

# ACCEL LIMITED

(Formerly known as Accel Transmatic Limited)



**AL/CS/BSE/081/2020-21**

**December 11, 2020**

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 Wednesday, the 09<sup>th</sup> of December, 2020.

This is for your information and record.

Thanking you,

Yours faithfully,  
For **Accel Limited**

Sd/-  
**Priyam Agarwal**  
**Company Secretary**

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Regd. Off. / Corp. Off. : 3rd Floor, SFI Complex, 178 , Valluvarkottam High Road, Nungambakkam, Chennai - 600 034. Phone : 044 - 28222262, 044 - 48652262

Factory : No. 34, SIDCO Electronics Complex, Thiru Vi. Ka. Industrial Estate, Guindy, Chennai - 600 032. Phone : 044 - 22500338

Animation Division : Drishya Building, KINFRA Film & Video Park, Sainik School PO, Kazhakkuttam, Thiruvananthapuram - 695 585. Phone : 0471 - 2167859

Website : [www.acceltransmatic.com](http://www.acceltransmatic.com) / [www.accel-india.com](http://www.accel-india.com)

CIN : L30007TN1986PLC100219



## 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 Wednesday, 09<sup>th</sup> December, 2020 at "KTDC Rain Drops", 169/2, Greams Road, Chennai, Tamil Nadu-600 006 at 10.30 a.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 Wednesday, 09<sup>th</sup> December, 2020 at "KTDC Rain Drops", 169/2, Greams Road, Chennai, Tamil Nadu-600 006, submit my report as under:

1. 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 Sunday, 06<sup>th</sup> December, 2020 at 9.00 A.M and ended on Tuesday, 08<sup>th</sup> December, 2020 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.
3. The Equity Shareholders holding shares as on the cut-off date 02<sup>nd</sup> December, 2020 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 08<sup>th</sup> December, 2020 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.
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 2020, together with the Directors' and Auditors' Reports thereon; and
- b) the audited consolidated financial statements of the Company for the year ended 31 March 2020, 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 |
|--|--|---------------------------------------|
| 83   | 4,93,60,826                                      | 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                                |

**(b) Resolution 2—Ordinary Resolution**

To appoint a Director in place of Mr. N.R. Panicker (DIN: 00236198), who retires from office by rotation, and being eligible himself 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 |
|--|--|---------------------------------------|
| 82   | 4,93,60,786                                      | 99.9996                               |

(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  | 0.0004                                |

(iii) **Invalid votes:**

| Total number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| NIL   | NIL                                |

**(c) Resolution 3—Ordinary Resolution**

To consider and approve the appointment of Statutory Auditors of the Company to hold office until the conclusion of the 35th Annual General Meeting and to fix their 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 |
|--|--|---------------------------------------|
| 83   | 4,93,60,826                                      | 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                                |

#### (d) Resolution 4–Ordinary Resolution

Appointment of Mr.Nagarajan Krishnamurthy (DIN: 02172617) as a Independent Director

(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 |
|--|--|---------------------------------------|
| 83   | 4,93,60,826                                      | 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                                |

## (e) Resolution 5–Special Resolution

Alteration of Object Clause in the Memorandum of Association of the Company.

(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 |
|--|--|---------------------------------------|
| 83   | 4,93,60,826                                      | 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                                   |





## JM & Associates

(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**

Digitally signed  
by SOY JOSEPH  
Date: 2020.12.10  
10:43:14 +05'30'

SOY JOSEPH

JM & Associates

Practicing Company Secretaries

M.No.: 13852

COP : 5612

UDIN: A013852B001457206

Place: Chennai

Date: 10<sup>th</sup> December, 2020

COUNTERSIGNED BY CHAIRMAN OF THE MEETING

FOR ACCEL LIMITED

AYYAPPAN MADHAVAN NAIR

DIN : 00117374

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**JM & Associates**

Company Secretaries

No.18, 3rd Floor, RMS Apartment, 12, Gopalakrishna Street, Pondy Bazaar, T. Nagar, Chennai - 600 017, INDIA.

