

**Sical Logistics Ltd**

South India House  
73 Armenian Street  
Chennai 600 001 India  
Phone : 91.44.66157016 Fax : 91.44.66157017



Ref.:SICAL/SD/2019

14<sup>th</sup> September, 2019

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No.:C/1, G Block  
Bandra – Kurla Complex  
Bandra [East]  
Mumbai :: 400 051

BSE Limited  
Floor 27, P.J. Towers  
Dalal Street  
Fort  
Mumbai :: 400 001

Dear Sirs,

Sub : Details of Voting Results – Remote E-voting and ballot at AGM Venue  
[EVSN 190814020]

Ref : Intimation under Regulation 44 of the SEBI [Listing Obligations and  
Disclosure Requirements] Regulations, 2015


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Pursuant to Regulation 44 of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, the details of voting results of the remote e-voting between 09<sup>th</sup> September, 2019 and 11<sup>th</sup> September, 2019 and ballot at the AGM venue on 12<sup>th</sup> September, 2019 conducted by the Company as per the prescribed format is attached along with the report of the Scrutinizer.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,  
For Sical Logistics Limited

  
V. Radhakrishnan  
Company Secretary

Encl : As stated

## VOTING RESULTS – BALLOT AND REMOTE E-VOTING

### I. Attendance of Members

1.	Date of the AGM / EGM	12 <sup>th</sup> September, 2019
2.	Total Number of shareholders on the cut-off date for the purpose of voting by post and remote e-voting – 05 <sup>th</sup> September, 2019	41148
3.	No. Of shareholders present in the meeting either in person or through proxy :	4515
[a]	Promoters and Promoter Group	5
[b]	Public	4510
4	No. Of shareholders attended the meeting through Video Conferencing	NOT APPLICABLE
[a]	Promoters and Promoter Group	-
[b]	Public	-

### II. Voting by Members

Item No.	Agenda Description	Item	Type of Resolution	Mode of Voting	Whether Promoter / Promoter Group are interested in the agenda / resolution	Remarks
1	Adoption of Report and Accounts		Ordinary	Remote e- voting and ballot	No	Resolution passed with requisite majority
2	Re-election of Mr. R. Ram Mohan		Ordinary	Remote e- voting and ballot	No	Resolution passed with requisite majority
3	Appointment of Statutory Auditors		Ordinary	Remote e- voting and ballot	No	Resolution passed with requisite majority
4	Re-appointment of Mr. Harady Rathnakar Hegde as an Independent Director for a consecutive term of 5 years		Special	Remote e- voting and ballot	No	Resolution passed with requisite majority

5	Re-appointment of Mr. Sampath Ravinarayanan as an Independent Director for a consecutive term of 5 years	Special	Remote voting ballot	e-and	No	Resolution passed with requisite majority
6	Re-appointment of Mr. Sudhir Vidya Kamath as an Independent Director for a consecutive term of 5 years	Special	Remote voting ballot	e-and	No	Resolution passed with requisite majority
7	Re-appointment of Mr. Harikesanallur Ramani Srinivasan as an Independent Director for a consecutive term of 5 years	Special	Remote voting ballot	e-and	No	Resolution passed with requisite majority
8	Reclassification of promoter to public	Special	Remote voting ballot	e-and	Concerned promoter group considered interested	Resolution passed with requisite majority

### III. Results of Poll / Postal Ballot / E-voting by members

The mode of voting for all the resolutions was with Remote e-voting facility and ballot at the venue.

In this connection, we attach the following:

1. Results of voting through remote e-voting and ballot in the prescribed format.
2. Consolidated scrutinizers Report from Practising Company Secretary Mr. R. Kannan on the Remote e-voting and ballot.

