

ND/SY/7505

1st September, 2014

To,
National Stock Exchange of India Limited
"Exchange Plaza", 5th Floor
Plot No. C-1, G Block
Bandra Kurla Complex,
Bandra (East), Mumbai-400051

The Stock Exchange, Mumbai,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400001

NSE Scrip Code "DALMIABHA"

BSE Scrip Code "DALMIABHA (533309)"

Sub: Submission of Voting Results pursuant to Clause 35A of the Listing Agreement.

Dear Sir/Madam,

Pursuant to Clause 35A of the Listing Agreement, following are the detail regarding voting results of the 9th Annual General Meeting of the Company.

Date of the Annual General Meeting	30 th August, 2014
Total number of shareholders on record date	11209
Number of Shareholders present in the meeting either in person or through proxies:-	
1) Promoters and Promoters Group	14 (4 proxies representing 5 promoters and 9 persons acting as authorized representative of 9 promoter group companies)
2) Public	51 (47 members present in person and 2 proxies representing 4 members)
Number of Shareholders attend the meeting through Video Conferencing:-	
1) Promoters and Promoters Group	----
2) Public	----

(1) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for Adoption of Annual Accounts of the Company and Consolidated Annual Accounts for the year ended 31-3-2014:

Mode of Voting: Poll

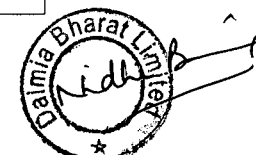
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	33426837	100	33426837	0	100	0

** Includes Body Corporate

Mode of Voting: e-Voting

Promoter/Public	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	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	432108	41.76	432108	0	100	0
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	944459	61.05	944459	0	100	0

** Includes Body Corporate. Holders in respect of 602453 shares abstained from voting.



Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	1204477	602024	49.98	602024	0	100	0
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	34371296	98.28	34371296	0	100	0

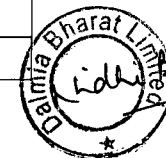
** Includes Body Corporate. Holders in respect of 602453 shares abstained from voting.

(2) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for declaration of final dividend for the financial year ended 31-3-2014:

Mode of Voting: Poll

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	33426837	100	33426837	0	100	0

** Includes Body Corporate



Mode of Voting: e-Voting

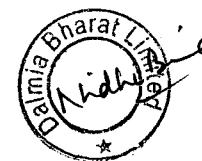
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	1034561	0	100	0
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1546912	0	100	0

**Includes Body Corporate

Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	1204477	1204477	100	1204477	0	100	0
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	34973749	100	34973749	0	100	0

**Includes Body Corporate



(3) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for Reappointment of Mr. Gautam Dalmia as a Director of the Company:

Mode of Voting: Poll

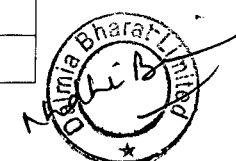
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	33426837	100	33426837	0	100	0

**Includes Body Corporate

Mode of Voting: e-Voting

Promoter/Public	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	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	1034561	0	100	0
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1546912	0	100	0

**Includes Body Corporate



Mode of Voting: Poll & e-Voting (Consolidated)

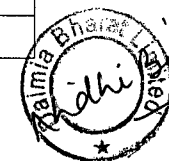
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	1204477	1204477	100	1204477	0	100	0
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	34973749	100	34973749	0	100	0

**Includes Body Corporate

(4) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for appointment of Auditors:**Mode of Voting:** Poll

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	33426837	100	33426837	0	100	0

**Includes Body Corporate



Mode of Voting: e-Voting

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	1034561	0	100	0
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1546912	0	100	0

**Includes Body Corporate

Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	1204477	1204477	100	1204477	0	100	0
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	34973749	100	34973749	0	100	0

**Includes Body Corporate



(5) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for appointing Mr. N. Gopalaswamy as an Independent Director of the Company:

