

1.	Date of AGM	18th September 2014
2.	Total number of shareholders on record date	5,283
3.	Number of shareholders present in the meeting in person or through proxy -Promoter or Promoter Group -Public Number of shareholders who participated in e-voting Number of shareholders who participated by Postal Ballot	41 3 38 18 108
4.	Number of shareholders attended the meeting through Video Conferencing - Promoter or Promoter Group - Public	Not Arranged

5.	Detail of the Agenda	Resolution required	Mode of Voting
1.	To receive, consider and adopt the Statement of Profit and Loss for the year ended 31st March, 2014 and the Balance Sheet as at that date and the Report of the Directors and the Auditors thereon.	Ordinary Resolution	e-voting & Postal Ballot
2	To appoint a Director in the place of Sri.V.N.Jayaprakasam (DIN 00003710) who retires by rotation and being eligible, offers himself for re-appoint	Ordinary Resolution	e-voting & Postal Ballot
3	To appoint Mr.P.Marimuthu, Chartered Accountant as an Auditor of the Company and fix his remuneration.	Ordinary Resolution	e-voting & Postal Ballot
4	To appoint M/s.Haribhakti & Co. LLP (Firm Registration No. 103523W) as Branch Auditor for the Sheet Metal and Foundry Division, Coimbatore	Ordinary Resolution	e-voting & Postal Ballot
5	To appoint Sri.R.Kannan (DIN: 00951451), Additional Director as Director of the Company	Ordinary Resolution	e-voting & Postal Ballot
6	To appoint Sri.R.Kannan (DIN: 00951451) Director as Whole Time Director of the Company (Designated as Executive Director cum Chief Financial Officer) for a period of five years with effect from 1st July 2014	Ordinary Resolution	e-voting & Postal Ballot
7	To appoint Sri.S.Govindan (DIN: 00003636), Director as an Independent Director of the Company with effect from 18th September 2014 to hold office for a term upto 31st March 2017	Special Resolution	e-voting & Postal Ballot
8	To appoint Sri.Sudarsan Varadaraj (DIN: 00133533), Director as an Independent Director of the Company with effect from 18th September 2014 to hold office for five consecutive years for a term upto 17th September 2019	Special Resolution	e-voting & Postal Ballot



9	To appoint Sri.K.Gnanasekaran (DIN: 00133645), Director as an Independent Director of the Company with effect from 18th September 2014 to hold office for five consecutive years for a term upto 17th September 2019.	Special Resolution	e-voting & Postal Ballot
10	To authorise the Board of Directors pursuant to Section 180(1)(c) of the Companies Act, 2013 to borrow upto Rs.150 Crores.	Special Resolution	e-voting & Postal Ballot
11	To authorise the Board of Directors pursuant to Section 180(1)(a) of the Companies Act, 2013 to create charge on the assets of the Company by mortgage / hypothecation.	Special Resolution	e-voting & Postal Ballot
12	To alter the Authorised Share Capital of the Company by converting the unissued 30 lakhs 10% Cumulative Redeemable Preference Shares of Rs.10/- each into 30 lakhs equity shares of Rs.10/- each and accordingly alter the clause V of Memorandum of Association and article 3 of the Articles of Association	Special Resolution	e-voting & Postal Ballot
13	To amend the Articles of Association by replacing the existing articles 48 and 55 with new articles 48 and 55 and inserting a new article 55A after the existing article 55.	Special Resolution	e-voting & Postal Ballot

Further the following details of e-voting and Postal Voting are given below:

Item No.1. Ordinary Resolution - To receive, consider and adopt the Statement of Profit and Loss for the year ended 31st March, 2014 and the Balance Sheet as at that date and the Report of the Directors and the Auditors thereon.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstan ding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled (6)= {(4)/(2)} *100	% of Votes against on votes polled (7)= {(5)/(2)} *100
	(1)	(2)	(3)= {(2)/(1)} *100	(4)	(5)	(6)= {(4)/(2)} *100	(7)= {(5)/(2)} *100
Promoter and Promoter Group	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A
Public Others	22,24,866	44,297	1.99%	42,622	1,675	96.22%	3.78%
Total	50,20,644	25,89,270	51.57%	25,87,595	1,675	99.94%	0.06%



The above resolution was declared to have been passed as an Ordinary Resolution with requisite majority.

Item No.2 Ordinary Resolution- To appoint a Director in the place of Sri.V.N.Jayaprakasam (DIN 00003710) who retires by rotation and being eligible, offers himself for re-appointment.

Promoter/ Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding 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	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A
Public Others	22,24,866	44,297	1.99%	41,912	2,385	94.62%	5.38%
Total	50,20,644	25,89,270	51.57%	25,86,885	2,385	99.91%	0.09%

The above resolution was declared to have been passed as an Ordinary Resolution with requisite majority.

Item No.3 Ordinary Resolution - To appoint Mr.P.Marimuthu, (Membership No.5770) Chartered Accountant as an Auditor of the Company and fix his remuneration.

Promoter/ Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding 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	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A



Public Others	22,24,866	44,297	1.99%	43,694	603	98.64%	1.36%
Total	50,20,644	25,89,270	51.57%	25,88,667	603	99.98%	0.02%

The above resolution was declared to have been passed as an Ordinary Resolution with requisite majority.

Item No.4 Ordinary Resolution- To appoint M/s.Haribhakti & Co. LLP (Firm Registration No. 103523W) as Branch Auditor for the Sheet Metal and Foundry Division, Coimbatore.

Promoter/ Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding 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	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A
Public Others	22,24,866	44,297	1.99%	42,532	1,765	96.02%	3.98%
Total	50,20,644	25,89,270	51.57%	25,87,505	1,765	99.93%	0.07%

The above resolution was declared to have been passed as an Ordinary Resolution with requisite majority.

