HYDRO S & S INDUSTRIES LIMITED

(A Kingfa Group Company) CIN: L25209TN1983PLC010438

Regd. Office: Dhun Building, III Floor, 827, Anna Salai, Chennai - 600 002. Phone: 044 - 28521736 Fax: 044 - 28520420 Website: www.hssil.com/kyc

Details regarding the voting results of 30th Annual General Meeting held on 25th July, 2014 (Pursuant to Clause 35A of the listing agreement)

1. Date of the AGM : 25th July, 2014

2. Total number of shareholders on record date : 3303

3. No, of shareholders present in the meeting either in person or through proxy :

a. Promoters and Promoter Group ± 1

b. Public : 78

4. No. of shareholders attended the meeting through Video Conferencing :

a. Promoters and Promoter Group : NA

b. Public : NA

5. Details of the Agenda :

Resolution 1:

Adoption of Directors' Report, the Audited Balance Sheet as at 31st March, 2014, the Statement of Profit and Loss for the year ended 31st March, 2014 and the Auditors Report thereon.

Resolution required : Ordinary Resolution

Mode of Voting : (E-Voting)

Promoter/Public	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
Promoter and	1	2	3=2/1*100	1	- 5	6=4/2*100	7=5/2*100
Promoter Group	5305032	5305032	100	5305032	0	100	
Public - Institutional holders	0	0	0	0	0	0	
Public - Others	389	389	100	389	0	100	
Total (A) Mode of Voting : (Ballot -	5305421	5305421	100	5305421	- 0	100	

Mode of Voting : (Ballo Promoter/Public	No. of shares held	No. of votes polled	% of Votes Poiled 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
Promoter and	1 -	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter Group	0	0	0	0	0		
Public - Institutional holders	0	0	0	0	Ö	0	
Public - Others	379	379	100	379		100	
Total (B)	379	379	100	379	0	100	
Result (A + B)	5305800	5305800	100	5305800	- 0	100	

For HYDRO S& SINDUSTRIES LIMITED,

S.K. SUBRAMANYAN Company Secretary.

Resolution 2:

To appoint a Director in the place of Mr.Bo Jingen, who opts to retire pursuant to Companies Act, 2013 and being eligible, offers blauself for re-appointment.

Resolution required : Ordinary Resolution

Mode of Voting : (E-Voting)

Promoter/Public	No. of shares held	No. of votes policy	% of Votes Polied on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes poiled	% of Votes agains(on votes polled
Promoter and	T ====================================	2	3=2/1*100	4	- 5	6=4/2*100	7-5/2 100
Promoter Group	530503z	5305032	100	5305032	U	100	
Public - Institutional		0	0	0	- 0		
Public - Others	389	389	100	389	0	100	
fotal (A) Mode of Voting : (Ballot - Ph	5305421	5308421	100	5305421	_ o	100	

No. of shares % of Votes No. of No. of % of Votes % of Votes polled Polled on Votes -Votes in favour against held outstanding in favour against on votes ún vates shares polled polled 3=2/1-100 6=4/2*100 Promoter and 7-5/2 100 Promoter Group Public - Institutional holders Public - Others 379 379 100 100 Total (B) 379 379 100 379 100 Result (A + B) 5305800 5305800 100 5305800 100

Re-appointment of M/s. P. Srinivasan & Co., as the auditors of the Company and to fix their remuneration.

Resolution required : Ordinary Resolution

Mode of Voting ; (E-Voting)

Promoter/Public	No. of Shares held	No. of votes polled	shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and	5305032	2	3=2/1*100	1	- 5	6=4/2*100	7=5/2*100
Promoter Group	.7303032	5305032	100	5305032	0	100	
Public - Institutional		0	0	a	0	<u> </u>	
	-	_	-				
Public - Others	389	389	100	389		100	
Total (A)	5305421	5305421	100	5305421	- 0	7/91	
Mode of Voting : (Ballot -	Physical Voting)					100	0
Promotet/Public	No. of	No. of votes	% of Votes	No. of	No. of	% of Votes I	v -437-1

Promates/Public	No. of shares held	No. of votes pulled	% of Votes Folled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polied
romoter and	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2°100
romoter Group		<u> </u>	0	0	٥	0	11072 2017
ublic - Institutional	0	0	U U	- 0			
orders	 -						
ublic - Others	379	379	100	379		100	
otal (B)	379	379	100	379	0	100	
esult (A + B)	5305800	5305800	100	5305800		700	

For HYDRO S&S INDUSTRIAS LIMITED,

S.K. SUBRAMANYAN --- Company Secretary.