Mode of Voting: Poll

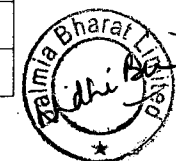
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others #	19735	5075	25.71	5075	0	100	0
Total	33426837	33412177	99.95	33412177	0	100	0

**Includes Body Corporate. # Person holding 14660 Equity Shares of Rs. 2/- each abstained from voting.

Mode of Voting: e-Voting

Promoter/Public	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	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	1034561	0	100	0
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1546912	0	100	0

**Includes Body Corporate



Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	1204477	1204477	100	1204477	0	100	0
Public-Others #	532086	517426	97.24	517426	0	100	0
Total	34973749	34959089	99.96	34959089	0	100	0

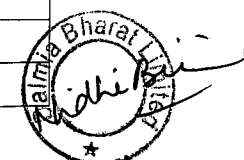
**Includes Body Corporate. # Person holding 14660 Equity Shares of Rs. 2/- each abstained from voting.

(6) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for appointing Mr. V.S. Jain as an Independent Director of the Company:

Mode of Voting: Poll

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	33426837	99.95	33426837	0	100	0

**Includes Body Corporate



Mode of Voting: e-Voting

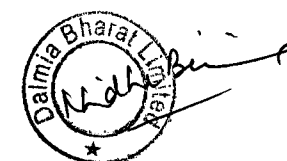
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100.$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	1034561	0	100	0
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1546912	0	100	0

**Includes Body Corporate

Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	1204477	1204477	100	1204477	0	100	0
Public-Others #	532086	532086	100	532086	0	100	0
Total	34973749	34973749	100	34973749	0	100	0

**Includes Body Corporate.



(7) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for appointing Mr. P.K. Khaitan as an Independent Director of the Company:

Mode of Voting: Poll

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	33426837	100	33426837	0	100	0

**Includes Body Corporate

Mode of Voting: e-Voting

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	432108	41.76	432107	1	99.99	0.01
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	944459	61.05	944458	1	100	0

**Includes Body Corporate. Shareholders holding 602453 Equity Shares of Rs. 2/- each abstained from voting.



Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	1204477	602024	49.98	602023	1	99.99	0.01
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	34371296	98.28	34371295	1	99.99	0.01

**Includes Body Corporate. Shareholders holding 602453 Equity Shares of Rs. 2/- each abstained from voting.

(8) Details of the voting result as per clause 35A of the Listing Agreement in respect of Special Resolution passed for payment of minimum remuneration to Mr. J.H. Dalmia:

Mode of Voting: Poll

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group #	33237186	30413291	91.50	30413291	0	100	0
Public – Institutional holders**	169916	169916	100	138298	31618	81.39	18.61
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	30602942	91.55	30571324	31618	99.90	0.10

Excludes persons holding 2823895 equity shares of Rs. 2/- each who abstained from voting on this item of the agenda.

** Includes Body Corporate



Mode of Voting: e-Voting

Promoter/Public	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	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	602453	432108	58.23	41.77
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1114804	432108	72.07	27.93

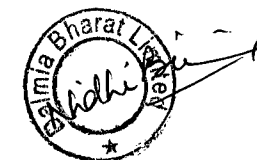
**Includes Body Corporate

Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	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 #	33237186	30413291	91.50	30413291	0	100	0
Public – Institutional holders**	1204477	1204477	100	740751	463726	61.50	38.50
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	32149854	91.92	31686128	463726	98.55	1.45

Excludes persons holding 2823895 equity shares of Rs. 2/- each who abstained from voting on this item of the agenda.

