

**Carborundum Universal Limited**

Regd. off: 'Parry House', 43, Moore Street,  
Chennai - 600 001, India.

Tel.: +91-44-3000 6161 Fax : +91-44-3000 6149

Email : cumigeneral@cumi.murugappa.com

Website : www.cumi.murugappa.com

CIN: L29224TN1954PLC000318

30<sup>th</sup> July 2020

BSE Limited  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P J Towers  
Dalal Street, Fort  
Mumbai 400 001

**Stock Code: 513375**

National Stock Exchange of India Ltd.  
Plot No. C/1, G Block  
Bandra - Kurla Complex, Bandra (E)  
Mumbai 400 051

**Stock Code: CARBORUNIV**

Dear Sirs,

**Sub: Intimation on the proceedings of the 66<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> July 2020**

The Company's 66<sup>th</sup> Annual General Meeting was held yesterday i.e. 29<sup>th</sup> July 2020 at 3:00 p.m. through Video Conferencing (VC) or Other Audio Visual Means (OAVM). The meeting was conducted by Mr. M M Murugappan, Chairman.

The Chairman welcomed the members to the Meeting which was held through VC/OAVM as permitted by the Ministry of Corporate Affairs. The requisite quorum being present, the Chairman called the meeting to order. He introduced the other Directors, Company Secretary, the senior management and the Auditors who had participated from various locations through electronic mode. The Chairman informed that as permitted, soft copies of the AGM notice together with the Annual Report for the FY 2019-20 had been sent electronically to the Members holding shares in dematerialised mode and whose e-mail addresses are available with the Depository Participant(s) as well as to all the Members holding shares in physical mode whose e-mail addresses are registered with the Company/RTA for communication purposes.

In terms of the provisions of the Companies Act, 2013 and the Rules made thereunder and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided remote e-voting facility and for those members who had not exercised their vote through remote e-voting facility, facility to cast their vote electronically was provided through Instapoll of M/s. KFin Technologies Private Limited at the meeting. The Chairman briefed the members on the e-voting process and apprised the members on the schedule of the AGM proceedings.

The Chairman then delivered his message and also announced the performance of the Company during the quarter ended 30<sup>th</sup> June 2020 which was considered and approved by the Board at its meeting held earlier during the day.





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Mr. N Ananthaseshan, Managing Director made a brief presentation on the significant developments in the Company during the year 2019-20.

The Chairman then invited questions from Members who had previously registered themselves as 'Speakers'. After the shareholders spoke, the questions were tabulated along with the queries raised during the meeting and the same were answered and where required necessary clarifications were provided.

The notice of the meeting was taken as read with the permission of members since it was already circulated to them. The Auditors' report on the financial statements of the Company and the Secretarial Audit Report for the year ended 31<sup>st</sup> March 2020 did not have any qualifications, reservations, adverse remarks or disclaimers and accordingly, the same was not required to be read out at the meeting, as per the provisions of the Companies Act, 2013.

The following items of business as set out in the Notice of the AGM dated 6<sup>th</sup> June 2020 were transacted at the meeting.

1. Adoption of Audited Standalone Financial Statements of the Company for the year ended 31<sup>st</sup> March 2020, together with the Reports of the Board of Directors and the Auditors thereon;
2. Adoption of Audited Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March 2020 together with the Report of the Auditors thereon;
3. Confirmation of dividend;
4. Re-appointment of Mr. M A M Arunachalam (DIN 00202958), Director retiring by rotation;
5. Appointment of Mrs. Soundara Kumar (DIN 01974515) as an Independent Director to hold office for a term of five (5) consecutive years from 3<sup>rd</sup> August 2019;
6. Approval for payment of commission to Mr. M M Murugappan (DIN 00170478), Chairman for the FY 2019-20;
7. Ratification of remuneration of Rs.4,50,000 p.a. excluding applicable taxes and out of pocket expenses payable to Cost Auditor- M/s. S Mahadevan & Co., Cost Accountants for the FY 2020-21 for conduct of cost audit.