Resolution 4;

Appointment of Mr. N.Subramanian as an Independent Director up to 15th May, 2019.

Resolution required : Ordinary Resolution

Mode of Voting: (E-Voting)

Promotes/Public	No. of shares held	No. of votes polled	% of Votes Folled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polied	% of Votes against on votes polled
Promoter and	1	2	3=2/1+100	4	- 5	6=4/2*100	7=3/2*100
Promoter Group	5305032	5305032	100	5305032	. 0	100	7=3/2-100
	 						
Public - Institutional	- - o						
holders				0		0	
Public - Others	389	389	100	389			
Fotal (A)					- 4	100	<u> </u>
	5305421	5305421	100	5305421	- 0	100	
Mode of Voting : (Ballot -	Physical Voting)			2200121	- 0	100	0

Promoter/Public	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. o(Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polied
Promoter and Promoter Group	0	2 0	3-2/1*100	40	5 0	6=4/2*100 U	7=5/2*100
ublic - Institutional	9	0	0	0	0	0	
ublic - Others	379	379	100	379		100	
otal (B)	379	379	100	379		100	
cstult (A + B)	5305800	5305800	100	5305800		100	

Under Section 180 (1) (c) of the Companies Act, 2013 for borrowing an amount not exceeding Rs.150,00,00,000/-.

Resolution required : Special Resolution Mode of Voting : (E-Voting)

Promotes/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	1	% of Votes against on votes polled
Promoter and Promoter Group	5305032	2 5305032	3=2/1*100	4 5305032	.5 	6-4/2*100	7=5/2*100
Public - Institutional holders	0	0	. 0	U	. 0	0	0
Public - Others	389/	389	100	389	-	100	
Fotal (A) Mode of Voting : (Ballot - F	5305421	5305421	100	5305421		100	

Promotes/Public	No. of shares held	No. of votes polled	% of Votes Polied on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polied	% of Votes against on votes polled
Promoter and		2	3-2/1-100	4	- 5	6=4/2*100	7=5/2*100
Promoter Group	- 0	0	0	0	0	0	(
Public - Institutional tolders	0	0	Ü	0	0	0	
ublic - Others	379	379	100	379	n	100	
otal (E)	379	379	100	379	_ 0	100	
esuit (A + B)	5305800	5305800	100	5305800	- 0	100	

For HYDRO S&SINDUSTRIES LIMITED, S.K. SUBRAMANYAÑ Company Secretary.

Resolution 6;

Infilmation to Board for Industrial and Financial Reconstruction regarding crosson of more than fifty percent of its peak net worth.

Resolution required: Special Resolution

Mode of Voting : (E-Voting)

Fromoter/Public	No. of shares held	No. of votes pulled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes poiled	% of Votes against on votes polled
Bassilla	11	2	3=2/1*100	1 4	 -	-	
Promoter and	5305032	5305032		_	5	6=4/2-100	7=5/2-100
Promoter Group				330303	* -	70	0 0
Public - Institutional holders	0	0	()	2) () 0
Public - Others	389	389	100	389		100	
otel (A) Jude of Voting : (Ballut -	5305421	5305421	100	5305421	0		
romoter/Public	No. of	Polled		No. of Votes - in favour	against	in favour on votes	% of Votes against on votes polled