** Includes Body Corporate



(9) Details of the voting result as per clause 35A of the Listing Agreement in respect of Special Resolution passed for payment of minimum remuneration to Mr. Y.H. Dalmia:

Mode of Voting: Poll

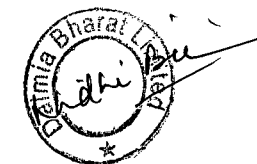
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group #	33237186	31045996	93.40	31045996	0	100	0
Public – Institutional holders**	169916	169916	100	138298	31618	81.39	18.61
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	31235647	93.44	31204029	31618	99.90	0.10

**Includes Body Corporate. # Shareholders holding 2191190 Equity Shares of Rs. 2/- each abstained from voting on this item of the agenda.

Mode of Voting: e-Voting

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	602453	432108	58.23	41.77
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1114804	432108	72.07	27.92

**Includes Body Corporate



Mode of Voting: Poll & e-Voting (Consolidated)

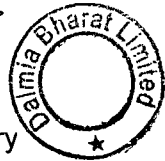
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
Promoter and Promoter Group #	33237186	31045996	93.41	31045996	0	100	0
Public – Institutional holders**	1204477	1204477	100	740751	463726	61.50	38.50
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	32782559	93.73	32318833	463726	98.58	1.42

**Includes Body Corporate. # Shareholders holding 2191190 Equity Shares of Rs. 2/- each abstained from voting on this item of the agenda.

You are requested to take the same on record. Thanking you.

Yours faithfully,
For Dalmia Bharat Limited
(Formerly Dalmia Bharat Enterprises Limited)

Nidhi Bisaria
(Nidhi Bisaria)
Company Secretary



Encl: Scrutinizer's Report on E-voting and poll.

CS R. Venkatasubramanian,
M.Sc., Dip.in O.R., MIIA., ACMA., ACS.
PRACTISING COMPANY SECRETARY

No 12, S.A.N.Complex,
28, Main Road, SIRUDAIYUR,
LALGUDI - 621 601, Trichy Dt.
Off : Ph : 0431 - 2541818
Cell No : 94431 - 31818
e.mail : rvs.pcs@gmail.com.

Scrutinizer(s) Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman
M/s Dalmia Bharat Limited
(formerly known as Dalmia Bharat Enterprises Limited)
Dalmiapuram 621651, Tiruchirapalli Distt. Tamil Nadu

Annual General Meeting of the Equity Shareholders of the Company held on 30th day of August, 2014 at 10.30 a.m. at Dalmiapuram-621 651, District Tiruchirapalli, Tamil Nadu

Dear Sir,

1. I have been appointed as scrutinizer for the e-voting process and ballot process as per the provisions of Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 on below mentioned Resolution(s) at the Annual General Meeting held on 30th August, 2014 at 10.30 a.m. at Dalmiapuram-621 651, District Tiruchirapalli, Tamil Nadu.
2. We submit our report as under:
 - a) Ordinary Resolution for adoption of the Audited Balance Sheet of the Company as at 31st March, 2014, the Statement of Profit and Loss and the Reports of the Auditors and Directors thereon (including consolidate financial statements as on that date) is - 100% in favour of the resolution and Nil % against the resolution.
 - b) Ordinary Resolution to declare the dividend for the year ended 31st March, 2014 is - 100% in favour of the resolution and Nil % against the resolution.
 - c) Ordinary Resolution for re-appointing Mr. Gautam Dalmia as a Director, who is to retire by rotation is - 100% in favour of the resolution and Nil % against the resolution.
 - d) Ordinary Resolution to re-appoint retiring auditors, M/s S. S. Kothari Mehta & Co., Chartered Accountants, for a term of one year upto conclusion of next annual general meeting of the Company is - 100% in favour of the resolution and Nil % against the resolution.



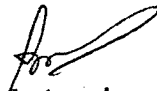
CS R. Venkatasubramanian,
M.Sc., Dip.in O.R., MIA., ACMA., ACS.
PRACTISING COMPANY SECRETARY

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Off : Ph : 0431 - 2541818
Cell No : 94431 - 31818
e.mail : rvs.pcs@gmail.com.

