



# Aro granite industries ltd.

Regd. Office : 1001, 10th Floor, DLF Tower A, Jasola, New Delhi - 110 025.  
Phone : 91-11- 41686169, Fax : 91-11- 26941984, E-mail : arodelhi@arotile.com

Date: 08.09.2014

Bombay Stock Exchange Limited  
Department of Corporate Services  
Floor 25, P.J. Towers  
Dalal Street  
Mumbai 400001  
**(SCRIP CODE: 513729)**

National Stock Exchange of India Limited  
Listing Department  
5<sup>th</sup> Floor, Exchange Plaza  
Bandra(E)  
Mumbai 400051  
**(AROGANITE/EQ)**

## **Sub: Compliance under Clause 35A of the Listing Agreement: 26<sup>th</sup> Annual General Meeting of the Equity Shareholder of the Company**

Dear Sir,

Further to our letter dated 25.07.2014 regarding book closure and Annual General Meeting, we are enclosing herewith the voting result (combined of E-voting & Poll) on the resolutions forming part of the Notice of the 26<sup>th</sup> Annual General Meeting held on 6<sup>th</sup> September 2014 pursuant to Clause 35A of the Listing Agreement. Report of Ms. Latika Jetley, Practising Company Secretary (ACS:12020/COP:3074), appointed as the scrutinizer, is enclosed herewith.

Kindly acknowledge the receipt of the above

Thanking You

Yours faithfully  
For Aro granite industries ltd.

Company Secretary

Copy for information to

National Securities Depository Limited  
4<sup>th</sup> Floor, 'A' Wing, Trade World  
Kamala Mill Compound,  
Senapati Bapat Marg, Lower Parel  
Mumbai 400013  
**(ISIN: INE210C01013)**

Central Depository Service(India) Limited  
Phiroze Jeejeebhoy Towers, 17<sup>th</sup> Floor  
Dalal Street, Fort  
Mumbai 400001  
**(ISIN: INE210C01013)**

Alankit Assignment Limited  
Alankit Heights  
1E/13, Jhandewalan Extension  
New Delhi 110055



CORP. OFF. & WORKS :

WALLI VILLAGE, SHOOLAGIRI (VIA), HOSUR TALUK - 635 117, KRISHNAGIRI DIST. TAMIL NADU, INDIA.  
TEL : 91 - 4344 - 252100 FAX : 91 - 4344 - 252217 E-mail : aro@arotile.com Web : www.arotile.com  
CIN : L74899DL1988PLC031510





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## 26<sup>TH</sup> AGM HELD ON 6<sup>TH</sup> SEPTEMBER 2014:RESULTS OF E-VOTING/ BALLOT/AGM VOTING

### Details of Voting Results

Pursuant to Section 108 and 109 of the Companies Act 2013 read with the Companies (Management and Administration) Rules, 2014, the Members/Proxies were provided with the facility to cast their votes through e-voting and physical ballot on the Resolutions forming part of the Notice of the 26<sup>th</sup> Annual General Meeting of the Company held on 6<sup>th</sup> September 2014 at 10:30 A.M.(AGM)

Ms. Latika Jetley, Practicing Company Secretary, New Delhi was appointed as the Scrutinizer for conducting both the E-voting process (E-voting period commenced on 31<sup>st</sup> August 2014 at 9:30 A.M. and ended on 2<sup>nd</sup> September 2014 at 5:30 P.M.) and Poll, undertaken at the aforesaid AGM of the Company.

Based on the Reports submitted by the said Scrutinizer on the E-voting and the Poll as aforesaid, all the resolutions were duly passed with requisite majority. The results are as under:

### Details of the Voting Results

Date of AGM/EGM	06.09.2014
Total number of shareholders on record date (i.e. 01.08.2014- cut-off date for e-voting purpose)	5869
No of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter groups Public	7 2035
No of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter groups Public	Not arranged

### Agenda wise

#### In case of Poll/Postal Ballot/E-voting:

The mode of voting for all resolutions was E-Voting and Poll conducted at the Meeting

**Resolution No 1:** Adoption of Audited Financial Statements for the year ended 31<sup>st</sup> March 2014(Ordinary Resolution)