The Board of Directors of the Company had appointed Mr. R Sridharan of M/s. R Sridharan and Associates, Practising Company Secretary as the Scrutiniser to scrutinise the voting process (both remote e-voting and e-voting during the meeting).

After the discussions were complete, the Chairman informed that the shareholders who had not earlier voted through remote e-voting could cast their votes on the resolutions through Instapoll.

The Chairman informed the members that the e-voting results will be declared within forty eight hours from the conclusion of the meeting. The results declared along with the





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Scrutiniser's Report will be placed on the Company's website and will also be sent to the Stock Exchanges for dissemination.

There being no other agenda, the Chairman declared the meeting as closed. The meeting concluded at 4.29 p.m.

In terms of the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of voting results and the Scrutiniser's report in respect of the business transacted at the 66<sup>th</sup> AGM is enclosed. All the resolutions set out in the Notice convening the 66<sup>th</sup> AGM have been passed with requisite majority.

Kindly take the information on record.

Thanking you

**Yours faithfully**

Yours faithfully

**For Carborundum Universal Limited**

A handwritten signature in black ink, appearing to read 'Rekha'.

**Rekha Surendhiran**  
**Company Secretary**

	CARBORUNDUM UNIVERSAL LIMITED
Date of the AGM/EGM	29-07-2020
Total number of shareholders on record date	35129
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	44
Public:	57

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Standalone Financial Statements									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	79,648,245	74,638,756	93.7105	74,638,756	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		74,638,756	93.7105	74,638,756	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	62,739,708	49,071,787	78.2149	49,071,787	0	100.0000	0.0000	0	8,743,434
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		49,071,787	78.2149	49,071,787	0	100.0000	0.0000	0	8743434
Public- Non Institutions	E-Voting	47,024,243	3,602,510	7.6610	3,601,909	601	99.9833	0.0166	0	80
	Poll		43,687	0.0929	43,687	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,646,197	7.7539	3,645,596	601	99.9835	0.0165	0	80
Total		189,412,196	127,356,740	67.2379	127,356,139	601	99.9995	0.0005	0	8743514

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Consolidated Financial Statements									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	79,648,245	74,638,756	93.7105	74,638,756	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>74,638,756</b>	<b>93.7105</b>	<b>74,638,756</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	62,739,708	49,071,787	78.2149	49,071,787	0	100.0000	0.0000	0	8,743,434
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>49,071,787</b>	<b>78.2149</b>	<b>49,071,787</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>8743434</b>
Public- Non Institutions	E-Voting	47,024,243	3,602,590	7.6611	3,601,989	601	99.9833	0.0166	0	0
	Poll		43,687	0.0929	43,687	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>3,646,277</b>	<b>7.754</b>	<b>3,645,676</b>	<b>601</b>	<b>99.9835</b>	<b>0.0165</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>189,412,196</b>	<b>127,356,820</b>	<b>67.2379</b>	<b>127,356,219</b>	<b>601</b>	<b>99.9995</b>	<b>0.0005</b>	<b>0</b>	<b>8743434</b>

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Confirmation of Dividend									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	79,648,245	74,638,756	93.7105	74,638,756	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>74,638,756</b>	<b>93.7105</b>	<b>74,638,756</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	62,739,708	57,802,588	92.1308	57,802,588	0	100.0000	0.0000	0	12,633
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>57,802,588</b>	<b>92.1308</b>	<b>57,802,588</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	47,024,243	3,602,590	7.6611	3,601,989	601	99.9833	0.0166	0	0
	Poll		43,687	0.0929	43,687	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>3,646,277</b>	<b>7.754</b>	<b>3,645,676</b>	<b>601</b>	<b>99.9835</b>	<b>0.0165</b>	<b>0.0000</b>	<b>0</b>
<b>Total</b>		<b>189,412,196</b>	<b>136,087,621</b>	<b>71.8473</b>	<b>136,087,020</b>	<b>601</b>	<b>99.9996</b>	<b>0.0004</b>	<b>0</b>	<b>12633</b>

