

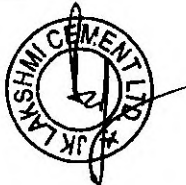
**74TH AGM HELD ON 4TH SEPTEMBER 2014****RESULTS OF E-VOTING/ BALLOT/AGM VOTING****Details of Voting Results**

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 74th Annual General Meeting of the Company held on 4th September 2014 at 11:00 A.M.(AGM).

Shri Manoj Maheshwari, Partner, M/s. V.M. & Associates, Practicing Company Secretaries, Jaipur, was appointed as the Scrutiniser for conducting both the E-voting process (E-voting period commenced on Wednesday, 27th August 2014 at 10:00 A.M. and ended on Friday, 29th August 2014 at 5:30 P.M.) and Poll, undertaken at the aforesaid AGM of the Company.

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

Date of the AGM/EGM:	4 th September 2014
Total number of shareholders on record date (i.e. 1st August 2014 – cut-off date for e-voting purpose):	77,528
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	73 (including 2 invalid ballots)
No. of Shareholders attended the meeting through Video Conferencing	Not arranged
Promoters and Promoter Group:	
Public:	



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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 the audited financial statements of the Company for the financial year ended 31st March 2014 and the Reports of the Board of Directors and Auditors thereon (**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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	5,40,81,959	5,39,15,441	99.69	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	1,35,96,862	-	100	0.00
Public-Others	3,09,07,568	13,92,307	4.50	13,91,507	800	99.94	0.06
Total	11,76,70,066	6,89,04,610	58.56	6,89,03,810	800	99.999	Negligible

Resolution No. 2: Declaration of dividend on Equity Shares (**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)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group	5,40,81,959	5,39,15,441	99.69	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	1,35,96,862	-	100	0.00
Public-Others	3,09,07,568	13,92,307	4.50	13,92,297	10	99.999	Negligible
Total	11,76,70,066	6,89,04,610	58.56	6,89,04,600	10	99.999	Negligible





Resolution No. 3: Re-appointment of Dr. Shailendra Chouksey, who retires by rotation (Ordinary Resolution).

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	5,40,81,959	5,39,15,441	99.69	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	88,25,649	47,71,213	64.91	35.09
Public-Others	3,09,07,568	13,92,307	4.50	13,91,507	800	99.94	0.06
Total	11,76,70,066	6,89,04,610	58.56	6,41,32,597	47,72,013	93.07	6.93

Resolution No. 4: Re-appointment of Dr. Raghupati Singhania, who retires by rotation (Ordinary Resolution).

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	5,40,81,959	5,39,15,441	99.69	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	88,25,649	47,71,213	64.91	35.09
Public-Others	3,09,07,568	13,92,307	4.50	13,91,507	800	99.94	0.06
Total	11,76,70,066	6,89,04,610	58.56	6,41,32,597	47,72,013	93.07	6.93

Resolution No. 5: Appointment of Auditors and fixing their remuneration (Ordinary Resolution).

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	5,40,81,959	5,39,15,441	99.69	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	1,32,63,544	3,33,318	97.55	2.45
Public-Others	3,09,07,568	13,92,307	4.50	13,91,507	800	99.94	0.06
Total	11,76,70,066	6,89,04,610	58.56	6,85,70,492	3,34,118	99.52	0.48





Resolution No.6: Approval of the Remuneration of the Cost Auditors (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 and Promoter Group	5,40,81,959	5,39,15,441	99.69	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	1,35,96,862	-	100	0.00
Public-Others	3,09,07,568	13,92,307	4.50	13,91,507	800	99.94	0.06
Total	11,76,70,066	6,89,04,610	58.56	6,89,03,810	800	99.999	Negligible

Resolution No. 7: Appointment of Shri K.N. Memani as an Independent Director (Special Resolution).

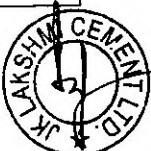
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	5,40,81,959	5,39,15,441	99.69	5,39,14,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	97,72,853	38,24,009	71.88	28.12
Public-Others	3,09,07,568	13,92,307	4.50	13,91,407	900	99.94	0.06
Total	11,76,70,066	6,89,04,610	58.56	6,50,78,701	38,24,909	94.45	5.55

Resolution No. 8: Appointment of Shri B.V. Bhargava as an Independent 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)]* 100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	5,40,81,959	5,39,15,441	99.69	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	1,32,57,518	3,39,344	97.50	2.50
Public-Others	3,09,07,568	13,92,307	4.50	13,91,507	800	99.94	0.06
Total	11,76,70,066	6,89,04,610	58.56	6,85,64,466	3,40,144	99.51	0.49



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Resolution No. 9: Appointment of Shri N.G. Khaitan as an Independent 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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	5,40,81,959	5,39,15,441	99.69	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	1,32,57,518	3,39,344	97.51	2.49
Public-Others	3,09,07,568	13,92,307	4.50	13,91,507	800	99.94	0.06
Total	11,76,70,066	6,89,04,610	58.56	6,85,64,466	3,40,144	99.51	0.49

Resolution No. 10: Appointment of Shri Pradeep Dinodia as an Independent 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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	5,40,81,959	5,39,15,441	99.69	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	1,35,90,836	6,026	99.96	0.04
Public-Others	3,09,07,568	13,92,307	4.50	13,91,507	800	99.94	0.06
Total	11,76,70,066	6,89,04,610	58.56	6,88,97,784	6,826	99.99	0.01

Resolution No. 11: Appointment of Shri Ravi Jhunjunwala as an Independent 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)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	5,40,81,959	5,39,15,441	46.67	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	95,11,153	40,85,709	69.95	30.05
Public-Others	3,09,07,568	13,92,307	4.50	13,91,507	800	99.94	0.06
Total	11,76,70,066	6,89,04,610	58.56	6,48,18,101	40,86,509	94.07	5.93





Resolution No. 12: Authorisation to the Board of Directors for borrowings upto an amount not exceeding Rs. 3,000 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 and Promoter Group	5,40,81,959	5,39,15,441	99.69	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	1,35,96,862	-	100	0.00
Public-Others	3,09,07,568	13,92,307	4.50	13,91,495	812	99.94	0.06
Total	11,76,70,066	6,89,04,610	58.56	6,89,03,798	812	99.999	Negligible

Resolution No. 13: Authorisation to the Board of Directors to create mortgage/charges on the properties of the Company in favour of the lenders upto an amount not exceeding Rs. 3,000 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 and Promoter Group	5,40,81,959	5,39,15,441	99.69	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	1,35,96,862	-	100	0.00
Public-Others	3,09,07,568	13,92,307	4.50	13,91,495	812	99.94	0.06
Total	11,76,70,066	6,89,04,610	58.56	6,89,03,798	812	99.999	Negligible

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Resolution No. 14: Approval for acceptance of deposits by 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 and Promoter Group	5,40,81,959	5,39,15,441	99.69	5,39,15,441	-	100	0.00
Public – Institutional holders	3,26,80,539	1,35,96,862	41.61	88,25,649	47,71,213	64.91	35.09
Public-Others	3,09,07,568	13,92,307	4.50	13,91,295	1,012	99.93	0.07
Total	11,76,70,066	6,89,04,610	58.56	6,41,32,385	47,72,225	93.08	6.92

Accordingly, I report that all the resolutions have been passed by the Shareholders with requisite majority.

For JK Lakshmi Cement Ltd.



(B.K. Datta)

Vice President &
Company Secretary

Place: New Delhi

Date: 5th September 2014

