



THANGAMAYIL

JEWELLERY LIMITED

Disclosure in terms of Clause 35A of the Listing Agreement in relation to Annual General Meeting of Thangamayil Jewellery Limited held on 30th July 2014.

Date of the AGM	Wednesday, 30 th July 2014
Total Number of Shareholders on Cutoff date , i.e 30 th June 2014.	2,605
No of Shareholders present in the meeting either in person or through Proxy	
Promoter and Promoter Group	20
Public	30
Total	50
No of Shareholders attended the meeting through Video Conferencing	
Promoter and Promoter Group	NA
Public	NA
Total	NA

Details on each item of AGM Notice:

Agenda Item 1 – Ordinary Resolution

Adoption of Audited Balance Sheet as at 31.03.2014 and the profit and loss account made upto that date along with the report of the Directors and Auditors thereon.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9,651,161	9,651,161	100	9,651,161	-	100	-
Public - Institutional holders	224,912	-	-	-	-	-	-
Public - Others	3,843,509	268,345	7	268,345	-	100	-
Grand Total	13,719,582	9,919,506	72	9,919,506	-	100	-

Regd. office: 124, Nethaji Road, Madurai 625001. Tel: 0452-2345553 Fax : 2344340

Corporate Office : 25 6, Palami center, II & III floor, Narayanapuram, Near Ramakrishna Temple, Madurai-625014. Tel : 0452 - 2565553 Fax : 2566560

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CIN-L36911TN2000PLC044514



THANGAMAYIL
JEWELLERY LIMITED

Agenda Item 2 – Ordinary Resolution

Appointment of a Director in place of Sri Ba. Ramesh who retires by rotation at the close of the annual general meeting and being eligible, offers himself for reappointment.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9,651,161	9,651,161	100.00	9,651,161	-	100	-
Public - Institutional holders	224,912	-	-	-	-	-	-
Public - Others	3,843,509	268,345	6.98	268,345	-	100	-
Grand Total	13,719,582	9,919,506	72.30	9,919,506	-	100	-

Agenda Item 3 – Ordinary Resolution

Appointment of a Director in place of Sri T R Narayanaswamy who retires by rotation at the close of the annual general meeting and being eligible, offers himself for reappointment.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9,651,161	9,651,161	100.00	9,651,161	-	100	-
Public - Institutional holders	224,912	-	-	-	-	-	-
Public - Others	3,843,509	268,345	6.98	268,185	160	100	0.060
Grand Total	13,719,582	9,919,506	72.30	9,919,346	160	100	0.002



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THANGAMAYIL
JEWELLERY LIMITED

Agenda Item 4 – Ordinary Resolution

To declare a dividend on equity shares.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9,651,161	9,651,161	100.00	9,651,161	-	100	-
Public - Institutional holders	224,912	-	-	-	-	-	-
Public - Others	3,843,509	268,345	6.98	268,185	160	100	0.060
Grand Total	13,719,582	9,919,506	72.30	9,919,346	160	100	0.002

Agenda Item 5 – Ordinary Resolution

Reappointment of Auditors Ms. B Thiagarajan and Co, Chartered Accountants, Chennai.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9,651,161	9,651,161	100.00	9,651,161	-	100	-
Public - Institutional holders	224,912	-	-	-	-	-	-
Public - Others	3,843,509	268,345	6.98	268,345	-	100	-
Grand Total	13,719,582	9,919,506	72.30	9,919,506	-	100	-



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JEWELLERY LIMITED

Agenda Item 6 – Ordinary Resolution

Reappointment of Independent Director Mr. S Rethinavelu for a term upto 31st July, 2019.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9,651,161	9,651,161	100.00	9,651,161	-	100	-
Public - Institutional holders	224,912	-	-	-	-	-	-
Public - Others	3,843,509	268,345	6.98	268,185	160	100	0.060
Grand Total	13,719,582	9,919,506	72.30	9,919,346	160	100	0.002

