

29 July 2016



The Manager - Listing
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051

The Manager - Listing
BSE Ltd.
25th Floor, P.J. Towers, Dalal Street,
Mumbai - 400 001

Symbol : **AIL**

Scrip Code : **532309**

ALSTOM India Limited
(a GE Group Company)
CIN: L74140MH1992PLC068379

Registered Office: The International V
Tower, 18, Narim Point, Cross Road, No. 1,
DIF, Maharashtra Kowdi Road,
Chhatrapati Shivaji, Mumbai - 400 020 India

Tel: +91 22 66399255/7769
Fax: +91 22 66399259

www.alstomindia.com/stockexchanges.com

Corporate Office: HDFC Building
Unit No. 1, Sector 12,7
Mumbai - 400 071, India (Proposed)

Sub.: Proceedings of the 24th Annual General Meeting ("AGM") and reporting under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") in respect of the outcome (voting results)

Dear Sir/Madam,

Pursuant to the provisions of Regulation 44(3) of the Listing Regulations, we wish to inform that the members of the Company, at their 24th AGM held on 29 July 2016, have duly approved all the business as specified in the Notice convening the AGM dated 14 June 2016 through remote e-voting and Poll conducted through Instapoll at the AGM, which are reproduced as below:

1. To receive, consider and adopt:
 - (a) the audited standalone financial statements of the Company for the financial year ended 31 March 2016, the Reports of the Board of Directors and Auditors thereon;
 - (b) the audited consolidated financial statements of the Company for the financial year ended 31 March 2016.
2. Re-appointment of Mr. Rathindra Nath Bosu (DIN 01192973), retiring by rotation
3. Appointment of M/s. B S R & Co LLP, Chartered Accountants (FRN - 101248W/W-100022) as Statutory Auditors in place of M/s. S. N. Dhawan & Co. and fixing their remuneration
4. Ratification of the remuneration of M/s. Shome & Banerjee, Cost Accountants (Firm Registration No. 000001), Cost Auditors for financial year 2016-17
5. Appointment of Mr. Alain Christian Spohr (DIN: 03581607) as a Director of the Company, liable to retire by rotation
6. Appointment of Ms. Neera Saggi (DIN: 00501029) as Independent Director till 13 June 2021
7. Appointment of Mr. Ashok Ganesan (DIN: 07468130) as a Director w.e.f. this Annual General Meeting and Managing Director of the Company w.e.f. 01 May 2016 for a period of 3 years





ALSTOM India Limited
(a GE Group Company)
L74140MH1992PLC068379

Registered Office: The International, V
Floor, 16, MGR Cross Road, No. 1,
10th, Mahatma Jeeva Road,
Chennai, India, Pincode: 600 020, India

Tel: +91 22 56199151/2/3
Fax: +91 22 66199259

www.alstom-indiainvestorrelations.com

Registered Office: MCP Building
Plot No. 2, Sector 127
Gurgaon, India, Pincode: 122 001, India

8. Approval of re-appointment of Mr. Patrick Armand Prosper Ledermann (DIN: 05219344) as a Managing Director from 01 October 2015 to 31 March 2016
9. Approval of change of name of the Company from ALSTOM India Limited to GE Power India Limited
10. Approval of material related party transaction with ALSTOM Transport S.A.
11. Approval of material related party transaction with ALSTOM T&D India Limited
12. Approval of proposed material related party transactions for FY 2016-17
13. Approval of fee for sending statutory documents to members by a particular mode

Further, we wish to inform you that based on the Report dated 29 July 2016 submitted by Mr. Hemant Kumar Singh, Partner, M/s. Hemant Singh & Associates, Company Secretaries, the Scrutinizer for the remote e-voting and the poll conducted through Instapoll and Mr. S. R. Krishnan (Member of the Company), the Scrutinizer for the poll conducted through Instapoll at the 24th AGM held on 29 July 2016, the combined results of e-voting and poll have been declared today i.e. on 29 July 2016.

Pursuant to the provisions of Regulation 44(3) of the Listing Regulations, please find enclosed the details of the results (outcome of voting of 24th Annual General Meeting) as **Annexure – A**.

Further, the Report of the scrutinizers is enclosed as **Annexure – B**.

You are requested to take the above information on your record.

