



Harrisons Malayalam Limited

24/1624, Bristow Road, Willingdon Island, Cochin 682003

CIN: L01119KL1978PLC002947

Website: www.harrisonsmalayalam.com Email id: secretarial@harrisonsmalayalam.com

Tel: 0484-2668023 Fax: 0484-2668024

27th September, 2018

<p>The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex Bandra (E), Mumbai, Maharashtra – 400051 <u>Symbol: HARRMALAYA</u></p>	<p>The Secretary Bombay Stock Exchange Limited Corporate Relationship Department 1st Floor, New Trading Ring, Rotunda Building P.J. Towers, Dalal Street, Fort, Mumbai Maharashtra – 400001 <u>Scrip Code: 500467</u></p>
--	--

Dear Sir / Madam,

Sub: Submission of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 41st Annual General Meeting of the Company held on 26th September, 2018.

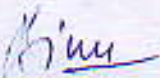
This is to inform that the 41st Annual General Meeting of the Company was duly held on Wednesday the 26th day of September, 2018 at 11:00 A:M at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin-682 016, Kerala, India and all the resolutions in the Notice of the Annual General Meeting dated 10th August, 2018 have been duly passed by the shareholders.

A copy of the combined Scrutinizer Report on remote e-voting and poll conducted at the venue of the 41st Annual General Meeting is also attached herewith.

The afore mentioned information is available on the web site of the Company at www.harrisonsmalayalam.com and on the web site of CDSL India Ltd. at www.evotingindia.com.

Kindly take this intimation on record.

For **HARRISONS MALAYALAM LIMITED**


BINU THOMAS
Company Secretary



Encl: As above



COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL
(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and
Rule 21 of the Companies (Management and Administration) Rules, 2014 - as amended)

To

The Chairman

41st Annual General Meeting of the Equity Shareholders of
M/s. HARRISONS MALAYALAM LIMITED

(CIN: L01119KL1978PLC002947)

Held on Wednesday the 26th day of September, 2018 at 11:00 AM at
Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road,
Cochin-682 016, Kerala, India

Dear Sir,

Sub: Passing of Resolution through Remote E-voting Process and through Poll
conducted at the 41st Annual General Meeting of M/s. Harrisons Malayalam
Ltd held on 26th August, 2018

I, M D Selvaraj, FCS Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore have been appointed by the Board of Directors of **M/s. HARRISONS MALAYALAM LIMITED** ("the Company") as the Scrutinizer for the remote e-voting process held between Sunday, the 23rd day of September, 2018 at 9:00 AM till Tuesday the 25th day of September, 2018 at 5:00 PM and for the poll taken at the 41st Annual General Meeting of the Company held on Wednesday the 26th day of September, 2018 at 11:00 A:M at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin-682 016, Kerala, India, on the Resolution(s) set out under Item No.1 to Item No.7 in the Notice convening the said 41st Annual General Meeting dated 10th August, 2018.

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 thereunder in relation to exercising of voting rights through remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 41st Annual General Meeting dated 10th August, 2018.



Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 41st Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No(s).1 to 7 in the Notice convening the 41st Annual General Meeting, based on the reports generated from the e-voting portal provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 41st Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 27th September, 2018 on the remote e-voting process and also a separate Scrutinizer's Report dated 27th September, 2018 in the prescribed Form No.MGT-13 on the Poll taken at the 41st Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), as under;



Ordinary BusinessResolution No: 1Ordinary resolution

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	39	92,74,595	100.00
Poll	32	950	95.00
Total Voting	71	92,75,545	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	1	50	5.00
Total Voting	1	50	Negligible

INVALID VOTES

Mode of Voting	Total Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	4	15
Total Voting	4	15

Note: 1 (One) Shareholder holding 232 shares abstained from Voting for 32 shares on poll



Ordinary BusinessResolution No: 2Ordinary resolution

Re-appointment of Mr. P. Rajagopalan (DIN 02817068) as a Director on retirement by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	38	92,74,570	100.00
Poll	32	950	95.00
Total Voting	70	92,75,520	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	25	0.00
Poll	1	50	5.00
Total Voting	2	75	Negligible

INVALID VOTES

Mode of Voting	Total Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	4	15
Total Voting	4	15

Note: 1 (One) Shareholder holding 232 shares abstained from Voting for 32 shares on poll



