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WHEELS INDIA LIMITED

Registered Office :
21, Patullos Road, Chennai - 600 002.

Factory :
Padi, Chennai - 600 050.

DECLARATION OF RESULTS OF VOTING CONDUCTED BY POSTAL BALLOT IN TERMS OF NOTICE DATED 14-12-2012

Pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, the Postal Ballot Notice dated 14th December, 2012 along with Postal Ballot Form was despatched by the Company to all its shareholders seeking their approval under Section 81(1A) of the Companies Act, 1956 for the issue of equity capital.

The Board of Directors had appointed Mr. S. Dhanapal, Partner, M/s. S. Dhanapal & Associates, Practicing Company Secretaries as Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

The last date fixed for receiving the completed postal ballot forms from the shareholders was 30th January, 2013. The Postal Ballots received by the Company from the shareholders have been duly scrutinized by the Scrutinizer and the Report dated 4th February, 2013 was submitted by him to the Company.

Based on the said Report of the Scrutinizer, the results of voting by postal ballot declared on February 5, 2013 at 4.35 p.m, at the Corporate office , Padi, Chennai 600050 are as follows:-

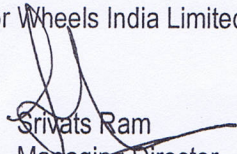
Special Resolution for raising of equity capital:

Summary of the Postal Ballot Forms		No. of Postal Ballot forms	No. of Shares	Vote %
Total Postal Ballot Forms Received	:	543	8646913	
Less: Invalid Postal Ballot Forms	:	19	1689	
Net Valid Postal Ballot Forms	:	524	8645224	100.00%
Postal Ballot Forms with assent to the Resolution	:	509	8641958	99.96%
Postal Ballot Forms with dissent to the Resolution	:	15	3266	0.04%

The Resolution as set out in the Notice dated 14-12-2012 has therefore been approved by the shareholders with requisite majority.

Place : Chennai
Date : 05.02.2013

For Wheels India Limited


Srivats Ram
Managing Director

PLEASE ADDRESS ALL COMMUNICATIONS TO THE FACTORY