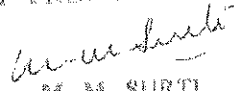


**TRENT LIMITED**

Details of the Voting Results as per Regulation 44 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015	
Date of the AGM	Friday, 12 <sup>th</sup> August 2016
Total number of shareholders on record date	As on cut -off date i.e. 5 <sup>th</sup> August 2016: 33,710
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoters Group :	1
Public:	193
No. of shareholders attended the meeting through video conferencing	Not Arranged
Promoters and Promoters Group :	
Public:	

For TRENT LIMITED  
  
**M. M. SURTI**  
 Company Secretary

(2)

TRENT LIMITED

Resolution No 1

a.the Audited Financial Statements of the Company for the financial year ended 31st March 2016, together with the Reports of the Board of Directors and the Auditors thereon; and

b.the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2016, together with the Report of the Auditors thereon.

Resolution required: (Ordinary/ Special) : Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?: No

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
			[1]	[2]		[4]	[5]		
1	Promoter and Promoter Group	E-Voting	10838015	10838015	100.00	10838015	0	100.00	0.00
		Poll*	10838015	0	0.00	0	0	0.00	0.00
		Total	10838015	10838015	100.00	10838015	0	100.00	0.00
2	Public - Institutional holders	E-Voting	14289827	8919431	62.42	8919431	0	100.00	0.00
		Poll*	14289827	0	0.00	0	0	0.00	0.00
		Total	14289827	8919431	62.42	8919431	0	100.00	0.00
3	Public-Others	E-Voting	8103831	11392	0.14	11279	113	99.01	0.99
		Poll*	8103831	3271	0.04	3271	0	100.00	0.00
		Total	8103831	14563	0.18	14550	113	99.23	0.77
Total	Total	E-Voting	33231673	19768838	59.49	19768725	113	100.00	0.00
		Poll*	33231673	3271	0.01	3271	0	100.00	0.00
		Total	33231673	19772109	59.50	19771996	113	100.00	0.00

\* Voting through ballot paper at the AGM

FOR TRENT LIMITED

*M M Surti*  
M. M. Surti  
Company Secretary

(60)

Resolution No 2

To confirm the payment of Interim Dividend on Equity Shares for the financial year ended 31st March 2016.

Resolution required: (Ordinary/ Special) : Ordinary

Whether promoter/ promoter group are interested in the agenda/ resolution?: No

TRENT LIMITED

Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100
		[1]	[2]		[4]	[5]		
1	E-Voting	10838015	10838015	100.00	10838015	0	100.00	0.00
	Poll*	10838015	0	0.00	0	0	0.00	0.00
	Total	10838015	10838015	100.00	10838015	0	100.00	0.00
2	E-Voting	14289827	8923985	62.45	8923985	0	100.00	0.00
	Poll*	14289827	0	0.00	0	0	0.00	0.00
	Total	14289827	8923985	62.45	8923985	0	100.00	0.00
3	E-Voting	8103831	11389	0.14	11279	110	99.03	0.97
	Poll*	8103831	3271	0.04	3271	0	100.00	0.00
	Total	8103831	14660	0.18	14550	110	99.25	0.75
Total	E-Voting	33231673	19773389	59.50	19773279	110	100.00	0.00
	Poll*	33231673	3271	0.01	3271	0	100.00	0.00
	Total	33231673	19776660	59.51	19776550	110	100.00	0.00

\* Voting through ballot paper at the AGM

FOR TRENT LIMITED

*M M Surti*

M. M. SURTI

Company Secretary

4

Resolution No 3

TRENT LIMITED

To appoint a Director in place of Mr. B. Bhat (DIN: 00148778), who retires by rotation and being eligible, offers himself for re-appointment  
 Resolution required: (Ordinary/ Special) : Ordinary  
 Whether promoter/ promoter group are interested in the agenda/resolution?: No

