Company								
Whether promoter/ promoter group are interested in the agenda/resolution?	No.								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	1415010529	0	0.0000	00	0	0.0000	0.0000	
	Poll		1415010529	100.0000	1415010529	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		1415010529	100	1415010529	0	100	0	
Public- Institutions	E-Voting	407607141	349114774	85.6498	336868419	12246355	96.4921	3.5078	
	Poll		150000	0.0368	150000	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		349264774	85.6866	337018419	12246355	96.4937	3.5063	
Public- Non Institutions	E-Voting	605334812	335137979	55.3641	335134016	3963	99.9988	0.0011	
	Poll		52051	0.0086	51919	132	99.7464	0.2535	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		335190030	55.3727	335185935	4095	99.9988	0.0012	
	Total	2427952482	2099465383	86.4706	2087214888	12250450	99.4165	0.5835	

Resolution No.		6								
Resolution required: (Ordinary/ Special)		ORDINARY - To appoint Shri Sanjay Kapoor (DIN: 07348106) as Independent Director of the Company								
Whether promoter/ promoter group are interested in the agenda/ resolution?		No								
Category		Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group		E-Voting	1415010529	0	0.0000	00	0	0.0000	0.0000	
		Poll		1415010529	100.0000	1415010529		0	100.0000	0.0000
		Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
		Total		1415010529		100	1415010529	0	100	0



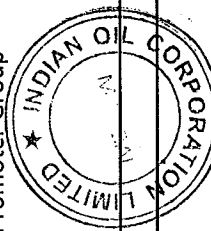
Public- Institutions	E-Voting	407607141	349114774	85.6498	349114774	0	100.0000	0.0000
	Poll		150000	0.0368	150000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		349264774	85.6866	349264774	0	100	0
Public- Non Institutions	E-Voting	605334812	335137953	55.3641	335133969	3984	99.9988	0.0011
	Poll		52051	0.0086	51995	56	99.8924	0.1075
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		335190004	55.3727	335185964	4040	99.9988	0.0012
Total		2427952482	2099465307	86.4706	2099461267	4040	99.9998	0.0002

Resolution No.		7	ORDINARY - To appoint Shri Parindu K. Bhagat (DIN: 01934627) as Independent Director of the Company					
Resolution required: (Ordinary/ Special)		No						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 1	% of Votes against on votes polled (7)=[(5)/(2)]* 1
Promoter and Promoter Group	E-Voting	1415010529	0	0.0000	00	0	0.0000	0.0000
	Poll		1415010529	100.0000	1415010529	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1415010529	100	1415010529	0	100	0
Public- Institutions	E-Voting	407607141	349114774	85.6498	349114774	0	100.0000	0.0000
	Poll		150000	0.0368	150000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		349264774	85.6866	349264774	0	100	0
Public- Non Institutions	E-Voting	605334812	335137953	55.3641	335133969	3984	99.9988	0.0011
	Poll		52051	0.0086	51995	56	99.8924	0.1075
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		335190004	55.3727	335185964	4040	99.9988	0.0012
Total		2427952482	2099465307	86.4706	2099461267	4040	99.9998	0.0002



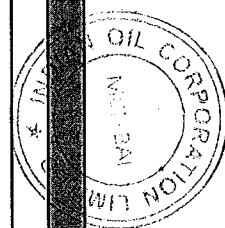
Resolution No.	8
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Shri G. K. Satish (DIN: 06932170) as Director (Planning & Business Development) of the Company
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Category	Mode of Voting
Promoter and Promoter Group	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total
Public- Institutions	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total
Public- Non Institutions	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total
	Total

Resolution No.	9
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2017
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Category	Mode of Voting
Promoter and Promoter Group	E-Voting
	Poll
	Postal Ballot (if applicable)
	Total



Public- Institutions	E-Voting	407607141	349114774	85.6498	349114774	0	100.0000	0.0000
	Poll		150000	0.0368	150000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		349264774	85.6866	349264774	0	100	0
Public- Non Institutions	E-Voting	605334812	335140716	55.3645	335138993	1723	99.9994	0.0005
	Poll		52051	0.0086	51995	56	99.8924	0.1075
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		335192767	55.3731	335190988	1779	99.9995	0.0005
Total		2427952482	2099468070	86.4707	2099466291	1779	99.9999	0.0001

Resolution No.		10						
Resolution required: (Ordinary/ Special)		ORDINARY - To approve issuance of Debentures on private placement basis.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] * 100	% of Votes against on votes polled (7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	1415010529	0	0.0000	00	0	0.0000	0.0000
	Poll		1415010529	100.0000	1415010529	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1415010529	100	1415010529	0	100	0
Public- Institutions	E-Voting	407607141	349114774	85.6498	349114774	0	100.0000	0.0000
	Poll		150000	0.0368	150000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		349264774	85.6866	349264774	0	100	0
Public- Non Institutions	E-Voting	605334812	335132843	55.3632	335126044	6799	99.9979	0.0020
	Poll		51415	0.0085	51317	98	99.8093	0.1906
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		335184258	55.3717	335177361	6897	99.9979	0.0021
Total		2427952482	2099459561	86.4704	2099452664	6897	99.9997	0.0003