Ph : 044 - 2815 2673, 2815 2674 E-mail : mail@saspartners.com

| Accel Limited               |  |                    |                     |   |                          |                        |                                      |                                    |  |
|-----------------------------|--|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|--|
| Resolution required:        | Ordinary Resolution  |                    |                     |   |                          |                        |                                      |                                    |  |
| Resolution 1                | To receive, consider and adopt:<br>a) the audited standalone financial statements of the Company for the year ended 31 March 2020, together with the Directors' and Auditors' Reports thereon; and<br>b) the audited consolidated financial statements of the Company for the year ended 31 March 2020, together with the Auditors' Reports thereon. |                    |                     |   |                          |                        |                                      |                                    |  |
| Category                    | Mode of Voting   | No. Of shares held | No. of Votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |  |
|                             |  | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |  |
| Promoter and Promoter Group | E-Voting   | 41,275,661         | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Poll   |                    | 40777661            | 98.79                                   | 40777661                 | 0                      | 100                                  | 0                                  |  |
|                             | Postal Ballot (if applicable)  |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total  |                    | 40777661            | 98.79                                   | 40777661                 | 0                      | 100                                  | 0                                  |  |
| Public- Institutions        | E-Voting   | 141804             | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Poll   |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Postal Ballot (if applicable)  |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total  |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
| Public- Non Institutions    | E-Voting   | 15589936           | 1909770             | 12.25                                   | 1909770                  | 0                      | 100                                  | 0                                  |  |
|                             | Poll   |                    | 6673395             | 42.80                                   | 6673395                  | 0                      | 100                                  | 0                                  |  |
|                             | Postal Ballot (if applicable)  |                    | NA                  |   |                          |                        |                                      |                                    |  |



|       |       |          |          |       |          |   |     |      |
|-------|-------|----------|----------|-------|----------|---|-----|------|
|       | Total |          | 8583165  | 55.06 | 8583165  | 0 | 100 | 0    |
| Total |       | 57007401 | 49360826 | 86.59 | 49360826 | 0 | 100 | 0.00 |

| Resolution required:        | Ordinary Resolution  |                    |                     |   |                          |                        |                                      |                                    |  |
|-----------------------------|--|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|--|
| Resolution 2                | To appoint a Director in place of Mr. N.R. Panicker (DIN: 00236198), who retires from office by rotation, and being eligible himself for re-appointment. |                    |                     |   |                          |                        |                                      |                                    |  |
| Category                    | Mode of Voting   | No. Of shares held | No. of Votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |  |
|                             |  | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |  |
| Promoter and Promoter Group | E-Voting   | 41,275,661         | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Poll   |                    | 40777661            | 98.79                                   | 40777661                 | 0                      | 100                                  | 0                                  |  |
|                             | Postal Ballot (if applicable)  |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total  |                    | 0                   | 0                                       | 0                        | 0                      | #DIV/0!                              | 0                                  |  |
| Public-Institutions         | E-Voting   | 141804             | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Poll   |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Postal Ballot (if applicable)  |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total  |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
| Public- Non Institutions    | E-Voting   | 15589936           | 1909770             | 12.25                                   | 1909730                  | 40                     | 99.998                               | 0.00209449                         |  |
|                             | Poll   |                    | 6673395             | 42.81                                   | 6673395                  | 0                      | 100                                  | 0                                  |  |
|                             | Postal Ballot (if applicable)  |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total  |                    | 8583165             | 55.06                                   | 8583125                  | 40                     | 99.9996                              | 0.0004                             |  |
| Total                       |  | 57007401           | 49360826            | 86.59                                   | 49360786                 | 40                     | 99.9999                              | 0.0001                             |  |