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
			[1]	[2]		[4]	[5]		
1	Promoter and Promoter Group	E-Voting	10838015	10838015	100.00	10838015	0	100.00	0.00
		Poll*	10838015	0	0.00	0	0	0.00	0.00
		Total	10838015	10838015	100.00	10838015	0	100.00	0.00
2	Public - Institutional holders	E-Voting	14289827	8923985	62.45	8857771	66214	99.26	0.74
		Poll*	14289827	0	0.00	0	0	0.00	0.00
		Total	14289827	8923985	62.45	8857771	66214	99.26	0.74
3	Public-Others	E-Voting	8103831	11351	0.14	11078	273	97.59	2.41
		Poll*	8103831	3271	0.04	3271	0	100.00	0.00
		Total	8103831	14622	0.18	14349	273	98.13	1.87
Total	Total	E-Voting	33231673	19773351	59.50	19706864	66487	99.66	0.34
		Poll*	33231673	3271	0.01	3271	0	100.00	0.00
		Total	33231673	19776622	59.51	19710135	66487	99.66	0.34

\* Voting through ballot paper at the AGM

FOR TRENT LIMITED

*M. M. Surti*  
 M. M. Surti  
 Company Secretary

(6)

TRENT LIMITED

Resolution No 4

Ratification of appointment of Auditors

Resolution required: (Ordinary/ Special) : Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?: No

Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
		[1]	[2]		[4]	[5]		
1	E-Voting	10838015	10838015	100.00	10838015	0	100.00	0.00
	Poll*	10838015	0	0.00	0	0	0.00	0.00
	Total	10838015	10838015	100.00	10838015	0	100.00	0.00
2	E-Voting	14289827	5638985	39.46	5638985	0	100.00	0.00
	Poll*	14289827	0	0.00	0	0	0.00	0.00
	Total	14289827	5638985	39.46	5638985	0	100.00	0.00
3	E-Voting	8103831	11074	0.14	10947	127	98.85	1.15
	Poll*	8103831	3271	0.04	3271	0	100.00	0.00
	Total	8103831	14345	0.18	14218	127	99.11	0.89
Total	E-Voting	33231673	16488074	49.62	16487947	127	100.00	0.00
	Poll*	33231673	3271	0.01	3271	0	100.00	0.00
	Total	33231673	16491345	49.63	16491218	127	100.00	0.00

\* Voting through ballot paper at the AGM

FOR TRENT LIMITED

*M. M. SURESH*

M. M. SURESH  
Company Secretary

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TRENT LIMITED

Resolution No 5

Commission to Non- Whole-time Directors of the Company

Resolution required; (Ordinary/ Special) : Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?: No

Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
		[1]	[2]	[3]	[4]	[5]	[6]	[7]
1 Promoter and Promoter Group	E-Voting	10838015	10838015	100.00	10838015	0	100.00	0.00
	Poll*	10838015	0	0.00	0	0	0.00	0.00
	Total	10838015	10838015	100.00	10838015	0	100.00	0.00
2 Public - Institutional holders	E-Voting	14289827	8923985	62.45	8923985	0	100.00	0.00
	Poll*	14289827	0	0.00	0	0	0.00	0.00
	Total	14289827	8923985	62.45	8923985	0	100.00	0.00
3 Public-Others	E-Voting	8103831	11350	0.14	10760	590	94.80	5.20
	Poll*	8103831	3271	0.04	3271	0	100.00	0.00
	Total	8103831	14621	0.18	14031	590	95.96	4.04
Total	E-Voting	33231673	19773350	59.50	19772760	590	100.00	0.00
	Poll*	33231673	3271	0.01	3271	0	100.00	0.00
	Total	33231673	19776621	59.51	19776031	590	100.00	0.00

\* Voting through ballot paper at the AGM

FOR TRENT LIMITED

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*M M Surti*

M M Surti

Company Secretary

**TRENT LIMITED**

Resolution No 6  
 Offer of invitation to subscribe to Non-Convertible Debentures on a private placement basis  
 Resolution required: (Ordinary/ Special) : Special  
 Whether promoter/ promoter group are interested in the agenda/resolution?: No