Agenda Item 7 – Ordinary Resolution

Reappointment of Independent Director Mr. Lalji Vora for a term upto 31st July 2019.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9,651,161	9,651,161	100.00	9,651,161	-	100	-
Public - Institutional holders	224,912	-	-	-	-	-	-
Public - Others	3,843,509	268,345	6.98	268,185	160	100	0.060
Grand Total	13,719,582	9,919,506	72.30	9,919,346	160	100	0.002



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THANGAMAYIL
JEWELLERY LIMITED

Agenda Item 8 – Ordinary Resolution

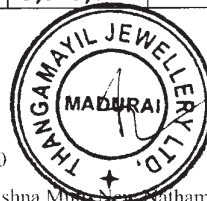
Reappointment of Independent Director Mr. V R Muthu for a term upto 31st July 2019.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9,651,161	9,651,161	100.00	9,651,161	-	100	-
Public - Institutional holders	224,912	-	-	-	-	-	-
Public - Others	3,843,509	268,345	6.98	268,185	160	100	0.060
Grand Total	13,719,582	9,919,506	72.30	9,919,346	160	100	0.002

Agenda Item 9 – Ordinary Resolution

Revision of remuneration to Mr. Balarama Govindadas, Managing Director of the Company pursuant to Section 197

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9,651,161	9,651,161	100.00	9,651,161	-	100	-
Public - Institutional holders	224,912	-	-	-	-	-	-
Public - Others	3,843,509	268,345	6.98	268,185	160	100	0.060
Grand Total	13,719,582	9,919,506	72.30	9,919,346	160	100	0.002



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THANGAMAYIL
JEWELLERY LIMITED

Agenda Item 10 – Ordinary Resolution

Revision of remuneration to Mr. Ba. Ramesh, Joint Managing Director of the Company pursuant to Section 197.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9,651,161	9,651,161	100.00	9,651,161	-	100	-
Public - Institutional holders	224,912	-	-	-	-	-	-
Public - Others	3,843,509	268,345	6.98	268,185	160	100	0.060
Grand Total	13,719,582	9,919,506	72.30	9,919,346	160	100	0.002

Agenda Item 11 – Ordinary Resolution

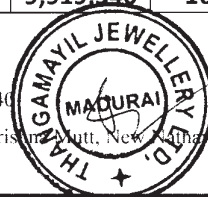
Revision of remuneration to Mr N.B. Kumar, Joint Managing Director of the Company pursuant to Section 197.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9,651,161	9,651,161	100.00	9,651,161	-	100	-
Public - Institutional holders	224,912	-	-	-	-	-	-
Public - Others	3,843,509	268,345	6.98	268,185	160	100	0.060
Grand Total	13,719,582	9,919,506	72.30	9,919,346	160	100	0.002

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THANGAMAYIL
JEWELLERY LIMITED

Agenda Item 12 – Ordinary Resolution

Consent of the Shareholders of the Company to invite, accept and renew deposits from the public and shareholders of the company upto a sum of Rs.3,840 Lakhs from public and Rs. 1,536 Lakhs from shareholders of the Company.

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	9,651,161	9,651,161	100.00	9,651,161	-	100	-
Public - Institutional holders	224,912	-	-	-	-	-	-
Public - Others	3,843,509	268,345	6.98	268,345	-	100	-
Grand Total	13,719,582	9,919,506	72.30	9,919,506	-	100	-

For Thangamayil Jewellery Ltd.
(V. VIJAYARAGHAVAN)
Company Secretary



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S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

S
08/08/14

SCRUTINIZER'S REPORT

To,

The Chairman,

Thangamayil Jewellery Limited

The Corporate Office,

25/6, PALAMI CENTRE, NEW NATHAM ROAD, MADURAI-625014.