Thanking you,

For ALSTOM India Limited



Pradeepta Panhan
Company Secretary

Encl.: As Above

ALSTOM INDIA LIMITED	
Date of the AGM/EGM	29-07-2016
Total number of shareholders on record date	41438
No. of shareholders present in the meeting either in person or Public:	2
Promoters and Promoter Group:	99
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt: a) the audited standalone financial statements of the Company for the financial year ended 31 March 2016, the Reports of the Board of Directors and Auditors thereon; b) the audited consolidated financial statements of the Company for the financial year ended 31 March 2016.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes	No	No	No	No	No	No	
Category	Mode of Voting	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	E-Voting	46,102,083	46,102,083	100.00	46,102,083	-	100.00	-
	Poll	46,102,083	-	-	-	-	-	-
	Postal Ballot (if applicable)	46,102,083	-	-	-	-	-	-
Public- Institutions	E-Voting	11,818,484	8,068,952	68.27	8,068,952	-	100.00	-
	Poll	11,818,484	-	-	-	-	-	-
	Postal Ballot (if applicable)	11,818,484	-	-	-	-	-	-
	E-Voting	9,306,904	286,570	3.08	286,566	4	100.00	0.00
	Poll	9,306,904	17,993	0.19	17,993	-	100.00	-
	Postal Ballot (if applicable)	9,306,904	-	-	-	-	-	-
Public- Non Institutions	Total	67,227,471	54,475,598	81.03	54,475,594	4	100.00	0.00



Resolution required: (Ordinary/ Special)		ORDINARY - To re-appointment Mr. Rathindra Nath Basu (DIN 01192973), retiring by rotation						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	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
	E-Voting	46,102,083	46,102,083	100.00	46,102,083	-	100.00	0.0000
	Poll	46,102,083	-	-	-	-	-	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)	46,102,083	-	-	-	-	-	0.0000
	E-Voting	11,818,484	9,507,019	80.44	9,481,393	25,626	99.73	0.2695
	Poll	11,818,484	-	-	-	-	-	0.0000
Public- Institutions	Postal Ballot (if applicable)	11,818,484	-	-	-	-	-	0.0000
	E-Voting	9,306,904	286,570	3.08	286,561	9	100.00	0.0031
	Poll	9,306,904	17,993	0.19	17,993	-	100.00	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	9,306,904	-	-	-	-	-	0.0000
	Total	67,227,471	55,913,665	83.17	55,888,030	25,635	99.95	0.0458



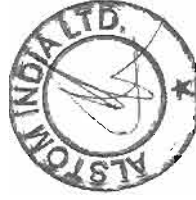
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint M/s. B S R & Co LLP, Chartered Accountants (FRN – 101248W/W-100022) as Statutory Auditors in place of M/s. S. N. Dhawan & Co. and fixing their remuneration									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	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	E-Voting	46,102,083	46,102,083	100.00	-	100.00	-			
	Poll	46,102,083	-	-	-	-	-			
	Postal Ballot (if applicable)	46,102,083	-	-	-	-	-			
Public- Institutions	E-Voting	11,818,484	9,507,019	80.44	9,364,242	98.50	1.50			
	Poll	11,818,484	-	-	-	-	-			
	Postal Ballot (if applicable)	11,818,484	-	-	-	-	-			
Public- Non Institutions	E-Voting	9,306,904	286,570	3.08	286,434	99.95	0.05			
	Poll	9,306,904	17,993	0.19	17,993	100.00	-			
	Postal Ballot (if applicable)	9,306,904	-	-	-	-	-			
Total	67,227,471	55,913,665	83.17	55,770,752	142,913	99.74	0.26			



ORDINARY - To ratify the remuneration of M/s. Shome & Banerjee, Cost Accountants (Firm Registration No. 000001), Cost Auditors for financial year 2016-17									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes	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
Category	Mode of Voting		46,102,083	46,102,083	100.00	46,102,083	-	100.00	-
	E-Voting		46,102,083	-	-	-	-	-	-
	Poll		46,102,083	-	-	-	-	-	-
Promoter and Promoter Group	Postal Ballot (if applicable)		46,102,083	-	-	-	-	-	-
	E-Voting		11,818,484	9,507,019	80.44	9,507,019	-	100.00	-
	Poll		11,818,484	-	-	-	-	-	-
Public- Institutions	Postal Ballot (if applicable)		11,818,484	-	-	-	-	-	-
	E-Voting		9,306,904	286,570	3.08	286,569	1	100.00	0.00
	Poll		9,306,904	17,993	0.19	17,993	-	100.00	-
Public- Non Institutions	Postal Ballot (if applicable)		9,306,904	-	-	-	-	-	-
	Total		67,227,471	55,913,665	83.17	55,913,664	1	100.00	0.00



