



# Indowind Energy Ltd

CIN : L40108TN1995PLC032311

E-mail : contact@indowind.com

19<sup>th</sup> September 2016

To

Manager  
Listing Department  
Bombay Stock Exchange Limited  
Floor 25, phiroze jeejeebhoy towers,  
Dalal Street,  
Mumbai-400 001.

Listing Department  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra(E)  
Mumbai-400 051

## **SUB: Scrutinizer Report -21<sup>st</sup> Annual General Meeting**

**Ref: INDOWIND ENERGY LIMITED-Scrip Code-532894(Bombay Stock Exchange Limited & Scrip code-INDOWIND (National Stock Exchange Limited)**

With reference to the above mentioned subject we hereby attach the voting Results(Annexure -I) under Regulation 44(3)of the SEBI (Listing Obligations and Disclosure Requirements) and Scrutinizer Report of 21<sup>st</sup> Annual General Meeting of the company held on 16<sup>th</sup> September 2016.

Pursuant to the report of the Scrutinizer, it was declared by Chairman that all the resolutions proposed in the AGM under item No 1to 5 were duly passed unanimously. The voting details are available in the report.

This is for your kind information and records.

Kindly take this on your record

Thanking You,  
Yours truly

**For INDOWIND ENERGY LIMITED**

  
**S.DIRAVIAM**  
**COMPANY SECRETARY**



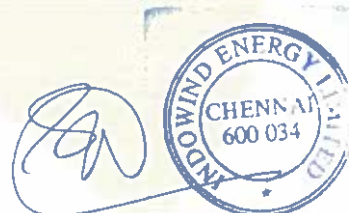
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## Annexure-I

## Format of Voting Results

| S.No | PARTICULARS                                                                 | DETAILS                         |
|------|-----------------------------------------------------------------------------|---------------------------------|
| 1    | Date of the AGM                                                             | 16 <sup>th</sup> September 2016 |
| 2    | Total No .of shareholders on Record Date                                    | 35329                           |
| 3    | No.of shareholders present in the meeting either in person or through proxy |                                 |
|      | Promoters and promoter Group :                                              | 6                               |
|      | Public :                                                                    | 57                              |
| 4    | No.of shareholders attend the meeting through video conferencing            |                                 |
|      | Promoters and promoter Group:                                               | NIL                             |
|      | Public :                                                                    | NIL                             |



BYK GROUP

## ITEM No: 1

## 1. ORDINARY BUSINESS:

To consider and adopt the Audited Financial Statements of the company for the financial year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon

| Resolution Required(ordinary/Special                                      |                | ORDINARY RESOLUTION   |                        |                                                        |                           |                            |                                                   |                                               |  |  |  |
|---------------------------------------------------------------------------|----------------|-----------------------|------------------------|--------------------------------------------------------|---------------------------|----------------------------|---------------------------------------------------|-----------------------------------------------|--|--|--|
| Whether promoter /promoter group are interested in the agenda/resolutions |                |                       |                        |                                                        |                           |                            |                                                   |                                               |  |  |  |
| particulars                                                               | Mode of voting | No.of shares Held (1) | No.of voted Polled (2) | % of shares polled on Outstanding shares (3)=(2/1)*100 | No of votes in Favour (4) | No of votes in Against (5) | %of votes in favour on votes polled (6)=(4/2)*100 | % of votes Against on vote polled (7)=5/2*100 |  |  |  |
| Promoter and promoter group                                               | E-Voting       | 40382106              | 29954349               | 74.18                                                  | 29954349                  | 0                          | 100                                               | 0                                             |  |  |  |
|                                                                           | poll           |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
|                                                                           | Postal Ballot  |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
|                                                                           | Sub Total      | 40382106              | 29954349               | 74.18                                                  | 29954349                  | 0                          | 100                                               | 0                                             |  |  |  |
| Public-Institutions                                                       | E-Voting       | 231600                | 0                      | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
|                                                                           | Poll           |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
|                                                                           | Postal Ballot  |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
|                                                                           | Sub total      | 231600                | 0                      | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
| Public –Non institutions                                                  | E-voting       | 49127780              | 419177                 | 0.85                                                   | 419177                    | 0                          | 100                                               | 0                                             |  |  |  |
|                                                                           | Poll           |                       | 295                    | 0                                                      | 295                       | 0                          | 100                                               | 0                                             |  |  |  |
|                                                                           | Postal ballot  |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
|                                                                           | Sub total      | 49127780              | 419472                 | 0.85                                                   | 419472                    | 0                          | 100                                               | 0                                             |  |  |  |
| <b>GRAND TOTAL</b>                                                        |                | <b>89741486</b>       | <b>30373821</b>        | <b>33.85</b>                                           | <b>30373821</b>           | <b>0</b>                   | <b>100</b>                                        | <b>0</b>                                      |  |  |  |



