

Date: 26th September, 2019

To,

Corporate Relationship Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 532370.
Scrip Code : 509048

Dear Sir/Madam,

Sub: Disclosure of E –Voting and Ballot Voting Results of the 34th Annual General Meeting of the Company – Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015

We wish to inform you that the 34th Annual General Meeting of the Company was held on 25th September, 2019 at 11:00 AM at "LANCOR CLASSIC SPORTS AND RECREATION CENTER", Kumarasamy Nagar Main Road, Elcot Avenue, Sholinganallur, Chennai – 600119.

In this regard, we are enclosing herewith the voting results along with the report of the Scrutinizer for both E- Voting and Ballot Voting as required under Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015.

Request you to kindly take the same on record.

Thanking You,

Yours Faithfully,

For **LANCOR HOLDINGS LIMITED**

B. Vignesh Ram

B. VIGNESH RAM
COMPANY SECRETARY & COMPLIANCE OFFICER





A. Mohan Kumar, B.A., B.L., F.C.S., ACMA.,
Practising Company Secretary

FORM No. MGT-13
REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To
THE CHAIRMAN,
Lancor Holdings Limited
Arihant VTN Square, II Floor,
No. 58, G.N.Chetty Road,
T. Nagar, Chennai – 600 017

The 34th Annual General Meeting of the Equity Shareholders of **M/s. LANCOR HOLDINGS LIMITED**, (CIN:L65921TN1985PLC049092) held on 25th September 2019, Wednesday at 11:00 A.M. at LANCOR CLASSIC SPORTS AND RECREATION CENTER, Kumarasamy Nagar Main Road, Elcot Avenue, Shollinganallur, Chennai – 600 119.

Dear Sir,

I, A. MOHAN KUMAR, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 34th Annual General Meeting of the Equity Shareholders of **M/s. LANCOR HOLDINGS LIMITED**, held on 25th September 2019, Wednesday at 11:00 A.M. at LANCOR CLASSIC SPORTS AND RECREATION CENTER, Kumarasamy Nagar Main Road, Elcot Avenue, Shollinganallur, Chennai – 600 119, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

(a) RESOLUTION: ITEM NO. 1 – ADOPTION OF FINANCIAL STATEMENTS:

I. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10,99,918	100%



II. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

III. **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(b) **RESOLUTION: ITEM NO. 2 – DECLARATION OF DIVIDEND ON EQUITY SHARES:**

I. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10,99,918	100%

II. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

III. **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



(c) RESOLUTION: ITEM NO. 3 - RE-APPOINTMENT OF MR. S. SRIDHARAN (DIN: 01773791) WHO RETIRES BY ROTATION:

I. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10,99,918	100%

II. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

III. Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(d) RESOLUTION: ITEM NO. 4 – RATIFICATION OF APPOINTMENT OF M/S. NAYAN PARIKH & CO., CHARTERED ACCOUNTANTS (FIRM REGN. NO.: 107023W), APPOINTED AS STATUTORY AUDITORS AT THE 33rd ANNUAL GENERAL MEETING FOR A TERM OF 5 YEARS:

I. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10,99,918	100%



A handwritten signature in blue ink, appearing to be "A. Mohan Kumar", written over the stamp.

II. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

III. **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(e) **RESOLUTION: ITEM NO. 5 - APPOINTMENT OF MR. M. HARIHARAN (DIN: 08400170) AS THE INDEPENDENT DIRECTOR OF THE COMPANY:**

I. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10,99,918	100%

II. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

III. **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



(f) RESOLUTION: ITEM NO. 6 - APPOINTMENT OF MR. K. HARISHANKAR (DIN: 08453883) AS THE INDEPENDENT DIRECTOR OF THE COMPANY:

I. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10,99,918	100%

II. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

III. Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(g) RESOLUTION: ITEM NO. 7 - APPOINTMENT OF MR. S. KAMALESH (DIN: 02862293) AS THE INDEPENDENT DIRECTOR OF THE COMPANY:

I. Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10,99,918	100%

II. Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0



III. **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(h) **RESOLUTION: ITEM NO. 8 - APPOINTMENT OF Dr. GOWRI RAMACHANDRAN (DIN: 08217157) AS THE INDEPENDENT DIRECTOR OF THE COMPANY:**

I. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10,99,918	100%

II. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

III. **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(i) **RESOLUTION: ITEM NO. 9 - APPOINTMENT OF MR. N. VASUDEVAN (DIN: 02025846) AS THE NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR OF THE COMPANY:**

I. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10,99,918	100%



II. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

III. **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(j) **RESOLUTION: ITEM NO. 10 - APPOINTMENT OF MRS. MALLIKA RAVI (DIN: 03355908) AS THE MANAGING DIRECTOR OF THE COMPANY:**

I. Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	10,99,918	100%

II. Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

III. **Invalid** votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



A handwritten signature in blue ink, appearing to be "A. Mohan Kumar", written over the stamp.

