



Reflex Industries Limited

CIN No. L45200TN2002PLC049601



Reflex Industries Limited – Annual General Meeting held on 29th September 2014

I. Attendance of members

1.	Date of AGM	29 th September 2014
2.	total number of shareholders on the cut-off date 05 th September 2014 for the purpose of e-voting and poll	6,284
3.	No. of shareholders present in the meeting either in person or through proxy:	35
	a) Promoters and Promoter Group	7
	b) Public	28
4.	No. of shareholders attended the meeting through Video Conferencing	Not Applicable

II. Voting by members

Item No.	Agenda Item Description	Type of Resolution	Mode of Voting	Remarks
1	Approval of Audited financial statements for the year ended 31 st March 2014	Ordinary	E-voting	Resolution passed with requisite majority
2	Re-appointment of Shri. T. Jagdish Jain as Director of the company	Ordinary	E-voting	Resolution passed with requisite majority
3	Reappointment of M/s, Bhandari & Keswani, Chartered Accountants, Chennai as Statutory Auditors of the company	Ordinary	E-voting	Resolution passed with requisite majority
4	Appointment of Shri N.D. Trivedi as an Independent Director of the company	Ordinary	E-voting	Resolution passed with requisite majority
5	Appointment of Shri. Hem Senthil Raj as an Independent Director of the company	Ordinary	E-voting	Resolution passed with requisite majority
6	Re-appointment of Shri. T. Anil Jain as Managing Director of the company	Special	E-voting	Resolution passed with requisite majority



Refex Industries Limited

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III. Results of E-voting by members

The mode of voting for all resolutions was:

- E-voting

In this connection, we enclose the following:

1. Results of voting through E-voting in the prescribed format
2. Scrutiniser's Report on E-voting.

For Refex Industries Limited



S.Gopalakrishnan
Company Secretary

Reflex Industries Limited

Declaration in accordance with Clause 35A of the Listing Agreement, for the businesses transacted by the Company through the E-voting facility conducted at the Annual General Meeting held on 29th September 2014.

Resolution No.1	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour on votes polled	% of Votes against on votes polled
Ordinary Resolution		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Approval of Audited Financial Statements	Promoter and Promoter Group	5156385	5156385	100%	5156385	-	100%	-
	Public - Institutional holders	-	-	-	-	-	-	-
	Public-Others	10318791	16979	0.16%	16979	-	100%	-
	Total	15475176	5173364	33.43%	5173364	-	100%	-

[Handwritten Signature]



Resolution No.2	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour on votes polled	% of Votes against on votes polled
Ordinary Resolution		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Re-appointment of Sri.T.Jagdish Jain as Director of the company	Promoter and Promoter Group	5156385	5156385	100%	5156385	-	100%
		Public – Institutional holders	-	-	-	-	-	-
		Public-Others	10318791	16979	0.16%	16879	100	99.41%
	Total	15475176	5173364	33.43%	5173264	100	99.99%	0.001

Resolution No. 3	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour on votes polled	% of Votes against on votes polled
Ordinary Resolution		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Re-appointment of M/s. Bhandari & Keswani as Auditors of the company	Promoter and Promoter Group	5156385	5156385	100%	5156385	-	100%
		Public – Institutional holders	-	-	-	-	-	-
		Public-Others	10318791	16979	0.16%	16879	100	99.41%
	Total	15475176	5173364	33.43%	5173264	100	99.99%	0.001

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Resolution No. 4	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes - in against	% of Votes in favour on votes polled	% of Votes against on votes polled
Ordinary Resolution Appointment of Shri N.D.Trivedi as Independent director of the company	Promoter and Promoter Group	5156385	5156385	100%	5156385	-	100%	-
	Public – Institutional holders	-	-	-	-	-	-	-
	Public-Others	10318791	16979	0.16%	15879	1100	93.52%	6.48
	Total	15475176	5173364	33.43%	5172264	1100	99.98%	0.02

Resolution No.5	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour on votes polled	% of Votes against on votes polled
Ordinary Resolution Appointment of Shri D. Hem Senthil Raj as Independent director of the company	Promoter and Promoter Group	5156385	5156385	100%	5156385	-	100%	-
	Public – Institutional holders	-	-	-	-	-	-	-
	Public-Others	10318791	16979	0.16%	16979	-	100%	-
	Total	15475176	5173364	33.43%	5173364	-	100%	-

