# ACCEL LIMITED (Formerly Accel Transmatic Limited)



Registered Office - SFI Complex, III Floor, 178 Valluvar Kottam High Road, Nungambakkam, Chennai - 600 034 Phone : 044-2822 2262

Website - www.occeltransmatic.com

### AL/CS/BSE/041/2019-20

September 30, 2019

To,
The Manager (Corporate Compliances)
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Sub: Details regarding voting results of the Annual General Meeting as per Regulation 44(3)

of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: SCRIP Code: 517494

Dear Sir/Madam,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of the voting results of the Annual General Meeting of the Company held on Saturday, the 28<sup>th</sup> of September, 2019.

This is for your information and record.

Thanking you,

Yours faithfully, For **Accel Limited** 

Priyam Agarwal Company Secretary

2.028	97.971	95000	4587290	30.034 80.63	45957951	57007401	lotal	Total
		21	20000	20 024	000000		Total	
		N P					Postal Ballot (if applicable)	Institutions
	100	0	3918172	25.132	3918172	15589936	Poll	Public- Non
	87.567	95000	669118	4.90	764118		E-Voting	
0	0	0	0	0	0		Total	
		NA	S				applicable)	
	0	0	0	0	0	141804	Poll	Public- Institutions
	0	0	0	0	0		E-Voting	
	100	0	41275661	100	41275661		Total	
		NA					Postal Ballot (if applicable)	Group
	100	0	41275661	100	41275661	41,275,661	Poll	and
	0	0	0	0	0		E-Voting	Promoter
(7)=[(5)/(2)]*100	(6)=[(4)/(2)]*100	(5)	(4)	(3)=[(2)/(1)]* 100	(2)	(1)		
% of Votes against on votes polled	% of Votes in favour on votes polled	Votes - against	No. of Votes – in favour	Polled on outstanding shares	No. of Votes polled	No. Of shares held	Mode of Voting	Category
		Z) Of		% of Votos				
)19, together	the audited consolidated financial statements of the Company for the year ended 31 March 2019, together with the Directors' and Auditors' Reports thereon.	the year	ompany for	ements of the C	financial state rs' Reports th	the audited consolidated financial statements the Directors' and Auditors' Reports thereon.	b) the audited the Director	
9, together v	nded 31 March 2019, together with the	ne year er	mpany for th	the audited standalone financial statements of the Company for the year ended Directors' and Auditors' Reports thereon; and	nancial stater	the audited standalone financial statements on Directors' and Auditors' Reports thereon: and	<ul><li>a) the audited</li><li>Directors' ar</li></ul>	ב
						der and adop	To receive, consider and adopt:	Resolution
			8			tion	Ordinary Resolution	Resolution required:

Total		ווופנונטנוסוופ	Public- Non			Institutions	Public-			Group	and	Promoter		Category	Resolution 3	Resolution required:	
	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	Total	Postal Ballot (if applicable)	Poll	E-Voting	-	Mode of Voting	Re-appointment of Dr. C.N.Ramchand with effect from 29 <sup>th</sup> September 2019	Special Resolution	
57007401			15589936			12	141804			8	41,275,661		(1)	No. Of shares held	t of Dr. C.N.Ra 1 29 <sup>th</sup> Septemk	ion	
45957951	4682290		3918172	764118	0		0	0	41275661		41275661	0	(2)	No. of Votes polled	mchand (DIN per 2019		
80.62	30.034		25.132	4.90	0		0	0	100		100	0	(3)=[(2)/(1)]* 100	% of Votes Polled on outstanding shares	: 05166709) as		Accel Limited
45957911	4682250		3918172	764078	0		0	0	41275661		41275661	0	(4)	No. of Votes – in favour	an Independ		٥
40	40	NA	0	40	0	NA	0	0	0	NA	0	0	(5)	No. of Votes – against	ent Direc		
100.00	99.99		100	99.99	0		0	0	100		100	0	(6)=[(4)/(2)]*100	% of Votes in favour on votes polled	tor of the Company		
0.00	0.0008		0	0.0052	0		0	0	0		0	0	(7)=[(5)/(2)]*100	% of Votes against on votes polled	Re-appointment of Dr. C.N.Ramchand (DIN: 05166709) as an Independent Director of the Company for a second term with effect from 29 <sup>th</sup> September 2019		

