



DUNCANS INDUSTRIES LIMITED

Registered Office : Duncan House, 31 Netaji Subhas Road, Kolkata - 700 001

Tel. : 2230-0962/2185, Fax : 2248-6021

CIN : L28113WB1994PLC063452

December 30, 2014

The Secretary The National Stock Exchange of India Ltd., "Exchange Plaza", Bandra-Kurla Complex, Bandra(E) Mumbai - 400 051 Stock Code : DUNCANSLTD	The Secretary BSE Limited 25 th Floor, PJ Towers, Dalal Street, Mumbai - 400 001 Stock Code : 590063
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Dear Sirs,

**Sub : Pursuant to Clause 35A of the Listing Agreement
disclosure of Voting Result of the AGM held on 29-12-2014**

As per the requirements of Clause 35A of the Listing Agreement entered into with the Stock Exchanges, given below are the details of the voting result at the 20th AGM of the Company held on 29-12-2014 as per the format prescribed under the said clause.

Date of the AGM	29 th December, 2014
Total number of shareholders on cut-off date (21-11-2014)	17,414
No. of shareholders present in the meeting either in Person or through proxy : <ul style="list-style-type: none">• Promoter and Promoter group• Public	7 1,944
No. of shareholders attended the meeting through Video Conferencing	NIL

Agenda-wise details :

Item No.	Details of Agenda	Resolution Required (Ordinary/Special)	Mode of Voting : (Show of hands/Poll/Postal Ballot/E-Voting)	Remarks
1	To receive, consider and adopt the audited statement of Profit & Loss of the Company for the year ended 30 th September 2014 and the Balance Sheet as at that date together with the Reports of the Directors and Auditors thereon.	Ordinary	E-Voting	This resolution was passed with the requisite majority.
2	Appointment of Director in place of .Mr. Shrivardhan Goenka who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	E-Voting	This resolution was passed with the requisite majority.
3	Appointment of Auditors and fix their remuneration.	Ordinary	E-Voting	This resolution was passed with the requisite majority.
4	Approval of remuneration of Mr. G.P. Goenka, Executive Chairman for the period 1 st April, 2014 to 31 st March, 2015.	Special	E-Voting	This resolution was passed with the requisite majority.
5	Appointment of Mr. T.S. Broca as an Independent Director.	Ordinary	E-Voting	This resolution was passed with the requisite majority.
6	Appointment of Mr.R.K. Bhargava as an Independent Director.	Ordinary	E-Voting	This resolution was passed with the requisite majority.



7	Appointment of Mr.D. Sengupta as an Independent Director.	Ordinary	E-Voting	This resolution was passed with the requisite majority.
8	Appointment of Dr. A.L. Ananthanarayanan as an Independent Director.	Ordinary	E-Voting	This resolution was passed with the requisite majority.
9	Appointment of Mr. Rajesh Sharma as the Director of the Company.	Ordinary	E-Voting	This resolution was passed with the requisite majority.
10	Approval of appointment of Mr. Rajesh Sharma as the Managing Director of the Company.	Special	E-Voting	This resolution was passed with the requisite majority.
11	Approval of appointment of Mr. M. H. Chinoy as Wholetime Director of the Company.	Special	E-Voting	This resolution was passed with the requisite majority.
12	Approval of Creation/ Modification of Charge.	Special	E-Voting	This resolution was passed with the requisite majority.
13	Approval for borrowing limits of the Company.	Special	E-Voting	This resolution was passed with the requisite majority.
14	Approve and adopt the new Articles of Association of the Company.	Special	E-Voting	This resolution was passed with the requisite majority.



15	Approval for remuneration payable to the Cost Auditors of the Company.	Ordinary	E-Voting	This resolution was passed with the requisite majority.
16	Approval to enter into related party transaction.	Special	E-Voting	This resolution was passed with the requisite majority.

In case of Poll/Postal ballot/E-voting :

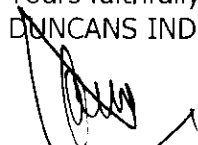
As attached

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							
Public – Institutional Holders							
Public – Others							
Total							

This may also be considered as compliance of Clause 31(d) of the Listing Agreement :

Thanking you,

Yours faithfully,
DUNCANS INDUSTRIES LTD.,


SECRETARY

Agenda -wise details:

In case of Poll/Postal ballot/E-voting

The mode of voting for all resolution was e-voting :

Resolution No :1 - To receive, consider and adopt the audited statement of Profit & Loss of the Company for the year ended 30th September, 2014 and the Balance Sheet as at that date together with the Reports of the Directors and Auditors thereon(Ordinary Business)

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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

Resolution No :2 Appointment of Director in place of Mr. Shrivardhan Goenka who retires by rotation and being eligible offers himself for re-appointment.
(Ordinary Business)

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	50464616	49302668	97.70	49302668	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51207068	84.28	49302668	1904400	96.28	3.72

DUNCANS INDUSTRIES LIMITED

Secretary

Resolution No :3 Appointment of Auditors and fix their remuneration (Ordinary Business)

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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

Resolution No :4 Approval of Remuneration of Mr. G.P.Goenka, Executive Chairman for the period 1st April, 2014 to 31st March, 2015. (Special Business-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	50464616	49302668	97.70	49302668	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51207068	84.28	49302668	1904400	96.28	3.72

DUNCANS INDUSTRIES LIMITED


Secretary

Resolution No :5 Appointment of Mr. T.S. Broca as an Independent Director (Special Business-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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

Resolution No : 6 Appointment of Mr. R.K. Bhargava as an Independent Director (Special Business-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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

DUNCANS INDUSTRIES LIMITED

Secretary

Resolution No :7 Appointment of Mr. D.Sengupta as an Independent Director (Special Business-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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

Resolution No :8 Appointment of Dr. A.L. Ananthanarayanan as an Independent Director (Special Business-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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

DUNCANS INDUSTRIES LIMITED

Secretary

Resolution No :9 Appointment of Mr. Rajesh Sharma as the Director of the Company (Special Business-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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

Resolution No :10 Approval of appointment of Mr. Rajesh Sharma as the Managing Director of the Company (Special Business-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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

DUNCANS INDUSTRIES

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Resolution No :11 Approval of appointment of Mr. M.H. Chinoy as Wholetime Director of the Company (Special Business-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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

Resolution No :12 Approval of Creation/ modification of Charge.(Special Business-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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

Resolution No :13 Approval for borrowing limits of the Company (Special Business-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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

DUNCANS INDUSTRIES LTD

Secretary

Resolution No :14 Approve and adopt the new Articles of Association of the Company (Special Business-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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

DUNCANS INDUSTRIES LIMITED



Resolution No :15 Approval for remuneration payable to the Cost Auditors of the Company (Special Business-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	50464616	49444616	97.98	49444616	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	51349016	84.51	49444616	1904400	96.29	3.71

Resolution No :16 Approval to enter into related party transaction (Special Business-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	50464616	20830808	41.28	20830808	0	100.00	0.00
Public - Institutional holders	553732	0	0.00	0	0	0.00	0.00
Public -Others	9740688	1904400	19.55	0	1904400	0.00	100.00
TOTAL	60759036	22735208	37.41	20830808	1904400	91.62	8.38

Note : All the aforesaid resolution were passed with requisite majority

DUNCANS INDUSTRIES LIMITED

Secretary