

BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400001

Dear Sir,

Sub: Proceedings of 37<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September 2014

Pursuant to the provision of the clause 31(d) of the Listing Agreement, it is hereby informed that the 37<sup>th</sup> Annual General Meeting of the Company was duly held on Monday, 29<sup>th</sup> September 2014 at 02:30 pm at the Registered Office of the Company at Pollachi Road, Malumichampatti PO, Coimbatore – 641050, Tamil Nadu

The proper quorum was present and all the items of business as mentioned in the Annual General Meeting Notice dated 8<sup>th</sup> August 2014 were discussed and based on the report of the Scrutinizer, all the resolutions were declared as duly passed by requisite majority by e-voting and through postal ballot.

**Ordinary Business**

1. Consideration and adoption of the Balance Sheet as at 31<sup>st</sup> March 2014 and the Statement of Profit and Loss for the year ended on that date and the Report of the Directors and Auditors thereon
2. Appointment of a Director in the place of Mr. Chaitanya Dalmia (holding DIN 00028402), who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of a Director in the place of Mr. P. M. Rajanarayanan (holding DIN 00016667), who retires by rotation and being eligible, offers himself for re-appointment.
4. Appointment of Lodha & Co. (FRN: 301051E), Kolkata, Chartered Accountants, as Statutory Auditors for a period of one year from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to authorise board to fix their remuneration.



REVATHI EQUIPMENT LIMITED  
Special Business

REVATHI EQUIPMENT LIMITED  
CIN No: L29120TZ1977PLC000780  
E-Mail: admin@revathi.in  
Website: www.revathi.in

5. Appointment of Mr.B.D.Narang (holding DIN 00038052) as an Independent Director of the Company with effect from 29<sup>th</sup> September 2014 to hold office for five consecutive years for a term up to 28<sup>th</sup> September 2019
6. Appointment of Mr.S.C.Katyal (holding DIN 00614377) as an Independent Director of the Company with effect from 29<sup>th</sup> September 2014 to hold office for five consecutive years for a term up to 28<sup>th</sup> September 2019.
7. Appointment of Mr.B.V.Ramanan (holding DIN 00934602) as an Independent Director of the Company with effect from 29<sup>th</sup> September 2014 to hold office for five consecutive years for a term up to 28<sup>th</sup> September 2019.
8. Appointment of Mrs. Deepali Dalmia (DIN 00017415) as a Director of the Company.
9. Alteration of Article(s) 132 and 144 of Articles of Association of the Company
10. Authorization for the Board of Directors to borrow monies in excess of the paid-up capital and free reserves of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013.
11. Authorization for the Board of Directors to mortgage or to create charge, mortgage and/or hypothecate the whole of or substantially the whole of the undertakings of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013.
12. Payment of special allowance to Mr.S.Hariharan, Whole-time Director & CFO of the Company for the financial year 2013-14
13. Approval for waiver from recovery of excess remuneration paid to Mr. Abhishek Dalmia, Executive Chairman of the Company for the financial year 2013-14

Please note that the voting results were intimated to the Stock Exchanges in the format prescribed under clause 35A of the Listing Agreement on 29<sup>th</sup> September 2014.

A copy of the Scrutinizer Report is also attached.

Kindly take this intimation on record.

Thanking you

Yours faithfully

For REVATHI EQUIPMENT LIMITED

M.N. SRINIVASAN  
Company Secretary

Revathi Equipment Limited

Pollachi Road, Coimbatore - 641 050, India. Phone : 0422 - 2610851 Fax : 0422 - 2610427



"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.  
Phone : 0422-2318780, 2316755, Fax: 0422-2314792, E-mail : mds@mdsservices.in

**SCRUTINIZER'S REPORT FOR E-VOTING AND POSTAL BALLOT**  
**(IN LIEU OF E-VOTING AT THE AGM)**

**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the**  
**Companies (Management and Administration) Rules, 2014 and Clause 35B of the**  
**Listing agreement]**

To  
The Chairman  
37<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**M/s. REVATHI EQUIPMENT LIMITED**  
(L29120TZ1977PLC000780)  
To be held on Monday the 29<sup>th</sup> day of September, 2014 at 02.30 pm at  
the Registered Office of the Company at Pollachi Road, Malumichampatti PO,  
Coimbatore - 641050, Tamil Nadu, India