**Combined Report of Scrutinizer for Remote e-Voting and Poll**

To,

**Mr. B. Ashok**

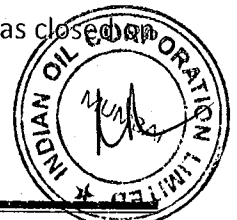
**The Chairperson of 57<sup>th</sup> Annual General Meeting of Indian Oil Corporation Limited**

Held on Wednesday, the 14<sup>th</sup> September, 2016 at 10.30 a.m. at Nehru Centre Auditorium,  
Dr. Annie Besant Road, Worli, Mumbai – 400018.

Dear Sir,

I, **CS Nrupang B. Dholakia, Designated Partner of M/s. Dholakia & Associates LLP, Company Secretaries** was appointed as a Scrutinizer by the Board of Directors of **Indian Oil Corporation Limited ("the Company")** pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules made there under to scrutinize the electronic voting (Remote e-Voting) and the Poll Process for the resolutions contained in the Notice of 57<sup>th</sup> Annual General Meeting ("the Meeting") of the Company, submit my combined report as under:

1. The Management of the Company is responsible for the compliance of Sections 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes cast in favour or against for respective Resolution.
2. After the time fixed for the poll by the Chairperson, one (1) empty ballot box kept for polling was locked in my presence and members who were present.
3. The locked ballot box was subsequently opened in my presence and in the presence of Mr. L.V.S. Rama Chandra Rao and Mr. N. Shyamkumar who are not in the employment of the Company. **(Declaration attached)** The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and M/s. Karvy Computershare Private Limited, Registrar and Transfer Agents of the Company and the authorizations and proxies lodged with the Company.
4. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
5. The Remote e-Voting commenced on September 11, 2016 (9:00 am) (IST) and was closed on September 13, 2016 (5.00 pm) (IST).

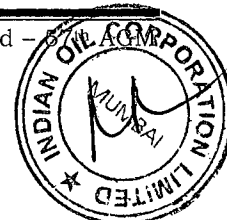


Scrutinizer's Report – Combined (Remote e-Voting and Poll) – Indian Oil Corporation Limited – 57<sup>th</sup> AGM  
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6. The Remote e-Voting Result was unblocked at Mumbai from the website of M/s. Karvy Computershare Private Limited i.e. [www.evoting.karvy.com](http://www.evoting.karvy.com) after votes cast by Poll at the Meeting was counted by me and the Excel File containing the Result was opened in the presence of Mr. Vidyut Vasavada and Mr. Lalit Shah who are not in the employment of the Company. **(Declaration attached)**
7. The Votes cast by Corporate/Institutional Members who have emailed the scanned certified true copy of the Board Resolution/Authority Letter, etc. at email ID: [ioclevoting2016@dholakia-associates.com](mailto:ioclevoting2016@dholakia-associates.com) or have uploaded on the website of M/s. Karvy Computershare Private Limited i.e. [www.evoting.karvy.com](http://www.evoting.karvy.com) have been considered valid.
8. The Members who have abstained from voting in the Remote e-Voting has been treated as Invalid in order to combine the Results of Remote E-Voting and Poll.
9. The Combined Result (Remote e-Voting + Poll) is as under:

(a) Item No 1: To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statement of the Company for the financial year ended March 31, 2016 together with the Reports of the Directors and Auditors thereon.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	605	68,47,23,133
<b>Less:</b> Total Number of Invalid Votes	22	27,48,777
<b>Total Number of Valid Votes</b>	<b>583</b>	<b>68,19,74,356</b>
<b>B. Poll</b>		
Total Votes received by Poll	105	1,41,52,17,752
<b>Less:</b> Total Number of Invalid Votes	13	5,172
<b>Total Number of Valid Votes</b>	<b>92</b>	<b>1,41,52,12,580</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	710	2,09,99,40,885
<b>Less:</b> Total Number of Invalid Votes	35	27,53,949
<b>Total Number of Valid Votes</b>	<b>675</b>	<b>2,09,71,86,936</b>



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
581*	68,19,74,275	99.999988
<b>B. Poll</b>		
90	1,41,52,12,524	99.999996
<b>C. Combined (A+B)</b>		
<b>671</b>	<b>2,09,71,86,799</b>	<b>99.999993</b>

(ii) Voted against the resolution:

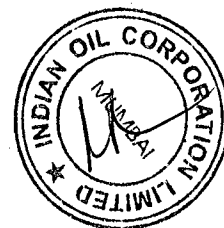
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
3*	81	0.000012
<b>B. Poll</b>		
2	56	0.000004
<b>C. Combined (A+B)</b>		
<b>5</b>	<b>137</b>	<b>0.000007</b>

\*One Member voted partially in favour and against the resolution.