ORDINARY - To appoint Mr. Alain Christian Spohr (DIN: 03581607) as a Director of the Company, liable to retire by rotation									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes	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
Category		Mode of Voting							
		E-Voting	46,102,083	46,102,083	100.00	46,102,083	-	100.00	0.0000
		Poll	46,102,083	-	-	-	-	-	0.0000
		Postal Ballot (if applicable)							
Promoter and Promoter Group			46,102,083	-	-	-	-	-	0.0000
		E-Voting	11,818,484	9,507,019	80.44	9,500,961	6,058	99.94	0.0637
		Poll	11,818,484	-	-	-	-	-	0.0000
		Postal Ballot (if applicable)							
Public- Institutions			11,818,484	-	-	-	-	-	0.0000
		E-Voting	9,306,904	286,570	3.08	286,566	4	100.00	0.0013
		Poll	9,306,904	17,993	0.19	17,993	-	100.00	0.0000
		Postal Ballot (if applicable)							
Public- Non Institutions			9,306,904	-	-	-	-	-	0.0000
		Total	67,227,471	55,913,665	83.17	55,907,603	6,062	99.99	0.0108



ORDINARY - To appoint Ms. Neera Saggi (DIN: 00501029) as Independent Director till 13 June 2021									
Resolution required: (Ordinary/ Special)	Yes								
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	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	E-Voting	46,102,083	46,102,083	100.00	46,102,083	-	-	-	-
	Poll	46,102,083	-	-	-	-	-	-	-
Public- institutions	Postal Ballot (if applicable)	46,102,083	-	-	-	-	-	-	-
	E-Voting	11,818,484	9,507,019	80.44	9,507,019	-	-	-	-
Public- Non Institutions	Poll	11,818,484	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	11,818,484	-	-	-	-	-	-	-
Total	E-Voting	9,306,904	286,570	3.08	286,561	9	-	100.00	0.00
	Poll	9,306,904	17,993	0.19	17,993	-	-	100.00	-
	Postal Ballot (if applicable)	9,306,904	-	-	-	-	-	-	-
		67,227,471	55,913,665	83.17	55,913,656	9	-	100.00	0.00



Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Mr. Ashok Ganesan (DIN: 07468130) as a Director w.e.f. this AGM and Managing Director of the Company w.e.f. 01 May 2016 for a period of 3 years									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	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	E-Voting	46,102,083	46,102,083	100.00	46,102,083	-	100.00	-	-	-
	Poll	46,102,083	-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	46,102,083	-	-	-	-	-	-	-	-
Public- Institutions	E-Voting	11,818,484	8,983,256	76.01	7,743,198	1,240,058	86.20	13.80	-	-
	Poll	11,818,484	-	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	11,818,484	-	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	9,306,904	286,570	3.08	286,566	4	100.00	0.00	-	-
	Poll	9,306,904	17,993	0.19	17,993	-	100.00	-	-	-
	Postal Ballot (if applicable)	9,306,904	-	-	-	-	-	-	-	-
Total	67,227,471	55,389,902	82.39	54,149,840	1,240,062	97.76	2.24			



Resolution required: (Ordinary/ Special)	ORDINARY - To approve re-appointment of Mr. Patrick Armand Prosper Lederermann (DIN: 05219344) as a Managing Director from 01 October 2015 to 31 March 2016									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	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		
	E-Voting	46,102,083	46,102,083	100.00	46,102,083	-	100.00	-		
	Poll	46,102,083	-	-	-	-	-	-		
	Postal Ballot (if applicable)	46,102,083	-	-	-	-	-	-		
Promoter and Promoter Group	E-Voting	11,818,484	9,507,019	80.44	9,507,019	-	100.00	-		
	Poll	11,818,484	-	-	-	-	-	-		
	Postal Ballot (if applicable)	11,818,484	-	-	-	-	-	-		
Public- Institutions	E-Voting	9,306,904	286,570	3.08	286,566	4	100.00	0.00		
	Poll	9,306,904	15,993	0.17	15,993	-	100.00	-		
	Postal Ballot (if applicable)	9,306,904	-	-	-	-	-	-		
Public- Non Institutions	Total	67,227,471	55,911,665	83.17	55,911,661	4	100.00	0.00		