Dear Sir,

1. I. S.Muthuraju, Practicing Company Secretary (CP No: 4181) 35, II nd Floor, North Masi Street, Madurai - 625001, was appointed as Scrutinizer vide letter dated 16.05.2014 by the Board of the Company and duly confirmed and ratified in the Board Meeting held on 26.05.2014 for the purpose of E-Voting process on the agenda items to be transacted at the 14th Annual General Meeting of the Company to be held on 30th July 2014 at CHAMBER OF COMMERCE NO: 178-B, KAMARAJAR SALAI, MADURAI-625009 AT 11.45 AM
2. I submit my report as under
 - a) The Company has provided E-Voting facility to all the shareholders and has sent the AGM Notice and Annual Report 2013-14 through Courier on July 07th 2014 and through E-Mail to shareholders whose E- Mail ID is registered with the company/depositories on July 08th 2014.
 - b) The E-voting period began at 10.00 A.M on Thursday ,24th July 2014, and ended at 6.00 P.M on Saturday, 26th July 2014. The votes received electronically from the shareholders till Saturday, the 26th July 2014 upto 6.00 P.M, being the last date and time fixed by the company for E-Voting were considered.
 - c) Particulars of all votes received electronically from the members have been entered in a register separately maintained for the purpose.

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

- d) The votes received electronically were duly scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company as on the cut off date. i.e.30.06.2014
- e) The votes are unblocked at Madurai on 28th July 2014 in the presence of Mr. Arun and Mr. Loganathan, who are not the employees of the company, and who have signed below as witness to the unblocking of votes.

3. A summary of the Votes received electronically are given below:

1) Resolution 1 – Ordinary Resolution

Adoption of Audited Balance Sheet as at 31.03.2014 and the profit and loss account made upto that date along with the report of the Directors and Auditors thereon.

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	97,26,078	97,26,078	70.89%
Less Invalid Votes	0	0	0
Net Valid Votes Cast	97,26,078	97,26,078	70.89%

i) Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
52	97,26,078	100%

ii) Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

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COMPANY SECRETARY

C.P.No: 4181

2) Resolution 2 – Ordinary Resolution

Appointment of a Director in place of Sri Ba. Ramesh who retires by rotation at the close of the annual general meeting and being eligible, offers himself for reappointment.

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	97,26,078	97,26,078	70.89%
Less Invalid Votes	0	0	0
Net Valid Votes Cast	97,26,078	97,26,078	70.89%

i) Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
52	97,26,078	100%

ii) Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

3) Resolution 3 – Ordinary Resolution

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

Appointment of a Director in place of Sri T R Narayanaswamy who retires by rotation at the close of the annual general meeting and being eligible, offers himself for reappointment.

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	97,26,078	97,26,078	70.89%
Less Invalid Votes	0	0	0
Net Valid Votes Cast	97,26,078	97,26,078	70.89%

i) Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
52	97,26,078	100%

ii) Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

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COMPANY SECRETARY

C.P.No: 4181

4) Resolution 4 – Ordinary Resolution

To declare a dividend on equity shares.

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	97,26,078	97,26,078	70.89%
Less Invalid Votes	0	0	0
Net Valid Votes Cast	97,26,078	97,26,078	70.89%

i) Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
52	97,26,078	100%

ii) Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

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COMPANY SECRETARY

C.P.No: 4181

5) Resolution 5 – Ordinary Resolution

Reappointment of Auditors Ms. B Thiagarajan and Co, Chartered Accountants, Chennai.

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	97,26,078	97,26,078	70.89%
Less Invalid Votes	0	0	0
Net Valid Votes Cast	97,26,078	97,26,078	70.89%

i) Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
52	97,26,078	100%

ii) Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

6) Resolution 6 – Ordinary Resolution

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

Reappointment of Independent Director Mr. S Rethinavelu.

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	97,26,078	97,26,078	70.89%
Less Invalid Votes	0	0	0
Net Valid Votes Cast	97,26,078	97,26,078	70.89%

i) Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
52	97,26,078	100%

ii) Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

7) Resolution 7 – Ordinary Resolution

Reappointment of Independent Director Mr. Lalji Vora.