(b) Item No 2: To confirm the payment of Interim Dividend and to declare the Final Dividend on equity shares for the year 2015-16.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	605	68,47,23,133
<b>Less:</b> Total Number of Invalid Votes	13	4,59,230
<b>Total Number of Valid Votes</b>	<b>592</b>	<b>68,42,63,903</b>
<b>B. Poll</b>		
Total Votes received by Poll	105	1,41,52,17,752
<b>Less:</b> Total Number of Invalid Votes	13	5,172
<b>Total Number of Valid Votes</b>	<b>92</b>	<b>1,41,52,12,580</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	710	2,09,99,40,885
<b>Less:</b> Total Number of Invalid Votes	26	4,64,402
<b>Total Number of Valid Votes</b>	<b>684</b>	<b>2,09,94,76,483</b>



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
592*	68,42,63,902	99.999999
<b>B. Poll</b>		
90	1,41,52,12,524	99.999996
<b>C. Combined (A+B)</b>		
682	2,09,94,76,426	99.999997

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
1*	1	0.000001
<b>B. Poll</b>		
2	56	0.000004
<b>C. Combined (A+B)</b>		
3	57	0.000003

\*One Member voted partially in favour and against the resolution.



(c) **Item No 3: To appoint a Director in place of Shri A.K. Sharma (DIN: 06665266), who retires by rotation and is eligible for re-appointment.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	605	68,47,23,132
<b>Less:</b> Total Number of Invalid Votes	20	4,66,605
<b>Total Number of Valid Votes</b>	<b>585</b>	<b>68,42,56,527</b>
<b>B. Poll</b>		
Total Votes received by Poll	105	1,41,52,17,752
<b>Less:</b> Total Number of Invalid Votes	13	5,172
<b>Total Number of Valid Votes</b>	<b>92</b>	<b>1,41,52,12,580</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	710	2,09,99,40,884
<b>Less:</b> Total Number of Invalid Votes	33	4,71,777
<b>Total Number of Valid Votes</b>	<b>677</b>	<b>2,09,94,69,107</b>



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
438*	61,77,50,849	90.280593
<b>B. Poll</b>		
90	1,41,52,12,524	99.999996
<b>C. Combined (A+B)</b>		
<b>528</b>	<b>2,03,29,63,373</b>	<b>96.832259</b>

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
148*	6,65,05,678	9.719407
<b>B. Poll</b>		
2	56	0.000004
<b>C. Combined (A+B)</b>		
<b>150</b>	<b>6,65,05,734</b>	<b>3.167741</b>

\*One Member voted partially in favour and against the resolution.



(d) Item No 4: To appoint Shri B.S. Canth (DIN: 07239321) as Director (Marketing) of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	605	68,47,23,132
<b>Less:</b> Total Number of Invalid Votes	22	4,70,405
<b>Total Number of Valid Votes</b>	<b>583</b>	<b>68,42,52,727</b>
<b>B. Poll</b>		
Total Votes received by Poll	105	1,41,52,17,752
<b>Less:</b> Total Number of Invalid Votes	13	5,172
<b>Total Number of Valid Votes</b>	<b>92</b>	<b>1,41,52,12,580</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	710	2,09,99,40,884
<b>Less:</b> Total Number of Invalid Votes	35	4,75,577
<b>Total Number of Valid Votes</b>	<b>675</b>	<b>2,09,94,65,307</b>



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
433*	61,16,51,688	89.389733
<b>B. Poll</b>		
90	1,41,52,12,524	99.999996
<b>C. Combined (A+B)</b>		
523	2,02,68,64,212	96.541925

(ii) Voted against the resolution:

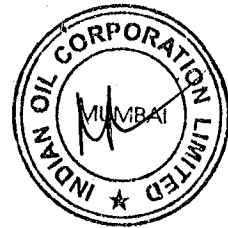
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
152*	7,26,01,039	10.610267
<b>B. Poll</b>		
2	56	0.000004
<b>C. Combined (A+B)</b>		
154	7,26,01,095	3.458075

\*Two Members voted partially in favour and against the resolution.