**For Sical Logistics Limited**

  
**V. Radhakrishnan**  
Company Secretary

NAME OF THE COMPANY: SICAL LOGISTICS LIMITED - 64th AGM held on 12th September, 2019

1. To adopt the Report and Accounts for the financial year 2018-19				Ordinary				
Resolution Required:(Ordinary/Special)				No				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES 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	30684209	572251	1.86	572251	0	100	0
	POLL		28430038	92.65	28430038	0	100	0
	POSTAL BALLOT		0	0.00	0	0	0	0
	VENUE-VOTING		0	0.00	0	0	0	0
	<b>SUB TOTAL</b>		<b>30684209</b>	<b>29002289</b>	<b>94.52</b>	<b>29002289</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	351589	31997	9.10	31997	0	100	0
	POLL		0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>351589</b>	<b>31997</b>	<b>9.10</b>	<b>31997</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	27484466	14874	0.05	14439	435	97.08	2.92
	POLL		130	0.00	130	0	100	0
	POSTAL BALLOT		0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>27484466</b>	<b>15004</b>	<b>0.05</b>	<b>14569</b>	<b>435</b>	<b>97.10</b>
<b>GRAND TOTAL</b>		<b>58520264</b>	<b>29049290</b>	<b>49.64</b>	<b>29048855</b>	<b>435.00</b>	<b>100.00</b>	<b>0.00</b>

NAME OF THE COMPANY: SICAL LOGISTICS LIMITED - 64th AGM held on 12th September, 2019

2.ORDINARY BUSINESS:Re-election of Mr. R. Ram Mohan as Director.

Resolution Required:(Ordinary/Special)				Ordinary				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES 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	30684209	572251	1.86	572251	0	100	0
	POLL		28430038	92.65	28430038	0	100	0
	POSTAL BALLOT		0	0.00	0	0	0	0
	VENUE-VOTING		0	0.00	0	0	0	0
	<b>SUB TOTAL</b>		<b>30684209</b>	<b>29002289</b>	<b>94.52</b>	<b>29002289</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	351589	52707	14.99	52707	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>351589</b>	<b>52707</b>	<b>14.99</b>	<b>52707</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	27484466	14874	0.05	14439	435	97.08	2.92
	POLL		130	0.00	130	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>27484466</b>	<b>15004</b>	<b>0.05</b>	<b>14569</b>	<b>435</b>	<b>97.10</b>
<b>GRAND TOTAL</b>		<b>58520264</b>	<b>29070000</b>	<b>49.68</b>	<b>29069565</b>	<b>435.00</b>	<b>100.00</b>	<b>0.00</b>

NAME OF THE COMPANY: SICAL LOGISTICS LIMITED - 64th AGM held on 12th September, 2019

3.ORDINARY BUSINESS:Appointment of Statutory Auditors

Resolution Required:(Ordinary/Special)				Ordinary				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES 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	30684209	572251	1.86	572251	0	100	0
	POLL		28430038	92.65	28430038	0	100	0
	POSTAL BALLOT		0	0.00	0	0	0	0
	VENUE-VOTING		0	0.00	0	0	0	0
	<b>SUB TOTAL</b>		<b>30684209</b>	<b>29002289</b>	<b>94.52</b>	<b>29002289</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	351589	52707	14.99	52707	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>351589</b>	<b>52707</b>	<b>14.99</b>	<b>52707</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	27484466	14874	0.05	14439	435	97.08	2.92
	POLL		130	0.00	130	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>27484466</b>	<b>15004</b>	<b>0.05</b>	<b>14569</b>	<b>435</b>	<b>97.10</b>
<b>GRAND TOTAL</b>		<b>58520264</b>	<b>29070000</b>	<b>49.68</b>	<b>29069565</b>	<b>435.00</b>	<b>100.00</b>	<b>0.00</b>

NAME OF THE COMPANY: SICAL LOGISTICS LIMITED - 64th AGM held on 12th September, 2019

4.SPECIAL BUSINESS:Appointment of Mr.H. Rathnakar Hegde as an Independent Director for a further term of 5 years