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	97,26,078	97,26,078	70.89%
Less Invalid Votes	0	0	0
Net Valid Votes Cast	97,26,078	97,26,078	70.89%

i) Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
52	97,26,078	100%

ii) Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

8) Resolution 8 – Ordinary Resolution

Reappointment of Independent Director Mr. V R Muthu.

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	97,26,078	97,26,078	70.89%
Less Invalid Votes	0	0	0
Net Valid Votes Cast	97,26,078	97,26,078	70.89%

i) Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
52	97,26,078	100%

ii) Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

9) Resolution 9 – Ordinary Resolution

Revision of remuneration to Mr. Balarama Govindadas, Managing Director of the Company pursuant to Section 197

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	97,26,078	97,26,078	70.89%
Less Invalid Votes	0	0	0
Net Valid Votes Cast	97,26,078	97,26,078	70.89%

i) Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
52	97,26,078	100%

ii) Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

10) Resolution 10 – Ordinary Resolution

Revision of remuneration to Mr. Ba. Ramesh, Joint Managing Director of the Company pursuant to Section 197.

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	97,26,078	97,26,078	70.89%
Less Invalid Votes	0	0	0
Net Valid Votes Cast	97,26,078	97,26,078	70.89%

i) Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
52	97,26,078	100%

ii) Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

11) Resolution 11 – Ordinary Resolution

Revision of remuneration to Mr N.B. Kumar, Joint Managing Director of the Company pursuant to Section 197.

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	97,26,078	97,26,078	70.89%
Less Invalid Votes	0	0	0
Net Valid Votes Cast	97,26,078	97,26,078	70.89%

i) Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
52	97,26,078	100%

ii) Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

12) Resolution 12 – Ordinary Resolution

Consent of the Shareholders of the Company to invite, accept and renew deposits from the public and shareholders of the company upto a sum of Rs.3,840 Lakhs from public and Rs. 1,536 Lakhs from shareholders of the Company.

Particulars	No of Votes Cast	No. Of Shares	% of Total Paid up Capital
Total Votes polled through E-Voting	97,26,078	97,26,078	70.89%
Less Invalid Votes	0	0	0
Net Valid Votes Cast	97,26,078	97,26,078	70.89%

i) Votes in Favour of the Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
52	97,26,078	100%

ii) Votes against Resolution

Number of members voted through E-Voting System	Number of Votes Cast by them	% of Total Number of Valid Votes Cast
0	0	0

iii) Invalid Votes

Total Number of members whose votes are declared invalid	Total Number of Votes cast by them
0	0

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

4. You may accordingly declare the result of the voting through "Electronic Means"
5. All the relevant records of Electronic records will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 14th Annual General Meeting and the same shall be handed over thereafter to the Chairman /Company Secretary authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



S.Muthuraju

(Scrutinizer)

Practising Company Secretary

(CP No: 4181)

Place: Madurai

Date: July 29,2014.

S. MUTHURAJU, B.Sc.,FCA.,ACS.,
Company Secretary in Practice
C.P. No: 4181
35, 2nd Floor, North Masi Street
Madurai-625 001
Ph: 0452-4506069, Mob: 99941 03021
Email: smrajunaidu@gmail.com

We the undersigned witnessed that the votes are unblocked from the E-Voting website of Central Depository Services (India) Limited in our presence at Madurai at July 26,2014 at 6.00 P.M.

Signature



Name: Arun

Address: 35, II nd Floor,

North Masi Street,

Madurai – 625001

Signature:



Name: Loganathan

Address: 35, II nd Floor,

North Masi Street,

Madurai - 625001

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

01/08/14

FORM No. MGT-13

Report of Scrutinizer(s)

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

To,

The Chairman,

Thangamayil Jewellery Limited

The Corporate Office,

25/6, PALAMI CENTRE, NEW NATHAM ROAD, MADURAI-625014.