**(e) Item No 5: To appoint Shri Subroto Bagchi (DIN: 00145678) as Independent Director of the Company.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	605	68,47,23,122
<b>Less:</b> Total Number of Invalid Votes	20	4,70,369
<b>Total Number of Valid Votes</b>	<b>585</b>	<b>68,42,52,753</b>
<b>B. Poll</b>		
Total Votes received by Poll	105	1,41,52,17,752
<b>Less:</b> Total Number of Invalid Votes	13	5,172
<b>Total Number of Valid Votes</b>	<b>92</b>	<b>1,41,52,12,580</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	710	2,09,99,40,874
<b>Less:</b> Total Number of Invalid Votes	33	4,75,541
<b>Total Number of Valid Votes</b>	<b>677</b>	<b>2,09,94,65,333</b>



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
539*	67,20,02,435	98.209679
<b>B. Poll</b>		
89	1,41,52,12,448	99.999991
<b>C. Combined (A+B)</b>		
628	2,08,72,14,883	99.416497

(ii) Voted against the resolution:

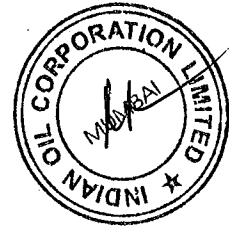
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
47*	1,22,50,318	1.790321
<b>B. Poll</b>		
3	132	0.000009
<b>C. Combined (A+B)</b>		
50	1,22,50,450	0.583503

\*One Member voted partially in favour and against the resolution.



(f) Item No 6: To appoint Shri Sanjay Kapoor (DIN: 07348106) as Independent Director of the Company.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	605	68,47,23,132
<b>Less:</b> Total Number of Invalid Votes	22	4,70,405
<b>Total Number of Valid Votes</b>	<b>583</b>	<b>68,42,52,727</b>
<b>B. Poll</b>		
Total Votes received by Poll	105	1,41,52,17,752
<b>Less:</b> Total Number of Invalid Votes	13	5,172
<b>Total Number of Valid Votes</b>	<b>92</b>	<b>1,41,52,12,580</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	710	2,09,99,40,884
<b>Less:</b> Total Number of Invalid Votes	35	4,75,577
<b>Total Number of Valid Votes</b>	<b>675</b>	<b>2,09,94,65,307</b>



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
567*	68,42,48,743	99.999418
<b>B. Poll</b>		
90	1,41,52,12,524	99.999996
<b>C. Combined (A+B)</b>		
657	2,09,94,61,267	99.999808

(ii) Voted against the resolution:

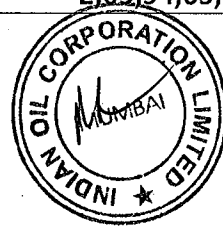
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
17*	3,984	0.000582
<b>B. Poll</b>		
2	56	0.000004
<b>C. Combined (A+B)</b>		
19	4,040	0.000192

\*One Member voted partially in favour and against the resolution.



**(g) Item No 7: To appoint Shri Parindu K. Bhagat (DIN: 01934627) as Independent Director of the Company.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	605	68,47,23,132
<b>Less:</b> Total Number of Invalid Votes	22	4,70,405
<b>Total Number of Valid Votes</b>	<b>583</b>	<b>68,42,52,727</b>
<b>B. Poll</b>		
Total Votes received by Poll	105	1,41,52,17,752
<b>Less:</b> Total Number of Invalid Votes	13	5,172
<b>Total Number of Valid Votes</b>	<b>92</b>	<b>1,41,52,12,580</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	710	2,09,99,40,884
<b>Less:</b> Total Number of Invalid Votes	35	4,75,577
<b>Total Number of Valid Votes</b>	<b>675</b>	<b>2,09,94,65,307</b>



(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
567*	68,42,48,743	99.999418
<b>B. Poll</b>		
90	1,41,52,12,524	99.999996
<b>C. Combined (A+B)</b>		
<b>657</b>	<b>2,09,94,61,267</b>	<b>99.999808</b>

(ii) Voted against the resolution:

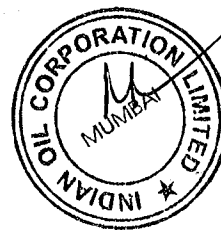
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
17*	3,984	0.000582
<b>B. Poll</b>		
2	56	0.000004
<b>C. Combined (A+B)</b>		
<b>19</b>	<b>4,040</b>	<b>0.000192</b>

\*One Member voted partially in favour and against the resolution



**(h) Item No 8: To appoint Shri G.K. Satish (DIN: 06932170) as Director (Planning & Business Development) of the Company.**

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	605	68,47,23,132
<b>Less:</b> Total Number of Invalid Votes	24	4,70,952
<b>Total Number of Valid Votes</b>	<b>581</b>	<b>68,42,52,180</b>
<b>B. Poll</b>		
Total Votes received by Poll	105	1,41,52,17,752
<b>Less:</b> Total Number of Invalid Votes	13	5,172
<b>Total Number of Valid Votes</b>	<b>92</b>	<b>1,41,52,12,580</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	710	2,09,99,40,884
<b>Less:</b> Total Number of Invalid Votes	37	4,76,124
<b>Total Number of Valid Votes</b>	<b>673</b>	<b>2,09,94,64,760</b>



