

DECLARATION OF THE RESULTS OF POSTAL BALLOT

Pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of the resolution by Postal Ballot) Rules, 2011, approval of the Members of the Company was sought by means of Postal Ballot vide Notice dated 18th December, 2012, for the following matters.

1. Ordinary Resolution for consent for the Board of Directors to take decisions to transfer, sell, lease, licence or otherwise dispose of the business, in full or in part, of Swatantra Bharat Mills, Tonk, Rajasthan, a division/undertaking of the Company, to a subsidiary or any other person and in such manner/ arrangements as the Board may consider appropriate for such consideration, on such terms and conditions and with effect from such date as may be decided by the Board, and
2. Ordinary Resolution for consent for the Board of Directors to transfer, sell, lease, licence or otherwise dispose of the business, in full or in part, of Shriram PolyTech Business, Kota, Rajasthan, a division/undertaking of the Company, to a subsidiary or any other person and in such manner/arrangements as the Board may consider appropriate for such consideration, on such terms and conditions and with effect from such date as may be decided by the Board.

Based on the Scrutinizer's Report dated 30.1.2013, the Results of Postal Ballot are as under:

Particulars	Resolution No. 1	Resolution No. 2
Number of valid postal ballot forms received	1192	1162
Number of valid votes cast	110541646	110536916
Votes in favour of the Resolution	109656818	109650933
Percentage Votes in favour of the Resolution	99.20	99.20
Votes against the Resolution	879191	880336
Percentage Votes against the Resolution	0.80	0.80

Accordingly, it is hereby declared that the Ordinary Resolution Nos. 1 and 2, as set out in the Notice dated 18.12.2012 have been passed by shareholders with an overwhelming majority.

Place : New Delhi
 Dated : 31.01.2013


 (B.L. SACHDEVA)
 COMPANY SECRETARY