## ITEM No: 2

## 2. ORDINARY BUSINESS:

To appoint a Director in place of Mr. Bala V. Kutti (DIN- 00765036) who retires at this meeting in terms of section 152(6) of the Companies Act 2013 and being eligible, offers himself for Re-appointment.

| Resolution Required(ordinary/Special                                      |                | ORDINARY RESOLUTION    |                         |                                                        |                           |                            |                                         |                                               |  |  |  |
|---------------------------------------------------------------------------|----------------|------------------------|-------------------------|--------------------------------------------------------|---------------------------|----------------------------|-----------------------------------------|-----------------------------------------------|--|--|--|
| Whether promoter /promoter group are interested in the agenda/resolutions |                |                        |                         |                                                        |                           |                            |                                         |                                               |  |  |  |
| particulars                                                               | Mode of voting | No. of shares Held (1) | No. of voted Polled (2) | % of shares polled on Outstanding shares (3)=(2/1)*100 | No of votes in Favour (4) | No of votes in Against (5) | %of votes on votes polled (6)=(4/2)*100 | % of votes Against on vote polled (7)=5/2*100 |  |  |  |
| Promoter and promoter group                                               | E-Voting       | 40382106               | 29954349                | 74.18                                                  | 29954349                  | 0                          | 100                                     | 0                                             |  |  |  |
|                                                                           | poll           |                        | 0                       | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
|                                                                           | Postal Ballot  |                        | 0                       | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
|                                                                           | Sub Total      | 40382106               | 29954349                | 74.18                                                  | 29954349                  | 0                          | 100                                     | 0                                             |  |  |  |
| Public - Institutions                                                     | E-Voting       | 231600                 | 0                       | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
|                                                                           | Poll           |                        | 0                       | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
|                                                                           | Postal Ballot  |                        | 0                       | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
|                                                                           | Sub total      | 231600                 | 0                       | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
| Public -Non institutions                                                  | E-voting       | 49127780               | 419177                  | 0.85                                                   | 419177                    | 0                          | 100                                     | 0                                             |  |  |  |
|                                                                           | Poll           |                        | 295                     | 0                                                      | 295                       | 0                          | 100                                     | 0                                             |  |  |  |
|                                                                           | Postal ballot  |                        | 0                       | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
|                                                                           | Sub total      | 49127780               | 419472                  | 0.85                                                   | 419472                    | 0                          | 100                                     | 0                                             |  |  |  |
| <b>GRAND TOTAL</b>                                                        |                | <b>89741486</b>        | <b>30373821</b>         | <b>33.85</b>                                           | <b>30373821</b>           | <b>0</b>                   | <b>100</b>                              | <b>0</b>                                      |  |  |  |



