

SHANTHI GEARS LIMITED

Phone

CIN

+91-422-4545745 +91-422-4545700

Fax info@shanthigears.murugappa.com E-mail

Website: www.shanthigears.com L29130TZ1972PLC000649

July 27, 2016

The Manager Listing Department **National Stock Exchange Limited** Exchange Plaza Bandra - Kurla Complex Bandra (E) **MUMBAI - 400 051**

Bombay Stock Exchange Limited Corporate Relationship Department 1st Floor, New Trading Ring Rotunda Building, Phiroze Jeejeebhoy towers Dalal Street Mumbai - 400 001

Dear Sir,

Sub: Submission of details regarding the voting results for the 43rd Annual General Meeting of the Members of the Company held on 25th July, 2016.

Ref: Regulation 44 of the SEBI (Listing Obligations and Disclosure) Requirements, 2015

Regd. Office:

Singanallur

304-A, Trichy Road,

Coimbatore - 641 005

This is to inform that 43rd Annual General Meeting of the Members of the Company was held on Monday, the 25th day of July, 2016 at 2.00 p.m. at the Registered Office of the Company at 304-A, Trichy Road, Singanallur, Coimbatore - 641 005 to transact the business mentioned in the notice of the Annual General Meeting dated 27th April, 2016.

As required by the provisions of the Section 108 of the Companies act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, facility of voting through electronic means on all proposals contained in the Annual General Meeting Notice dated 27th April, 2016 was provided to the members. The company has appointed Mr.P.Eswaramoorthy as Scrutinizer to conduct e-voting and poll at AGM venue in a transparent manner. The e-voting

> Works: "C" Unit, Avinashi Road, Muthugounden Pudur Post, Coimbatore - 641 406, India. Tel: +91 422 4545745 / Fax: +91 422 4545700 / Mobile: +91 96262 60500 (8 Lines)



SHANTHI GEARS LIMITED

CIN

Phone +91-422-4545745 +91-422-4545700 Fax

: info@shanthigears.murugappa.com F-mail

Website: www.shanthigears.com : L29130TZ1972PLC000649

was commenced on 22nd July, 2016 at 10.00 a.m. IST and ended on 24th July, 2016 5.00 p.m. IST. Voting by poll was carried out at the Annual General Meeting.

Regd. Office:

Singanallur

304-A, Trichy Road,

Coimbatore - 641 005

All the items of business as mentioned in the Annual General Meeting Notice have been transacted and based on the report of the Scrutinizer, all the resolutions were declared as duly passed by requisite majority by e-voting and through voting by poll conducted at the said Annual General Meeting.

Further, the following details of Voting Results and Scrutinizer's repot are given in Annexure.

With Best regards

For SHANTHI GEARS LIMITED

C.SUBRAMANIAM COMPANY SECRETARY

Encl: as above

page NO.1

SHANTHI GEARS LIMITED

ANNUAL GENERAL MEETING HELD ON 25TH JULY, 2016 RESULTS OF VOTING UNDER REGULATION 44 OF THE SEBI (LODR) REGULATIONS, 2015

Date of Annual General Meeting

: Monday, 25th July, 2016

Number of shareholders as on record date (cut off

: 15072

(ie., 19th July, 2016) No. of shareholders present in the meeting

either in person or through proxy

-Promoters

-Public

T: 19:

No. of shareholders attended the meeting

through video conferencing -Promoters & Promoters Group -Public

S S

:No video conferencing

votes polled (7)=[(5)/(2)]* 100

polled (6)=[(4)/(2)]*100

% of Votes in favour on votes

No. of Votes against (5)

No. of Votes in

favour (4)

% of Votes against on

Resolution required: ORDINARY- Adoption of Audited Financial Statements of the Company for the financial year ended 31st March 2016, the Report of the Board of 100.000 100,000 100,000 100.000 2195329 57296413 2,195,329 57,296,413 686.66 52.385 686.66 52.385 Whether Promoters and Promoter Group are interested in the Agenda/Reolution: NO 57296413 57,296,413 2195329 2,195,329 57302913 57,302,913 4190758 4,190,758 Director's and the Auditor's thereon. Public - Institutions - Ballot by Post Public - Non Institutions - F-Voting Public - Institutions - Poll at AGM Public - Institutions - E-Voting Promoetr - Ballot by Post Promoter - Poll at AGM Promoter - E-Voting Total (A) Total (B)

