

**DISCLOSURES REGARDING VOTING RESULTS OF 46<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF  
THE COMPANY AS PER CLAUSE 35A OF THE LISTING AGREEMENT**

Name of the Company: **Goa Carbon Limited**

Date of AGM: **Saturday, 6<sup>th</sup> September, 2014**

Book Closure Date: **Thursday, 28<sup>th</sup> August, 2014 to Saturday, 6<sup>th</sup> September, 2014**

Total number of shareholders as on date of book closure: **15,641**

No. of shareholders present in the meeting either in person or through proxy:

Category	Present in Person (including Authorised Representative)	Present through proxy	Total
Promoters and Promoter Group	5	0	5
Public	36	1	37
<b>Total</b>	<b>41</b>	<b>1</b>	<b>42</b>

No. of shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group:	}
Public:	} Not arranged
<b>Total</b>	}

Resolution / Agenda-wise details of voting (by e-Voting, physical assent / dissent form and poll) are as under:

**Resolution No. 1**

Ordinary Resolution for adoption of Financial Statements for the year ended on 31<sup>st</sup> March, 2014

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	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
<b>Total</b>	<b>9151052</b>	<b>5507564</b>		<b>5507564</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>



## Resolution No. 2

Ordinary Resolution for approval of dividend for 2013-14.

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	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
<b>Total</b>	<b>9151052</b>	<b>5507564</b>		<b>5507564</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

## Resolution No. 3

Ordinary Resolution for re-appointment of Mr. Soiru V. Dempo, who retires by rotation and being eligible offer himself for re-appointment.

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	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
<b>Total</b>	<b>9151052</b>	<b>5507564</b>		<b>5507564</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>



#### Resolution No. 4

Ordinary Resolution for appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, as Statutory Auditors and fixing their remuneration.

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	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
<b>Total</b>	<b>9151052</b>	<b>5507564</b>		<b>5507564</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

#### Resolution No. 5

Ordinary Resolution for appointment of Mr. Dara P. Mehta, who retires by rotation, as an Independent Director under Section 149 of the Companies Act, 2013.

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	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
<b>Total</b>	<b>9151052</b>	<b>5507564</b>		<b>5507564</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>



**Resolution No. 6**

Ordinary Resolution for appointment of Mr. Keki M. Elavia, as an Independent Director under Section 149 of the Companies Act, 2013.

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	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8085	200	97.586	2.414
<b>Total</b>	<b>9151052</b>	<b>5507564</b>		<b>5507364</b>	<b>200</b>	<b>99.996</b>	<b>0.004</b>

**Resolution No. 7**

Ordinary Resolution for appointment of Dr. Asht Bhuja Prasad, as an Independent Director under Section 149 of the Companies Act, 2013.

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	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
<b>Total</b>	<b>9151052</b>	<b>5507564</b>		<b>5507564</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>



**Resolution No. 8**

Ordinary Resolution for appointment of Mr. Raman Madhok, as an Independent Director under Section 149 of the Companies Act, 2013.

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	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8085	200	97.586	2.414
<b>Total</b>	<b>9151052</b>	<b>5507564</b>		<b>5507364</b>	<b>200</b>	<b>99.996</b>	<b>0.004</b>

**Resolution No. 9**

Special Resolution for ratification of the remuneration amounting to ₹122.68 lacs paid to Mr. Jagmohan J. Chhabra, Executive Director" during the period from 1st April, 2013 to 31st March, 2014.

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	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8085	200	97.586	2.414
<b>Total</b>	<b>9151052</b>	<b>5507564</b>		<b>5507364</b>	<b>200</b>	<b>99.996</b>	<b>0.004</b>



**Resolution No. 10**

Special Resolution for borrowing an amount not exceeding ₹ 100 crore.

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	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
<b>Total</b>	<b>9151052</b>	<b>5507564</b>		<b>5507564</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

**Resolution No. 11**

Ordinary Resolution for ratification of payment of remuneration to Cost Auditor for the Financial Year ending March 31, 2015.

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	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
<b>Total</b>	<b>9151052</b>	<b>5507564</b>		<b>5507564</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>

For Goa Carbon Limited

P. S. Mantri  
Company Secretary