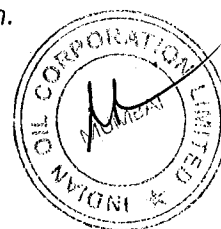
(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
432*	61,16,51,502	89.389778
<b>B. Poll</b>		
90	1,41,52,12,524	99.999996
<b>C. Combined (A+B)</b>		
522	2,02,68,64,026	96.541941

(ii) Voted against the resolution:

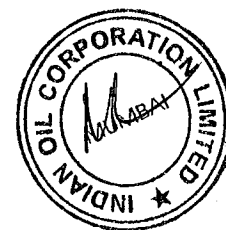
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
150*	7,26,00,678	10.610222
<b>B. Poll</b>		
2	56	0.000004
<b>C. Combined (A+B)</b>		
152	7,26,00,734	3.458059

\*One Member voted partially in favour and against the resolution.



(i) Item No 9: To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2017.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	605	68,47,23,133
<b>Less:</b> Total Number of Invalid Votes	21	4,67,643
<b>Total Number of Valid Votes</b>	<b>584</b>	<b>68,42,55,490</b>
<b>B. Poll</b>		
Total Votes received by Poll	105	1,41,52,17,752
<b>Less:</b> Total Number of Invalid Votes	13	5,172
<b>Total Number of Valid Votes</b>	<b>92</b>	<b>1,41,52,12,580</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	710	2,09,99,40,885
<b>Less:</b> Total Number of Invalid Votes	34	4,72,815
<b>Total Number of Valid Votes</b>	<b>676</b>	<b>2,09,94,68,070</b>



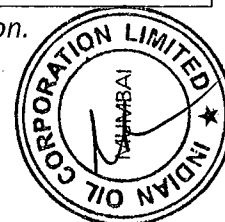
(i) Voted in favour of the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
572	68,42,53,767	99.999748
<b>B. Poll</b>		
90	1,41,52,12,524	99.999996
<b>C. Combined (A+B)</b>		
662	2,09,94,66,291	99.999915

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
13	1,723	0.000252
<b>B. Poll</b>		
2	56	0.000004
<b>C. Combined (A+B)</b>		
15	1,779	0.000085

\*One Member voted partially in favour and against the resolution.



(j) Item No 10: To approve issuance of Debentures on private placement basis.

Particulars	Number of Members who cast vote/Poll Papers received	No of Equity Shares of the Nominal Value of Rs. 10/- each (Votes cast)
<b>A. Remote e-Voting</b>		
Total Votes received by electronic mode	605	68,47,23,133
<b>Less:</b> Total Number of Invalid Votes	25	4,75,516
<b>Total Number of Valid Votes</b>	<b>580</b>	<b>68,42,47,617</b>
<b>B. Poll</b>		
Total Votes received by Poll	105	1,41,52,17,752
<b>Less:</b> Total Number of Invalid Votes	16	5,808
<b>Total Number of Valid Votes</b>	<b>89</b>	<b>1,41,52,11,944</b>
<b>C. Combined (A+B)</b>		
Total Votes received by electronic mode and Poll	710	2,09,99,40,885
<b>Less:</b> Total Number of Invalid Votes	41	4,81,324
<b>Total Number of Valid Votes</b>	<b>669</b>	<b>2,09,94,59,561</b>



(i) Voted in favour of the resolution:

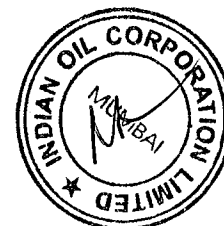
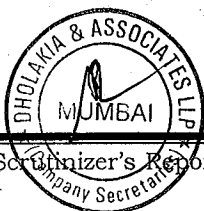
Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
563*	68,42,40,818	99.999006
<b>B. Poll</b>		
86	1,41,52,11,846	99.999993
<b>C. Combined (A+B)</b>		
<b>649</b>	<b>2,09,94,52,664</b>	<b>99.999671</b>

(ii) Voted against the resolution:

Number of Members who cast vote/Poll Papers received	Number of Votes cast by them	% of total number of valid votes cast
<b>A. Remote e-Voting</b>		
18*	6,799	0.000994
<b>B. Poll</b>		
3	98	0.000007
<b>C. Combined (A+B)</b>		
<b>21</b>	<b>6,897</b>	<b>0.000329</b>

\*One Member voted partially in favour and against the resolution.

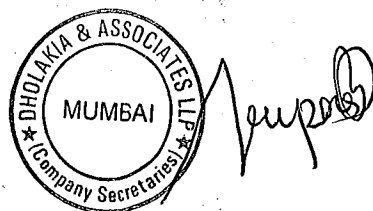
9. A Compact Disc (CD) containing a list of equity shareholders who voted by Poll at the Meeting and who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
10. The aforesaid Combined Report is tabulated on the basis of Acceptance and Rejection and Report on Invalid Remote e-Voting Votes and Poll Papers provided in the Annexure attached herewith which forms an integral part of this Report.
11. The poll papers and all other relevant records were sealed and handed over to Mr. Raju Ranganathan, Company Secretary of the Company authorized by the Board for safe keeping.
12. You may accordingly declare the result of the Remote e-Voting and Poll.