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	2017770	101/CT	×900	13748	•	200	
Dublic Men lastination of the con-					5	SM:MT	
rubiic - Noil institutions - Poll at AGM		2011	1000				
		+T 100	1/97/0	IVL LXS	_	5	
Dublic New Laction Cont.					5	100:00T	
Languer - Mont Intertitations - Ballot by Post							
Total (C)							
(2)	- C81 CCC UC	L70 1/L	****				
	TOTAL PROPERTY.	700/1/	444.0	71 863		444	
Total (A+R+C)				TOOK !		TOTAL TOTAL	
(212)		100 203 6V	1000	The second second			
	Street St		TC0:71				



No. of votes polled No. of votes in No. of votes in Shints			_						
Premoter Public Premoter - Build by Post Public Premoter - Build by Post Public Premoter - Public								9	/
Wheteler Pornoters and Promoter Continu to Invested of Re. 0.50 per share declared by the Board of Directors of the Company on 27th January. 2016	Q.	Promoter/ Public	No. of shares held (1)	No. of vates 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 against on votes polled (7)=[(5)/(2)]*
Promoter - E-Voting Frances - E-Voting France		Resolution required: ORDINARY- Confirm t	he Interim Divider	nd of Rs.0.50 per share	declared by the Boar	d of Directors of the	Company on	27th January.2016	3
Promoter - Polis 4,546 Promoter - Polis 4,		Promoter - E-Voting	are interested in t	ne Agenda/ Reolution:	ON.				
Promoter Salicity Post Promoter Salicity		Promoter - Poll at AGM	57302913					100.001	
Total (A) Public - Institutions - Eviding ST302313 ST305413 ST30541		Promoetr - Ballot by Post							
Public - Institutions - E-Voting 4190758 2195329 52.385 2195329 0 100000		Total (A)	57.302.913	E7 786 413					
Public - Institutions - Foli at AGM Public - Non institutions - Foli at AGM Public - Non institutions - Foli at AGM A 1907/58 2135433 213543 2135433 2135433 2135433 2135433 2135433 2135433 2135433 2135433 2135433 2135433 2135433 2135433 213543 2135433 21		Public - Institutions - E-Voting	4190758	STP/063/16		57,		100,000	
Public - Non Institutions - Ballot by Post 190,000	7	Public - Institutions - Poll at AGM	-	6750617				100.000	
Total (B)		Public - Institutions - Ballot by Post	-						
Public - Non Institutions - E-Voting Promoter - Poli at AGM Promote		Total (B)	4.190.758	2.196.300	-			_	
Public Non institutions - Poil at AGM 100,000		Public - Non Institutions - E-Voting	20222182	97.61		2,19	-	100:000	٠
Total (A-B+C)		Public - Non Institutions - Poll at AGM	701	13/46				100.000	
Total (L)		Public - Non Institutions - Ballot by Post		30114				689.66	0.311
Total (A+8+C)		Total (C)	20,222,182	71.963					
Promoter/ Public Promoter Public		Total (A+B+C)	1558/217/28	59563604		506	181	99,748	
Promoter Public Publi			1	2	3		٢		
Promoter Public No. of shares No. of votes polled Shares No. of votes polled Shares No. of votes polled Shares Held (1) (2) Shares Favour (4) Against (5) Shares Held (1) (2) Shares Favour (4) Against (5) Shares Favour (4) Against (5) Shares Shares Favour (4) Against (5) Shelf (1) Shares Shelf (1) Shelf					% of Votes Polled				% of Votes
Resolution required: ORDINARY- Appoint Director in place of Mr. M.M.Murugappan (DIN 00170478) who retires by rotation and being eligible, offers himself for appointment	_	Promoter/ Public	No. of shares	No. of votes polled	on outstanding	No. of Votes in	No. of Votes	favour on votes	against on