Resolution Required:(Ordinary/Special)				Special				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES 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	30684209	572251	1.86	572251	0	100	0
	POLL		28430038	92.65	28430038	0	100	0
	POSTAL BALLOT		0	0.00	0	0	0	0
	VENUE-VOTING		0	0.00	0	0	0	0
	<b>SUB TOTAL</b>		<b>30684209</b>	<b>29002289</b>	<b>94.52</b>	<b>29002289</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	351589	31997	9.10	31997	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>351589</b>	<b>31997</b>	<b>9.10</b>	<b>31997</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	27484466	14874	0.05	14439	435	97.08	2.92
	POLL		130	0.00	130	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>27484466</b>	<b>15004</b>	<b>0.05</b>	<b>14569</b>	<b>435</b>	<b>97.10</b>
<b>GRAND TOTAL</b>		<b>58520264</b>	<b>29049290</b>	<b>49.64</b>	<b>29048855</b>	<b>435.00</b>	<b>100.00</b>	<b>0.00</b>

NAME OF THE COMPANY: SICAL LOGISTICS LIMITED - 64th AGM held on 12th September, 2019

5.SPECIAL BUSINESS:Appointment of Mr.S. Ravinarayanan as an Independent Director for a further term of 5 years

Resolution Required:(Ordinary/Special)				Special				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES 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	30684209	572251	1.86	572251	0	100	0
	POLL		28430038	92.65	28430038	0	100	0
	POSTAL BALLOT		0	0.00	0	0	0	0
	VENUE-VOTING		0	0.00	0	0	0	0
	<b>SUB TOTAL</b>		<b>30684209</b>	<b>29002289</b>	<b>94.52</b>	<b>29002289</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	351589	52707	14.99	11414	41293	21.66	78.34
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>351589</b>	<b>52707</b>	<b>14.99</b>	<b>11414</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	27484466	14874	0.05	14439	435	97.08	2.92
	POLL		130	0.00	130	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>27484466</b>	<b>15004</b>	<b>0.05</b>	<b>14569</b>	<b>435</b>	<b>97.10</b>
<b>GRAND TOTAL</b>		<b>58520264</b>	<b>29070000</b>	<b>49.68</b>	<b>29028272</b>	<b>435.00</b>	<b>99.86</b>	<b>0.00</b>



NAME OF THE COMPANY: SICAL LOGISTICS LIMITED - 64th AGM held on 12th September, 2019

6.SPECIAL BUSINESS:Appointment of Mr.Sudhir Vidya Kamath as an Independent Director for a further term of 5 years

Resolution Required:(Ordinary/Special)				Special				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES 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	30684209	572251	1.86	572251	0	100	0
	POLL		28430038	92.65	28430038	0	100	0
	POSTAL BALLOT		0	0.00	0	0	0	0
	VENUE-VOTING		0	0.00	0	0	0	0
	<b>SUB TOTAL</b>		<b>30684209</b>	<b>29002289</b>	<b>94.52</b>	<b>29002289</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	351589	52707	14.99	11414	41293	21.66	78.34
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>351589</b>	<b>52707</b>	<b>14.99</b>	<b>11414</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	27484466	14874	0.05	14439	435	97.08	2.92
	POLL		130	0.00	130	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>27484466</b>	<b>15004</b>	<b>0.05</b>	<b>14569</b>	<b>435</b>	<b>97.10</b>
<b>GRAND TOTAL</b>		<b>58520264</b>	<b>29070000</b>	<b>49.68</b>	<b>29028272</b>	<b>435.00</b>	<b>99.86</b>	<b>0.00</b>

NAME OF THE COMPANY: SICAL LOGISTICS LIMITED - 64th AGM held on 12th September, 2019

7.SPECIAL BUSINESS:Appointment of Mr. H.R. Srinivasan as an Independent Director for a further term of 5 years