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. M A M Arunachalam, Director retiring by rotation									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	79,648,245	74,638,756	93.7105	73,003,556	1,635,200	97.8091	2.1908	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>74,638,756</b>	<b>93.7105</b>	<b>73,003,556</b>	<b>1,635,200</b>	<b>97.8092</b>	<b>2.1908</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	62,739,708	56,575,402	90.1748	56,575,402	0	100.0000	0.0000	0	1,239,819
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>56,575,402</b>	<b>90.1748</b>	<b>56,575,402</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>1239819</b>
Public- Non Institutions	E-Voting	47,024,243	3,602,590	7.6611	3,601,545	1,045	99.9709	0.0290	0	0
	Poll		43,687	0.0929	43,687	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>3,646,277</b>	<b>7.754</b>	<b>3,645,232</b>	<b>1,045</b>	<b>99.9713</b>	<b>0.0287</b>	<b>0</b>	<b>0</b>
<b>Total</b>		<b>189,412,196</b>	<b>134,860,435</b>	<b>71.1994</b>	<b>133,224,190</b>	<b>1,636,245</b>	<b>98.7867</b>	<b>1.2133</b>	<b>0</b>	<b>1239819</b>

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mrs. Soundara Kumar as an Independent Director									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	79,648,245	74,638,756	93.7105	74,638,756	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>74,638,756</b>	<b>93.7105</b>	<b>74,638,756</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	62,739,708	56,575,402	90.1748	56,493,972	81,430	99.8560	0.1439	0	1,239,819
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>56,575,402</b>	<b>90.1748</b>	<b>56,493,972</b>	<b>81,430</b>	<b>99.8561</b>	<b>0.1439</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	47,024,243	3,602,590	7.6611	3,601,545	1,045	99.9709	0.0290	0	0
	Poll		43,687	0.0929	43,687	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>3,646,277</b>	<b>7.754</b>	<b>3,645,232</b>	<b>1,045</b>	<b>99.9713</b>	<b>0.0287</b>	<b>0.0000</b>	<b>0</b>
<b>Total</b>		<b>189,412,196</b>	<b>134,860,435</b>	<b>71.1994</b>	<b>134,777,960</b>	<b>82,475</b>	<b>99.9388</b>	<b>0.0612</b>	<b>0</b>	<b>1239819</b>



Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for payment of commission to Mr. M M Murugappan									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	79,648,245	74,638,756	93.7105	73,003,556	1,635,200	97.8091	2.1908	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>74,638,756</b>	<b>93.7105</b>	<b>73,003,556</b>	<b>1,635,200</b>	<b>97.8092</b>	<b>2.1908</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	62,739,708	56,575,402	90.1748	56,263,025	312,377	99.4478	0.5521	0	1,239,819
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>56,575,402</b>	<b>90.1748</b>	<b>56,263,025</b>	<b>312,377</b>	<b>99.4479</b>	<b>0.5521</b>	<b>0</b>	<b>1239819</b>
Public- Non Institutions	E-Voting	47,024,243	3,601,110	7.6580	3,600,015	1,095	99.9695	0.0304	0	1,480
	Poll		43,687	0.0929	43,687	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>3,644,797</b>	<b>7.7509</b>	<b>3,643,702</b>	<b>1,095</b>	<b>99.9700</b>	<b>0.0300</b>	<b>0</b>	<b>1480</b>
<b>Total</b>		<b>189,412,196</b>	<b>134,858,955</b>	<b>71.1987</b>	<b>132,910,283</b>	<b>1,948,672</b>	<b>98.5550</b>	<b>1.4450</b>	<b>0</b>	<b>1241299</b>

Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Cost Auditor's Remuneration									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	79,648,245	74,638,756	93.7105	74,638,756	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>74,638,756</b>	<b>93.7105</b>	<b>74,638,756</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	62,739,708	57,802,588	92.1308	57,802,588	0	100.0000	0.0000	0	12,633
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>57,802,588</b>	<b>92.1308</b>	<b>57,802,588</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	47,024,243	3,601,110	7.6580	3,600,509	601	99.9833	0.0166	0	1,480
	Poll		43,687	0.0929	43,687	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>3,644,797</b>	<b>7.7509</b>	<b>3,644,196</b>	<b>601</b>	<b>99.9835</b>	<b>0.0165</b>	<b>0.0000</b>	<b>0</b>
<b>Total</b>		<b>189,412,196</b>	<b>136,086,141</b>	<b>71.8466</b>	<b>136,085,540</b>	<b>601</b>	<b>99.9996</b>	<b>0.0004</b>	<b>0</b>	<b>14113</b>

## Consolidated Scrutinizer's Report

29<sup>th</sup> July, 2020

The Chairman

**Carborundum Universal Limited,**

'Parry House', 43, Moore Street,

Chennai - 600 001.

**Ref: 66<sup>th</sup> Annual General Meeting (AGM) of the Members of the Carborundum Universal Limited held on 29<sup>th</sup> July, 2020 at 3.00 P.M. I.S.T by way of Video Conferencing ("VC").**

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of CARBORUNDUM UNIVERSAL LIMITED vide resolution dated 06<sup>th</sup> June, 2020, pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020 to scrutinize the voting relating to the resolutions as set out in the notice of the AGM through remote e-voting process held between Saturday, 25<sup>th</sup> July, 2020 (9.00 A.M.) (IST) to Tuesday, 28<sup>th</sup> July, 2020 (5.00 P.M.) (IST) and through electronic voting system (Insta Poll) during the 66<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on Wednesday, 29<sup>th</sup> July, 2020 at 3.00 P.M. I.S.T by way of Video Conferencing ("VC").

We now submit our Consolidated Report as under:

66<sup>th</sup> AGM – CONSOLIDATED SCRUTINIZER'S REPORT – CARBORUNDUM UNIVERSAL LIMITED





1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means (by remote e-voting) and electronic voting (Insta Poll) at the AGM by the shareholders is the responsibility of the management.
2. The Company has availed remote e-voting system and electronic voting system (Insta Poll) at the AGM provided by KFin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited) for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.
3. After conclusion of the proceedings of the meeting, the shareholders present through VC voted through the e-voting facility (Insta Poll) provided by KFin Technologies Private Limited. As per the information given by the Company, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the AGM through VC and who had not voted by remote e-voting were allowed to cast their votes through e-voting system (Insta Poll) during the AGM.
4. We have scrutinized and reviewed the remote e-voting system, electronic voting system (Insta Poll) after conclusion of the AGM. We had unblocked the list of members, who had voted through remote e-voting after 5.00 P.M. on 28<sup>th</sup> July, 2020. Further, we have unblocked the votes cast by the members through electronic voting system (Insta Poll) in the presence of two witnesses Mr. K Satheesh and Ms. Srinidhi Sridharan, who are not in the employment of the Company. The votes tendered therein in respect of the remote e-voting system and e-voting at the AGM are based on the data downloaded from the official website of KFin Technologies Private Limited.
5. Based on the data downloaded from the Official website of KFin Technologies Private Limited for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system (Insta Poll), we now submit our consolidated report (Remote e-voting, Electronic Voting System) as under:



**Item No. 1 - Adoption of Audited Standalone Financial Statements of the Company for FY 2019-2020, Reports of the Board of Directors and Auditors thereon.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting(Insta Poll)	% of total number of valid votes cast
<b>206</b>	<b>127312452</b>	<b>11</b>	<b>43687</b>	<b>127356139</b>	<b>99.9995</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting (Insta Poll)	% of total number of valid votes cast
<b>5</b>	<b>601</b>	<b>0</b>	<b>0</b>	<b>601</b>	<b>0.0005</b>

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting (Insta Poll)
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.