Sampling			held (1)	(2)	shares	favour (4)	against (5)	polled	votes polled
Promoter - Poll at AGM Promoter - Poll at AGM Public - Institutions - E-Voting		Recolution required: Oppinion A			(3)=[(7)/(1)]+100			(6)=[(4)/(2)]*100	(/)=[(>)/(2)]* 100
Whether Promoters and Promoter Group are interested in the Agenda/ Reolution: YES 99.989 57296413 100.000 Promoter - E-Voting Promoter - Poil at AGM Public - Institutions - E-Voting Public - Institutions - Poil at AGM Public - Institutions - In		appointment	irector in place of	Mr.M.M.Murugappan	(DIN 00170478) who	retires by rotation a	and being eligil	ole, offers himself fo	r re
Promoter - E-Voting 57302913 57296413 99.989 57296413 100.000 Promoter - Poll at AGM Promoter - Poll at AGM 57,302,913 57,296,413 99.989 57,296,413 100.000 Public - Institutions - E-Voting Public - Institutions - Ballot by Post 41,90758 21,95329 52,385 21,95329 0 100,000 Public - Institutions - Ballot by Post 4,190,758 2,195,329 52,385 2,195,329 0 100,000 Public - Non Institutions - Ballot by Post 20222182 8748 0.043 8648 100 98.857 Public - Non Institutions - Ballot by Post 58114 0.287 58114 0 100.000 Total (C) 20,222,182 66,862 0.330 66,762 100 99.850 0 Total (C) 6,762 100 (0.93) 6,762 100 99.850 0		and Pr	e interested in th	e Agenda/ Reolution: Y	'ES				
Promoter - Poll at AGM Promoter - Poll at AGM 100.000 Promoetr - Ballot by Post 57,302,913 57,296,413 99,989 57,296,413 100.000 Total (A) 41,907,758 21,95329 52,385 21,95329 0 100,000 Public - Institutions - Poll at AGM 4,190,758 2,195,329 52,385 2,195,329 0 100,000 Public - Institutions - Ballot by Post 4,190,758 2,195,329 52,385 2,195,329 0 100,000 Public - Non Institutions - Poll at AGM 58114 0.043 8648 100 98.857 Public - Non Institutions - Ballot by Post 50,227,182 66,862 0.330 66,762 100,000 Total (C) 81,115,853 50,330 66,762 100 99,850 67,762		- 1	57302913	57296413		C770C412			
Total (A)		Promoter - Poll at AGM				27.200412		100:000	
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Autons - Froil at Aukin Litions - Ballot by Post 4,190,758 2,195,329 52,385 2,195,329 100,000	~	Dublic Inctitutions - E-Voting	4190758	2195329	52.385	2195329	c	100.000	
nstitutions - E-Voting 20222182 2,195,329 52.385 2,195,329 - 100,000 98.857		Public - Institutions - Ballot by Poet						000:001	
nstitutions - E-Voting 20222182 8748 0.043 8648 100 98.857 nstitutions - Poll at AGM 20222182 8714 0.0287 58114 0 100.000 nstitutions - Ballot by Post 20,222,182 66,862 0.330 56,762 100 99,850		Total (B)	4 190 759	3.400.300					
100.000 98.857 8648 100 98.857 98.857 100.000 98.857 100.000 1		Public - Non Institutions - E-Voting	20222182	676,001,4	\$85.74	2,195,329	•	100,000	
100.000 100.00		Public - Non Institutions - Poll at AGM		0/40	0.043	8648	100	98.857	1.143
20,222,182 66,862 0.330 66,762 100 99.850		Public - Non Institutions - Ballot by Post		201T4	0.287	58114	0	100:000	
81.715.853 S. 56 458 FOAT		Total (C)	20,222,182	66.867	JUGE U				
	7	Total (A+B+C)	81.715.853	CO CCO CON	10000	70//00	100	99.850	0.150