Promoter/Public	No of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No of Votes –in favour	No of votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	6264631	6264631	100	6264631	0	100	0
Public Institutional holders	296949	0	0	0	0	0	0
Public-others	8738420	340057	3.8915	340014	43	99.9873	0.0126



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## Resolution No 2: Declaration of Dividend for the year ended 31<sup>st</sup> March 2014(Ordinary Resolution)

Promoter/Public	No of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No of Votes –in favour	No of votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	6264631	6264631	100	6264631	0	100	0
Public Institutional holders	296949	0	0	0	0	0	0
Public-others	8738420	340057	3.8915	340017	40	99.9882	0.0117

## Resolution No 3: Appointment of Shri Kasturi Lal Arora, Director who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

Promoter/Public	No of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No of Votes –in favour	No of votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	6264631	6264631	100	6264631	0	100	0
Public Institutional holders	296949	0	0	0	0	0	0
Public-others	8738420	340057	3.8915	340013	44	99.9870	0.0129

## Resolution No 4: Appointment of Smt. Sujata Arora, Director who retires by rotation and being eligible offers herself for re-appointment. (Ordinary Resolution)

Promoter/Public	No of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No of Votes –in favour	No of votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	6264631	6264631	100	6264631	0	100	0
Public Institutional holders	296949	0	0	0	0	0	0
Public-others	8738420	340057	3.8915	340013	44	99.9870	0.0129



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**Resolution No 5:** Appointment of Shri Pradeep Kumar Jain, Director who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

Promoter/Public	No of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No of Votes –in favour	No of votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	$(3)=[(2)/(1)]^* \frac{100}{100}$	(4)	(5)	$(6)=[(4)/(2)]^* \frac{100}{100}$	$(7)=[(5)/(2)]^* \frac{100}{100}$
Promoter & Promoter Group	6264631	6264631	100	6264631	0	100	0
Public Institutional holders	296949	0	0	0	0	0	0
Public-others	8738420	339900	3.8897	339857	43	99.9873	0.0126

**Resolution No 6:** Appointment of M/s Alok Mittal & Associates, Chartered Accountants, as Statutory Auditors from the conclusion of 26<sup>th</sup> AGM until the conclusion of 29<sup>th</sup> AGM. (Ordinary Resolution)

Promoter/Public	No of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No of Votes –in favour	No of votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	$(3)=[(2)/(1)]^* \frac{100}{100}$	(4)	(5)	$(6)=[(4)/(2)]^* \frac{100}{100}$	$(7)=[(5)/(2)]^* \frac{100}{100}$
Promoter & Promoter Group	6264631	6264631	100	6264631	0	100	0
Public Institutional holders	296949	0	0	0	0	0	0
Public-others	8738420	339900	3.8897	339857	43	99.9873	0.0126

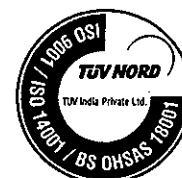
**Resolution No 7:** Revision of the terms & conditions of Appointment of Managing Director (Special Resolution)

Promoter/Public	No of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No of Votes –in favour	No of votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	$(3)=[(2)/(1)]^* \frac{100}{100}$	(4)	(5)	$(6)=[(4)/(2)]^* \frac{100}{100}$	$(7)=[(5)/(2)]^* \frac{100}{100}$
Promoter & Promoter Group	6264631	6264631	100	6264631	0	100	0
Public Institutional holders	296949	0	0	0	0	0	0
Public-others	8738420	340057	3.8915	340013	44	99.9870	0.0129



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**Resolution No 8:** Re-appointment of Shri Dinesh Chandra Kothari as an Independent Director for five years from the date of 26<sup>th</sup> Annual General Meeting(Special Resolution)

Promoter/Public	No of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No of Votes –in favour	No of votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	6264631	6264631	100	6264631	0	100	0
Public Institutional holders	296949	0	0	0	0	0	0
Public-others	8738420	339900	3.8897	339856	44	99.9870	0.0129

**Resolution No 9:** Re-appointment of Shri Rahul Gupta as an Independent Director for five years from the date of 26<sup>th</sup> Annual General Meeting(Special Resolution)