**14th Annual General Meeting of the Equity Shareholders of Thangamayil Jewellery Limited
held on July 30th 2014 at CHAMBER OF COMMERCE NO: 178-B, KAMARAJAR SALAI,
MADURAI-625009**

Dear Sir,

I S.Muthuraju, Practicing Company Secretary (CP No: 4181) 35, II nd Floor, North Masi Street, Madurai - 625001, appointed as Scrutinizer for the purpose of poll taken on the below resolution(s), at the 14th Annual General Meeting of the Equity Shareholders of Thangamayil Jewellery Limited held on July 30th 2014 at CHAMBER OF COMMERCE NO: 178-B, KAMARAJAR SALAI, MADURAI-625009, submitted our report as under:

- After the time fixed for closing of the poll by the Chairman, ballot box kept for polling were locked in our presence.
- The locked ballot box was subsequently opened by us in presence of two witnesses 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.

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

- The poll papers, which were found defective because of signature mis-match, E-Voting and Non-Shareholding, have been treated as invalid and kept separately.
- The result of the poll as under:

1) Resolution 1 – Ordinary Resolution

Adoption of Audited Balance Sheet as at 31.03.2014 and the profit and loss account made upto that date along with the report of the Directors and Auditors thereon.

i) Votes 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
19	1,93,428	100%

ii) Votes against 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 present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

2) Resolution 2 – Ordinary Resolution

Appointment of a Director in place of Sri Ba. Ramesh who retires by rotation at the close of the annual general meeting and being eligible, offers himself for reappointment.

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

i) Votes 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
19	1,93,428	100%

ii) Votes against 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 present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

3) Resolution 3 – Ordinary Resolution

Appointment of a Director in place of Sri T R Narayanaswamy who retires by rotation at the close of the annual general meeting and being eligible, offers himself for reappointment.

i) Votes 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
18	1,93,268	99.917%

ii) Votes against 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	160	0.083%

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

4) Resolution 4 – Ordinary Resolution

To declare a dividend on equity shares.

i) Votes 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
18	1,93,268	99.917%

ii) Votes against 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	160	0.083%

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

5) Resolution 5 – Ordinary Resolution

Reappointment of Auditors Ms. B Thiagarajan and Co, Chartered Accountants, Chennai.

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

i) Votes 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
19	1,93,428	100%

ii) Votes against 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 present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

6) Resolution 6 – Ordinary Resolution**Reappointment of Independent Director Mr. S Rethinavelu.****i) Votes 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
18	1,93,268	99.917%

ii) Votes against 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	160	0.083%

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

7) Resolution 7 – Ordinary Resolution

Reappointment of Independent Director Mr. Lalji Vora.

i) Votes 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
18	1,93,268	99.917%

ii) Votes against 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	160	0.083%

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

8) Resolution 8 – Ordinary Resolution

Reappointment of Independent Director Mr. V R Muthu.

i) Votes 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
18	1,93,268	99.917%

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

ii) Votes against 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	160	0.083%

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

9) Resolution 9 – Ordinary Resolution

Revision of remuneration to Mr. Balarama Govindadas, Managing Director of the Company pursuant to Section 197

i) Votes 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
18	1,93,268	99.917%

ii) Votes against 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	160	0.083%

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

10) Resolution 10 – Ordinary Resolution

Revision of remuneration to Mr. Ba. Ramesh, Joint Managing Director of the Company pursuant to Section 197.

i) Votes 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
18	1,93,268	99.917%

ii) Votes against 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	160	0.083%

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

11) Resolution 11 – Ordinary Resolution

Revision of remuneration to Mr N.B. Kumar, Joint Managing Director of the Company pursuant to Section 197.

i) Votes 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
18	1,93,268	99.917%

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

ii) Votes against 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	160	0.083%

iii) Invalid Votes

Total Number of members present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

12) Resolution 12 – Ordinary Resolution

Consent of the Shareholders of the Company to invite, accept and renew deposits from the public and shareholders of the company upto a sum of Rs.3,840 Lakhs from public and Rs. 1,536 Lakhs from shareholders of the Company.