No. of Votes in Favour on votes favour (4) Against (5) Against (5) Against (6) Against (7)							٥	7
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\$2.385	1							
\$2.385	ı	57,302,913						
52.38: 2.195.329 0 100.000 52.38: 2.195.329		4190758			76	,	100,000	,
\$2.195,328	l						100.000	
52.385 2.195.326 10 100.000 10	1							
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6 of Votes Polled on outstanding No. of Votes in No. of Votes in On outstanding Shares favour (4) against (5) [6]=[(4]/(2)]*1.00 [7]=[(4]/(2)]*1.			+770C				100.000	
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6 of Votes Polled on outstanding No. of Votes in Shares shares favour (4) against (5) against (5) polled against (5) (6)=[(4)/(2)]*100 lidependent Director of the Company for one year from the conclusion of 57.296,413 100.000 conclusion of 10						n	9	7
99.989 57296413 100.000 this 43 100.000 100.00		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)]*
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99.989 57296413 100.000 99.989 57,296,413 52.385 2195329 0 100.000		BASSINIS	an (Din 00062246) as ar	n Independent Directo	or of the Company fo	or one year fro	m the conclusion of 1	his 43rd
57296413 99.989 57296413 100.000 57,296,413 57,296,413 100.000 2195329 52.385 2195329 0 100.000 2195,329 52.385 2,195,329 0 100.000 8748 0.043 8638 110 98.743 58114 0.287 58114 0 100.000 85588 04 75 886 110 99835	اة	ire interested in ti	ne Agenda/ Reolution: N	0				
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2,195,329 52.385 2,195,329 100,000 8748 0.043 8638 110 98.743 58114 0.287 58114 0 100,000 66,882 10330 66,752 110 99,835	1	200	715057	52.385	2195329	٥	100.000	
2,195,329 52.385 2,195,329 100,000 8748 0.043 8638 110 98.743 58114 0.287 58114 0 100,000 66,852 1.0330 66,752 110 99.835	1					-		,
8748 0.043 8638 110 98.743 58114 0.287 58114 0 100.000 66,852 1.0390 66,752 110 99.835	J	4,190,758	2195 379		1	'	•	-
58114 0.287 58114 0 98.743 66,862 10390 66,752 10 99.835	1	20222182	8748	5000	678,329		100.000	•
66,862 10,330 66,752 110 99,835	1		58114	0.045	8638	110	98.743	1.257
20,222,182 81,715,883 59,558,604 75,885	1		LTTOP	0.287	58114	0	100.000	
59.558.604 729.896 40.000.000.000.000.000.000.000.000.000.		20,222,182	66.862	Just 4	411.33			
		81,715,853	59.558.604	JOS CL	207:00	110	99,835	0.165

1		-	2	٤				
					3	2	9	7
	Promoter/ 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 votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*
	Resolution required:ORDINARY- Ratification	of remineration	osoblo to Contractor				001_[(7)/(4)]_(0)	100
	Whether Promoters and Promoter Group are interested in the Agendal Requiring NO.	re interested in the	Payable to Cost Audit	or Mr.B, Venkateswar,	Cost Accountant for	the financial	/ear 2016-17	
	Promoter - E-Voting	57302913	E230C442	2				
	Promoter - Poll at AGM		37.290413	686'66	57296413		100.000	
	Promoetr - Ballot by Post							
	Total (A)	\$7,307,013	C7 756 43					
	Public - Institutions - E-Voting	4190758	0105010	686.96	57,296,413	•	100.000	•
	Public - Institutions - Poll at AGM		4155529	52.385	2195329	0	100.000	
_	Public - Institutions - Ballot by Post			•	•			
_	Total (B)	4,190,758	7.105.300			,		
_	Public - Non Institutions - E-Voting	20222182	12740	\$86.74	2,195,329	•	100.000	,
	Public - Non Institutions - Poll at AGM		13/40	0.068	13738	10	99.927	0.073
_	Public - Non Institutions - Ballot by Post		30114	0.287	58114	0	100:000	
_	Total (C)	20,222,182	74.065					
-	Total (A+B+C)		700'7/	0.355	71,852	07	96 986	0.014
			the second second	72.89.1	100 Sep 500 400	200		1425