Promoter/Public	No of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No of Votes –in favour	No of votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	6264631	6264631	100	6264631	0	100	0
Public Institutional holders	296949	0	0	0	0	0	0
Public-others	8738420	339900	3.8897	339856	44	99.9870	0.0129

**Resolution No 10:** Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for borrowing money up to Rs. 300 Crores(Special Resolution)

Promoter/Public	No of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No of Votes –in favour	No of votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	6264631	6264631	100	6264631	0	100	0
Public Institutional holders	296949	0	0	0	0	0	0
Public-others	8738420	339900	3.8897	339856	44	99.9870	0.0129



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**Resolution No 11:** Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of charge/mortgage on the properties of the Company to secure the borrowing up to Rs. 300 Crores(Special Resolution)

Promoter/Public	No of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No of Votes -in favour	No of votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	6264631	6264631	100	6264631	0	100	0
Public Institutional holders	296949	0	0	0	0	0	0
Public-others	8738420	339900	3.8897	339856	44	99.9870	0.0129

**Resolution No 12:** Payment of commission to the non-executive directors of the Company(Special Resolution)

Promoter/Public	No of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No of Votes -in favour	No of votes-against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	6264631	6264631	100	6264631	0	100	0
Public Institutional holders	296949	0	0	0	0	0	0
Public-others	8738420	339897	3.8896	339854	43	99.9873	0.0126

For Aro granite industries Ltd.

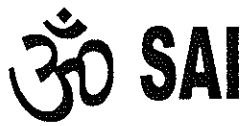
Company Secretary



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*Latika Jetley*  
A.C.S., L.L.B.

B-28, SARVODAYA ENCLAVE  
New Delhi - 110017  
Ph : 26858230

**Scrutinizer Report  
(E-voting)**

(Pursuant to rule section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the companies  
(Management and administration) Rules 2014

To,  
The Chairman of the 26<sup>th</sup> Annual General Meeting of  
Aro granite industries ltd.  
1001, 10<sup>th</sup> Floor, DLF Tower A  
Jasola, New Delhi 110025.

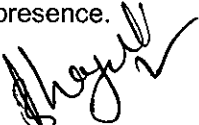
**26<sup>th</sup> Annual General Meeting of Aro granite industries limited to be held on 6<sup>th</sup> Sept 2014 at  
10.30 A.M. at Lakshmipat Singhania Auditorium, PHD Chamber of Commerce & Industry,  
PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi 110016.**

Dear Madam/Sir,

1. I, Latika Jetley, Practising Company Secretary (ACS:12120/COP:3074) appointed as Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of the Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the notice to the 26<sup>th</sup> Annual General Meeting of the Equity Shareholders of Aro granite industries ltd. to be held on 6<sup>th</sup> Sept., 2014, at 10.30 A.M at Lakshmipat Singhania Auditorium, PHD Chamber of Commerce & Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi 110016.
2. The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating to e-voting through electronic means on resolutions contained in the Notice to the 26<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities engaged by the Company.
3. Further to the above, I submit my report as under:
  - i. The e-voting period remained opened from 31<sup>st</sup> August 2014(9.30 a.m.) to 2nd September 2014 (5.30 p.m.)
  - ii. The members of the company as on the cutoff date i.e.1<sup>st</sup> August 2014 were entitled to vote on the resolutions (item no.1 to 12 as set in the notice of 26<sup>th</sup> Annual general Meeting(AGM).



- iii. The votes cast were unblocked on 3<sup>rd</sup> September 2014 in the presence of 2 witnesses Mr. Hem Chandra Bhagat and Mr. Devendra Singh Negi who are not in the employment of the Company. They have signed below in confirmation of vote being unblocked in their presence.

  
Hem Chandra Bhagat

  
Devendra Singh Negi

- iv. Thereafter details containing inter alia list of Equity shareholders voted "for", "against" each of the resolutions that put to vote, were generated from e-voting website of www.evotingindia.com based on such reports generated, the result of e-voting is as under:

**(A) Resolution No. 1: Adoption of Audited Financial Statements for the year ended 31<sup>st</sup> March 2014**

- (i) Voted **in favour** of the resolution.