**Item No. 2 - Adoption of Audited Consolidated Financial Statements of the Company for FY 2019-2020 and Reports of the Auditors thereon.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting(Insta Poll)	% of total number of valid votes cast
<b>207</b>	<b>127312532</b>	<b>11</b>	<b>43687</b>	<b>127356219</b>	<b>99.9995</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting (Insta Poll)	% of total number of valid votes cast
<b>5</b>	<b>601</b>	<b>0</b>	<b>0</b>	<b>601</b>	<b>0.0005</b>

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting (Insta Poll)
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.



**Item No. 3 – Confirmation of Dividend.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting(Insta Poll)	% of total number of valid votes cast
<b>211</b>	<b>136043333</b>	<b>11</b>	<b>43687</b>	<b>136087020</b>	<b>99.9996</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting (Insta Poll)	% of total number of valid votes cast
<b>5</b>	<b>601</b>	<b>0</b>	<b>0</b>	<b>601</b>	<b>0.0004</b>

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E- Voting and E-voting (Insta Poll)
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.



**Item No. 4 – Re-appointment of Mr. M A M Arunachalam (DIN: 00202958), Director retiring by rotation.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting(Insta Poll)	% of total number of valid votes cast
<b>204</b>	<b>133180503</b>	<b>11</b>	<b>43687</b>	<b>133224190</b>	<b>98.7867</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting (Insta Poll)	% of total number of valid votes cast
<b>11</b>	<b>1636245</b>	<b>0</b>	<b>0</b>	<b>1636245</b>	<b>1.2133</b>

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E- Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E- Voting and E-voting (Insta Poll)
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.





**Item No. 5 – Appointment of Mrs. Soundara Kumar as an Independent Director of the Company.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting(Insta Poll)	% of total number of valid votes cast
<b>202</b>	<b>134734273</b>	<b>11</b>	<b>43687</b>	<b>134777960</b>	<b>99.9388</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting (Insta Poll)	% of total number of valid votes cast
<b>13</b>	<b>82475</b>	<b>0</b>	<b>0</b>	<b>82475</b>	<b>0.0612</b>

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting (Insta Poll)
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, were port that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite majority.







**Item No. 6 – Approval for payment of commission to Mr. M M Murugappan.**

**SPECIAL RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting(Insta Poll)	% of total number of valid votes cast
<b>197</b>	<b>132866596</b>	<b>11</b>	<b>43687</b>	<b>132910283</b>	<b>98.5550</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting (Insta Poll)	% of total number of valid votes cast
<b>16</b>	<b>1948672</b>	<b>0</b>	<b>0</b>	<b>1948672</b>	<b>1.4450</b>

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast through E-voting (Insta Poll)	Total Number of votes cast through Remote E- Voting and E-voting (Insta Poll)
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed with requisite majority.





**Item No. 7 – Ratification of Remuneration to M/s. S Mahadevan & Co. (Firm registration no.000007), Cost Auditor of the Company.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting(Insta Poll)	% of total number of valid votes cast
<b>209</b>	<b>136041853</b>	<b>11</b>	<b>43687</b>	<b>136085540</b>	<b>99.9996</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting (Insta Poll)	% of total number of valid votes cast
<b>5</b>	<b>601</b>	<b>0</b>	<b>0</b>	<b>601</b>	<b>0.0004</b>

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting (Insta Poll)	Number of votes cast (Shares) through E-voting (Insta Poll)	Total Number of votes cast through Remote E-Voting and E-voting (Insta Poll)
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, were port that the Ordinary Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed with requisite majority.



6. A Compact Disc (CD) containing a list of equity shareholders who voted "**FOR**" and "**AGAINST**" for each resolution is enclosed.

7. The electronic data relating to remote e-voting and electronic voting system, all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,

Yours faithfully,

For R. Sridharan & Associates  
Company Secretaries

  
CS R. Sridharan  
CP No. 3239  
FCS No. 4775  
UDIN: F004775B000521863