13. The Register of Remote e-Voting will be e-mailed to the Chairperson and the Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(4)(xv) of Companies (Management and Administration) Rules, 2014.

Thanking you,

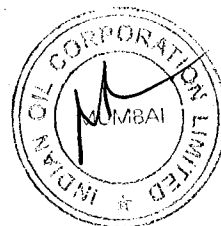
Yours faithfully,



CS Nrupang B. Dholakia  
Designated Partner  
Dholakia & Associates LLP  
(Company Secretaries)  
ACS: 34722 CP No: 12884

Place : Mumbai

Date : 15<sup>th</sup> September, 2016



**ANNEXURE****A. BASIS OF ACCEPTANCE****I. VOTING THROUGH ELECTRONIC MODE:**

1. Member has voted only through Remote e-Voting i.e. electronic mode.

**II. PHYSICAL POLL FORM:**

2. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
3. Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the vote(s) cast by the joint named shareholders has/have been considered.
4. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
5. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
6. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
7. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and Voting done through Poll has been treated as Invalid.

**B. BASIS OF REJECTION****I. VOTING THROUGH ELECTRONIC MODE:**

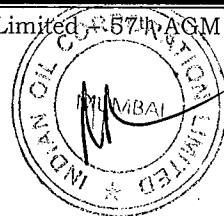
1. Institutional Member (other than Individuals, HUF, NRI etc.) who have not sent scanned copy of the relevant Board Resolution / Authority Letter / Power of Attorney, etc. at [ioclevoting2016@dholakia-associates.com](mailto:ioclevoting2016@dholakia-associates.com) or have not uploaded the same on the website of M/s. Karvy Computershare Private Limited i.e. [www.evoting.karvy.com](http://www.evoting.karvy.com), then the Remote e-Voting has been considered invalid.



2. Board Resolution / Authority Letter / Power of Attorney, etc. do not grant power in favour of the person who has exercised voting right.

## II. PHYSICAL POLL FORM:

3. Shareholder has not put any mark on either assent or dissent.
4. Poll paper is not signed.
5. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.
6. The specimen signature of the beneficial owner is not provided to the Registrar and Share Transfer Agent by the Depositories and consequently there is no way to verify the signature with the specimen.
7. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
8. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company / Registrar and Share Transfer Agent, then voting has been considered invalid.
9. The Poll Paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizer to identify either the Member or the number of votes.
10. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.
11. If the Name of the Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
12. If the Identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.
13. If the Shareholder has voted both in Remote e-Voting and Poll, then Voting done through Remote e-Voting has been considered and voting done through Poll has been treated as Invalid.



**C. REPORT FOR INVALID POLL PAPERS VOTES.****i. For Item No. 1:**

Sr. No.	Category	No. of poll papers/ electronic votes	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>I. <u>ELECTRONIC VOTES</u></b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	1	10
2.	Abstained from Voting.	21	27,48,767
<b><u>SUB-TOTAL - I</u></b>		<b>22</b>	<b>27,48,777</b>
<b>II. <u>PHYSICAL POLL PAPER:</u></b>			
3.	No votes polled.	Nil	Nil
4.	Not Signed.	7	296
5.	Signature mismatch.	4	4,876
6.	Identity of Person unknown.	2	Nil
<b><u>SUB-TOTAL - II</u></b>		<b>13</b>	<b>5,172</b>
<b><u>TOTAL (I + II)</u></b>		<b>35</b>	<b>27,53,949</b>



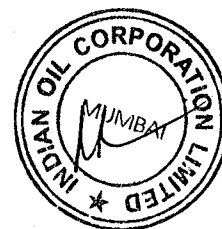
ii. For Item No. 2:

Sr. No.	Category	No. of poll papers/ electronic votes	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>I. <u>ELECTRONIC VOTES</u></b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	1	10
2.	Abstained from Voting.	12	4,59,220
<b><u>SUB-TOTAL - I</u></b>		<b>13</b>	<b>4,59,230</b>
<b>II. <u>PHYSICAL POLL PAPER:</u></b>			
3.	No votes polled.	Nil	Nil
4.	Not Signed.	7	296
5.	Signature mismatch.	4	4,876
6.	Identity of Person unknown.	2	Nil
<b><u>SUB-TOTAL - II</u></b>		<b>13</b>	<b>5,172</b>
<b><u>TOTAL (I + II)</u></b>		<b>26</b>	<b>4,64,402</b>



iii. For Item No. 3:

Sr. No.	Category	No. of poll papers/ electronic votes	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>I. <u>ELECTRONIC VOTES</u></b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	1	10
2.	Abstained from Voting.	19	4,66,595
<b><u>SUB-TOTAL - I</u></b>		<b>20</b>	<b>4,66,605</b>
<b>II. <u>PHYSICAL POLL PAPER:</u></b>			
3.	No votes polled.	Nil	Nil
4.	Not Signed.	7	296
5.	Signature mismatch.	4	4,876
6.	Identity of Person unknown.	2	Nil
<b><u>SUB-TOTAL - II</u></b>		<b>13</b>	<b>5,172</b>
<b><u>TOTAL (I + II)</u></b>		<b>33</b>	<b>4,71,777</b>



iv. For Item No. 4:

Sr. No.	Category	No. of poll papers/ electronic votes	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>I. <u>ELECTRONIC VOTES</u></b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	1	10
2.	Abstained from Voting.	21	4,70,395
<b><u>SUB-TOTAL - I</u></b>		<b>22</b>	<b>4,70,405</b>
<b>II. <u>PHYSICAL POLL PAPER:</u></b>			
3.	No votes polled.	Nil	Nil
4.	Not Signed.	7	296
5.	Signature mismatch.	4	4,876
6.	Identity of Person unknown.	2	Nil
<b><u>SUB-TOTAL - II</u></b>		<b>13</b>	<b>5,172</b>
<b><u>TOTAL (I + II)</u></b>		<b>35</b>	<b>4,75,577</b>



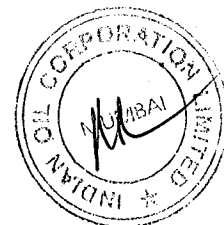
v. For Item No. 5:

Sr. No.	Category	No. of poll papers/ electronic votes	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>I. <u>ELECTRONIC VOTES</u></b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	1	10
2.	Abstained from Voting.	19	4,70,359
<b><u>SUB-TOTAL - I</u></b>		<b>20</b>	<b>4,70,369</b>
<b>II. <u>PHYSICAL POLL PAPER:</u></b>			
3.	No votes polled.	Nil	Nil
4.	Not Signed.	7	296
5.	Signature mismatch.	4	4,876
6.	Identity of Person unknown.	2	Nil
<b><u>SUB-TOTAL - II</u></b>		<b>13</b>	<b>5,172</b>
<b><u>TOTAL (I + II)</u></b>		<b>33</b>	<b>4,75,541</b>



vi. For Item No. 6:

Sr. No.	Category	No. of poll papers/ electronic votes	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>I. <u>ELECTRONIC VOTES</u></b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	1	10
2.	Abstained from Voting.	21	4,70,395
<b><u>SUB-TOTAL - I</u></b>		<b>22</b>	<b>4,70,405</b>
<b>II. <u>PHYSICAL POLL PAPER:</u></b>			
3.	No votes polled.	Nil	Nil
4.	Not Signed.	7	296
5.	Signature mismatch.	4	4,876
6.	Identity of Person unknown.	2	Nil
<b><u>SUB-TOTAL - II</u></b>		<b>13</b>	<b>5,172</b>
<b><u>TOTAL (I + II)</u></b>		<b>35</b>	<b>4,75,577</b>



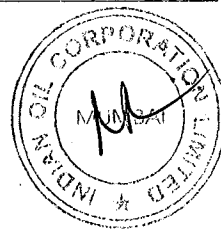
vii. For Item No. 7:

Sr. No.	Category	No. of poll papers/ electronic votes	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>I. <u>ELECTRONIC VOTES</u></b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	1	10
2.	Abstained from Voting.	21	4,70,395
<b><u>SUB-TOTAL - I</u></b>		<b>22</b>	<b>4,70,405</b>
<b>II. <u>PHYSICAL POLL PAPER:</u></b>			
3.	No votes polled.	Nil	Nil
4.	Not Signed.	7	296
5.	Signature mismatch.	4	4,876
6.	Identity of Person unknown.	2	Nil
<b><u>SUB-TOTAL - II</u></b>		<b>13</b>	<b>5,172</b>
<b><u>TOTAL (I + II)</u></b>		<b>35</b>	<b>4,75,577</b>



viii. For Item No. 8:

Sr. No.	Category	No. of poll papers/ electronic votes	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>I. <u>ELECTRONIC VOTES</u></b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	1	10
2.	Abstained from Voting.	23	4,70,942
<b><u>SUB-TOTAL - I</u></b>		<b>24</b>	<b>4,70,952</b>
<b>II. <u>PHYSICAL POLL PAPER:</u></b>			
3.	No votes polled.	Nil	Nil
4.	Not Signed.	7	296
5.	Signature mismatch.	4	4,876
6.	Identity of Person unknown.	2	Nil
<b><u>SUB-TOTAL - II</u></b>		<b>13</b>	<b>5,172</b>
<b><u>TOTAL (I + II)</u></b>		<b>37</b>	<b>4,76,124</b>



ix. For Item No. 9:

