# 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, 6th September, 2014

Book Closure Date: Thursday, 28th August, 2014 to Saturday, 6th September, 2014

Total number of shareholders as on date of book closure: 15,64-1

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

Category	Present in Person (including	Present through proxy	Total
Oatogory	Authorised Representative)		
Promoters and Promoter	5	0	5
Group			07
Public	36	1	37
Total	41	1	42

No. of shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group:

Public:

} Not arranged

Total

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 31st March, 2014

Promoter/Public	No. of	No. of	% of votes	No. of	No. of	% of votes in favour	% of votes
	shares	votes	polled on	votes - in	votes -	on	against on votes
	held	polled	outstanding	favour	against	polled	polled
	(1)	(2)	shares	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)
		, ,	(3)=[(2)/(1)]*100			*100	*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
Total	9151052	5507564		5507564	0	100.000	0.000



Resolution No. 2

Ordinary Resolution for approval of dividend for 2013-14.

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Promoter/Public	No. of	No. of	% of votes	No. of	No. of	% of votes	% of votes
	shares	votes	polled on	votes - in	votes -	in favour on	against on
	held	polled	outstanding	favour	against	votes polled	votes polled
	(1)	(2)	shares	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)
			(3)=[(2)/(1)]*100			*100	*100
Promoter and				-			
Promoter Group	5499279	5499279	100.000 -	5499279	0	100.000	0.000
Public - Institutional					- J	100.000	0.000
holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
Total	9151052	5507564		5507564	0	100.000	0.000

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

1 _		1					
Promoter/Public	No. of	No. of	% of votes	No. of votes -	No. of	% of votes in favour	% of votes
	shares	votes	polled on	in	votes -	on	against on
	held	polled	outstanding	favour	against	votes polled	votes polled
	(1)	(2)	shares	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)
			(3)=[(2)/(1)]*100			*100	*100
Promoter and							
Promoter Group	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional							0.000
holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
Total	9151052	5507564		5507564	0	100.000	0.000



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

Promoter/Public	No. of	No. of	% of votes	No. of	No. of	% of votes	% of votes
	shares	votes	polled on	votes - in	votes -	in favour on	against on
	held	polled	outstanding	favour	against	votes polled	votes polled
	(1)	(2)	shares	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)
			(3)=[(2)/(1)]*100			*100	*100
Promoter and	40				÷():		
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
Total	9151052	5507564		5507564	0	100.000	0.000

#### 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	No. of	0/ - [ ]				
1 Tomoter/1 upilo	110.01	100.01	% of votes	No. of	No. of	% of votes	% of votes
	shares	votes	polled on	votes -	votos	in favour	
	Onaroo	Voics	polied on	in	votes -	on votes	against on votes
	held	polled	outstanding	favour	against	polled	polled
	(1)	(2)	shares	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)
			(3)=[(2)/(1)]*100			*100	*100
Promoter and							
Promoter Group	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional							0.000
holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
Total	9151052	5507564		5507564	0	100.000	0.000



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

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Promoter/Public	No. of	No. of	% of votes	No. of votes -	No. of	% of votes in favour	% of votes
	shares	votes	polled on	in	votes -	on	against on
	held	polled	outstanding	favour	against	votes polled	votes polled
	(1)	(2)	shares	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)
			(3)=[(2)/(1)]*100			*100	*100
Promoter and			, de				
Promoter Group	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional						100.000	0.000
holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8085	200	97.586	2.414
Total	9151052	5507564		5507364	200	99.996	0.004

#### 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	No. of	% of votes	No. of	No. of	% of votes	% of votes
	shares	votes	polled on	votes - in	votes -	in favour on	against on
	held	polled	outstanding	favour	against	votes polled	votes polled
	(1)	(2)	shares	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)
			(3)=[(2)/(1)]*100			*100	*100
Promoter and							
Promoter Group	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional							0.000
holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
Total	9151052	5507564		5507564	0	100.000	0.000



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

Promoter/Public	No. of	No. of	% of votes	No. of	No. of	% of votes	% of votes
	shares	votes	polled on	votes - in	votes -	in favour on	against on
	held	polled	outstanding	favour	against	votes polled	votes polled
	(1)	(2)	shares	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)
	ļ		(3)=[(2)/(1)]*100			*100	*100
Promoter and							100
Promoter Group	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional						100.000	0.000
holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8085	200	97.586	2.414
Total	9151052	5507564		5507364	200	99.996	0.004

#### 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	No. of	% of votes	No. of	No. of	% of votes	% of votes
	shares	votes	polled on	votes - in	votes -	in favour on	against on
	held	polled	outstanding	favour	against	votes polled	votes polled
	(1)	(2)	shares	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)
			(3)=[(2)/(1)]*100			*100	*100
Promoter and							
Promoter Group	5499279	5499279	100.000	5499279	0	100.000	0.000
Public - Institutional				0100210	0	100.000	0.000
holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8085	200	97.586	
Total	9151052	5507564		5507364	200	99.996	2.414 0.004



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

No. of shares	No. of votes	% of votes	No. of votes -	No. of	% of votes	% of votes
shares	votes	mallad	1. 10100		in forcer	
	1	polled on	in	votes -	in favour on	against on
held	polled	outstanding	favour	against	votes polled	votes polled
(1)	(2)	shares	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)
		(3)=[(2)/(1)]*100			*100	*100
199279	5499279	100 000	5499279	0	100,000	0.000
1 - 14g 1		100.000	0433213	<u>U</u>	100.000	0.000
13185	0	0.000	0	0	0.000	0.000
38588	8285					
51052	5507564	0.220				0.000 <b>0.000</b>
1	99279 13185 38588	(1) (2) 99279 5499279 13185 0 38588 8285	(1) (2) shares (3)=[(2)/(1)]*100  99279 5499279 100.000  13185 0 0.000  38588 8285 0.228	(1) (2) shares (4) (4) (99279 100.000 5499279 13185 0 0.000 0 38588 8285 0.228 8285	(1) (2) shares (4) (5) (5) (3)=[(2)/(1)]*100 5499279 0  13185 0 0.000 0 0  38588 8285 0.228 8285 0	neid (1)         polled (2)         outstanding shares (3)=[(2)/(1)]*100         favour (4)         against (5)         polled (6)=[(4)/(2) *100           99279         5499279         100.000         5499279         0         100.000           13185         0         0.000         0         0         0.000           38588         8285         0.228         8285         0         100.000

## 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	No of	0/ 6 /	T		1	
Tromoton upilo	110.01	No. of	% of votes	No. of	No. of	% of votes	% of votes
	shares	votes	polled on	votes -	votes -	in favour	
			p = o u o	""	Voies -	on votes	against on votes
	held	polled	outstanding	favour	against	polled	polled
	(1)	(2)	shares	(4)	(5)	(6)=[(4)/(2)	(7)=[(5)/(2)
			(3)=[(2)/(1)]*100		, ,	*100	*100
Promoter and							100
Promoter Group	5499279	5499279	100.000	5499279	0	100.000	0.000
Public -				0.00270		100.000	0.000
Institutional			·				
holders	13185	0	0.000	0	0	0.000	0.000
Public - Others	3638588	8285	0.228	8285	0	100.000	0.000
Total 1	9151052	5507564		5507564	0	100.000	
1				333,004		100.000	0.000

For Goa Carbon Limited

P. S. Mantri Company Secretary