Dear Sir,

**Sub: Scrutinizer's Report on e-voting / Postal Ballot process (in lieu of e-voting at the AGM) for the shareholders who do not have access to e-voting, conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement - Reg.**

I, M D Selvaraj, FCS, Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore have been appointed by the Board of Directors of M/s. REVATHI EQUIPMENT LIMITED ("the Company") as a Scrutinizer for the purpose of scrutinizing the e-voting process and to scrutinize the Postal Ballot (in lieu of e-voting at the AGM) forms received from the shareholders in a fair and transparent manner and ascertaining the requisite majority on the e-voting and Postal Ballot carried out in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, on the Resolution(s) as set out in the Notice convening 37<sup>th</sup> Annual General Meeting (AGM) of the Company to be held on Monday the 29<sup>th</sup> day of September, 2014 at 02.30 pm at the Registered Office of the Company at Pollachi Road, Malumichampatti PO, Coimbatore - 641050, Tamil Nadu, India



### **Responsibility of the Management**

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through electronic means and Postal Ballot (in lieu of e-voting at the AGM) on the Resolution(s) as set out in the Notice convening the 37<sup>th</sup> Annual General Meeting dated 8<sup>th</sup> August 2014.

### **Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the e-voting process and for the Postal Ballot (in lieu of e-voting at the AGM) at the 37<sup>th</sup> Annual General Meeting, is restricted to the preparation of the Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out in the Notice convening the 37<sup>th</sup> Annual General Meeting, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing e-voting facilities and of the Postal Ballot forms received up to 25<sup>th</sup> September 2014.

Further in addition to the above, I submit my report as under:

- The Notice dated 8<sup>th</sup> August 2014 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 along with the Postal Ballot forms (in lieu of e-voting at AGM) were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on 29<sup>th</sup> September 2014.
- 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 to the shareholders who do not have access to e-voting to send their voting in writing on a Postal Ballot (in lieu of e-voting at the AGM) in terms of the provisions of Clause 35B of the Listing Agreement entered into with the National Stock Exchange of India Limited (NSE), Mumbai and BSE Limited (BSE), Mumbai.
- The shareholders of the Company holding shares as on the "cut-off" date of 22<sup>nd</sup> August 2014 were entitled to vote on the proposed resolutions as set out in item nos. 1 to 13 in the Notice of the 37<sup>th</sup> AGM of M/s. Revathi Equipment Limited.



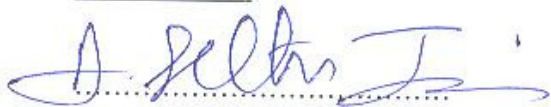
- The voting period for e-voting commenced on Tuesday, 23<sup>rd</sup> September 2014 at 09:00 am and ended on Thursday, 25<sup>th</sup> September 2014 at 05:00 pm. The Postal Ballot forms received upto 05:00 pm on Thursday, 25<sup>th</sup> September 2014 were considered for my scrutiny.
  
- I, as the Scrutinizer, unblocked the votes cast, on 25<sup>th</sup> September 2014 at 05:34 pm in the presence of Ms. Prerna Maheshwari (the undersigned as Witness No.1) and Mr. A. Selten Jayaraj (the undersigned as Witness No.2), who are not in employment of the Company in accordance with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014.

Witness No.1

  
.....

Name: Ms. Prerna Maheshwari

Witness No.2

  
.....

Name: Mr. A. Selten Jayaraj

I now hereby submit my Consolidated Report on the Result of the E-voting together with that of the Postal ballot (in lieu of e-voting at the AGM) in respect of the said Resolution(s), as under:



Item No.1

## ORDINARY RESOLUTION:

To receive, consider and adopt the Balance Sheet as at 31<sup>st</sup> March 2014 and the Statement of Profit and Loss for the year ended on that date and the Report of the Directors and Auditors thereon

## VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	5	22,26,804	100.00%
Postal ballot (in lieu of e-voting at the AGM)	51	12,057	97.46%
<b>Total Voting</b>	<b>56</b>	<b>22,38,861</b>	<b>99.99%</b>

## VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	1	5	Negligible
Postal ballot (in lieu of e-voting at the AGM)	6	314	2.54%
<b>Total Voting</b>	<b>7</b>	<b>319</b>	<b>0.01%</b>

## INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
<b>Total Voting</b>	<b>3</b>	<b>21</b>	<b>Negligible</b>



Item No.2

**ORDINARY RESOLUTION:**

To appoint a Director in the place of Mr. Chaitanya Dalmia (holding DIN 00028402), who retires by rotation and being eligible, offers himself for re-appointment

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	51	12,197	98.59%
<b>Total Voting</b>	<b>57</b>	<b>22,39,006</b>	<b>99.99%</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	6	174	1.41%
<b>Total Voting</b>	<b>6</b>	<b>174</b>	<b>0.01%</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
<b>Total Voting</b>	<b>3</b>	<b>21</b>	<b>Negligible</b>



Item No.3

**ORDINARY RESOLUTION:**

To appoint a Director in the place of Mr. P. M. Rajanarayanan (holding DIN 00016667), who retires by rotation and being eligible, offers himself for re-appointment.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	51	12,197	98.59%
<b>Total Voting</b>	<b>57</b>	<b>22,39,006</b>	<b>99.99%</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	6	174	1.41%
<b>Total Voting</b>	<b>6</b>	<b>174</b>	<b>0.01%</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
<b>Total Voting</b>	<b>3</b>	<b>21</b>	<b>Negligible</b>





**Item No.4**

**ORDINARY RESOLUTION:**

To appoint Lodha & Co. (FRN: 301051E), Kolkata, Chartered Accountants, as Statutory Auditors for a period of one year from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	54	12,314	99.54%
<b>Total Voting</b>	<b>60</b>	<b>22,39,123</b>	<b>100.00%</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	57	0.46%
<b>Total Voting</b>	<b>3</b>	<b>57</b>	<b>Negligible</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
<b>Total Voting</b>	<b>3</b>	<b>21</b>	<b>Negligible</b>



**SPECIAL BUSINESS:**

**Item No.5**

**SPECIAL RESOLUTION:**

To appoint Mr. B. D. Narang (holding DIN 00038052) as an Independent Director of the Company with effect from 29<sup>th</sup> September 2014 to hold office for five consecutive years for a term up to 28<sup>th</sup> September 2019.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	54	12,314	99.54%
<b>Total Voting</b>	<b>60</b>	<b>22,39,123</b>	<b>100.00%</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	57	0.46%
<b>Total Voting</b>	<b>3</b>	<b>57</b>	<b>Negligible</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
<b>Total Voting</b>	<b>3</b>	<b>21</b>	<b>Negligible</b>



Item No.6**SPECIAL RESOLUTION:**

To appoint Mr. S. C. Katyal (holding DIN 00614377) as an Independent Director of the Company with effect from 29<sup>th</sup> September 2014 to hold office for five consecutive years for a term up to 28<sup>th</sup> September 2019.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	54	12,314	99.54%
<b>Total Voting</b>	<b>60</b>	<b>22,39,123</b>	<b>100.00%</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	57	0.46%
<b>Total Voting</b>	<b>3</b>	<b>57</b>	<b>Negligible</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
<b>Total Voting</b>	<b>3</b>	<b>21</b>	<b>Negligible</b>



Item No.7**SPECIAL RESOLUTION:**

To appoint Mr. B. V. Ramanan (holding DIN 00934602) as an Independent Director of the Company with effect from 29<sup>th</sup> September 2014 to hold office for five consecutive years for a term up to 28<sup>th</sup> September 2019.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	53	12,284	99.30%
<b>Total Voting</b>	<b>59</b>	<b>22,39,093</b>	<b>100.00%</b>

**VOTES CASTED AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	4	87	0.70%
<b>Total Voting</b>	<b>4</b>	<b>87</b>	<i>Negligible</i>

**INVALID VOTES**

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
<b>Total Voting</b>	<b>3</b>	<b>21</b>	<i>Negligible</i>