5. The poll papers and all other relevant records were sealed and handed over to Mr. R.V. Shekar, Chairman of the Company, authorized by the Board for safe keeping.

Thank you.

Yours faithfully,

FOR MOHAN KUMAR & ASSOCIATES

PLACE: CHENNAI
DATE: 25.09.2019



A. MOHAN KUMAR
PRACTISING COMPANY SECRETARY
MEMBERSHIP NUMBER: FCS 4347.
CERTIFICATE OF PRACTICE NUMBER: 19145.



A. Mohan Kumar, B.A., B.L., F.C.S., ACMA.,
Practising Company Secretary

SCRUTINIZER'S REPORT ON E – VOTING

THE CHAIRMAN,
Lancor Holdings Limited
Arihant VTN Square, II Floor,
No. 58, G.N.Chetty Road,
T. Nagar, Chennai – 600 017

Dear Sir,

Ref: 34th Annual General Meeting

Sub: **Scrutinizer's Report on E-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014.**

I, A. MOHAN KUMAR, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of **M/s. LANCOR HOLDINGS LIMITED** at their meeting held on 07th August 2019 for the purpose of Scrutinizing the e-voting process held between 22nd September 2019, 10:00 A.M. to 24th September 2019, 05:00 P.M. under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Notice dated 07th August 2019 convening 34th Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said Annual General Meeting of the Company to be held on 25th September 2019 at 11:00 A.M.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company.

The Shareholders of the Company holding shares as on the "cut-off" date of 18th September 2019, were entitled to vote on the proposed resolution as set out at Item No. 1 to 10 in the Notice of the AGM of M/s. Lancor Holdings Limited.

The voting period for e-voting commenced on 22nd September 2019, Sunday, 10:00 A.M and ended on 24th September 2019, Tuesday, 05:00 P.M. and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of following two witnesses not being in the employment of the Company:

1. Mr. Sudhakar
2. Mr. Mahendran



I have scrutinized and reviewed the voting through electronic means and votes tendered therein based on the data downloaded from the CDSL e-voting system.

I now submit the Report as under on the result of the voting through electronic means in respect of the said Resolutions.

ITEM NO. 1

ADOPTION OF FINANCIAL STATEMENTS:

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
45	2,79,63,746	100%

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
0	0	0%

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of invalid votes cast
0	0	0%



A handwritten signature in blue ink, appearing to be "A. Mohan Kumar", written over the stamp.

ITEM NO. 2

DECLARATION OF DIVIDEND ON EQUITY SHARES:

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
45	2,79,63,746	100%

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
0	0	0%

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of invalid votes cast
0	0	0%

ITEM NO. 3

RE-APPOINTMENT OF MR. S. SRIDHARAN (DIN: 01773791) WHO RETIRES BY ROTATION:

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
45	2,79,63,746	100%



II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
0	0	0%

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of invalid votes cast
0	0	0%

ITEM NO. 4

RATIFICATION OF APPOINTMENT OF M/S. NAYAN PARIKH & CO., CHARTERED ACCOUNTANTS (FIRM REGN. NO.: 107023W), APPOINTED AS STATUTORY AUDITORS AT THE 33rd ANNUAL GENERAL MEETING FOR A TERM OF 5 YEARS:

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
45	2,79,63,746	100%

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
0	0	0%



III. **Invalid votes:**

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of invalid votes cast
0	0	0%

ITEM NO. 5

APPOINTMENT OF MR. M. HARIHARAN (DIN: 08400170) AS THE INDEPENDENT DIRECTOR OF THE COMPANY:

I. **Voted in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
45	2,79,63,746	100%

II. **Voted against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
0	0	0%

III. **Invalid votes:**

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of invalid votes cast
0	0	0%



ITEM NO. 6

APPOINTMENT OF MR. K. HARISHANKAR (DIN: 08453883) AS THE INDEPENDENT DIRECTOR OF THE COMPANY:

I. Voted in favour of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
45	2,79,63,746	100%

II. Voted against the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
0	0	0%

III. Invalid votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of invalid votes cast
0	0	0%

ITEM NO. 7

APPOINTMENT OF MR. S. KAMALESH (DIN: 02862293) AS THE INDEPENDENT DIRECTOR OF THE COMPANY:

I. Voted in favour of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
45	2,79,63,746	100%



II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
0	0	0%

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of invalid votes cast
0	0	0%

ITEM NO. 8

APPOINTMENT OF Dr. GOWRI RAMACHANDRAN (DIN: 08217157) AS THE INDEPENDENT DIRECTOR OF THE COMPANY:

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
45	2,79,63,746	100%

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
0	0	0%



III. **Invalid votes:**

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of invalid votes cast
0	0	0%

ITEM NO. 9

APPOINTMENT OF MR. N. VASUDEVAN (DIN: 02025846) AS THE NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR OF THE COMPANY:

I. **Voted in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
45	2,79,63,746	100%

II. **Voted against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
0	0	0%

III. **Invalid votes:**

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of invalid votes cast
0	0	0%



A handwritten signature in blue ink, appearing to be "A. Mohan Kumar", written over the stamp.

ITEM NO. 10

APPOINTMENT OF MRS. MALLIKA RAVI (DIN: 03355908) AS THE MANAGING DIRECTOR OF THE COMPANY:

I. Voted in favour of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
45	2,79,63,746	100%

II. Voted against the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of valid votes cast
0	0	0%

III. Invalid votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	% of total number of invalid votes cast
0	0	0%



A handwritten signature in blue ink, appearing to be "A. Mohan Kumar", written over the stamp.

The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to Mr. R.V.Shekar, Chairman of the Company, for safe keeping.

Thank you,

Yours faithfully,

FOR MOHAN KUMAR & ASSOCIATES

Place: CHENNAI
Date: 25.09.2019.



A. MOHAN KUMAR
PRACTISING COMPANY SECRETARY
MEMBERSHIP NUMBER: FCS 4347
CERTIFICATE OF PRACTICE NUMBER: 19145



A. Mohan Kumar, B.A., B.L., F.C.S., ACMA.,
Practising Company Secretary

**COMBINED SCRUTINIZER'S REPORT
FOR E-VOTING & POLL OF LANCOR HOLDINGS LIMITED**

To
THE CHAIRMAN,
Lancor Holdings Limited
Arihant VTN Square, II Floor,
No. 58, G.N.Chetty Road,
T. Nagar, Chennai – 600 017

Ref: The 34th Annual General Meeting of the Equity Shareholders of **M/s. LANCOR HOLDINGS LIMITED**, held on 25th September 2019, Wednesday at 11:00 A.M. at LANCOR CLASSIC SPORTS AND RECREATION CENTER, Kumarasamy Nagar Main Road, Elcot Avenue, Shollinganallur, Chennai – 600 119.

Dear Sir,

1. I, A. Mohan Kumar, Practicing Company Secretary, have been appointed as a Scrutinizer by

- i. The Board of Directors of M/s. LANCOR HOLDINGS LIMITED at their meeting held on 07th August 2019 for the purpose of Scrutinizing the e-voting process held between 22nd September 2019, 10:00 A.M. to 24th September 2019, 05:00 P.M. under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and
- ii. The Chairman of the 34th Annual General Meeting of the Company for conducting poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the 34th Annual General Meeting of the Members of the Company, held on 25th September 2019 at 11:00 A.M.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll for the resolutions contained in the Notice to the 34th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to the preparation of a scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the report generated from the e-voting system provided by M/s. Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide facilities for e-voting and at the time of poll at the 34th Annual General Meeting.

3. The e-voting results were unblocked by me on 25th September, 2019, Wednesday at 2:00 P.M in the presence of two witnesses (please refer my Scrutinizer report on e-voting dated 25th September, 2019.)



4. At the 34th Annual General Meeting of the Company held on 25th September 2019, Wednesday, the Chairman of the meeting had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

The results of the e-voting together with that of the poll are as under:

ITEM NO: 1 – ADOPTION OF FINANCIAL STATEMENTS:

I. Voted in favour of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
45	2,79,63,746	1	10,99,918	2,90,63,664	100%

II. Voted against the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

III. Invalid votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll
0	0	0	0	0

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

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 in favour of the resolution with requisite majority.



(Handwritten signature)

ITEM NO. 2 – DECLARATION OF DIVIDEND ON EQUITY SHARES:

I. Voted in favour of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
45	2,79,63,746	1	10,99,918	2,90,63,664	100%

II. Voted against the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

III. Invalid votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll
0	0	0	0	0

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

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 in favour of the resolution with requisite majority.