| Resolution required:        | Ordinary Resolution                              |                    |                     |   |                          |                        |                                      |                                    |  |
|-----------------------------|--|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|--|
| Resolution 3                | Appointment of Statutory Auditors of the Company |                    |                     |   |                          |                        |                                      |                                    |  |
| Category                    | Mode of Voting                                   | No. Of shares held | No. of Votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |  |
|                             |  | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |  |
| Promoter and Promoter Group | E-Voting   | 41,275,661         | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Poll   |                    | 40777661            | 98.79                                   | 40777661                 | 0                      | 100                                  | 0                                  |  |
|                             | Postal Ballot (if applicable)                    |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total  |                    | 40777661            | 98.79                                   | 40777661                 | 0                      | 100                                  | 0                                  |  |
| Public-Institutions         | E-Voting   | 141804             | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Poll   |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Postal Ballot (if applicable)                    |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total  |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
| Public- Non Institutions    | E-Voting   | 15589936           | 1909770             | 12.25                                   | 1909770                  | 0                      | 100                                  | 0                                  |  |
|                             | Poll   |                    | 6673395             | 42.80                                   | 6673395                  | 0                      | 100                                  | 0                                  |  |
|                             | Postal Ballot (if applicable)                    |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total  |                    | 8583165             | 55.06                                   | 8583165                  | 0                      | 100                                  | 0                                  |  |
| Total                       |  | 57007401           | 49360826            | 86.59                                   | 49360826                 | 0                      | 100                                  | 0.00                               |  |

| Resolution required:        | Ordinary Resolution  |                    |                     |   |                          |                        |                                      |                                    |  |
|-----------------------------|--|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|--|
| Resolution 4                | Appointment of Mr. Nagarajan Krishnamurthy (DIN: 02172617) as a Independent Director |                    |                     |   |                          |                        |                                      |                                    |  |
| Category                    | Mode of Voting   | No. Of shares held | No. of Votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |  |
|                             |  | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |  |
| Promoter and Promoter Group | E-Voting   | 41,275,661         | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Poll   |                    | 40777661            | 98.79                                   | 40777661                 | 0                      | 100                                  | 0                                  |  |
|                             | Postal Ballot (if applicable)  |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total  |                    | 40777661            | 98.79                                   | 40777661                 | 0                      | 100                                  | 0                                  |  |
| Public- Institutions        | E-Voting   | 141804             | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Poll   |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Postal Ballot (if applicable)  |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total  |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
| Public- Non Institutions    | E-Voting   | 15589936           | 1909770             | 12.25                                   | 1909770                  | 0                      | 100                                  | 0                                  |  |
|                             | Poll   |                    | 6673395             | 42.80                                   | 6673395                  | 0                      | 100                                  | 0                                  |  |
|                             | Postal Ballot (if applicable)  |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total  |                    | 8583165             | 55.06                                   | 8583165                  | 0                      | 100                                  | 0                                  |  |
| Total                       |  | 57007401           | 49360826            | 86.59                                   | 49360826                 | 0                      | 100                                  | 0.00                               |  |

| Resolution required:        | Special Resolution  |                    |                     |   |                          |                        |                                      |                                    |  |
|-----------------------------|---|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|--|
| Resolution 5                | Alteration of Object Clause in the Memorandum of Association of the Company |                    |                     |   |                          |                        |                                      |                                    |  |
| Category                    | Mode of Voting  | No. Of shares held | No. of Votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |  |
|                             |   | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |  |
| Promoter and Promoter Group | E-Voting  | 41,275,661         | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Poll  |                    | 40777661            | 98.79                                   | 40777661                 | 0                      | 100.00                               | 0                                  |  |
|                             | Postal Ballot (if applicable)   |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total   |                    | 40777661            | 98.79                                   | 40777661                 | 0                      | 100.00                               | 0                                  |  |
| Public-Institutions         | E-Voting  | 141804             | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Poll  |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
|                             | Postal Ballot (if applicable)   |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total   |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |  |
| Public- Non Institutions    | E-Voting  | 15589936           | 1909770             | 12.25                                   | 1909770                  | 0                      | 100.00                               | 0                                  |  |
|                             | Poll  |                    | 6673395             | 42.80                                   | 6673395                  | 0                      | 100.00                               | 0                                  |  |
|                             | Postal Ballot (if applicable)   |                    | NA                  |   |                          |                        |                                      |                                    |  |
|                             | Total   |                    | 8583165             | 55.06                                   | 8583165                  | 0                      | 100.00                               | 0                                  |  |
| Total                       |   | 57007401           | 49360826            | 86.59                                   | 49360826                 | 0                      | 100.00                               | 0.00                               |  |