

AFL/SN/SE/028/2014-2015
September 12, 2014

The National Stock Exchange of India Ltd
Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai 400 051

The Bombay Stock Exchange Ltd
P.J. Towers
Dalal Street
Mumbai 400 001

Dear Sir,

Sub: Declaration of Results of E-voting and Ballot of the 19th Annual General Meeting of the company held on September 11, 2014

Please find attached herewith the Report of the Scrutinizer on E-voting and Ballot for the 19th Annual General Meeting of the company held on September 11, 2014, issued by Scrutinizer Mr. Soy Joseph of M/s JM & Associates.

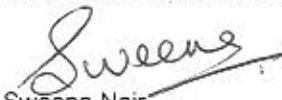
Based on the Scrutinizers report on E-voting and Ballot , all Resolutions as set out in the Notice of the 19th AGM have been duly approved by the shareholders with requisite majority.

In respect of Item no. 6- Appointment of Mr. Masaaki Miura (Din No. 06915575) as Independent Director , the resolution was not pressed and was treated as withdrawn as director Mr. Masaaki Miura has expressed his desire not to offer himself to extend his directorship beyond 11th September 2014

This is for your information and record.

Thanking you
Yours faithfully

For Accel Frontline Limited


Sweena Nair
Company Secretary



REPORT OF SCRUTINIZER

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
19th (Nineteenth) Annual General Meeting of the Equity Shareholders of M/s. Accel Frontline Limited to be held on Thursday, 11th September, 2014 at "NaradaGanaSabhaTrust, Mini Hall", 314, T.T.K Road, Chennai at 11.00 A.M

Dear Sir,

I, Soy Joseph of M/s. JM & Associates, Practicing Company Secretaries, Chennai, had been appointed as the Scrutinizer by the Board of Directors of M/s. Accel Frontline Limited (the Company) for the purpose of scrutinizing the e-voting process and to scrutinize the physical ballot forms received from the shareholders, in a fair and transparent manner in respect of the below mentioned resolutions proposed at the 19th Annual General Meeting of the Equity Shareholders of the Company to be held on 11th September, 2014 at 11.00 A.M at "NaradaGanaSabhaTrust, Mini Hall", 314, T.T.K Road, Chennai, submit my report as under:

1. In accordance with the Notice of the 19th Annual General Meeting sent to the shareholders and the advertisement published pursuant to Rule 20(3)(v) of the Companies (Management and Administration) Rules, 2014, the e-voting opened on 04th September, 2014 at 9.00 A.M and ended on 06th September, 2014 at 6.00 P.M.
2. The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.
3. The Equity Shareholders holding shares as on the cut-off date 8th August, 2014 were entitled to vote on the resolutions stated in the Notice of the 19th Annual General Meeting of the Company.
4. The CDSL e-voting platform was blocked on 06th September, 2014 at 6.00 P.M and was then unblocked in the presence of two witnesses who were not in the employment of the Company. Votes cast through physical ballot forms received upto 06th September, 2014 at 6.00 P.M were considered.



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JM & Associates

Company Secretaries

Indira Devi Complex, II Floor, # 20, Gopalakrishna Street, Pandy Bazaar, T. Nagar, Chennai - 600 017, INDIA.

Ph : 044 - 4207 0906, 2815 2673, 2815 2674 E-mail : mail@saspartners.com



5. I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the Central Depository Services(India) Limited (CDSL) e-voting system and the ballot forms received respectively.
6. I now submit my report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions.

(a) Resolution 1—Ordinary Resolution

Adoption of Financial Statements for the year ended 31st March, 2014 and the Directors Report and Auditors Report thereon.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
67	269,47,025	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1,04,673





(b) Resolution 2—Ordinary Resolution

To appoint Mr. Ben Cheng (DIN: 06913491) as Director liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
66	88,05,650	99.997%

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
1	200	0.002%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1,04,673

(c) Resolution 3—Special Resolution

Appointment of Walker Chandio& Co., LLP, Chartered Accountants as Auditors.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
66	2,69,47,020	100%





(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
1	5	0%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1,04,673

(d) Resolution 4—Ordinary Resolution

Appointment of Mr. Malcolm F Mehta (DIN: 03277490) as a Director.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
64	88,05,645	99.998%

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
2	205	0.002%





(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1,04,673

(e) Resolution 5—Special Resolution

Appointment of Mr. Malcolm F Mehta (DIN: 03277490) as Executive Director.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
64	88,05,645	99.998%

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
2	205	0.002%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1,04,673





(f) Resolution 6—Special Resolution

Appointment of Mr. Masaaki Kiura (DIN: 06915575) as Independent Director.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
65	2,69,46,820	99.999%

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
2	205	0.001%

(iii) Invalid votes:

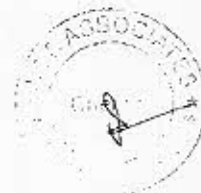
Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1,04,673

(g) Resolution 7—Special Resolution

Re-appointment of Mr. N.R.Panicker (DIN: 00236195) as Executive Director.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
61	1,85,94,044	99.999%





(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
2	205	0.001%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1,04,673

(h) Resolution 8—Special Resolution

Alteration of Articles of Association of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
66	2,69,47,020	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
1	5	0%





(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1,04,673

(i) **Resolution 9—Special Resolution**

Related Party Transaction under Section 188 of the Companies Act, 2013 with M/s. CAC Holdings Corporation, Japan.

(i) **Voted in favour of the resolution:**

Number of members voted through electronic voting system and through physical mode	Number of votes cast in favour of the resolution	% of total number of valid votes cast
59	86,21,194	99.994%

(ii) **Voted against the resolution:**

Number of members voted through electronic voting system and through physical mode	Number of votes cast against the resolution	% of total number of valid votes cast
4	557	0.006%

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	1,04,673



7. All relevant papers and records relating to electronic voting and ballot voting shall remain in our custody until the Chairman considers, approves and signs the minutes of the 19th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,

S. JOSEPH

JM & Associates

Practicing Company Secretaries

M.No.: 13852

COP : 5612



Place: Chennai

Date: 09th September 2014