ORDINARY - To approve change of name of the Company from ALSTOM India Limited to GE Power India Limited									
Resolution required: [Ordinary/ Special]	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category		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	
		46,102,083	46,102,083	100.00	46,102,083	-	100.00	-	
		46,102,083	-	-	-	-	-	-	
	Promoter and Promoter Group	46,102,083	-	-	-	-	-	-	
		11,818,484	9,507,019	80.44	9,507,019	-	100.00	-	
		11,818,484	-	-	-	-	-	-	
	Public- Institutions	11,818,484	-	-	-	-	-	-	
		9,306,904	286,570	3.08	286,249	321	99.89	0.11	
		9,306,904	17,993	0.19	17,993	-	100.00	-	
	Public- Non Institutions	9,306,904	-	-	-	-	-	-	
	Total	67,227,471	55,913,665	83.17	55,913,344	321	100.00	0.00	



ORDINARY - To approve material related party transaction with ALSTOM Transport S.A.									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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	
	E-Voting	46,102,083	46,102,083	100.00	46,102,083	-	100.00	-	
	Poll	46,102,083	-	-	-	-	-	-	
	Postal Ballot (if applicable)	46,102,083	-	-	-	-	-	-	
Promoter and Promoter Group	E-Voting	11,818,484	9,507,019	80.44	9,507,019	-	100.00	-	
	Poll	11,818,484	-	-	-	-	-	-	
	Postal Ballot (if applicable)	11,818,484	-	-	-	-	-	-	
Public- Institutions	E-Voting	9,306,904	286,570	3.08	285,569	1,001	99.65	0.35	
	Poll	9,306,904	17,993	0.19	15,993	2,000	88.88	11.12	
	Postal Ballot (if applicable)	9,306,904	-	-	-	-	-	-	
Public- Non Institutions	Total	67,227,471	55,913,665	83.17	55,910,664	3,001	99.99	0.01	



ORDINARY - To approve material related party transaction with ALSTOM T&D India Limited									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	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		
	E-Voting	46,102,083	-	-	-	-	-		
	Poll	46,102,083	-	-	-	-	-		
Promoter and Promoter Group	Postal Ballot (if applicable)	46,102,083	-	-	-	-	-		
	E-Voting	11,818,484	9,507,019	80.44	8,268,387	86.97	13.03		
Public- Institutions	Poll	11,818,484	-	-	-	-	-		
	Postal Ballot (if applicable)	11,818,484	-	-	-	-	-		
Public- Non Institutions	E-Voting	9,306,904	286,570	3.08	285,569	99.65	0.35		
	Poll	9,306,904	17,993	0.19	15,993	88.88	11.12		
	Postal Ballot (if applicable)	9,306,904	-	-	-	-	-		
Total		67,227,471	9,811,582	14.59	8,569,949	87.35	12.65	1,241,633	87.35



ORDINARY - To approve proposed material related party transactions for FY 2016-17											
Resolution required: (Ordinary/ Special)	Yes										
Whether promoter/ promoter group are interested in the agenda/resolution?											
Category	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	E-Voting	46,102,083	-	-	-	-	-				
	Poll	46,102,083	-	-	-	-	-				
	Postal Ballot (if applicable)	46,102,083	-	-	-	-	-				
Public- Institutions	E-Voting	11,818,484	9,507,019	80.44	8,230,585	1,276,434	86.57	13.43			
	Poll	11,818,484	-	-	-	-	-	-			
Public- Non Institutions	Postal Ballot (if applicable)	11,818,484	-	-	-	-	-	-			
	E-Voting	9,306,904	286,570	3.08	285,569	1,001	99.65	0.35			
	Poll	9,306,904	17,993	0.19	17,993	-	100.00	-			
	Postal Ballot (if applicable)	9,306,904	-	-	-	-	-	-			
Total	67,227,471	9,811,582	14.59	8,534,147	1,277,435	86.98	13.02				