Resolution Required:(Ordinary/Special)				Special				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES 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	30684209	572251	1.86	572251	0	100	0
	POLL		28430038	92.65	28430038	0	100	0
	POSTAL BALLOT		0	0.00	0	0	0	0
	VENUE-VOTING		0	0.00	0	0	0	0
	<b>SUB TOTAL</b>		<b>30684209</b>	<b>29002289</b>	<b>94.52</b>	<b>29002289</b>	<b>0</b>	<b>100</b>
PUBLIC-INSTITUTIONS	E-VOTING	351589	52707	14.99	11414	41293	21.66	78.34
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>351589</b>	<b>52707</b>	<b>14.99</b>	<b>11414</b>	<b>0</b>	<b>100</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	27484466	14874	0.05	14439	435	97.08	2.92
	POLL		130	0.00	130	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>27484466</b>	<b>15004</b>	<b>0.05</b>	<b>14569</b>	<b>435</b>	<b>97.10</b>
<b>GRAND TOTAL</b>		<b>58520264</b>	<b>29070000</b>	<b>49.68</b>	<b>29028272</b>	<b>435.00</b>	<b>99.86</b>	<b>0.00</b>

NAME OF THE COMPANY: SICAL LOGISTICS LIMITED - 64th AGM held on 12th September, 2019

8.SPECIAL BUSINESS:Reclassify the Promoters holdings [MAC Group] as Public

Resolution Required:(Ordinary/Special)				Special					
Whether promoter/ promoter groups are interested in the agenda/resolution?				related promoter entities are considered interested					
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES 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	30684209	0	0.00	0	0	0	0	
	POLL		28385838	92.51	28385838	0	100	0	
	POSTAL BALLOT		0	0.00	0	0	0	0	0
	VENUE-VOTING		0	0.00	0	0	0	0	0
	<b>SUB TOTAL</b>		<b>30684209</b>	<b>28385838</b>	<b>92.51</b>	<b>28385838</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	351589	52707	14.99	52707	0	100	0	
	POLL		0	0	0	0	0	0	
	POSTAL BALLOT		0	0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>351589</b>	<b>52707</b>	<b>14.99</b>	<b>52707</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	27484466	14874	0.05	14439	435	97.08	2.92	
	POLL		130	0.00	110	20	84.62	15.38	
	POSTAL BALLOT		0	0	0	0	0	0	
	VENUE-VOTING		0	0	0	0	0	0	
	<b>SUB TOTAL</b>		<b>27484466</b>	<b>15004</b>	<b>0.05</b>	<b>14549</b>	<b>455</b>	<b>96.97</b>	<b>3.03</b>
<b>GRAND TOTAL</b>		<b>58520264</b>	<b>28453549</b>	<b>48.62</b>	<b>28453094</b>	<b>455.00</b>	<b>100.00</b>	<b>0.00</b>	

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

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

To,  
The Chairman  
64<sup>TH</sup> Annual General Meeting  
SICAL LOGISTICS LTD.  
CIN: L51909TN1955PLC002431  
"South India House"  
73, Armenian Street  
Chennai: 600 001

Dear Sirs,

**Sub: Passing of resolution through Electronic means (EVSN:190814020) as well as Poll conducted at the 64<sup>th</sup> Annual General Meeting of Mercantile Ventures Limited held on 12<sup>th</sup> September, 2019**

I, R. Kannan, M.Com., GDMM., ACMA., FCS, Practicing Company Secretary having office at No.6A, 10th Street, New Colony, Adambakkam, Chennai – 600 088 was appointed as the Scrutinizer by the Board of Directors of Sical Logistics Limited to scrutinize the voting and remote e-voting process which commenced on Monday, the 09th September, 2019 at 9.00 a.m. and ends on Wednesday, the 11<sup>th</sup> September, 2019 at 5.00 p.m. under the CDSL platform viz. <https://www.evotingindia.com/> and the Poll process conducted at the aforesaid Annual General Meeting.

**Responsibility of the Management**

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means and Poll, on the Resolution(s) as set out in the Notice dated 17th May, 2019.