, while	shares held	No. of votes polled	% of Votes Folled on cutstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and	1 0	2	3=2/1*200	i	- 5	6=4/2*100	7=5/2*106
Promoter Group	<u> </u>		- 0		0	0	
Public - Institutional	u		0		ó		
	 						
ublic - Others	379	379	100	379	0	100	
olai (B)	379	379	100	379	- 0	100	
esult (A + B)	5305800	5305800	100	5305800	0	100	

Resolution 7:

Preferential Attornent of Equity Shares. Resolution required : Special Resolution

Mode of Voting : (E-Voting)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polied 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
Fromoter and	1	2	3=2/1*100	4	5 -	6=4/2*100	7=5/2*100
Promoter Group	5305032	530503	100	5305030	0	100	
Public - Institutional holders	0	(
Public - Others	389	389	100	389	0	100	
Total Mode of Voting : (Ballot - P	5305421	5305421	100	5305421	ō	100	
Promoter/Public	No. of	No. of votes polied	Polled on			% of Votes	% of Votes

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polied on Outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes poiled	% of Votes against on votes polied
Promoter and Promoter Group	10	2	3-2/1-100	4 0	5	6=4/2*300 0	7=5/2*100
olders	ō	0	0	0	U	U U	
ublic - Others	379	379	106	379	0	100	
otal	379	379	100	379	0	100	0
esuit (A + B)	5305800	5305800	100	5305800	- 0	100	

FOR HYDRO S&SINDUSTRIES LIMITED,

S.K. SUBRAMANYAN' Company Secretary.

Practising Company Secretary 22 (old No.1895), 18th Street, Thiruvalluvar Kudiyiurppu, Anna Nagar West, Chennai 600040

July 28, 2014

The Chairman, Hydro S & S Industries Limited, Chennai

Report of Scrutinizer:

I was appointed at the meeting of the Board of Directors of your company held on 28.05.2014, as Scrutinizer for conducting the E-voting process in a fair and transparent manner at the company's Annual General Meeting to be held on Friday the 25.07.2014 pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 for passing the following Resolutions:-

S.No.	Nature of Resolution	Type of Resolution
	ORDINARY BUSINESS	
1	Consideration and Adoption of audited Annual Accounts for the year ended 31.03.2014	Ordinary
2	Appointment of Mr. Bo Jingen, the Retiring Director, as Director	Ordinary
3	Appointment of M/s. P.Srinivasan & Co., Chartered Accountants the Retiring Auditors as Auditors.	Ordinary
	SPECIAL BUSINESS	
4	Appointment of Mr, N. Subramanian as Independent Director for a period of 5 years	Ordinary
5	To borrow money in excess of the aggregate paid-up capital and free reserves	Special
6	Report to BIFR regarding the fact that the accumulated losses have resulted in erosion of more than 50% of its net worth	Special
7	Preferential Allotment of Equity Shares to persons other than existing shareholders and employees	Special

The Company has availed the services of National Securities Depository Limited for providing E-voting facility to all its members.

The E-voting was commenced on 19/07/2014 at 09:00Hrs and closed on 21/07/2014 at 18.00 Hrs.

f. J. Mous

Practising Company Secretary
22 (old No.1895), 18th Street, Thiruvalluvar Kudiyiurppu,

Anna Nagar West, Chennai 600040

Apart from the above, the company has also circulated the Ballot papers to all those shareholders who have attended the Annual General Meeting and 18 (Eighteen only) shareholders were voted physically.

I am hereunder giving the summary of Results polled through both E-voting and Physical voting.

SUMMARY OF EVOTING RESULTS DOWNLOADED FROM THE WEBSITE OF NATIONAL SECURITIES **DEPOSITORY LIMITED**

1. Consideration and Adoption of audited Annual Accounts for the year ended 31.03.2014

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	7	5305421
Total Number of Ballot Papers Received (Physical Voting)	18	379
Invalid Votes:		
E-voting		
Physical Voting		
Out of the above E-Voting options:	<u> </u>	
Number of votes cast in favour of the Resolution (E-Voting)	7	5305421
Number of votes cast in favour of the Resolution (Physical Voting)	18	379
Number of votes cast in against the Resolution (Both	ns	
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	100%	100%