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
10	5805149	37.94%

- (ii) Voted **against** of the resolution.

Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0%

- (iii) **Invalid** Votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**(B) Resolution No. 2: Declaration of Dividend for the year ended 31<sup>st</sup> March 2014**

- (i) Voted **in favour** of the resolution.

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
10	5805149	37.94%

- (ii) Voted **against** of the resolution.

Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0%

- (iii) **Invalid** Votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





**(C) Resolution No. 3: Appointment of Shri Kasturi Lal Arora, Director who retires by rotation and being eligible offers himself for re-appointment.**

(i) Voted **in favour** of the resolution.

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
9	5805148	37.94%

(ii) Voted **against** of the resolution.

Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
1	1	0%

(iii) **Invalid** Votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**(D) Resolution No. 4: Appointment of Smt. Sujata Arora, Director who retires by rotation and being eligible offers herself for re-appointment.**

(i) Voted **in favour** of the resolution.

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
9	5805148	37.94%

(ii) Voted **against** of the resolution.

Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
1	1	0%

(iii) **Invalid** Votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**(E) Resolution No. 5: Appointment of Shri Pradeep Kumar Jain, Director who retires by rotation and being eligible offers himself for re-appointment.**

(i) Voted **in favour** of the resolution.

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
10	5805149	37.94%



(ii) Voted **against** of the resolution.

Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** Votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**(F) Resolution No. 6: Appointment of M/s Alok Mittal & Associates, Chartered Accountants, as Statutory Auditors from the conclusion of 26<sup>th</sup> AGM until the conclusion of 29<sup>th</sup> AGM.**

(i) Voted **in favour** of the resolution.

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
10	5805149	37.94%

(ii) Voted **against** of the resolution.

Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** Votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**(G) Resolution No. 7: Revision of the terms & conditions of Appointment of Managing Director**

(i) Voted **in favour** of the resolution.

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
9	5805148	37.94%

(ii) Voted **against** of the resolution.

Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
1	1	0%



(iii) **Invalid** Votes.

Total number of members whose votes were declare invalid	Total number of votes cast by them
NIL	NIL

**(H) Resolution No. 8: Re-appointment of Shri Dinesh Chandra Kothari as an Independent Director for five years from the date of 26<sup>th</sup> Annual General Meeting**

(i) Voted **in favour** of the resolution.

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
9	5805148	37.94%

(ii) Voted **against** of the resolution.

Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
1	1	0%

(iii) **Invalid** Votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**(I) Resolution No. 9: Re-appointment of Shri Rahul Gupta as an Independent Director for five years from the date of 26<sup>th</sup> Annual General Meeting**

(i) Voted **in favour** of the resolution.

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
9	5805148	37.94%

(ii) Voted **against** of the resolution.

Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
1	1	0%

(iii) **Invalid** Votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



**(J) Resolution No. 10: Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for borrowing money up to Rs. 300 Crores**

(i) Voted **in favour** of the resolution.

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
9	5805148	37.94%

(ii) Voted **against** of the resolution.

Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
1	1	0%

(iii) **Invalid** Votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**(K) Resolution No. 11: Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of charge/mortgage on the properties of the Company to secure the borrowing up to Rs. 300 Crores**

(i) Voted **in favour** of the resolution.

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
9	5805148	37.94%

(ii) Voted **against** of the resolution.

Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
1	1	0%

(iii) **Invalid** Votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

**(L) Resolution No. 12: Payment of commission to the non-executive Directors of the Company**

(i) Voted **in favour** of the resolution.

Number of members Voted	Number of votes cast by them	% of total number of valid votes cast
10	5805149	37.94%



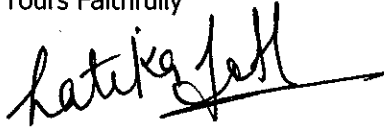
(ii) Voted **against** of the resolution.

Number of members Voted	Number of Votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** Votes.

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Thanking you,  
Yours Faithfully



LATIKA JETLEY  
Practicing Company Secretary  
ACS 12120  
C.P/3074