ITEM No: 3

## 3. ORDINARY BUSINESS:

Appointment of Auditor

| Resolution Required(ordinary/Special                                      |                | ORDINARY RESOLUTION   |                        |                                                        |                           |                            |                                         |                                                 |  |  |  |
|---------------------------------------------------------------------------|----------------|-----------------------|------------------------|--------------------------------------------------------|---------------------------|----------------------------|-----------------------------------------|-------------------------------------------------|--|--|--|
| Whether promoter /promoter group are interested in the agenda/resolutions |                |                       |                        |                                                        |                           |                            |                                         |                                                 |  |  |  |
| particulars                                                               | Mode of voting | No.of shares Held (1) | No.of voted Polled (2) | % of shares polled on Outstanding shares (3)=(2/1)*100 | No of votes in Favour (4) | No of votes in Against (5) | %of votes on votes polled (6)=(4/2)*100 | % of votes Against on vote polled (7)=(5/2)*100 |  |  |  |
| Promoter and promoter group                                               | E-Voting       | 40382106              | 29954349               | 74.18                                                  | 29954349                  | 0                          | 100                                     | 0                                               |  |  |  |
|                                                                           | poll           |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                               |  |  |  |
|                                                                           | Postal Ballot  |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                               |  |  |  |
|                                                                           | Sub Total      | 40382106              | 29954349               | 74.18                                                  | 29954349                  | 0                          | 100                                     | 0                                               |  |  |  |
| Public - Institutions                                                     | E-Voting       | 231600                | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                               |  |  |  |
|                                                                           | Poll           |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                               |  |  |  |
|                                                                           | Postal Ballot  |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                               |  |  |  |
|                                                                           | Sub total      | 231600                | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                               |  |  |  |
| Public -Non institutions                                                  | E-voting       | 49127780              | 419177                 | 0.85                                                   | 419177                    | 0                          | 100                                     | 0                                               |  |  |  |
|                                                                           | Poll           |                       | 295                    | 0                                                      | 295                       | 0                          | 100                                     | 0                                               |  |  |  |
|                                                                           | Postal ballot  |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                               |  |  |  |
|                                                                           | Sub total      | 49127780              | 419472                 | 0.85                                                   | 419472                    | 0                          | 100                                     | 0                                               |  |  |  |
| <b>GRAND TOTAL</b>                                                        |                | <b>89741486</b>       | <b>30373821</b>        | <b>33.85</b>                                           | <b>30373821</b>           | <b>0</b>                   | <b>100</b>                              | <b>0</b>                                        |  |  |  |





ITEM No: 4

## 4. SPECIAL BUSINESS:

Appointment of Dr.K.R.Shyamsundar, DIN NO.03560150 as an Independent Director.

| Resolution Required(ordinary/Special)                                     |                | SPECIAL RESOLUTION    |                        |                                                        |                           |                            |                                         |                                               |  |  |  |
|---------------------------------------------------------------------------|----------------|-----------------------|------------------------|--------------------------------------------------------|---------------------------|----------------------------|-----------------------------------------|-----------------------------------------------|--|--|--|
| Whether promoter /promoter group are interested in the agenda/resolutions |                |                       |                        |                                                        |                           |                            |                                         |                                               |  |  |  |
| particulars                                                               | Mode of voting | No.of shares Held (1) | No.of voted Polled (2) | % of shares polled on Outstanding shares (3)=(2/1)*100 | No of votes in Favour (4) | No of votes in Against (5) | %of votes on votes polled (6)=(4/2)*100 | % of votes Against on vote polled (7)=5/2*100 |  |  |  |
| Promoter and promoter group                                               | E-Voting       | 40382106              | 29954349               | 74.18                                                  | 29954349                  | 0                          | 100                                     | 0                                             |  |  |  |
|                                                                           | poll           |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
|                                                                           | Postal Ballot  |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
|                                                                           | Sub Total      | 40382106              | 29954349               | 74.18                                                  | 29954349                  | 0                          | 100                                     | 0                                             |  |  |  |
| Public - Institutions                                                     | E-Voting       | 231600                | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
|                                                                           | Poll           |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
|                                                                           | Postal Ballot  |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
|                                                                           | Sub total      | 231600                | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
| Public -Non institutions                                                  | E-voting       | 49127780              | 419177                 | 0.85                                                   | 419177                    | 0                          | 100                                     | 0                                             |  |  |  |
|                                                                           | Poll           |                       | 295                    | 0                                                      | 295                       | 0                          | 100                                     | 0                                             |  |  |  |
|                                                                           | Postal ballot  |                       | 0                      | 0                                                      | 0                         | 0                          | 0                                       | 0                                             |  |  |  |
|                                                                           | Sub total      | 49127780              | 419472                 | 0.85                                                   | 419472                    | 0                          | 100                                     | 0                                             |  |  |  |
| <b>GRAND TOTAL</b>                                                        |                | <b>89741486</b>       | <b>30373821</b>        | <b>33.85</b>                                           | <b>30373821</b>           | <b>0</b>                   | <b>100</b>                              | <b>0</b>                                      |  |  |  |



## ITEM No: 5

## 5. SPECIAL BUSINESS:

Increasing the borrowing limits of the company.