Item No.8

## ORDINARY RESOLUTION:

To appoint Mrs. Deepali Dalmia (DIN 00017415) as a Director of the Company

## VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	47	10,932	88.37%
Total Voting	53	22,37,741	99.94%

## VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	10	1,439	11.63%
Total Voting	10	1,439	0.06%

## INVALID VOTES

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
Total Voting	3	21	Negligible



Item No.9**SPECIAL RESOLUTION:**

To alter Article(s) 132 and 144 of Articles of Association of the Company

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	52	12,198	98.60%
<b>Total Voting</b>	<b>58</b>	<b>22,39,007</b>	<b>99.99%</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	5	173	1.40%
<b>Total Voting</b>	<b>5</b>	<b>173</b>	<b>0.01%</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
<b>Total Voting</b>	<b>3</b>	<b>21</b>	<b>Negligible</b>



Item No.10**SPECIAL RESOLUTION:**

To authorize the Board of Directors to borrow monies in excess of the paid-up capital and free reserves of the Company pursuant to Section 180(1)(c) of the Companies Act, 2013

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	4	22,26,003	99.96%
Postal ballot (in lieu of e-voting at the AGM)	54	12,314	99.54%
<b>Total Voting</b>	<b>58</b>	<b>22,38,317</b>	<b>99.96%</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	2	806	0.04%
Postal ballot (in lieu of e-voting at the AGM)	3	57	0.46%
<b>Total Voting</b>	<b>5</b>	<b>863</b>	<b>0.04%</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
<b>Total Voting</b>	<b>3</b>	<b>21</b>	<b>Negligible</b>



Item No.11**SPECIAL RESOLUTION:**

To authorize the Board of Directors to mortgage or to create charge, mortgage and/or hypothecate the whole of or substantially the whole of the undertakings of the Company pursuant to Section 180(1)(a) of the Companies Act, 2013

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	4	22,26,003	99.96%
Postal ballot (in lieu of e-voting at the AGM)	53	12,304	99.46%
<b>Total Voting</b>	<b>57</b>	<b>22,38,307</b>	<b>99.96%</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	1	801	0.04%
Postal ballot (in lieu of e-voting at the AGM)	4	67	0.54%
<b>Total Voting</b>	<b>5</b>	<b>868</b>	<b>0.04%</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
<b>Total Voting</b>	<b>3</b>	<b>21</b>	<b>Negligible</b>

- One Shareholder holding 5 equity shares has abstained from e-voting





Item No.12**SPECIAL RESOLUTION:**

To pay special allowance to Mr. S. Hariharan, Whole-time Director & CFO of the Company for the financial year 2013-14

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	6	22,26,809	100.00%
Postal ballot (in lieu of e-voting at the AGM)	47	11,704	94.61%
<b>Total Voting</b>	<b>53</b>	<b>22,38,513</b>	<b>99.97%</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	10	667	5.39%
<b>Total Voting</b>	<b>10</b>	<b>667</b>	<b>0.03%</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	3	21	0.17%
<b>Total Voting</b>	<b>3</b>	<b>21</b>	<i>Negligible</i>



Item No.13**SPECIAL RESOLUTION:**

To approve the waiver from recovery of excess remuneration paid to Mr. Abhishek Dalmia, Executive Chairman of the Company for the financial year 2013-14

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	5	22,26,008	99.96%
Postal ballot (in lieu of e-voting at the AGM)	41	10,075	84.45%
<b>Total Voting</b>	<b>46</b>	<b>22,36,083</b>	<b>99.88%</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Postal ballot (in lieu of e-voting at the AGM)	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	1	801	0.04%
Postal ballot (in lieu of e-voting at the AGM)	15	1,855	15.55%
<b>Total Voting</b>	<b>16</b>	<b>2,656</b>	<b>0.12%</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose Votes were declared INVALID	Number of Votes Cast by them	Percentage of Total Number of Votes Cast
E-voting	Nil	Nil	Nil
Postal ballot (in lieu of e-voting at the AGM)	4	462	3.73%
<b>Total Voting</b>	<b>4</b>	<b>462</b>	<b>0.02%</b>

Date : 27<sup>th</sup> September 2014

Place : Coimbatore

*M. D. Selvaraj*  
MDS & ASSOCIATES

Prop : M.D.SELVARAJ M.Com, MBA,FCS,

COMPANY SECRETARY IN PRACTICE

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