- e) Ordinary Resolution to appoint Mr. N. Gopalswamy as an Independent Director of the Company is - 100% in favour of the resolution and Nil % against the resolution.
 - f) Ordinary Resolution to appoint Mr. V.S. Jain as an Independent Director of the Company is - 100% in favour of the resolution and Nil % against the resolution.
 - g) Ordinary Resolution to appoint Mr. P. K. Khaitan as an Independent Director of the Company is – 99.99% in favour of the resolution and 0.01% against the resolution.
 - h) Special Resolution for payment of higher minimum remuneration to Mr. J. H. Dalmia Managing Director of the Company for the balance two year period of his appointment is – 98.55% in favour of the resolution and 1.45 % against the resolution.
 - i) Special Resolution for payment of higher minimum remuneration to Mr. Y. H. Dalmia Managing Director of the Company for the balance two year period of his appointment is – 98.58% in favour of the resolution and 1.42 % against the resolution.
3. Mr. V Sundararaj, a member of the Company, was authorized to act as a scrutinizer on my behalf at the venue of the Annual General Meeting and I have consolidated/ finalised the report based on his report from Dalmiapuram, i.e. venue of the annual general meeting.
 4. The details of the above mentioned result is given in Annexure.
 5. In conclusion, all the 9 (nine) Resolutions have been passed with requisite majority / unanimously.



Place: Lalgudi
Dated: 31-8-2014


R. Venkatasubramanian
Practising Company Secretary
ACS 3673; C.P. 3893

Date of AGM – 30th August, 2014

Total No. of Shareholders as on record date – 11209

(1) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for Adoption of Annual Accounts of the Company and Consolidated Annual Accounts for the year ended 31-3-2014:

Mode of Voting: Poll

Promoter/Public	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	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	33426837	100	33426837	0	100	0

** Includes Body Corporate



Mode of Voting: e-Voting

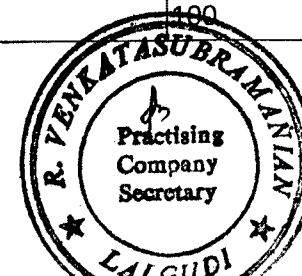
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	432108	41.76	432108	0	100	0
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	944459	61.05	944459	0	100	0

** Includes Body Corporate. Holders in respect of 602453 shares abstained from voting.

Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	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	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	1204477	602024	49.98	602024	0	100	0
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	34371296	98.28	34371296	0	100	0

** Includes Body Corporate. Holders in respect of 602453 shares abstained from voting.



(2) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for declaration of final dividend for the financial year ended 31-3-2014:

Mode of Voting: Poll

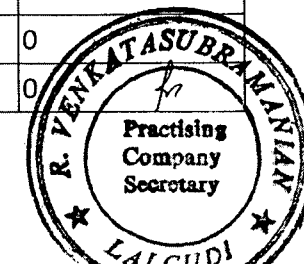
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	33426837	100	33426837	0	100	0

** Includes Body Corporate

Mode of Voting: e-Voting

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	1034561	0	100	0
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1546912	0	100	0

**Includes Body Corporate



Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	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	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	1204477	1204477	100	1204477	0	100	0
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	34973749	100	34973749	0	100	0

**Includes Body Corporate

(3) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for Reappointment of Mr. Gautam Dalmia as a Director of the Company:**Mode of Voting:** Poll

Promoter/Public	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	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	33426837	100	33426837	0	100	0

**Includes Body Corporate



Mode of Voting: e-Voting

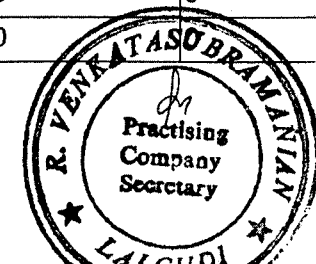
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	1034561	0	100	0
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1546912	0	100	0