i) Votes 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
19	1,93,428	100%

ii) Votes against 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 present and voting (in person or by proxy) whose votes are declared invalid	Total Number of Votes cast by them
0	0

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

- A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed. .
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



(Scrutinizer)

Practising Company Secretary

Place: Madurai

Date: July 31, 2014

S. MUTHURAJU, B.Sc., FCA., ACS.,

Company Secretary in Practice

C.P. No: 4181

35, 2nd Floor, North Masi Street

Madurai-625 001


Ph: 0452-4506069, Mob: 99941 03021

Email: smrajunaidu@gmail.com

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181


01/06/14

SCRUTINIZER'S REPORT

To,
The Chairman,
Thangamayil Jewellery Limited
The Corporate Office,
25/6, PALAMI CENTRE, NEW NATHAM ROAD, MADURAI-625014.

Dear Sir,

1. The Company has appointed me as the Scrutinizer for the purpose of conducting the E-Voting process /Poll (Physical Voting) on the agenda items transacted at the 14th Annual General Meeting of the Equity Shareholders of Thangamayil Jewellery Limited held on July 30th 2014 at CHAMBER OF COMMERCE NO: 178-B, KAMARAJAR SALAI, MADURAI-625009.

The report of Scrutinizers on E-Voting conducted from July 24,2014 to July 26, 2014 has been submitted to the Company on July 29,2014 and report (under Form MGT-13) on the physical voting conducted through poll at the Annual General Meeting of the Company has been submitted on July 31,2014 to the Chairman, under my signatures.

2. I submit this report for voting conducted through Electronic and Physical means as under:
 - a) The Company has provided E-Voting facility to all the shareholders and has sent the AGM Notice and Annual Report 2013-14 through Courier on July 07th 2014 and through E-Mail to shareholders whose E- Mail ID is registered with the company/depositories on July 08th 2014.
 - b) The E-voting period began at 10.00 A.M on Thursday ,24th July 2014, and ended at 6.00 P.M on Saturday, 26th July 2014. The votes received electronically from the shareholders till Saturday, the 26th July 2014 upto 6.00 P.M, being the last date and time fixed by the company for E-Voting and the votes received in the poll process (Physical Voting) on the date of Annual General Meeting, were considered for my Scrutiny.

- c) Particulars of all votes received electronically from the members have been entered in a register separately maintained for the purpose.
- d) The votes received electronically were duly scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company as on 30.06.2014
- e) The empty polling box were locked in the presence of the members and proxies and subsequently at the end of the polling process, the polling boxes were opened by us in presence of two witnesses.
- f) The poll papers were diligently scrutinized and 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.
- g) The poll papers, which were found defective because of signature mis-match, E-Voting and Non-Shareholding, have been treated as invalid and kept separately.

3. A summary of the Votes received electronically/Physical Voting are given below:

ORDINARY BUSINESS:

1) Resolution 1 – Ordinary Resolution

Adoption of Audited Balance Sheet as at 31.03.2014 and the profit and loss account made upto that date along with the report of the Directors and Auditors thereon.

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	97,26,078	100%	1,93,428	100%	99,19,506	100%
Votes cast against	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0

2) Resolution 2 – Ordinary Resolution

Appointment of a Director in place of Sri Ba. Ramesh who retires by rotation at the close of the annual general meeting and being eligible, offers himself for reappointment.

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	97,26,078	100%	1,93,428	100%	99,19,506	100%
Votes cast against	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0

3) Resolution 3 – Ordinary Resolution

Appointment of a Director in place of Sri T R Narayanaswamy who retires by rotation at the close of the annual general meeting and being eligible, offers himself for reappointment.

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	97,26,078	100%	1,93,268	99.917%	99,19,346	99.998%
Votes cast against	0	0	160	0.083%	160	0.002%
Invalid Votes	0	0	0	0	0	0

4) Resolution 4 – Ordinary Resolution

To declare a dividend on equity shares.

