

18th August, 2012

To,

National Stock Exchange of India Limited
"Exchange Plaza", 5th Floor
Plot No. C-1, G Block
Bandra Kurla Complex,
Bandra (East), Mumbai-400051

✓ The Stock Exchange, Mumbai,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400001

NSE Scrip Code "DALMIABEL"

BSE Scrip Code "DALMIABHA (533309)"

Madras Stock Exchange Limited,
Exchange Building,
11, Second Line Beach,
Chennai -600001

Sub: Submission of Voting Results pursuant to Clause 35A of the Listing Agreement.

Dear Sir/Madam,

Pursuant to Clause 35 of the Listing Agreement, following are the detail regarding voting results of the 7th Annual General Meeting of the Company.

Date of the Annual General Meeting	18 th August, 2012
Total number of shareholders on record date	12098
Number of Shareholders present in the meeting either in person or through proxies:-	
1) Promoters and Promoters Group	19 (2 proxies representing 9 promoters and 2 proxies acting as authorized representative for 10 promoter group companies.)
2) Public	43 (27 members present in person and 1 proxy representing 16 members)
Number of Shareholders attend the meeting through Video Conferencing:-	
1) Promoters and Promoters Group	NIL
2) Public	NIL

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Details of Agenda	Resolution required: (Ordinary/Special)	Mode of voting: (Show of hands/Poll/E-Voting)
ORDINARY BUSINESS		
Item No. 1: Adoption of the Profit and Loss account for the year ended 31st March, 2012, the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.	Ordinary	Show of hands
Item No. 2: Declaration a dividend.	Ordinary	Show of hands
Item No. 3: Re-appointment of Mr. Donald M. Peck, as a Director of the Company who retires by rotation and is eligible for reappointment.	Ordinary	Show of hands
Item No. 4: Re-appointment of Mr. Bharat Anand, as a Director of the Company who retires by rotation and is eligible for reappointment.	Ordinary	This item was not taken up as Mr. Bharat Anand has sent a letter to the effect that he is not interested in being re-appointed as a Director at the Annual General Meeting
Item No. 5: Appointment of Auditors M/s. S.S. Kothari Mehta & Co., Chartered Accountants, who are eligible for reappointment.	Ordinary	Show of hands

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Details of Agenda	Resolution required: (Ordinary/Special)	Mode of voting: (Show of hands/Poll/E-Voting)
SPECIAL BUSINESS		
Item No. 6: Appointment of Mr. V.S. Jain, as a Director of the Company, liable to retire by rotation.	Ordinary	Show of hands
Item No. 7: Approve payment of higher remuneration to Mr. Jai Hari Dalmia, Managing Director, with effect from 1-4-2011 as per details set out in the deed of variation dated 30-4-2012 entered into between the Company and Mr. Jai Hari Dalmia.	Special	Show of hands
Item No. 8: Approve payment of higher remuneration to Mr. Yadu Hari Dalmia, Managing Director, with effect from 1-4-2011 as set out in the deed of variation dated 9-4-2012 entered into between the Company and Mr. Yadu Hari Dalmia.	Special	Show of hands
Item No. 9: Approve resolution pursuant to section 81(1A)(a) read with sections 292(1)(a)/ 292(1)(b)/ 292(1)(c) of the Companies Act, 1956 for issuance and allotment of further securities convertible into equity shares to the extent of Rs.15000 million which upon conversion of all securities would give rise to the issue of equity capital of an aggregate face value of Rs. 4 crores.	Special	Show of hands

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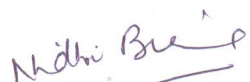
In case of Poll/Postal ballot/ E-voting:

Promoters/ 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 voted polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
Promoter and Promoter Group	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public - Institutional holders	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public- Others	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

We kindly request you to take the same on your record.

Thanking you.

For **Dalmia Bharat Enterprises Limited**



Nidhi Bisaria
(Company Secretary)