ORDINARY - To approve fee for sending statutory documents to members by a particular mode									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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	
	E-Voting	46,102,083	46,102,083	100.00	46,102,083	-	100.00	-	
	Poll	46,102,083	-	-	-	-	-	-	
	Postal Ballot (if applicable)	46,102,083	-	-	-	-	-	-	
Promoter and Promoter Group	E-Voting	11,818,484	8,070,952	68.29	5,746,409	2,324,543	71.20	28.80	
	Poll	11,818,484	-	-	-	-	-	-	
	Postal Ballot (if applicable)	11,818,484	-	-	-	-	-	-	
Public- Institutions	E-Voting	9,306,904	286,570	3.08	286,439	131	99.95	0.05	
	Poll	9,306,904	17,993	0.19	15,993	2,000	88.88	11.12	
	Postal Ballot (if applicable)	9,306,904	-	-	-	-	-	-	
Public- Non Institutions	Total	67,227,471	54,477,598	81.03	52,150,924	2,326,674	95.73	4.27	



To,

The Chairman,

24th (Twenty Forth) Annual General Meeting (AGM) of the Equity Shareholders of **ALSTOM India Limited** held on Friday, July 29, 2016 at 10:30 a.m at Rama Watumull Auditorium, Kishinchand Chellaram College, Dinshaw Wachha Road, Churchgate, Mumbai-400020

Dear Sir,

At the outset, I would like to thank you for appointing me as the Scrutinizer for the remote e-Voting and e-Voting by the members of the Company at the 24th Annual General Meeting of the Company held on Friday, 29 July 2016 at 10.30 a.m.

I am submitting the scrutinizer's Report which is comprehensive and self explanatory in all respect.

For Hemant Singh & Associates


Hemant Kumar Singh



CP- 6370

Date: 29th July, 2016

Place: Mumbai

SCRUTINIZER'S REPORT

NAME OF THE COMPANY	ALSTOM India limited (A GE Group Company)
MEETING	24th Annual General Meeting
DATE & TIME	Friday, 29th July, 2016 at 10:30 a.m
VENUE	Rama Watumull Auditorium, Kishinchand Chellaram College, Dinshaw Wachha Road, Churchgate, Mumbai-400020

1. Appointment as Scrutinizer :

I was appointed as the Scrutinizer for the remote e- voting as well as the electronic voting conducted at the 24th Annual General Meeting (24th AGM) of **ALSTOM India Limited** (hereinafter referred to as "the Company") held on Friday, 29th July, 2016 at 10:30 a.m. at **Rama Watumull Auditorium, Kishinchand Chellaram College, Dinshaw Wachha Road, Churchgate, Mumbai-400020.**

2. Dispatch of Notice convening the meeting:

The Company has informed that, on the basis of the Register of the Members and the list of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of the Notice of the AGM as under:

- On 04th July 2016 by e-mail to 19,053 members who had registered their e-mail -ids with the Company/Depositories.
- On 04th July 2016 by speed post to 22,667 members in physical form.

3. Cut- off Date

The voting rights were reckoned as on **Saturday, 23rd July 2016**, being the Cut- off date for the purpose of deciding the entitlements of members for the remote e-voting and voting at the 24th AGM.

4. Remote e-Voting:

4.1 Agency:

The Company had appointed **M/s Karvy Computershare Private Limited ("Karvy")**, the Registrar and Transfer Agents of the Company as the Agency for providing the remote e- voting platform.

4.2 Remote e-Voting:

Remote e-Voting platform was open from **Monday, 25th July, 2016 at 9:00 a.m. IST to Thursday, 28th July, 2016 at 5:00 p.m.** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by Karvy.



5. Voting at the AGM:

- 5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP ID/Client ID, folios, number of shares held but not the manner in which they have voted.
- 5.2 Accordingly, Karvy provided us with the names, DP ID/ Client ID, folios and shareholding of the members who had cast their votes through remote e-Voting.
- 5.3 Karvy provided e-Voting facility to the members who attended the 24th AGM
- 5.4 The Chairman appointed Mr. S.R. Krishnan, as the second scrutinizer to scrutinize the e-Voting conducted at the AGM.