0.00	100.00	40	4682250	8.21	4002290	104/00/		
0.00000420	100.00	; ;	1002200	0000	20000	E7007/01		Total
0 00085428	100 00	40	4682250	30.0340553	4682290		Total	
		N A			Si di		applicable)	
0	100	0	3918172	25.13270099	39181/2	15589936	POI	Institutions
0.00523479	99.99	40	764078	4.90	764118		E-Voting	-
	C	c	C		c		Con	
	-	5	0	0	ם		Tota	
		NA					Postal Ballot (if applicable)	IIIstitutions
0	0	0	0	0	0	141804	Poll	Public-
0	0	0	0	0	0		E-Voting	
0	0	0	0	0	0		Total	
		NA					applicable)	Group
						11,2,0,001	Postal Ballot (if	Promoter
0	0	0	0	0	0	41 275 661	Poll	and
0	0	0	0	0	0		E-Voting	Promoter
(7)=[(5)/(2)]*100	(6)=[(4)/(2)]*100	(5)	(4)	(3)=[(2)/(1)]* 100	(2)	(1)		
on votes polled	polled	against	favour	shares	polled	held	Mode of Voting	Category
% of Votes against	favour on votes	ij	Þ.	outstanding	Votes	shares		
	% of Votes in	No. of Votes	No. of Votes –	% of Votes Polled on	No. of	No. Of		
eration.	Reappointment of Mr. N.R.Panicker as Managing Director of the Company and payment of remuneration.	pany and p	of the Comp	aging Director	icker as Mar	of Mr. N.R.Pan	Reappointment c	Resolution 5
								required:
						ă	Special Resolution	Resolution
				Accel Limited				
				Accel Limited				

Accel Limited  Grantee or providing Security in connect section 185 of the Compan with the Com	Accel Limited  Buarantee or providing Security in connection with I secified under section 185 of the Companies act, 20:  Secified under section 185 of the Companies act, 20:  Secified under section 185 of the Companies act, 20:  Secified under section 185 of the Companies act, 20:  Section	Accel Limited  or providing Security in connection with Inder section 185 of the Companies act, 203  % of Votes No. of No. of Polled on Votes Votes
Accel Limited  oroviding Security in connection 185 of the Compan  section 185 of the Compan  No. of  Polled on  outstanding  in	Accel Limited  political and in a connection with I connection with I companies act, 20:  Section 185 of the Companies act, 20:  No. of Votes No. of Votes Votes outstanding in -	Accel Limited  providing Security in connection with loan availed by an section 185 of the Companies act, 2013  No. of Votes  Polled on Outstanding No. of Favour on votes  Power on votes
No. of Votes – in favour	No. of Votes in - favour against (4) (5)	ty in connection with loan availed by any the Companies act, 2013  No. of Votes Votes   % of Votes in favour against polled  (4) (5) (6)=[(4)/(2)]*100
	No. of Votes against	No. of Votes in favour on votes against polled  (5) (6)=[(4)/(2)]*100



#### REPORT OF SCRUTINIZER

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To, The Chairman

SUB: Annual General Meeting of **M/s. Accel Limited** held on Saturday, 28<sup>th</sup> September, 2019 at "KTDC Rain Drops", 169/2, Greams Road, Chennai, Tamil Nadu-600 006 at 03.00 p.m.