Sr. No.	Category	No. of poll papers/ electronic votes	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>I. <u>ELECTRONIC VOTES</u></b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	1	10
2.	Abstained from Voting.	20	4,67,633
<b><u>SUB-TOTAL - I</u></b>		<b>21</b>	<b>4,67,643</b>
<b>II. <u>PHYSICAL POLL PAPER:</u></b>			
3.	No votes polled.	Nil	Nil
4.	Not Signed.	7	296
5.	Signature mismatch.	4	4,876
6.	Identity of Person unknown.	2	Nil
<b><u>SUB-TOTAL - II</u></b>		<b>13</b>	<b>5,172</b>
<b><u>TOTAL (I + II)</u></b>		<b>34</b>	<b>4,72,815</b>



x. For Item No. 10:

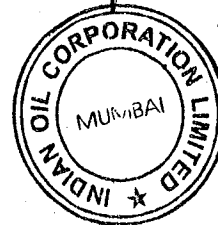
Sr. No.	Category	No. of poll papers/ electronic votes	Total number of Invalid votes (Equity share of Rs. 10/- each)
<b>I. ELECTRONIC VOTES</b>			
1.	Authority Letter / Board Resolution / Power of Attorney not sent.	1	10
2.	Abstained from Voting.	24	4,75,506
<b>SUB-TOTAL - I</b>		<b>25</b>	<b>4,75,516</b>
<b>II. PHYSICAL POLL PAPER:</b>			
3.	No votes polled.	3	636
4.	Not Signed.	7	296
5.	Signature mismatch.	4	4,876
6.	Identity of Person unknown.	2	Nil
<b>SUB-TOTAL - II</b>		<b>16</b>	<b>5,808</b>
<b>TOTAL (I + II)</b>		<b>41</b>	<b>4,81,324</b>



*[Signature]*  
**CS Nrupang B. Dholakia**  
**Designated Partner**  
**Dholakia & Associates LLP**  
**(Company Secretaries)**  
**ACS: 34722 CP No: 12884**

**Place : Mumbai**

**Date : 15<sup>th</sup> September, 2016**



*[Signature]*  
**राजू रंगनाथन/RAJU RANGANATHAN**  
**कंपनी सचिव/COMPANY SECRETARY**  
**इंडियन ऑयल कॉर्पोरेशन लिमिटेड,**  
**INDIAN OIL CORPORATION LIMITED,**  
**इंडियन ऑयल भवन/INDIAN OIL BHAVAN,**  
**बांद्रा(पूर्व), मुंबई/BANDRA(E), MUMBAI-400051.**

**TO WHOMSOEVER IT MAY CONCERN**

We, L.V.S. RAMA CHANDRA RAO and N. SHYAMKUMAR hereby state that the Polling Box, in which Equity Shareholders of **Indian Oil Corporation Limited** ("the Company") for the 57<sup>th</sup> Annual General Meeting of the Company held on Wednesday, the 14<sup>th</sup> September, 2016 at 10.30 a.m. at Nehru Centre Auditorium, Dr. Annie Besant Road, Worli, Mumbai - 400018, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same were in sealed condition and without any tampering.

**Witness 1**

Name: L.V.S. RAMA CHANDRA RAO

Address: MIG - 1283, B.H.E.L R.C PURAM

HYDERABAD - 500032

Signature: L.V.S. Rama Chandra Rao

**Witness 2**

Name: N. SHYAMKUMAR

Address: FLAT NO 302 ASHOKA RESIDENCY

HYDERABAD KOTA LANGER HOUSE HYDERABAD - 500008

Signature: N. Shyam Kumar

**TO WHOMSOEVER IT MAY CONCERN**

We, VIDYUT. R. VASAVADA and LALIT B. SHAH hereby state that the Excel Sheet containing the Results of Remote e-Voting of **Indian Oil Corporation Limited ("the Company")** for the 57<sup>th</sup> Annual General Meeting of the Company held on Wednesday, the 14<sup>th</sup> September, 2016 at 10.30 a.m. at Nehru Centre Auditorium, Dr. Annie Besant Road, Worli, Mumbai - 400018 was unblocked from the website of M/s. Karvy Computershare Private Limited i.e. www.evoting.karvy.com and opened in our presence as required under Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

**Witness 1**

Name: VIDYUT. R. VASAVADA

Address: C-401, KRISHNA RESIDENCY,

B/H SUNDER NAGAR, MALAD (WEST), MUMBAI-400064.

Signature: N. R. Vasavada

**Witness 2**

Name: LALIT BABALDAS SHAH

Address: G, NEW KRISHNA KUNJ, KANDIVALI VILLAGE

KANDIVALI (WEST) MUMBAI- 400062

Signature: 