6. Counting process

- 6.1 On completion of voting at the meeting, Karvy provided me with the list of members who had cast their votes, their holding details and details of vote cast on the resolution.
- 6.2 The votes were reconciled with the records maintained by the Company and Karvy with respect to the authorizations /proxies lodged with the Company.
- 6.3 The Instapoll Voting device was opened by me in the presence of two witnesses who are not the employees of the Company.
- 6.4 The votes on remote e-voting were unblocked at around 12.05 PM, after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e- voting website of Karvy (<https://evoting.karvy.com>) and the same are being handed over to the Chairman.

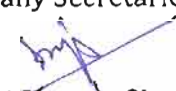
7. Results:

- 7.1 I observed that
- 34 members had cast their votes at the meeting.
 - 105 members had cast their votes through remote e-Voting.
- 7.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 24th AGM dated **14th June, 2016** is enclosed.
- 7.3 Based on the aforesaid results, I report that **Ten (10) Ordinary Resolutions** as contained in **Item No. 1 to 6 and Item No.10 to 13** and **Three (3) Special resolutions as contained in Item No. 7 to 9** of the Notice dated **14th June, 2016** have been passed with requisite majority.

For **Hemant Singh & Associates**
(Company Secretaries)

Date: 29 July 2016
Place: Mumbai




Hemant Kumar Singh
Partner
M.No. 6033
C.P. No. 6370

Consolidated Results

a) **Resolution-1: Ordinary Resolution**

To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended March 31, 2016 and reports of the Board of Directors and Auditors thereon.

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	96	54457601	99.999993
Voting by Insta poll	34	17993	100
Total	130	54475594	99.999993

(ii) Voted **against** the Resolution:

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	2	4	0.000007
Voting by Insta poll	NIL	NIL	0
Total	2	4	0.000007

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7*	1438067*

* Abstained from Voting.

b) **Resolution-2: Ordinary Resolution**

To Re-appoint Mr. Rathindra Nath Basu (DIN-01192973), retiring by rotation.

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

Mode of voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	100	55870037	99.95
Voting by Insta poll	34	17993	100
Total	134	55888030	99.95

(ii) Voted **against** the resolution:

Mode of Voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	5	25635	0.5
Voting by Insta poll	NIL	NIL	0
Total	5	25635	0.5

(iii) **Invalid** votes:

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



c) Resolution-3: Ordinary Resolution

Appointment of M/s B S R & Co LLP, Chartered Accountants (FRN-101248W/W-100022) as Statutory Auditors in place of M/s S. N. Dhawan & Co. and fixing their remuneration:

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

Mode of voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	101	55752759	99.74
Voting by Insta poll	34	17993	100
Total	135	55770752	99.74

(ii) Voted **against** the resolution:

Mode of Voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	142913	0.26
Voting by Insta poll	NIL	NIL	0
Total	4	142913	0.26

(iii) **Invalid** votes:

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

d) Resolution-4: Special Business-Ordinary Resolution

Ratification of the remuneration of M/s Shome & Banerjee, Cost Accountants (Firm Registration No. 000001), Cost Auditors for financial year 2016-17

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

Mode of voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	104	55895671	99.999998
Voting by Insta poll	34	17993	100
Total	138	55913664	99.999998

(ii) Voted **against** the resolution:

Mode of Voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	1	0.000002
Voting by Insta poll	NIL	NIL	0
Total	1	1	0.000002

(iii) **Invalid** votes:

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



e) Resolution-5: Special Business-Ordinary Resolution

Appointment of Mr. Alain Christian Spohr (DIN: 03581607) as a Director of the Company, liable to retire by rotation.

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

Mode of voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	102	55889610	99.99
Voting by Insta poll	34	17993	100
Total	136	55907603	99.99

(ii) Voted **against** the resolution:

Mode of Voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	6062	0.01
Voting by Insta poll	NIL	NIL	0
Total	3	6062	0.01

(iii) **Invalid** votes:

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

f) Resolution-6: Special Business-Ordinary Resolution

Appointment of Ms. Neera Saggi (DIN: 00501029) as an Independent Director of the Company, till 13 June 2021.