Abhisek Kumar



Resolution No.6	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour on votes polled	% of Votes against on votes polled
Special Resolution	Promoter and Promoter Group	5156385	5156385	100%	5156385	-	100%	-
	Public - Institutional holders	-	-	-	-	-	-	-
	Public-Others	10318791	16979	0.16%	11879	5100	69.96%	30.04
	Total	15475176	5173364	33.43%	5168264	5100	99.91%	0.09
Re-appointment of Shri. T. Anil Jain as Managing Director of the company	Promoter and Promoter Group	5156385	5156385	100%	5156385	-	100%	-
	Public - Institutional holders	-	-	-	-	-	-	-
	Public-Others	10318791	16979	0.16%	11879	5100	69.96%	30.04
	Total	15475176	5173364	33.43%	5168264	5100	99.91%	0.09

Supulakshmi



R. MUTHU KRISHNAN B.Com., AICWA., F.C.S.
Practicing Company Secretary

New No. 33, (Old No. 17)
School View Road
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27/09/2014

Chairman
Refex Industries Limited
Chennai

Dear Sir

Sub: Scrutinizer report in respect of E voting conducted by the company in respect of Annual General Meeting (AGM) of the company to be held at 3.30 PM on Monday, 29th September 2014 at Chennai

With reference to the above specified AGM of the company, where in the company proposes to seek approval of members by way of Ordinary/ Special resolutions in respect of the agenda points, briefly noted below.

ORDINARY BUSINESS

Approval of Audited Financial statements for the year ended 31st March 2014

Reappointment of Shri T Jagdish Jain as s Director of the company

Reappointment of M/S Bhandari & Keswani, Chartered Accountants as Auditors of the company to hold office from the conclusion of the Annual General Meeting till the conclusion of Annual General Meeting to be held in 2017 subject to ratification by share holders every AGM.

SPECIAL BUSINESS

ORINDARY RESOLUTIONS

Appointment of Shri N D Trivedi as an independent director of the company

Appointment of Shri Hem senthil raj as an independent director of the company

R. Muthu Krishnan

R. MUTHUKRISHNAN, FCS
Practicing Company Secretary
C.P. No : 3033
M. No. 6775

SPECIAL RESOLUTION

Reappointment of Shri T Anil Jain as Managing Director of the company

The company had provided the facility of E Voting for its members in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 (herein after known as the 'Rules')

In the said process of E voting, I was appointed as scrutinizer by the Board of Directors vide their resolution passed in their meeting held on 30th June 2014 and vide the necessary appointment letter issued to me in terms of Rule 20 (3)(ix) of the above specified rules.

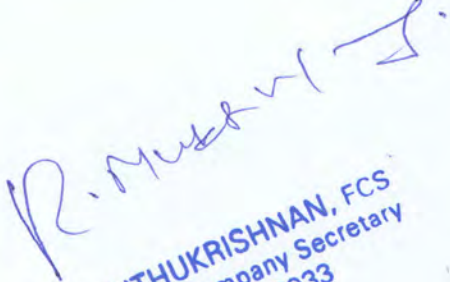
The necessary newspaper advertisement as required under Rule 20(3)(v) was issued on 14th September 2014 and the e voting period started at 10 AM on 23rd September 2014 and ended at 6 PM on 25th September 2014

As per the notice of the AGM, those holding shares as the cut off date, Friday, 05th September 2014 were entitled to vote in the said E Voting process

The e voting results were unblocked in presence of two witnesses, Shri M Krishakumar and Shri Rajaram, who are not in employment of the company, in terms of Rule 20 (3)(xi) of the above specified rules at 7.35 PM on Thursday, 25th September 2014 and who have also signed below as witness for unblocking of votes

The results of e voting have been downloaded from e voting website of CDSL, namely, www.evotingindia.co.in, and is being handed over to Chairman in terms of Rule 20 (3)(xi) of above said rules

The results of e voting is as under


R. MUTHUKRISHNAN, FCS
Practicing Company Secretary
C.P. No: 3033
M. No. 6775

**Approval of Audited Financial statements for the year ended 31st March 2014-
Ordinary Resolution**

No of Folios Voted	18
No of shares held by those who voted in favour	5173364 (33.43% OF TOTAL EQUITY)
No of shares held by those who Voted against	NIL
% of total votes cast in E voting favouring the resolution as against the total votes cast in E voting	100%
% of total votes cast in E voting against the resolution as against the total votes cast in E voting	NIL