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100
1	Promoter and Promoter Group	E-Voting Poll*	10838015	10838015	100.00	10838015	0	100.00	0.00
		Total	10838015	10838015	100.00	10838015	0	100.00	0.00
2	Public - Institutional holders	E-Voting Poll*	14289827	8923985	62.45	8923985	0	100.00	0.00
		Total	14289827	8923985	62.45	8923985	0	100.00	0.00
3	Public-Others	E-Voting Poll*	8103831	11392	0.14	11147	245	97.85	2.15
		Total	8103831	3271	0.04	3271	0	100.00	0.00
		E-Voting Poll*	33231673	19773392	59.50	19773147	245	100.00	0.00
	Total	Total	33231673	3271	0.01	3271	0	100.00	0.00
		<b>Total</b>	<b>33231673</b>	<b>19776663</b>	<b>59.51</b>	<b>19776418</b>	<b>245</b>	<b>100.00</b>	<b>0.00</b>

\* Voting through ballot paper at the AGM

For TRENT LIMITED  
*M. M. Surti*  
 M. M. Surti  
 Company Secretary

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**TRENT LIMITED**

Resolution No 7  
 Sub-division of Equity shares of Rs 10/- each to Equity shares of Rs 1/- each  
 Resolution required: (Ordinary/ Special) : Ordinary  
 Whether promoter/ promoter group are interested in the agenda/resolution?: No

	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes polled on outstanding shares [3]=[2]/[1]*100	No. of Votes in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100
1	Promoter and Promoter Group	E-Voting Poll* Total	10838015 10838015 10838015	10838015 0 10838015	100.00 0.00 100.00	10838015	0	100.00	0.00
2	Public - Institutional holders	E-Voting Poll* Total	14289827 14289827 14289827	8923985 0 8923985	62.45 0.00 62.45	8923985	0	100.00	0.00
3	Public-Others	E-Voting Poll* Total	8103831 8103831 8103831	11394 3271 14665	0.14 0.04 0.18	11779	115	98.99	1.01
	Total	E-Voting Poll* Total	33231673 33231673 33231673	19773394 3271 19776665	59.50 0.01 59.51	19773279	115	100.00	0.00
		<b>Total</b>	<b>33231673</b>	<b>19776665</b>	<b>59.51</b>	<b>19776548</b>	<b>117</b>	<b>100.00</b>	<b>0.00</b>

\* Voting through ballot paper at the AGM

For TRENT LIMITED

*M. M. SURET*

M. M. SURET  
 Company Secretary

9



Resolution No 8

Alteration of Memorandum of Association of the Company

Resolution required: (Ordinary/ Special) : Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?: No

TRENT LIMITED

Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$
		[1]	[2]		[4]	[5]		
1 Promoter and Promoter Group	E-Voting	10838015	10838015	100.00	10838015	0	100.00	0.00
	Poll*	10838015	0	0.00	0	0	0.00	0.00
	Total	10838015	10838015	100.00	10838015	0	100.00	0.00
2 Public - Institutional holders	E-Voting	14289827	8923985	62.45	8923985	0	100.00	0.00
	Poll*	14289827	0	0.00	0	0	0.00	0.00
	Total	14289827	8923985	62.45	8923985	0	100.00	0.00
3 Public-Others	E-Voting	8103831	11394	0.14	11279	115	98.99	1.01
	Poll*	8103831	3271	0.04	3271	0	100.00	0.00
	Total	8103831	14665	0.18	14550	115	99.22	0.78
Total	E-Voting	33231673	19773394	59.50	19773279	115	100.00	0.00
	Poll*	33231673	3271	0.01	3271	0	100.00	0.00
	Total	33231673	19776665	59.51	19776550	115	100.00	0.00