**Responsibility as a Scrutinizer**

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

1. The meeting commenced with fulfilment of quorum as per the provisions of the Companies Act, 2013. The company received 514 proxy forms.
2. The polling box was open in the presence of below mentioned two witnesses after voting process was over:

S. No	NAME OF THE WITNESSES	SIGNATURE
1	Sharath B	B. Sharath
2	Bhuvanawari C	Bhuvanawari C


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

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2019, the statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon by Ordinary Resolution.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E -VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	2	5	572152	28430038	100
Public	25	6	46535	130	

**VOTES CAST AGAINST THE RESOLUTION**

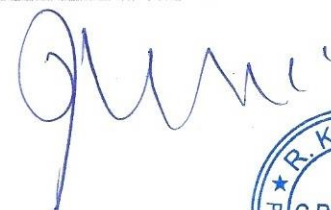
PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E -VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	0	0	0	0	0.00
Public	13	0	435	0	

One shareholder holding 20,710 shares, did not vote by means of e-voting.

2. To appoint a Director in the place of Mr. R. Ram Mohan [DIN: 02506342] who retires by rotation and being eligible offers himself for re-election in the Company by Ordinary Resolution.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E -VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	2	5	572152	28430038	100
Public	26	6	67245	130	



VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E -VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	0	0	0	0	0.00
Public	13	0	435	0	

3. To appoint M/s. SRSV & Associates, Chartered Accountants with Firm Registration No.:0150415 as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at a remuneration of Rs.23,00,000 [Rupees twenty three lakh only] plus reimbursement of out-of-pocket expenses by Ordinary Resolution

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E -VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	2	5	572152	28430038	100
Public	26	6	67245	130	

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E -VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	0	0	0	0	0.00
Public	13	0	435	0	



**SPECIAL BUSINESS:**

4.To Re-appoint Mr. H. Rathnakar Hegde [DIN 05158270] as an Independent Director for a second term of five consecutive years in terms of Section 149 of the Companies Act, 2013 by Special Resolution.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E -VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	2	5	572152	28430032	100
Public	26	6	67245	130	

**VOTES CAST AGAINST THE RESOLUTION**

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E -VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	0	0	0	0	0.00
Public	13	0	435	0	

5. To Re-appoint Mr. S. Ravinarayanan [DIN 00208793] as an Independent Director for a second term of five consecutive years in terms of Section 149 of the Companies Act, 2013.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E -VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	2	5	572152	28430038	99.86
Public	22	6	25952	130	



VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E-VOTING	POLL	E-VOTING	POLL	
Promoter and Promoter group	0	0	0	0	0.14
Public	17	0	41728	0	

6. To Re-appoint of Mr. Sudhir V Kamath [DIN 00203009] as an Independent Director for a second term of five consecutive years in terms of Section 149 of the Companies Act, 2013.

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E-VOTING	POLL	E-VOTING	POLL	
Promoter and Promoter group	2	5	572152	28430038	99.86
Public	22	6	25952	130	

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E-VOTING	POLL	E-VOTING	POLL	
Promoter and Promoter group	0	0	0	0	0.14
Public	17	0	41728	0	

*[Handwritten Signature]*





7. Re-appointment of Mr. H.R. Srinivasan [DIN 00130277] as an Independent Director for a second term of five consecutive years in terms of Section 149 of the Companies Act, 2013.

## VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E -VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	3	5	572251	28430038	99.86
Public	22	6	25952	130	

## VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E -VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	0	0	0	0	0.14
Public	17	0	41728	0	

8. To reclassify the shareholding of the persons / entities currently under the Promoter/ Promoter Group

## VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E -VOTING	POLL	E -VOTING	POLL	
Promoter and Promoter group	0	4	0	28385838	100
Public	25	5	67146	110	



VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST BY E-VOTING & BALLOT
	E-VOTING	POLL	E-VOTING	POLL	
Promoter and Promoter group	0	0	0	0	0.00
Public	13	1	435	20	

Four shareholders holding 44,200, 99, 572043 and 109 shares abstained from voting for the above resolution.

**RESULT:**

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

The Outcome of the 64<sup>TH</sup> Annual General Meeting may be declared accordingly based on the voting results as reported hereinabove.

All the resolutions have secured requisite majority of votes, the respective resolutions may be considered have been passed. The Chairman of the meeting may accordingly declare the results of the voting.

Date: 14/09/2019

Place: Chennai

  
R. Kannan  
Practicing Company Secretary  
CP. No. 3363