Dear Sir,

I, Soy Joseph of M/s. JM & Associates, Practicing Company Secretaries, Chennai, had been appointed as the Scrutinizer by the Board of Directors of M/s. Accel Limited (the Company) for the purpose of scrutinizing the e-voting process and to scrutinize the poll, in a fair and transparent manner in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company held on Saturday, 28<sup>th</sup> September, 2019 at "KTDC Rain Drops", 169/2, Greams Road, Chennai, Tamil Nadu-600 006, submit my report as under:

- In accordance with the Notice of the Annual General Meeting sent to the shareholders, and the advertisement published pursuant to Rule 20(3)(V) of the Companies (Management and Administration) Rules, 2014, the e-voting opened on Wednesday, 25<sup>th</sup> September, 2019 at 9.00 A.M and ended on Friday, 27<sup>th</sup> September, 2019 at 5.00 P.M.
- 2. The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company.
- The Equity Shareholders holding shares as on the cut-off date 21<sup>st</sup> September, 2019 were entitled to vote on the resolutions stated in the Notice of the Annual General Meeting of the Company.
- 4. The NSDL e-voting platform was blocked on 27<sup>th</sup> September, 2019 at 5.00 P.M. and was then unblocked in the presence of two witnesses who were not in the employment of the Company.
- 5. I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the votes casted at the venue of Annual General Meeting by poll.

### JM & Associates

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Company Secretaries



6. I now submit my consolidated report as under on the result of the remote e-voting and the physical voting facility provided at the venue of the Annual General Meeting.

### (a) Resolution 1-Ordinary Resolution

To receive, consider and adopt:

- a) the audited standalone financial statements of the Company for the year ended 31 March 2019, together with the Directors' and Auditors' Reports thereon; and
- b) the audited consolidated financial statements of the Company for the year ended 31 March 2019, together with the Directors' and Auditors' Reports thereon.
- (i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
43	4,58,62,951	99.79%

### (ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
1	95,000	0.21%

#### (iii) Invalid votes:

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



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### **JM & Associates**

### (b) Resolution 2-Ordinary Resolution

To appoint a Director in place of Ms. Shruthi Panicker (DIN: 0714831), who retires from office by rotation, and being eligible herself for re-appointment.

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

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
· 43	4,59,57,911	100%

### (ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
1	40	0%

### (iii) Invalid votes:

Total number of members whose votes	Total number of votes cast by them
vere declared invalid	·
Nil	Nil

### (c) Resolution 3-Special Resolution

Re-appointment of Dr. C.N.Ramchand (DIN: 05166709) as an Independent Director of the Company for a second term with effect from 29 September 2019

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

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
43	4,59,57,911	100%





### (ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
1	40	0%

### (iii) Invalid votes:

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

### (d) Resolution 4-Special Resolution

Re-appointment of Dr. M. Ayyappan (DIN: 00117374) as an Independent Director of the Company for a second term with effect from 29 September, 2019

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

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
43	4,59,57,911	100%

### (ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
1	40	0%

### (iii) Invalid votes:

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

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### (e) Resolution 5-Special Resolution

Reappointment of Mr. N.R.Panicker as Managing Director of the Company and payment of remuneration.

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

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
39	46,82,250	100%

### (ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
1	40	0%

### (iii) Invalid votes:

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

### (c) Resolution 6-Special Resolution

To increase the borrowing limits of the Company under section 180 of the Companies Act, 2013

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

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
44	4,59,57,951	100%





### (ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
Nil	Nil	Nil

### (iii) Invalid votes:

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

### (c) Resolution 7-Special Resolution

Approval for giving Loan or Guarantee or providing Security in connection with loan availed by any of company's subsidiary or other person specified under section 185 of the Companies act, 2013

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

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
40	46,82,290	100%

### (ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
Nil	Nil	Nil





### (iii) Invalid votes:

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

### (c) Resolution 8-Special Resolution

To make loan/ investment and give gurantee/provide security under section 186 of the Companies Act, 2013

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

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
44	4,59,57,951	100%

### (ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
Nil	Nil	Nil

### (iii) Invalid votes:

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





All relevant records relating to electronic voting shall remain in our custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman of the Company for safe keeping.

Thanking you,

Yours faithfully,

SOY JOSEPH

JM & Associates

**Practicing Company Secretaries** 

M.No.: 13852 COP: 5612

Place: Chennai

Date: 30<sup>th</sup> September, 2019