| Resolution Required(ordinary/Special                                      |                | SPECIAL RESOLUTION     |                         |                                                        |                           |                            |                                                   |                                               |  |  |  |
|---------------------------------------------------------------------------|----------------|------------------------|-------------------------|--------------------------------------------------------|---------------------------|----------------------------|---------------------------------------------------|-----------------------------------------------|--|--|--|
| Whether promoter /promoter group are interested in the agenda/resolutions |                |                        |                         |                                                        |                           |                            |                                                   |                                               |  |  |  |
| particulars                                                               | Mode of voting | No. of shares Held (1) | No. of voted Polled (2) | % of shares polled on Outstanding shares (3)=(2/1)*100 | No of votes in Favour (4) | No of votes in Against (5) | %of votes in favour on votes polled (6)=(4/2)*100 | % of votes Against on vote polled (7)=5/2*100 |  |  |  |
| Promoter and promoter group                                               | E-Voting       | 40382106               | 29954349                | 74.18                                                  | 29954349                  | 0                          | 100                                               | 0                                             |  |  |  |
|                                                                           | poll           |                        | 0                       | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
|                                                                           | Postal Ballot  |                        | 0                       | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
|                                                                           | Sub Total      | 40382106               | 29954349                | 74.18                                                  | 29954349                  | 0                          | 100                                               | 0                                             |  |  |  |
| Public - Institutions                                                     | E-Voting       | 231600                 | 0                       | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
|                                                                           | Poll           |                        | 0                       | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
|                                                                           | Postal Ballot  |                        | 0                       | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
|                                                                           | Sub total      | 231600                 | 0                       | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
| Public –Non institutions                                                  | E-voting       | 49127780               | 419177                  | 0.85                                                   | 419177                    | 0                          | 100                                               | 0                                             |  |  |  |
|                                                                           | Poll           |                        | 295                     | 0                                                      | 295                       | 0                          | 100                                               | 0                                             |  |  |  |
|                                                                           | Postal ballot  |                        | 0                       | 0                                                      | 0                         | 0                          | 0                                                 | 0                                             |  |  |  |
|                                                                           | Sub total      | 49127780               | 419472                  | 0.85                                                   | 419472                    | 0                          | 100                                               | 0                                             |  |  |  |
|                                                                           |                | 89741486               | 30373821                | 33.85                                                  | 30373821                  | 0                          | 100                                               | 0                                             |  |  |  |
| <b>GRAND TOTAL</b>                                                        |                |                        |                         |                                                        |                           |                            |                                                   |                                               |  |  |  |



Ref:

Date :

**SCRUTINIZER'S REPORT FOR E VOTING AND POLL**

[Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 ["the Act"], read with Rule 20, 21 and 22 of the Companies [Management & Administration] Rules, 2014 and other applicable provisions of the Act]

To

The Chairman  
21<sup>th</sup> Annual General Meeting  
**INDOWIND ENERGY LIMITED**  
(CIN: L40108TN1995PLC032311)  
"Kothari Buildings",  
4<sup>th</sup> Floor,  
114, Mahathma Gandhi Salai,  
Nungambakkam,  
Chennai - 600 034



Dear Sir,

**Sub: Passing of resolution through Electronic means as well as Poll conducted at the 21<sup>th</sup> Annual General Meeting of M/s. Indowind Energy Limited held on 16th September 2016**

I, R. Kannan, M.Com., GDMM., ACMA., FCS, Practicing Company Secretary having office at No.6A, 10<sup>th</sup> Street, New Colony, Adambakkam, Chennai – 600 088, Tamil Nadu, India was appointed as the Scrutinizer by the Board of Directors of M/s. Indowind Energy Limited for the e-voting held from 13th September, 2016 at 9.00 a.m. and ends on 15th September 2016, 5.00 p.m. under the CDSL platform viz. and the Poll held at the Annual General Meeting.

**Responsibility of the Management**

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means and Poll, on the Resolution(s) as set out in the Notice dated 26th May 2016.



Ref:

Date :

**Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the E-voting process and the voting at poll at the Annual General Meeting is restricted to make a Scrutinizer's report of the votes cast "in favour" of or "against" the resolution(s) set out in the notice of Annual General Meeting, based on the reports generated from the e- voting system provided by the Central Depository Services [India] Limited (CDSL), the authorised agency engaged by the Company for providing e- voting facilities and also the ballot papers as received at the Annual General Meeting.

One ballot paper was found invalid.

