

24<sup>th</sup> September, 2014

**The Bombay Stock Exchange Ltd  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai 400 001.**

Dear Sir,

Ref : Scrip Code No.512634 – Savera Industries Ltd

We are sending the scrutinizer's report and results in respect of poll which took place in our company's 45<sup>th</sup> Annual General Meeting held on 22<sup>nd</sup> September, 2014, with the attachment of E-voting results and also the consolidated results thereto.

Please take on record the above.

Yours faithfully,  
For **Savera Industries Limited,**



**N S Mohan**  
Company Secretary

**R. BALASUBRAMANIAM**  
B.A., B.L., F.C.S  
Company Law Consultant  
Email id: [balu\\_comsec@yahoo.com](mailto:balu_comsec@yahoo.com)  
Contact No: 044 - 26269826

“J”,Block, Second Street,  
Door No 27, Flat No A2,  
Anna Nagar East,  
Chennai- 600102

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**CONSOLIDATED SCRUTINIZER REPORT FOR E-VOTING & POLL  
FOR M/s. SAVERA INDUSTRIES LIMITED**

To,  
The Chairman of  
45<sup>th</sup> Annual General Meeting of Equity Share Holders of  
M/s. SAVERA INDUSTRIES LIMITED,  
held on 22.09.2014 at  
The Music Academy Mini Auditorium,  
No. 168, T.T.K Road, Chennai – 600 014

**Sub: Passing of resolution through electronic and poll conducted at the 45<sup>th</sup> AGM of M/s. SAVERA INDUSTRIES LIMITED held on September 22, 2014.**

The Board of Directors of your Company, at its meeting held on May 26, 2014 had appointed me as Scrutinizer to scrutinize the voting process in a fair and transparent manner. The e-voting was held between September 15, 2014 at 09.00 A.M to September 17, 2014 at 6.00 P.M and the poll was conducted on 45<sup>th</sup> AGM of the Company held on September 22, 2014.

The Company had appointed National Securities Depository Limited (NSDL), as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from Monday, September 15, 2014 (09:00 A.M) till Wednesday, September 17, 2014 (6:00 P.M). The e-voting results were unblocked by me after the completion of E-voting on September 17, 2014 in the presence of two witnesses. For further details, refer my Scrutinizer's report dated September 18, 2014 attached herewith.

At the 45<sup>th</sup> AGM of the Company held on 22.09.2014, the Chairman of the Company had suo moto called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

The result of the E-voting together with that of the Poll is as under:

**Item No.1 (Ordinary Resolution):** To receive, consider and adopt the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2014 including the audited Balance Sheet as at 31<sup>st</sup> March, 2014, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

Vote cast through	Votes in favor of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E Voting	7271379	99.7194%	0	0%
Poll	20431	0.2802%	26	0.0004%
<b>TOTAL</b>	<b>7291810</b>	<b>99.9996%</b>	<b>26</b>	<b>0.0004%</b>

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

**Item No.2 (Ordinary Resolution):** To declare Dividend on Equity shares.

Vote cast through	Votes in favor of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E Voting	7271379	99.7194%	0	0%
Poll	20451	0.2805%	6	0.0001%
<b>TOTAL</b>	<b>7291830</b>	<b>99.9999%</b>	<b>6</b>	<b>0.0001%</b>

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

**Item No.3 (Ordinary Resolution):** To appoint a Director in place of Ms. A. Nivruti (holding DIN 00576167), who retires by rotation and being eligible offers herself for re-appointment.

Vote cast through	Votes in favor of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E Voting	7271375	99.7194%	4	0%
Poll	20447	0.2805%	10	0.0001%
<b>TOTAL</b>	<b>7291822</b>	<b>99.9999%</b>	<b>14</b>	<b>0.0001%</b>

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.



**Item No.4 (Ordinary Resolution):** To appoint auditors and to fix their remuneration.

Vote cast through	Votes in favor of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E Voting	7271375	99.7194%	4	0%
Poll	20447	0.2805%	10	0.0001%
<b>TOTAL</b>	<b>7291822</b>	<b>99.9999%</b>	<b>14</b>	<b>0.0001%</b>

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

**Item No.5 (Ordinary Resolution):** Appointment of Mr. G. Sitharaman as an Independent Director.

Vote cast through	Votes in favor of the resolution		Votes against the resolution	
	No	%	No	%
E Voting	7271375	99.7194	4	0%
Poll	20447	0.2805%	10	0.0001%
<b>TOTAL</b>	<b>7291822</b>	<b>99.9999</b>	<b>14</b>	<b>0.0001%</b>

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

**Item No.6 (Ordinary Resolution):** Appointment of Mr. A. Sudhakar Reddy as an Independent Director.

Vote cast through	Votes in favor of the resolution		Votes against the resolution	
	No	%	No	%
E Voting	7271375	99.7194%	4	0%
Poll	20447	0.2805%	10	0.0001%
<b>TOTAL</b>	<b>7291822</b>	<b>99.9999%</b>	<b>14</b>	<b>0.0001%</b>

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

*RBS*

**Item No.7 (Ordinary Resolution):** Appointment of Mr. B. Ranga Reddy as an Independent Director.

Vote cast through	Votes in favor of the resolution		Votes against the resolution	
	No	%	No	%
E Voting	7271375	99.7194%	4	0%
Poll	20447	0.2805%	10	0.0001%
TOTAL	7291822	99.9999%	14	0.0001%

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

**Item No.8 (Ordinary Resolution):** Appointment of Mr. S. Sridhara Rao as an Independent Director.

Vote cast through	Votes in favor of the resolution		Votes against the resolution	
	No	%	No	%
E Voting	7271375	99.7194%	4	0%
Poll	20447	0.2805%	10	0.0001%
TOTAL	7291822	99.9999%	14	0.0001%

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution is passed as an ORDINARY RESOLUTION.

