



MRF

MRF Limited, Regd. Office : 114, Greams Road, Chennai 600 006.

Email : mrfshare@mrfmail.com ; Tel.:044-28292777; Fax : 91-44-28295087

CIN : L25111TN1960PLC004306; Website : www.mrftyres.com

DECLARATION OF RESULTS OF THE POSTAL BALLOT

The Ordinary Resolutions as set out in the Notice of Postal Ballot dated 23.07.2014 seeking consent of the Shareholders under Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, for the following Resolutions mentioned below, have been approved by the Shareholders through Postal Ballot (Physical & Electronic mode). Based on the Scrutinizer's report dated 29.09.2014, the Chairman & Managing Director has declared the results of Postal Ballot as under:

The following Ordinary Resolutions under Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 and rules made thereunder read with Schedule IV of the Companies Act, 2013.

Resolution I

Appointment of Mr. Vijay R Kirloskar as an Independent Director

SI No	Description	No. of Votes
1	Number of Valid Postal Ballot Forms Received	773
2	Votes in Favour of the Resolution	2282227
3	Votes Against the Resolution	303409

Accordingly, the Ordinary Resolution as set out in the Postal Ballot dated 23.07.2014 has been approved by the Shareholders with the requisite majority.

Resolution II

Appointment of Mr. V Sridhar as an Independent Director

SI No	Description	No. of Votes
1	Number of Valid Postal Ballot Forms Received	773
2	Votes in Favour of the Resolution	2503547
3	Votes Against the Resolution	82118

Accordingly, the Ordinary Resolution as set out in the Postal Ballot dated 23.07.2014 has been approved by the Shareholders with the requisite majority



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Resolution III

Appointment of Mr. N Kumar as an Independent Director

SI No	Description	No. of Votes
1	Number of Valid Postal Ballot Forms Received	773
2	Votes in Favour of the Resolution	2494548
3	Votes Against the Resolution	91122

Accordingly, the Ordinary Resolution as set out in the Postal Ballot dated 23.07.2014 has been approved by the Shareholders with the requisite majority.

Resolution IV

Appointment of Mr. Ranjit I Jesudasen as an Independent Director

SI No	Description	No. of Votes
1	Number of Valid Postal Ballot Forms Received	773
2	Votes in Favour of the Resolution	2503544
3	Votes Against the Resolution	82117

Accordingly, the Ordinary Resolution as set out in the Postal Ballot dated 23.07.2014 has been approved by the Shareholders with the requisite majority.

Resolution V

Appointment of Mr. Ashok Jacob as an Independent Director

SI No	Description	No. of Votes
1	Number of Valid Postal Ballot Forms Received	773
2	Votes in Favour of the Resolution	2282099
3	Votes Against the Resolution	303541

Accordingly, the Ordinary Resolution as set out in the Postal Ballot dated 23.07.2014 has been approved by the Shareholders with the requisite majority.





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Resolution VI

Appointment of Dr. Salim Joseph Thomas as an Independent Director

SI No	Description	No. of Votes
1	Number of Valid Postal Ballot Forms Received	773
2	Votes in Favour of the Resolution	2585729
3	Votes Against the Resolution	178

Accordingly, the Ordinary Resolution as set out in the Postal Ballot dated 23.07.2014 has been approved by the Shareholders with the requisite majority.

Resolution VII

Appointment of Mr. Jacob Kurian as an Independent Director

SI No	Description	No. of Votes
1	Number of Valid Postal Ballot Forms Received	773
2	Votes in Favour of the Resolution	2585736
3	Votes Against the Resolution	181

Accordingly, the Ordinary Resolution as set out in the Postal Ballot dated 23.07.2014 has been approved by the Shareholders with the requisite majority.

Resolution VIII

Appointment of Mr. M Meyyappan as an Independent Director

SI No	Description	No. of Votes
1	Number of Valid Postal Ballot Forms Received	773
2	Votes in Favour of the Resolution	2585567
3	Votes Against the Resolution	339

Accordingly, the Ordinary Resolution as set out in the Postal Ballot dated 23.07.2014 has been approved by the Shareholders with the requisite majority.

Chennai
Dt.29/09/2014

For MRF Limited,

Chairman & Managing Director