P. Eswaramoorthy and Company

Company Secretaries

CS P. Eswaramoorthy B.Sc.,LLB.,FCS.,

SCRUTINIZER'S REPORT FOR E VOTING AND POLL

(<u>Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendment Rules, 2015</u>

To

The Chairman
43rd Annual General Meeting of the Equity Shareholders of
M/s. SHANTHI GEARS LIMITED
(CIN: L29130TZ1972PLC000649)
Held on Monday, the 25th day of July, 2016 at 2.00 P.M at

304-A, Trichy Road,
Singanallur,
Coimbatore- 641 005
Tamil Nadu, India



Dear Sir.

I, P.Eswaramoorthy, Proprietor, P.Eswaramoorthy and Company, Company Secretaries having office at 44 & 44/1, Ramalinga Jothi Nagar, Nanjundapuram Road, Ramanathapuram, Coimbatore -641 045, Tamil Nadu, India have been appointed as a Scrutinizer of M/s. Shanthi Gears Limited ("the Company") for the purpose of Scrutinizing the e-voting and poll process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Amended Rules 2015 on the below mentioned resolution(s), at the 43rd Annual General Meeting of the Equity Shareholders of Shanthi Gears Limited, held on 25th day of July, 2016 at 02.00 P.M at 304-A, Trichy Road, Singanallur, Coimbatore – 641 005, Tamil Nadu, India.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and poll on the resolutions proposed in the Notice of the 43rd Annual general Meeting of the company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballots by poll at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and Voting at the AGM by Poll.

I submit my report as under.

- 1. The e-voting period remained open from 22^{nd} July, 2016 (10.00 A.M IST) to 24^{th} July, 2016 (5.00 P.M IST)
- 2. The Shareholders holding shares as on the "Cut off" date ie., 19th July, 2016 were entitled to vote on the proposed resolutions (Item No. 1 to 6 as set out in the notice of the 43rd Annual General Meeting of Shanthi Gears Limited).
- 3. The remote e voting was unblocked on 25th July, 2016 after conclusion of the Annual General Meeting in the presence of two witnesses, Mrs.Marilyn Jacob and Mr.M.S.Sivakumar who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Marilyn Jacob)

M.S.Sivakumar)

- 4. The details containing, inter- alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e voting website of National Securities Depository Limited (https://www.evoting.nsdl.com/).
- After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- 6. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- 7. The Company has not received any Proxy forms.
- 8. The Consolidated results are as under:



ORDINARY BUSINESS:

ITEM NO.1

ORDINARY RESOLUTION

Adoption of Financial Statements

(i) VOTES CASTED IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	PERCENTAGE OF TOTAL NUMBER OF VOTES CASTED
E- Voting	20	5,95,05,490	
Poll	44	58,114	
Total Voting	64	5,95,63,604	100.0000

(ii) VOTES CASTED AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	PERCENTAGE OF TOTAL NUMBER OF VOTES CASTED
E- Voting	Nil	Nil	E
Poll	Nil	Nil	
Total Voting	Nil	Nil	Nil

(iii) INVALID / ABSTAIN VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED
E- Voting	Nil	Nil
Poll	Nil	Nil
Total Voting	Nil	Nil

<u>Based on the aforesaid results, Ordinary Resolution as contained Item No.1 has been passed with requisite Majority.</u>



ORDINARY RESOLUTION

Confirmation of Interim Dividend

(i) VOTES CASTED IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	PERCENTAGE OF TOTAL NUMBER OF VOTES CASTED
E- Voting	20	5,95,05,490	
Poll	43	57,933	
Total Voting	63	5,95,63,423	99.9997

(ii) VOTES CASTED AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	PERCENTAGE OF TOTAL NUMBER OF VOTES CASTED
E- Voting	Nil	Nil	
Poll	1	181	
Total Voting	1	181	0.0003