2. Appointment of Mr. Bo Jingen the Retiring Director, as Director

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	7	5305421
Total Number of Ballot Papers Received (Physical Voting)	18	379
Invalid Votes:	<u> </u>	
E-voting	<u> </u>	<u>-</u>
Physical Voting		
Out of the above E-Voting options:		<u> </u>
Number of votes cast in favour of the Resolution (E-Voting)	7	5305421

Practising Company Secretary 22 (old No.1895), 18th Street, Thiruvalluvar Kudiyiurppu,

Anna Nagar West, Chennai 600040

18	379
100%	100%

3. Appointment of M/s. P. Srinivasan & Co., Chartered Accountants the Retiring Auditors as Auditors.

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	7	5305421
Total Number of Ballot Papers Received (Physical Voting)	18	379
Invalid Votes:	<u> </u>	
E-voting		
Physical Voting	-	
Out of the above E-Voting options:	_	<u>_</u>
Number of votes cast in favour of the Resolution (E-Voting)	7	5305421
Number of votes cast in favour of the Resolution (Physical Voting)	18	379
Number of votes cast in against the Resolution (Both under E-voting and Physical Voting)		
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	100%	100%

SPECIAL BUSINESS

4. Appointment of Mr. N. Subramanian as Independent Director for a period of 6 years

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	7	5305421
Total Number of Ballot Papers Received (Physical Voting)	18	379
Invalid Votes:		
E-voting		
Physical Voting	- <u>-</u>	<u> </u>

Practising Company Secretary 22 (old No.1895), 18th Street, Thiruvalluvar Kudiyiurppu, Anna Nagar West, Chennai 600040

Out of the above E-Voting options:				
Number of votes cast in favour of the Resolution (E-Voting)	7	5305421		
Number of votes cast in favour of the Resolution (Physical Voting)	18	379		
Number of votes cast in against the Resolution (Both under E-voting and Physical Voting)	-	_		
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	100%	100%		

5. To borrow money in excess of the aggregate paid-up capital and free reserves

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	7	5305421
Total Number of Ballot Papers Received (Physical Voting)	18	37 <u>9</u>
Invalid Votes:		<u> </u>
E-voting		
Physical Voting	<u> </u>	
Out of the above E-Voting options:		
Number of votes cast in favour of the Resolution (E-Voting)	7	5305421
Number of votes cast in favour of the Resolution (Physical Voting)	18	379
Number of votes cast in against the Resolution (Both under E-voting and Physical Voting)		-
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	100%	100%

6. Report to BIFR regarding the fact that the accumulated losses have resulted in erosion of more than 50% of its net worth

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	7	5305421
Total Number of Ballot Papers Received (Physical Voting)	18	379
Invalid Votes:		

Practising Company Secretary 22 (old No.1895), 18th Street, Thiruvalluvar Kudiyiurppu, Anna Nagar West, Chennai 600040

E-voting	-	
Physical Voting		
Out of the above E-Voting options:		
Number of votes cast in favour of the Resolution (E-Voting)	7	5305421
Number of votes cast in favour of the Resolution (Physical Voting)	18	379
Number of votes cast in against the Resolution (Both under E-voting and Physical Voting)		-
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	100%	100%

7. Preferential Allotment of Equity Shares to persons other than existing shareholders and employees

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	7	5305421
Total Number of Ballot Papers Received (Physical Voting)	18	379
Invalid Votes:		
E-voting	-	
Physical Voting		
Out of the above E-Voting options:		
Number of votes cast in favour of the Resolution (E- Voting)	7	5305421
Number of votes cast in favour of the Resolution (Physical Voting)	18	379
Number of votes cast in against the Resolution (Both under E-voting and Physical Voting)		-
Percentage to the total votes received in favour of the resolution (Both under E-voting and Physical Voting)	100%	100%

On the basis of the above summary, I hereby report that the above Resolutions as mentioned in Item no: 1 to 7 were voted with overwhelming majority as Ordinary/ Special Resolution respectively.

P.S. SRINIVASAN CP.NO.3122 Scrutinizer