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	97,26,078	100%	1,93,268	99.917%	99,19,346	99.998%
Votes cast against	0	0	160	0.083%	160	0.002%
Invalid Votes	0	0	0	0	0	0

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

5) Resolution 5 – Ordinary Resolution

**Reappointment of Auditors Ms. B Thiagarajan and Co, Chartered Accountants,
Chennai.**

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	97,26,078	100%	1,93,428	100%	99,19,506	100%
Votes cast against	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0

6) Resolution 6 – Ordinary Resolution

Reappointment of Independent Director Mr. S Rethinavelu.

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	97,26,078	100%	1,93,268	99.917%	99,19,346	99.998%
Votes cast against	0	0	160	0.083%	160	0.002%
Invalid Votes	0	0	0	0	0	0

7) Resolution 7 – Ordinary Resolution

Reappointment of Independent Director Mr. Lalji Vora.

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	97,26,078	100%	1,93,268	99.917%	99,19,346	99.998%
Votes cast against	0	0	160	0.083%	160	0.002%
Invalid Votes	0	0	0	0	0	0

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

8) Resolution 8 – Ordinary Resolution

Reappointment of Independent Director Mr. V R Muthu.

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	97,26,078	100%	1,93,268	99.917%	99,19,346	99.998%
Votes cast against	0	0	160	0.083%	160	0.002%
Invalid Votes	0	0	0	0	0	0

9) Resolution 9 – Ordinary Resolution

Revision of remuneration to Mr. Balarama Govindadas, Managing Director of the Company pursuant to Section 197

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	97,26,078	100%	1,93,268	99.917%	99,19,346	99.998%
Votes cast against	0	0	160	0.083%	160	0.002%
Invalid Votes	0	0	0	0	0	0

10) Resolution 10 – Ordinary Resolution

Revision of remuneration to Mr. Ba. Ramesh, Joint Managing Director of the Company pursuant to Section 197.

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	97,26,078	100%	1,93,268	99.917%	99,19,346	99.998%
Votes cast against	0	0	160	0.083%	160	0.002%
Invalid Votes	0	0	0	0	0	0

S.MUTHU RAJU B.Sc., F.C.A., A.C.S.,

COMPANY SECRETARY

C.P.No: 4181

11) Resolution 11 – Ordinary Resolution

Revision of remuneration to Mr N.B. Kumar, Joint Managing Director of the Company pursuant to Section 197.

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	97,26,078	100%	1,93,268	99.917%	99,19,346	99.998%
Votes cast against	0	0	160	0.083%	160	0.002%
Invalid Votes	0	0	0	0	0	0

12) Resolution 12 – Ordinary Resolution

Consent of the Shareholders of the Company to invite, accept and renew deposits from the public and shareholders of the company upto a sum of Rs.3,840 Lakhs from public and Rs. 1,536 Lakhs from shareholders of the Company.

Particulars	Particulars of Votes Cast					
	Electronic Voting		Physical Vote		Voting Result	
	Nos(A)	% of Valid Note	Nos(B)	% of Valid Note	Nos(A+B)	% of Total Valid Notes
Votes cast in Favour	97,26,078	100%	1,93,428	100%	99,19,506	100%
Votes cast against	0	0	0	0	0	0
Invalid Votes	0	0	0	0	0	0

4. You may accordingly declare the result of the voting through "Electronic / Physical Voting.

Thanking you,

Yours faithfully,



S.Muthuraju
(Scrutinizer)
Practising Company Secretary
(CP No: 4181)
Place: Madurai
Date: July 31,2014

S. MUTHURAJU, B.Sc., F.C.A., ACS.,
Company Secretary in Practice
C.P. No: 4181
35, 2nd Floor, North Masi Street
Madurai-625 001
Ph 0452-4506069, Mob: 99941 03021
Email: smrajunaidu@gmail.com