In view of the above, I hereby submit my consolidated report on the results of the e- voting together with that of the ballot in respect of the said resolution(s) as under:


**Resolution 1:** To Consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon.

|                                                                         |                     |
|-------------------------------------------------------------------------|---------------------|
| Resolution required: (Ordinary / Special)                               | Ordinary resolution |
| Whether promoter/promoter group are interested in the agenda/resolution | No                  |

| Category                  | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of Votes In favor | No. of Votes against | % of Votes in favor on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
|---------------------------|----------------|--------------------|---------------------|--------------------------------------------------------------|-----------------------|----------------------|----------------------------------------------------------|---------------------------------------------------------|
|                           |                | (1)                | (2)                 | (3)                                                          | (4)                   | (5)                  | (6)                                                      | (7)                                                     |
| Promoter & Promoter Group | E-VOTING       | 40382106           | 29954349            | 74.18                                                        | 29954348              | 0                    | 100.00                                                   | 0.00                                                    |
|                           | POLL           | 40382106           | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                     | 0.00                                                    |
|                           | POSTAL BALLOT  | 0                  | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                     | 0.00                                                    |
|                           | TOTAL          | 40382106           | 29954349            | 74.18                                                        | 29954349              | 0                    | 100.00                                                   | 0.00                                                    |
| Public - Institutions     | E-VOTING       | 231600             | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                     | 0.00                                                    |
|                           | POLL           | 231600             | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                     | 0.00                                                    |
|                           | POSTAL BALLOT  | 0                  | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                     | 0.00                                                    |
|                           | TOTAL          | 231600             | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                     | 0.00                                                    |
| Public-Non Institutions   | E-VOTING       | 49127780           | 419177              | 0.85                                                         | 419177                | 0                    | 100.00                                                   | 0.00                                                    |
|                           | POLL           | 49127780           | 295                 | 0.00                                                         | 295                   | 0                    | 100.00                                                   | 0.00                                                    |
|                           | POSTAL BALLOT  | 0                  | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                     | 0.00                                                    |
|                           | TOTAL          | 49127780           | 419472              | 0.85                                                         | 418472                | 0                    | 100.00                                                   | 0.00                                                    |
| TOTAL                     |                | 88741486           | 30373821            | 33.86                                                        | 30373821              | 0                    | 100.00                                                   | 0.00                                                    |

*[Handwritten Signature]*

**R. KANNAN**  
 PRACTISING COMPANY SECRETARY  
 C.P.No: 3393

Resolution 2: To appoint a Director in the place of Mr. Bala V. Kuttu (DIN- 00765036 who retires at this meeting in terms of section 152(3) of the Companies Act 2013 and being eligible, offers himself for Re-appointment

Resolution required: (Ordinary / Special)  
 Whether promoter/promoter group are interested in the agenda/resolution  
 Ordinary Resolution  
 Yes

| Category                  | Mode of voting | No. of shares held | Nr. of votes polled | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of Votes in favor (4) | No. of votes against (5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
|---------------------------|----------------|--------------------|---------------------|--------------------------------------------------------------|---------------------------|--------------------------|-----------------------------------------------------------|---------------------------------------------------------|
| Promoter & Promoter Group | E-VOTING       | 40382108           | 29954349            | 74.18                                                        | 29954349                  | 0                        | 100.00                                                    | 0.00                                                    |
|                           | POLL           | 40382108           | 0                   | 0.00                                                         | 0                         | 0                        | 0.00                                                      | 0.00                                                    |
|                           | POSTAL BALLOT  | 0                  | 0                   | 0.00                                                         | 0                         | 0                        | 0.00                                                      | 0.00                                                    |
|                           | TOTAL          | 40382108           | 29954349            | 74.18                                                        | 29954349                  | 0                        | 100.00                                                    | 0.00                                                    |
| Public - Institutions     | E-VOTING       | 231600             | 0                   | 0.00                                                         | 0                         | 0                        | 0.00                                                      | 0.00                                                    |
|                           | POLL           | 231600             | 0                   | 0.00                                                         | 0                         | 0                        | 0.00                                                      | 0.00                                                    |
|                           | POSTAL BALLOT  | 0                  | 0                   | 0.00                                                         | 0                         | 0                        | 0.00                                                      | 0.00                                                    |
|                           | TOTAL          | 231600             | 0                   | 0.00                                                         | 0                         | 0                        | 0.00                                                      | 0.00                                                    |
| Public-Non Institutions   | E-VOTING       | 49127780           | 419177              | 0.85                                                         | 419177                    | 0                        | 100.00                                                    | 0.00                                                    |
|                           | POLL           | 49127780           | 295                 | 0.00                                                         | 295                       | 0                        | 100.00                                                    | 0.00                                                    |
|                           | POSTAL BALLOT  | 0                  | 0                   | 0.00                                                         | 0                         | 0                        | 0.00                                                      | 0.00                                                    |
|                           | TOTAL          | 49127780           | 419472              | 0.85                                                         | 419472                    | 0                        | 100.00                                                    | 0.00                                                    |
| TOTAL                     |                | 89741488           | 30373821            | 33.85                                                        | 30373821                  | 0                        | 100.00                                                    | 0.00                                                    |