Item No.5 Ordinary Resolution:- To appoint Sri.R.Kannan (DIN: 00951451), Additional Director as Director of the Company

Promoter/ Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding 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	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0



Group							
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A
Public Others	22,24,866	44,247	1.99%	41,513	2,734	93.82%	6.18%
Total	50,20,644	25,89,220	51.57%	25,86,486	2,734	99.89%	0.11%

The above resolution was declared to have been passed as an Ordinary Resolution with requisite majority.

Item No.6 Ordinary Resolution- To appoint Sri.R.Kannan (DIN: 00951451) Director as Whole Time Director of the Company (Designated as Executive Director cum Chief Financial Officer) for a period of five years with effect from 1st July 2014.

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstan ding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled (6)= {(4)/(2)} *100	% of Votes against on votes polled (7)= {(5)/(2)} *100
	(1)	(2)	(3)= {(2)/(1)} *100	(4)	(5)		
Promoter and Promoter Group	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A
Public Others	22,24,866	44,297	1.99%	42,463	1,834	95.86%	4.14%
Total	50,20,644	25,89,270	51.57%	25,87,436	1,834	99.93%	0.07%

The above resolution was declared to have been passed as an Ordinary Resolution with requisite majority.

Item No. 7 Special Resolution- To appoint Sri.S.Govindan (DIN: 00003636), Director as an Independent Director of the Company with effect from 18th September 2014 to hold office for a term upto 31st March 2017

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstan ding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled (6)= {(4)/(2)} *100	% of Votes against on votes polled (7)= {(5)/(2)} *100
	(1)	(2)		(4)	(5)		



			(3)= {(2)/(1)} *100				
Promoter and Promoter Group	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A
Public Others	22,24,866	44,297	1.99%	41,411	2,886	93.48%	6.52%
Total	50,20,644	25,89,270	51.57%	25,86,384	2,886	99.89%	0.11%

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

Item No. 8 Special Resolution To appoint Sri.Sudarsan Varadaraj (DIN: 00133533), Director as an Independent Director of the Company with effect from 18th September 2014 to hold office for five consecutive years for a term upto 17th September 2019

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstan ding Shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled (6)= {(4)/(2)} *100	% of Votes against on votes polled (7)= {(5)/(2)} *100
	(1)	(2)	(3)= {(2)/(1)} *100	(4)	(5)	(6)= {(4)/(2)} *100	(7)= {(5)/(2)} *100
Promoter and Promoter Group	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A
Public Others	22,24,866	44,272	1.99%	41,408	2,864	93.53%	6.47%
Total	50,20,644	25,89,245	51.57%	25,86,381	2,864	99.89%	0.11%

The above resolution was declared to have been passed as a Special Resolution with requisite majority.



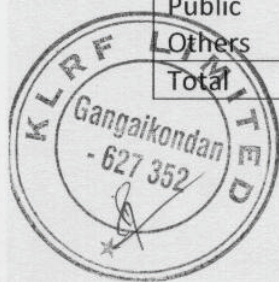
Item No. 9 Special Resolution To appoint Sri.K.Gnanasekaran (DIN: 00133645), Director as an Independent Director of the Company with effect from 18th September 2014 to hold office for five consecutive years for a term upto 17th September 2019.

Promoter/ Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding 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	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A
Public Others	22,24,866	44,297	1.99%	42,535	1,762	96.02%	3.98%
Total	50,20,644	25,89,270	51.57%	25,87,508	1,762	99.93%	0.07%

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

Item No. 10 Special Resolution To authorise the Board of Directors pursuant to Section 180(1)(c) of the Companies Act, 2013 to borrow upto Rs.150 Crores.

Promoter/ Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding 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	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A
Public Others	22,24,866	44,297	1.99%	42,188	2,109	95.24%	4.76%
Total	50,20,644	25,89,270	51.57%	25,87,161	2,109	99.92%	0.08%



The above resolution was declared to have been passed as a Special Resolution with requisite majority.

Item No. 11 Special Resolution To authorise Board of Directors pursuant to Section 180(1)(a) of the Companies Act, 2013 to create charge on the assets of the Company by mortgage / hypothecation.

Promoter/ Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding 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	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A
Public Others	22,24,866	44,297	1.99%	42,138	2,159	95.13%	4.87%
Total	50,20,644	25,89,270	51.57%	25,87,111	2,159	99.92%	0.08%

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

Item No. 12 Special Resolution To alter the Authorised Share Capital of the Company by converting the unissued 30 lakhs 10% Cumulative Redeemable Preference Shares of Rs.10/- each into 30 lakhs equity shares of Rs.10/- each and accordingly alter the clause V of Memorandum of Association and article 3 of the Articles of Association

Promoter/ Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding 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	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A



Public Others	22,24,866	44,297	1.99%	41,060	3,237	92.69%	7.31%
Total	50,20,644	25,89,270	51.57%	25,86,033	3,237	99.88%	0.12%

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

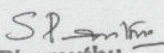
Item No. 13 Special Resolution To amend the Articles of Association by replacing the existing articles 48 and 55 with new articles 48 and 55 and inserting a new article 55A after the existing article 55.

Promoter/ Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding 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	25,44,973	25,44,973	100.00%	25,44,973	0	100.00%	0
Public Institutional holders	2,50,805	Nil	N.A	Nil	Nil	N.A	N.A
Public Others	22,24,866	44,297	1.99%	42,310	1,987	95.51%	4.49%
Total	50,20,644	25,89,270	51.57%	25,87,283	1,987	99.92%	0.08%

The above resolution was declared to have been passed as a Special Resolution with requisite majority.

Thanking You,

Yours faithfully
For KLRF Limited


S. Piramuthu
Company Secretary