A handwritten signature in blue ink, appearing to be "A. Mohan Kumar", written over the stamp.

ITEM NO. 3 - RE-APPOINTMENT OF MR. S. SRIDHARAN (DIN: 01773791) WHO RETIRES BY ROTATION:

I. Voted **in favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
45	2,79,63,746	1	10,99,918	2,90,63,664	100%

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll
0	0	0	0	0

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

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 in favour of the resolution with requisite majority.



A handwritten signature in blue ink, appearing to be "Rm", located to the right of the circular stamp.

ITEM NO. 4 – RATIFICATION OF APPOINTMENT OF M/S. NAYAN PARIKH & CO., CHARTERED ACCOUNTANTS (FIRM REGN. NO.: 107023W), APPOINTED AS STATUTORY AUDITORS AT THE 33rd ANNUAL GENERAL MEETING FOR A TERM OF 5 YEARS:

I. Voted in favour of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
45	2,79,63,746	1	10,99,918	2,90,63,664	100%

II. Voted against the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

III. Invalid votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll
0	0	0	0	0

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

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 in favour of the resolution with requisite majority.



(Handwritten signature)

ITEM NO. 5 - APPOINTMENT OF MR. M. HARIHARAN (DIN: 08400170) AS THE INDEPENDENT DIRECTOR OF THE COMPANY:

I. Voted in favour of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
45	2,79,63,746	1	10,99,918	2,90,63,664	100%

II. Voted against the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

III. Invalid votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll
0	0	0	0	0

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

RESULT:

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item No. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



ITEM NO. 6 - APPOINTMENT OF MR. K. HARISHANKAR (DIN: 08453883) AS THE INDEPENDENT DIRECTOR OF THE COMPANY:

I. Voted in favour of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
45	2,79,63,746	1	10,99,918	2,90,63,664	100%

II. Voted against the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

III. Invalid votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll
0	0	0	0	0

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

RESULT:

As the number of votes cast in favour of the resolution was three times more than 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 in favour of the resolution with requisite majority.



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ITEM NO. 7 - APPOINTMENT OF MR. S. KAMALESH (DIN: 02862293) AS THE INDEPENDENT DIRECTOR OF THE COMPANY:

I. Voted in favour of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
45	2,79,63,746	1	10,99,918	2,90,63,664	100%

II. Voted against the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

III. Invalid votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll
0	0	0	0	0

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

RESULT:

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item No. 7 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



ITEM NO. 8 - APPOINTMENT OF Dr. GOWRI RAMACHANDRAN (DIN: 08217157) AS THE INDEPENDENT DIRECTOR OF THE COMPANY:

I. Voted in favour of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
45	2,79,63,746	1	10,99,918	2,90,63,664	100%

II. Voted against the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

III. Invalid votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll
0	0	0	0	0

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

RESULT:

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item No. 8 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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ITEM NO. 9 - APPOINTMENT OF MR. N. VASUDEVAN (DIN: 02025846) AS THE NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR OF THE COMPANY:

I. Voted in favour of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
45	2,79,63,746	1	10,99,918	2,90,63,664	100%

II. Voted against the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

III. Invalid votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll
0	0	0	0	0

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

RESULT:

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item No. 9 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



ITEM NO. 10 - APPOINTMENT OF MRS. MALLIKA RAVI (DIN: 03355908) AS THE MANAGING DIRECTOR OF THE COMPANY:

I. Voted in **favour** of the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
45	2,79,63,746	1	10,99,918	2,90,63,664	100%

II. Voted **against** the resolution:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

III. **Invalid** votes:

Number of members voted in E-Voting.	Number of votes cast (Shares) – E-Voting	Number of members/Proxies voted - Poll	Number of votes cast (Shares) – Poll	Total Number of Votes Cast through E-Voting and Poll
0	0	0	0	0

Vote casted in both E-Voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-Voting are taken into account in respect of such shareholder.

RESULT:

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item No. 10 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



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The relevant records relating to E- Voting and Poll were sealed and handed over to Mr. R.V. Shekar, Chairman of the Company, authorized by the Board for safe keeping.

Thank you.

Yours faithfully,

FOR MOHAN KUMAR & ASSOCIATES

**PLACE: CHENNAI
DATE: 25.09.2019**



**A. MOHAN KUMAR
PRACTISING COMPANY SECRETARY
MEMBERSHIP NUMBER: FCS 4347.
CERTIFICATE OF PRACTICE NUMBER: 19145.**