\* Voting through ballot paper at the AGM

For TRENT LIMITED

*M. M. Surti*  
M. M. Surti  
Company Secretary

0

**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office :  
111, 11th Floor, Sai-Dwar CHS Ltd,  
Sab TV Lane, Opp Laxmi Industrial Estate  
Off Link Road, Above Shabari Restaurant,  
Andheri (W), Mumbai : 400 053  
Tel. : 26301232 / 26301233 / 26301240  
Email : cs@parikhassociates.com  
parikh.associates@rediffmail.com

To,  
The Chairman  
TRENT LIMITED  
Bombay House,  
24, Homi Mody Street,  
Mumbai-400001

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through ballot paper at the Annual General Meeting of Trent Limited held on Friday, August 12, 2016 at 10.45 a.m.**

I, Sarvari Shah, of M/s. Parikh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Trent Limited, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions passed at the 64<sup>th</sup> Annual General Meeting (AGM) of Trent Limited held on Friday, August 12, 2016 at 10.45 a.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on August 12, 2016.

The Notice dated June 28, 2016 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

The Company had availed the remote e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility. The shareholders of the company holding shares as on the "cut-off" date of August 5, 2016 were entitled to vote on the resolutions as contained in the Notice of the AGM.

*MS*

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The voting period for remote e-voting commenced on Tuesday, August 9, 2016 at 09:00 a.m. (IST) and ended on Thursday, August 11, 2016 at 05:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and voting through ballot paper at the AGM.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot paper at the AGM in respect of the said Resolutions.

#### Resolution I: Ordinary Resolution

- a. the Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016, together with the Report of the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
153	1,97,71,996	100.00(Rounded -off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	113	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
6	646

*M*



## Resolution 2: Ordinary Resolution

To confirm the payment of Interim Dividend on Equity Shares for the financial year ended 31<sup>st</sup> March, 2016.

(i) Voted in favour of the resolution:

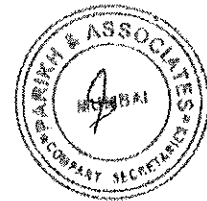
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
154	1,97,76,550	100.00 (Rounded-off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	110	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
6	646



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## Resolution 3: Ordinary Resolution

To appoint a Director in place of Mr. B. Bhat (DIN 00148778), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
147	1,97,10,135	99.66

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	66,487	0.34

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
6	646



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## Resolution 4: Ordinary Resolution

Ratification of appointment of Auditors.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
150	1,64,91,218	100.00 (Rounded-off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	127	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
6	646



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## Resolution 5: Ordinary Resolution

Commission to Non-Whole-time Directors of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
144	1,97,76,031	100.00 (Rounded-off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	590	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
6	646



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## Resolution 6: Special Resolution

Offer or invitation to subscribe to Non-Convertible Debentures on a private placement basis.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
149	1,97,76,418	100.00 (Rounded-off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	245	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
6	646



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## Resolution %: Ordinary Resolution

Sub-division of Equity shares of Rs. 10/- each to Equity shares of Re. 1/- each.

(i) Voted in favour of the resolution:

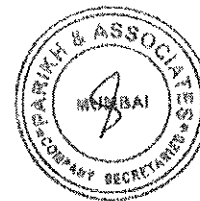
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
153	1,97,76,548	100.00 (Rounded-off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
4	117	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
6	646



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## Resolution 8: Ordinary Resolution

## Alteration of Memorandum of Association of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
154	1,97,76,550	100.00(Rounded-off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	115	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
6	646

Thanking you,

Yours faithfully,



Sarvari Shah

Parikh &amp; Associates

Practising Company Secretaries

ACS: 27572 CP No.: 11717

111, 11<sup>th</sup> Floor, Sai Dwar CHS Ltd

Sab TV Lane, Opp. Laxmi Indl. Estate,

Off Link Road, Above Shabari Restaurant,

Andheri West, Mumbai - 400053

Place: Mumbai

Dated: August 12, 2016