(iii) INVALID/ ABSTAIN VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED
E- Voting	Nil	Nil
Poll	Nil	Nil
Total Voting	Nil	Nil

<u>Based on the aforesaid results, Ordinary Resolution as contained Item No.2 has been passed with requisite Majority.</u>



ORDINARY RESOLUTION

Re -appointment of Mr. M M Murugappan as Director

(i) VOTES CASTED IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	PERCENTAGE OF TOTAL NUMBER OF VOTES CASTED
E- Voting	18	5,95,00,390	
Poll	44	58,114	
Total Voting	62	5,95,58,504	99.99983

(ii) VOTES CASTED AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	PERCENTAGE OF TOTAL NUMBER OF VOTES CASTED
E- Voting	1	100	
Poll	Nil	Nil	
Total Voting	1	100	0.00017

(iii) INVALID / ABSTAIN VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	
E- Voting	1	5,000	
Poll	Nil	Nil	
Total Voting	1	5,000	

<u>Based on the aforesaid results, Ordinary Resolution as contained Item No.3 has been passed with requisite Majority.</u>



ORDINARY RESOLUTION

Ratification of Auditors appointment and to fix their remuneration.

(i) VOTES CASTED IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	PERCENTAGE OF TOTAL NUMBER OF VOTES CASTED
E- Voting	19	5,95,05,480	
Poll	44	58,114	
Total Voting	63	5,95,63,594	100.0000

(ii) VOTES CASTED AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	PERCENTAGE OF TOTAL NUMBER OF VOTES CASTED
E- Voting	11	10	
Poll	Nil	Nil	
Total Voting	1	10	0.0000

(iii) INVALID / ABSTAIN VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED
E- Voting	Nil	Nil
Poll	Nil	Nil
Total Voting	Nil	Nil

<u>Based on the aforesaid results, Ordinary Resolution as contained Item No.4 has been passed with requisite Majority.</u>



SPECIAL BUSINESS:

ITEM NO. 5

SPECIAL RESOLUTION

Appointment of Mr.V Venkiteswaran as an Independent Director

(i) VOTES CASTED IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	PERCENTAGE OF TOTAL NUMBER OF VOTES CASTED
E- Voting	17	5,95,00,380	
Poll	44	58,114	
Total Voting	61	5,95,58,494	99.99982

(ii) VOTES CASTED AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	PERCENTAGE OF TOTAL NUMBER OF VOTES CASTED
E- Voting	2	110	
Poll	0	0	
Total Voting	2	110	0.00018

(iii) INVALID/ABSTAIN VOTES

MODE OF VOTING NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CASTED	
E- Voting	1	5,000	
Poll	Nil	Nil	
Total Voting	1	5,000	

<u>Based on the aforesaid results, Special Resolution as contained Item No.5 has been passed with requisite Majority.</u>



ORDINARY RESOLUTION

Ratification of Remuneration to Cost Auditor.

(i) VOTES CASTED IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	PERCENTAGE OF TOTAL NUMBER OF VOTES CASTED
E- Voting	19	5,95,05,480	
Poll	44	58,114	
Total Voting	63	5,95,63,594	100.0000

(ii) VOTES CASTED AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	NUMBER OF VOTES CASTED	PERCENTAGE OF TOTAL NUMBER OF VOTES CASTED
E- Voting	1	10	
Poll	Nil	Nil	
Total Voting	1	10	0.0000

(iii) INVALID / ABSTAIN VOTES

MODE OF VOTING	ODE OF VOTING NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL	
E- Voting	Nil	Nil
Poll	Nil	Nil
Total Voting	Nil	Nil

<u>Based on the aforesaid results, Ordinary Resolution as contained Item No.6 has been passed with requisite Majority.</u>



- All relevant records of electronic voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 43rd Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary for safe keeping.
- 2. The poll papers and all other relevant records were sealed and handed over to the Chairman / Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

For P.Eswaramoorthy and Company

Company Secretaries

P. Eswaramoorthy

Proprietor

Date: 26.07.2016

Place: Coimbatore