*Q*



Resolution 3: Appointment of Auditor

Resolution required: (Ordinary / Special)  
 Whether promoter/promoter group are interested in the agenda/resolution

Ordinary Resolution  
 No

| Category                  | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of Votes in favor | No. of Votes against | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
|---------------------------|----------------|--------------------|---------------------|--------------------------------------------------------------|-----------------------|----------------------|-----------------------------------------------------------|---------------------------------------------------------|
| Promoter & Promoter Group | E-VOTING       | 40382106           | 29951349            | 74.18                                                        | 29954349              | 0                    | 100.00                                                    | 0.00                                                    |
|                           | POLL           | 40382106           | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                      | 0.00                                                    |
|                           | POSTAL BALLOT  | 0                  | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                      | 0.00                                                    |
|                           | TOTAL          | 40382106           | 29951349            | 74.18                                                        | 29954349              | 0                    | 100.00                                                    | 0.00                                                    |
| Public - Institutions     | E-VOTING       | 231600             | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                      | 0.00                                                    |
|                           | POLL           | 231600             | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                      | 0.00                                                    |
|                           | POSTAL BALLOT  | 0                  | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                      | 0.00                                                    |
|                           | TOTAL          | 231600             | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                      | 0.00                                                    |
| Public-Non Institutions   | E-VOTING       | 49127180           | 419177              | 0.85                                                         | 419177                | 0                    | 100.00                                                    | 0.00                                                    |
|                           | POLL           | 49127180           | 295                 | 0.00                                                         | 95                    | 100                  | 86.11                                                     | 33.90                                                   |
|                           | POSTAL BALLOT  | 0                  | 0                   | 0.00                                                         | 0                     | 0                    | 0.00                                                      | 0.00                                                    |
|                           | TOTAL          | 49127180           | 419172              | 0.85                                                         | 419372                | 100                  | 99.91                                                     | 0.02                                                    |
| TOTAL                     |                | 49741486           | 30371821            | 33.85                                                        | 30373721              | 100                  | 100.00                                                    | 0.00                                                    |

*[Handwritten Signature]*

**RAJANAN**  
 PRACTISING COMPANY SECRETARY  
 C.P.No:3363

Resolution 4: Appointment of Dr K.R. Shyamsundar, (DIN:C3560150) as an Independent Director

Resolution required: (Ordinary / Special) Ordinary Resolution  
 Whether promoter/promoter group are interested in the agenda/resolution No

| Category                  | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of Votes in favor<br>(4) | No. of Votes against<br>(5) | % of votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
|---------------------------|----------------|--------------------|---------------------|--------------------------------------------------------------|------------------------------|-----------------------------|-----------------------------------------------------------|---------------------------------------------------------|
| Promoter & Promoter Group | E-VOTING       | 40382106           | 29964349            | 74.18                                                        | 29964349                     | 0                           | 100.00                                                    | 0.00                                                    |
|                           | POLL           | 40382106           | 0                   | 0.00                                                         | 0                            | 0                           | 0.00                                                      | 0.00                                                    |
|                           | POSTAL BALLOT  | 0                  | 0                   | 0.00                                                         | 0                            | 0                           | 0.00                                                      | 0.00                                                    |
|                           | TOTAL          | 40382106           | 29964349            | 74.18                                                        | 29964349                     | 0                           | 100.00                                                    | 0.00                                                    |
| Public Institutions       | E-VOTING       | 231670             | 0                   | 0.00                                                         | 0                            | 0                           | 0.00                                                      | 0.00                                                    |
|                           | POLL           | 231670             | 0                   | 0.00                                                         | 0                            | 0                           | 0.00                                                      | 0.00                                                    |
|                           | POSTAL BALLOT  | 0                  | 0                   | 0.00                                                         | 0                            | 0                           | 0.00                                                      | 0.00                                                    |
|                           | TOTAL          | 231670             | 0                   | 0.00                                                         | 0                            | 0                           | 0.00                                                      | 0.00                                                    |
| Public-Nbn Institutions   | E-VOTING       | 4912780            | 419177              | 8.55                                                         | 419177                       | 0                           | 100.00                                                    | 0.00                                                    |
|                           | POLL           | 4912780            | 295                 | 0.00                                                         | 295                          | 0                           | 100.00                                                    | 0.00                                                    |
|                           | POSTAL BALLOT  | 0                  | 0                   | 0.00                                                         | 0                            | 0                           | 0.00                                                      | 0.00                                                    |
|                           | TOTAL          | 4912780            | 419472              | 8.55                                                         | 419472                       | 0                           | 100.00                                                    | 0.00                                                    |
| TOTAL                     |                | 89741486           | 30373821            | 33.85                                                        | 30373821                     | 0                           | 100.00                                                    | 0.00                                                    |