Ordinary BusinessResolution No: 3Ordinary resolution

Approval for continuation of the appointment of M/s.Walker Chandiook & Co LLP, Chartered Accountants (FRN:001076N/N500013) as Statutory Auditors without ratification till the conclusion of the 45th Annual General Meeting to be held in the year 2022 and to authorize the Board of Directors to fix their remuneration.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	38	92,74,570	100.00
Poll	32	950	95.00
Total Voting	70	92,75,520	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	25	Negligible
Poll	1	50	5.00
Total Voting	2	75	Negligible

INVALID VOTES

Mode of Voting	Total Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	4	15
Total Voting	4	15

Note: 1 (One) Shareholder holding 232 shares abstained from Voting for 32 shares on poll



Special BusinessResolution No: 4**Special resolution**

Approval for continuance of Directorship of Mr. Golam Momen (DIN:00402662), who has attained the age of more than 75 years, as an Independent Director of the Company pursuant to amended Regulation 17 of SEBI (LODR) Regulation, 2015, effective from April 1, 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	38	92,74,570	100.00
Poll	33	1,000	100.00
Total Voting	71	92,75,570	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	25	Negligible
Poll	0	0	0.00
Total Voting	1	25	Negligible

INVALID VOTES

Mode of Voting	Total Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	4	15
Total Voting	4	15

Note: 1 (One) Shareholder holding 232 shares abstained from Voting for 32 shares on poll



Special Business**Resolution No: 5****Special resolution**

Approval for continuance of Directorship of Mr. J. M. Kothary (DIN: 00015254), who has attained the age of more than 75 years, as an Independent Director of the Company pursuant to amended Regulation 17 of SEBI (LODR) Regulation, 2015, effective from April 1, 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	38	92,74,570	100.00
Poll	33	1,000	100.00
Total Voting	71	92,75,570	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	25	Negligible
Poll	0	0	0.00
Total Voting	1	25	Negligible

INVALID VOTES

Mode of Voting	Total Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	4	15
Total Voting	4	15

Note: 1 (One) Shareholder holding 232 shares abstained from Voting for 32 shares on poll



Special Business**Resolution No: 6****Special resolution**

Re-appointment and payment of remuneration to Mr. V. Venugopal, Manager of the Company for a period of one year from August 14, 2018 to August 13, 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	38	92,74,570	100.00
Poll	33	1,000	100.00
Total Voting	71	92,75,570	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	25	Negligible
Poll	0	0	0.00
Total Voting	1	25	Negligible

INVALID VOTES

Mode of Voting	Total Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	4	15
Total Voting	4	15

Note: 1 (One) Shareholder holding 232 shares abstained from Voting for 32 shares on poll



Special Business**Resolution No: 7****Ordinary resolution**

Ratification of the remuneration of Rs.2,50,000/- plus applicable taxes and reimbursement of out-of-pocket expenses at actual to be paid to M/s. Shome & Banerjee (FRN 000001), Cost Auditor for the financial year ending on 31.03.2019 in terms of Section 148 of the Companies Act, 2013.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	37	92,74,350	100.00
Poll	33	1,000	100.00
Total Voting	70	92,75,350	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	245	Negligible
Poll	0	0	0.00
Total Voting	2	245	Negligible

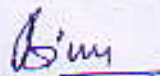
INVALID VOTES

Mode of Voting	Total Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	4	15
Total Voting	4	15

Note: 1 (One) Shareholder holding 232 shares abstained from Voting for 32 shares on poll

Based on the Scrutinizer's Report
Resolution(s) No(s) 1 to 7 have been
passed with requisite majority

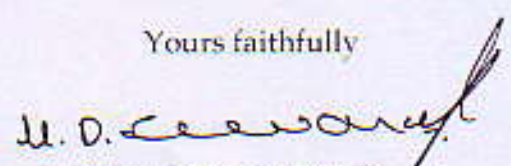
For HARRISONS MALAYALAM LTD.


Binu Thomas
Company Secretary

Date : 27th September, 2018

Place : Coimbatore

Yours faithfully



MDS & ASSOCIATES

Prop : M.D.SELVARAJ M.Com, MBA,FCS,
COMPANY SECRETARY IN PRACTICE
FCS - 960, CP - 411

SURYA 35, MAYFLOWER AVENUE
SOWRIPALAYAM ROAD, COIMBATORE - 641 028