**Reappointment of Shri T Jagdish Jain as s Director of the company
Ordinary Resolution**

No of Folios Voted	18
No of shares held by those who voted in favour	5173264 (33.43% OF TOTAL EQUITY)
No of shares held by those who Voted against	100 (0.001% OF TOTAL EQUITY)
% of total votes cast in E voting favouring the resolution as against the total votes cast in E voting	99..999%
% of total votes cast in E voting against the resolution as against the total votes cast in E voting	00.001%

R. Muthukrishnan
R. MUTHUKRISHNAN, FCS
Practicing Company Secretary
C.P. No : 3033
M. No. 6775

Ordinary Resolution

Reappointment of M/S Bhandari & Keswani, Chartered Accountants as Auditors of the company to hold office from the conclusion of the Annual General Meeting till the conclusion of Annual General Meeting to be held in 2017 subject to ratification by share holders every AGM.

No of Folios Voted	18
No of shares held by those who voted in favour	5173264 (33.43% OF TOTAL EQUITY)
No of shares held by those who Voted against	100 (0.001% OF TOTAL EQUITY)
% of total votes cast in E voting favouring the resolution as against the total votes cast in E voting	99..999%
% of total votes cast in E voting against the resolution as against the total votes cast in E voting	00.001%

SPECIAL BUSINESS

ORINDARY RESOLUTIONS

Appointment of Shri N D Trivedi as an independent director of the company

No of Folios Voted	18
No of shares held by those who voted in favour	5172264 (33.42% OF TOTAL EQUITY))
No of shares held by those who Voted against	1100 (0.01% OF TOTAL EQUITY)
% of total votes cast in E voting favouring the resolution as against the total votes cast in E voting	99.98%
% of total votes cast in E voting against the resolution as against the total votes cast in E voting	00.02%

R. Muthukrishnan
R. MUTHUKRISHNAN, FCS
Practicing Company Secretary
C.P. No: 3033
M. No. 6775

Appointment of Shri Hem senthil raj as an independent director of the company

No of Folios Voted	18
No of Folios Voted	18
No of shares held by those who voted in favour	5173364 (33.43% OF TOTAL EQUITY)
No of shares held by those who Voted against	NIL
% of total votes cast in E voting favouring the resolution as against the total votes cast in E voting	100%
% of total votes cast in E voting against the resolution as against the total votes cast in E voting	NIL

SPECIAL RESOLUTION

Reappointment of Shri T Anil Jain as Managing Director of the company

No of Folios Voted	18
No of shares held by those who voted in favour	5168264 (33.40% OF TOTAL EQUITY)
No of shares held by those who Voted against	5100 (0.03% OF TOTAL EQUITY)
% of total votes cast in E voting favouring the resolution as against the total votes cast in E voting	99.91%
% of total votes cast in E voting against the resolution as against the total votes cast in E voting	00.09%

R. Muthukrishnan
R. MUTHUKRISHNAN, FCS
Practicing Company Secretary
C.P. No: 3033
M. No. 6775

All the records of E Voting shall remain in my custody till the Chairman considers, approves and signs the minutes of AGM and there after same shall be handed over to the company for safe keeping in terms of Rule 20 (3)(xiii) of the above rules

Thanking you

R. Muthukrishnan
R MUTHU KRISHNAN
FCS 6775 COP 3033

R. MUTHUKRISHNAN, FCS
Practicing Company Secretary
C.P. No: 3033
M. No. 6775

WITNESSES FOR UNBLOCKING OF E VOTES

We were witnesses for unblocking of E voting from the e voting website of CDSL at 7.35 PM on Thursday, 25th September 2014 at the office of scrtinizer

M Krishna Kumar
M KRISHNA KUMAR
CHARTERED ACCOUNTANT
MEMBERSHIP NO 203929
D3 , PRIMEROSE APARTMENTS
ELLAIAMAN KOIL STREET
SASTHRI NAGAR
CHENNAI 600 020

S. Rajaram
RAJARAM
SERVICE
NO.17, RAMASAMY AVENUE
VANNANDURAI
CHENNAI 600 020