Resolution 5: Increasing the borrowing limits of the Company

Resolution required: (Ordinary / Special) Ordinary Resolution  
 Whether promoter/promoter group are interested in the agenda/resolution No

| Category                  | Mode of Voting | No. of shares held<br>(1) | No. of votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3) = [(2)/(1)] * 100 | No. of Votes in favor<br>(4) | No. of Votes against<br>(5) | % of Votes in favour on votes polled<br>(6) = [(4)/(2)] * 100 | % of Votes against on votes polled<br>(7) = [(5)/(2)] * 100 |
|---------------------------|----------------|---------------------------|----------------------------|------------------------------------------------------------------|------------------------------|-----------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Promoter & Promoter Group | E-VOTING       | 40382106                  | 29954349                   | 74.18                                                            | 29954349                     | 0                           | 100.00                                                        | 0.00                                                        |
|                           | POLL           | 40382106                  | 0                          | 0.00                                                             | 0                            | 0                           | 0.00                                                          | 0.00                                                        |
|                           | POSTAL BALLOT  | 0                         | 0                          | 0.00                                                             | 0                            | 0                           | 0.00                                                          | 0.00                                                        |
|                           | TOTAL          | 40382106                  | 29954349                   | 74.18                                                            | 29954349                     | 0                           | 100.00                                                        | 0.00                                                        |
| Public - Institutions     | E-VOTING       | 231600                    | 0                          | 0.00                                                             | 0                            | 0                           | 0.00                                                          | 0.00                                                        |
|                           | POLL           | 231600                    | 0                          | 0.00                                                             | 0                            | 0                           | 0.00                                                          | 0.00                                                        |
|                           | POSTAL BALLOT  | 0                         | 0                          | 0.00                                                             | 0                            | 0                           | 0.00                                                          | 0.00                                                        |
|                           | TOTAL          | 231600                    | 0                          | 0.00                                                             | 0                            | 0                           | 0.00                                                          | 0.00                                                        |
| Public-Nbn Institutions   | E-VOTING       | 49127780                  | 419177                     | 0.85                                                             | 419177                       | 0                           | 0.00                                                          | 0.00                                                        |
|                           | POLL           | 49127780                  | 296                        | 0.00                                                             | 296                          | 0                           | 100.00                                                        | 0.00                                                        |
|                           | POSTAL BALLOT  | 0                         | 0                          | 0.00                                                             | 0                            | 0                           | 0.00                                                          | 0.00                                                        |
|                           | TOTAL          | 49127780                  | 419472                     | 0.85                                                             | 419472                       | 0                           | 0.00                                                          | 0.00                                                        |
| TOTAL                     |                | 89741486                  | 30373821                   | 33.85                                                            | 30373821                     | 0                           | 100.00                                                        | 0.00                                                        |

  
 R. K. KANUNJ  
 PRACTISING COMPANY SECRETARY  
 C.P.113-3363



**RS R.KANNAN** M.Com., G.D.M.M., A.C.M.A., F.C.S.  
Practicing Company Secretary

**SRI SANKARA GURUKRIPA ILLAM**  
No. 6A, 10th Street,  
New Colony, Adambakkam,  
Chennai - 600 088  
E-mail : (Off) gkrkgram@yahoo.in  
E-mail : (Per) : gkrkg@yahoo.in  
Ph: 044 - 4355 9396

Ref:

Date :

An annexure containing the details of the report on e-voting as well as the voting at the Poll against the said resolutions is attached.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

The Outcome of the 21<sup>st</sup> Annual General Meeting may be declared accordingly based on the voting results as reported hereinabove.

Date : 19.9.2016  
Place : Chennai

  
R. Kannan  
Practicing company secretary  
CP NO. 3363