**Includes Body Corporate

Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	1204477	1204477	100	1204477	0	100	0
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	34973749	100	34973749	0	100	0

**Includes Body Corporate



(4) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for appointment of Auditors:

Mode of Voting: Poll

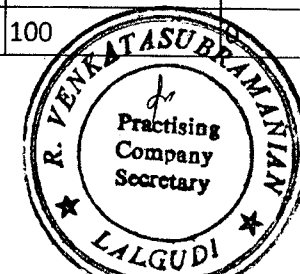
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	33426837	100	33426837	0	100	0

**Includes Body Corporate

Mode of Voting: e-Voting

Promoter/Public	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	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	1034561	0	100	0
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1546912	0	100	0

**Includes Body Corporate



Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	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	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	1204477	1204477	100	1204477	0	100	0
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	34973749	100	34973749	0	100	0

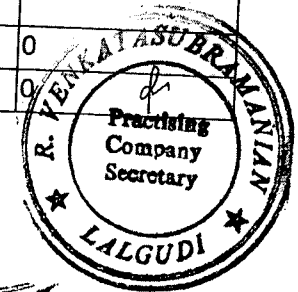
**Includes Body Corporate

(5) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for appointing Mr. N. Gopalaswamy as an Independent Director of the Company:

Mode of Voting: Poll

Promoter/Public	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	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others #	19735	5075	25.71	5075	0	100	0
Total	33426837	33412177	99.95	33412177	0	100	0

**Includes Body Corporate. # Person holding 14660 Equity Shares of Rs. 2/- each abstained from voting.



Mode of Voting: e-Voting

Promoter/Public	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	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	1034561	0	100	0
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1546912	0	100	0

**Includes Body Corporate

Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	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	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	1204477	1204477	100	1204477	0	100	0
Public-Others #	532086	517426	97.24	517426	0	100	0
Total	34973749	34959089	99.96	34959089	0	100	0

**Includes Body Corporate. # Person holding 14660 Equity Shares of Rs. 2/- each abstained from voting.



(6) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for appointing Mr. V.S. Jain as an Independent Director of the Company:

Mode of Voting: Poll

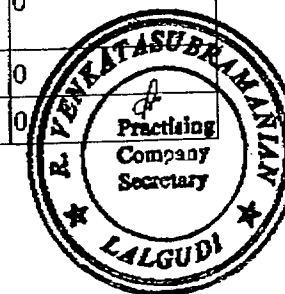
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public – Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	33426837	99.95	33426837	0	100	0

**Includes Body Corporate

Mode of Voting: e-Voting

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	1034561	0	100	0
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1546912	0	100	0

**Includes Body Corporate



Mode of Voting: Poll & e-Voting (Consolidated)

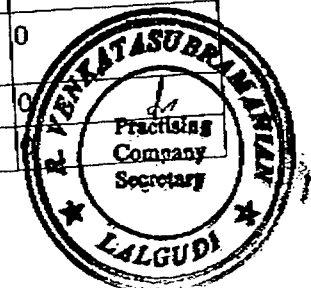
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	33237186	33237186	100	33237186	0	100	0
Public - Institutional holders**	1204477	1204477	100	1204477	0	100	0
Public-Others #	532086	532086	100	532086	0	100	0
Total	34973749	34973749	100	34973749	0	100	0

**Includes Body Corporate.

(7) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for appointing Mr. P.K. Khaitan as an Independent Director of the Company:

Mode of Voting: Poll

Promoter/Public	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	33237186	33237186	100	33237186	0	100	0
Public - Institutional holders**	169916	169916	100	169916	0	100	0
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	33426837	100	33426837	0	100	0



Dalmia Bharat Limited

**Includes Body Corporate

Mode of Voting: e-Voting

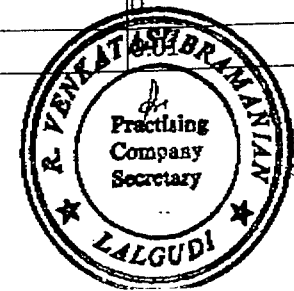
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders**	1034561	432108	41.76	432107	1	99.99	0.01
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	944459	61.05	944458	1	100	0