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

Mode of voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	102	55895663	99.99998
Voting by Insta poll	34	17993	100
Total	136	55913656	99.99998

(ii) Voted **against** the resolution:

Mode of Voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	9	0.00002
Voting by Insta poll	NIL	NIL	0
Total	3	9	0.00002

(iii) **Invalid** votes:

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



g) Resolution-7: Special Business-Special Resolution

Appointment of Mr. Ashok Ganesan (DIN: 07468130) as a Director w.e.f this AGM and Managing Director of the Company w.e.f 01 May 2016 for a period of 3 years.

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

Mode of voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	92	54131847	97.76
Voting by Insta poll	34	17993	100
Total	126	54149840	97.76

(ii) Voted **against** the resolution:

Mode of Voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	7	1240062	2.24
Voting by Insta poll	NIL	NIL	0
Total	7	1240062	2.24

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
6*	523763

*Abstained from voting

h) Resolution-8: Special Business-Special Resolution

Approval of re-appointment of Mr. Patrick Armand Prosper Ledermann (DIN: 05219344) as a Managing Director from 01 October 2015 to 31 March 2016.

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

Mode of voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	103	55895668	99.999992
Voting by Insta poll	33	15993	100
Total	136	55911661	99.999992

(ii) Voted **against** the resolution:

Mode of Voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	4	0.000008
Voting by Insta poll	NIL	NIL	0
Total	2	4	0.000008

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
*1	*2000

*Abstained from Voting



i) Resolution-9: Special Business-Special Resolution

Approval of change of name of the Company from ALSTOM India Limited to GE Power India Limited

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

Mode of voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	103	55895351	99.9994
Voting by Insta poll	34	17993	100
Total	137	55913344	99.9994

(ii) Voted **against** the resolution:

Mode of Voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	321	0.0006
Voting by Insta poll	NIL	NIL	0
Total	3	321	0.0006

(iii) **Invalid** votes:

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

j) Resolution-10: Special Business-Ordinary Resolution

Approval of material related party transaction with Alstom Transport S.A.

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

Mode of voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	103	55894671	99.998
Voting by Insta poll	33	15993	88.885
Total	136	55910664	99.994

(ii) Voted **against** the resolution:

Mode of Voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	2	1001	0.002
Voting by Insta poll	1	2000	11.115
Total	3	3001	0.006

(iii) **Invalid** votes:

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



k) Resolution-11: Special Business-Ordinary Resolution

Approval of material related party transaction with Alstom T&D India Limited.

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

Mode of voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	69	8553956	87.342
Voting by Insta poll	33	15993	88.885
Total	102	8569949	87.345

(ii) Voted **against** the resolution:

Mode of Voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	34	1239633	12.658
Voting by Insta poll	1	2000	11.115
Total	35	1241633	12.655

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
*2	*46102083

*Abstained from Voting

l) Resolution-12: Special Business-Ordinary Resolution

Approval of proposed material related party transaction for Financial Year 2016-17.

(i) Voted in favour of the resolution:

Mode of voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	67	8516154	86.956
Voting by Insta poll	34	17993	100
Total	101	8534147	86.981

(ii) Voted **against** the resolution:

Mode of Voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	36	1277435	13.044
Voting by Insta poll	NIL	NIL	0
Total	36	1277435	13.019

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
*2	*46102083

*Abstained from Voting



m) **Resolution-13: Special Business- Ordinary Resolution**

Approval of fee for sending statutory documents to members by a particular mode.

(i) Voted in favour of the resolution:

Mode of voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	80	52134931	95.731
Voting by Insta poll	33	15993	88.885
Total	113	52150924	95.729

(ii) Voted **against** the resolution:

Mode of Voting	Number of members of voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	19	2324674	4.269
Voting by Insta poll	1	2000	11.115
Total	20	2326674	4.271

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
*6	*1436067

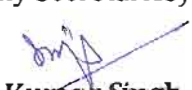
*Abstained from Voting.

All electronic data and all relevant records of electronic voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 24th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

For **Hemant Singh & Associates**
(Company Secretaries)

Date: 29 July 2016
Place: Mumbai




Hemant Kumar Singh
Partner
M.No. 6033
C.P. No. 6370