**Includes Body Corporate. Shareholders holding 602453 Equity Shares of Rs. 2/- each abstained from voting.

Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	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	33237186	33237186	100	33237186	0	100	0
Public - Institutional holders**	1204477	602024	49.98	602023	1	99.99	0.01
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	34371296	98.28	34371295	1	99.99	0

**Includes Body Corporate. Shareholders holding 602453 Equity Shares of Rs. 2/- each abstained from voting.



(8) Details of the voting result as per clause 35A of the Listing Agreement in respect of Special Resolution passed for payment of minimum remuneration to Mr. J.H. Dalmia:

Mode of Voting: Poll

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group #	33237186	30413291	91.50	30413291	0	100	0
Public - Institutional holders**	169916	169916	100	138298	31618	81.39	18.61
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	30602942	91.55	30571324	31618	99.90	0.10

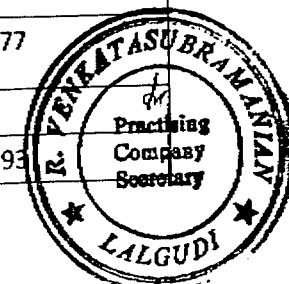
Excludes persons holding 2823895 equity shares of Rs. 2/- each who abstained from voting on this item of the agenda.

** Includes Body Corporate

Mode of Voting: e-Voting

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	0	0	0	0	0	0	0
Public - Institutional holders**	1034561	1034561	100	602453	432108	58.23	41.77
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1114804	432108	72.07	27.93

**Includes Body Corporate



Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	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 #	33237186	30413291	91.50	30413291	0	100	0
Public - Institutional holders**	1204477	1204477	100	740751	463726	61.50	38.50
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	32149854	91.92	31686128	463726	98.55	1.45

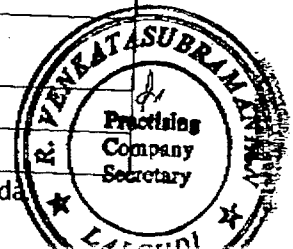
Excludes persons holding 2823895 equity shares of Rs. 2/- each who abstained from voting on this item of the agenda.
 ** Includes Body Corporate

(9) Details of the voting result as per clause 35A of the Listing Agreement in respect of Special Resolution passed for payment of minimum remuneration to Mr. Y.H. Dalmia:

Mode of Voting: Poll

Promoter/Public	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 #	33237186	31045996	93.40	31045996	0	100	0
Public - Institutional holders**	169916	169916	100	138298	31618	81.39	18.61
Public-Others	19735	19735	100	19735	0	100	0
Total	33426837	31235647	93.44	31204029	31618	99.90	0.10

**Includes Body Corporate. # Shareholders holding 2191190 Equity Shares of Rs. 2/- each abstained from voting on this item of the agenda



Mode of Voting: e-Voting

Promoter/Public	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	0	0	0	0	0	0	0
Public – Institutional holders**	1034561	1034561	100	602453	432108	58.23	41.77
Public-Others	512351	512351	100	512351	0	100	0
Total	1546912	1546912	100	1114804	432108	72.07	27.93

**Includes Body Corporate

Mode of Voting: Poll & e-Voting (Consolidated)

Promoter/Public	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 #	33237186	31045996	93.41	31045996	0	100	0
Public – Institutional holders**	1204477	1204477	100	740751	463726	61.50	38.50
Public-Others	532086	532086	100	532086	0	100	0
Total	34973749	32782559	93.73	32318833	463726	98.58	1.42

**Includes Body Corporate. # Shareholders holding 2191190 Equity Shares of Rs. 2/- each abstained from voting on this item of the agenda.