**Item No.9 (Special Resolution):** Authority to borrow moneys in excess of the paid up capital and free reserves of the company.

Vote cast through	Votes in favor of the resolution		Votes against the resolution	
	No	%	No	%
E Voting	7271375	99.7194%	4	0%
Poll	20451	0.2805%	6	0.0001%
TOTAL	7291826	99.9999%	10	0.0001%

The votes cast in FAVOUR of the resolution is Three Times more than the votes cast AGAINST, the resolution is passed as a SPECIAL RESOLUTION.

*RBS*

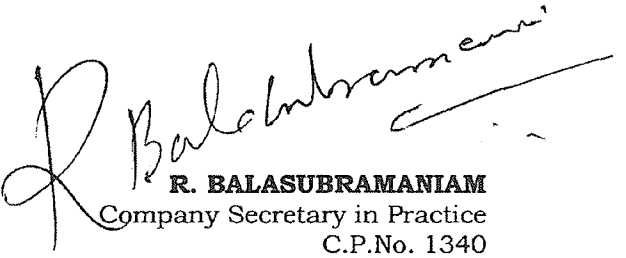
**Item No.10 (Special Resolution):** Authority to the Board for mortgaging and/or charging of assets of the company.

Vote cast through	Votes in favor of the resolution		Votes against the resolution	
	No	%	No	%
E Voting	7271365	99.7194%	4	0%
Poll	20451	0.2805%	6	0.0001
<b>TOTAL</b>	<b>7291816</b>	<b>99.9999%</b>	<b>10</b>	<b>0.0001%</b>

The votes cast in FAVOUR of the resolution is Three Times more than the votes cast AGAINST, the resolution is passed as a SPECIAL RESOLUTION.

I hereby confirm that, I'm maintaining the Registers received from the Registrar and Share Transfer Agent electronically, in respect of the votes cast through E-Voting and Poll by the shareholders of the Company.

Place: Chennai  
Date: 23.09.2014

  
**R. BALASUBRAMANIAM**  
Company Secretary in Practice  
C.P.No. 1340

**R. BALASUBRAMANIAM**  
B.A., B.L., F.C.S  
Company Law Consultant  
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“J”,Block, Second Street,  
Door No 27, Flat No A2,  
Anna Nagar East,  
Chennai- 600102

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### SCRUTINIZER'S REPORT

To  
The Chairman,  
M/s. SAVERA INDUSTRIES LIMITED  
No.146, Dr. Radhakrishnan Salai,  
Mylapore, Chennai - 600 004

Dear Sir,

The Board of Directors of your Company, at its meeting held on 13.08.2014 had, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules 2014, appointed me as Scrutinizer for the e-voting process to be held for passing of resolutions as set out in the Notice, convening Annual General Meeting (AGM), dated 13.08.2014.

In this connection, I hereby submit my report as under:

1. The members of the Company as on the “cut-off” date i.e., 18.08.2014, were entitled to vote on the resolutions (Item no. 1 to 10 as set out in the notice of the 45<sup>th</sup> Annual General Meeting of the Company).
2. The period for e-voting remained open from September 15, 2014 (9.00 A.M) to September 17, 2014 (6.00 P.M) as mentioned in the Notice convening AGM.
3. The votes cast were unblocked after the completion of E-voting process on 17.09.2014 in the presence of 2 witnesses, Mr. Balu Sridhar & Mr. Pankaj Mehta, who are not in the employment of Company.
4. Thereafter, the details containing, inter-alia, list of shareholders, who voted “For” and “Against”, were downloaded from the e-voting website of National Securities Depository Ltd.
5. The results of e-voting are as under:



## E-VOTING RESULTS

<b>Item No.</b>	<b>1</b>
Particulars of the Business	To receive, consider and adopt the Financial Statements of the Company for theyear ended 31 <sup>st</sup> March, 2014 including the audited Balance Sheet as at 31 <sup>st</sup> March, 2014, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
Type of Resolution	Ordinary

Particulars	No of members voted	No of votes cast	Total Votes cast (in %)
Received	20	7271379	100%
Assent	20	7271379	100%
Dissent	0	0	0

<b>Item No.</b>	<b>2</b>
Particulars of the Business	To declare dividend on Equity shares.
Type of Resolution	Ordinary

Particulars	No of members voted	No of votes cast	Total Votes cast (in %)
Received	20	7271379	100%
Assent	20	7271379	100%
Dissent	0	0	0

<b>Item No.</b>	<b>3</b>
Particulars of the Business	To appoint a Director in place of Ms.A.Nivruti (holding DIN 00576167), who retires by rotation and being eligible offers herself for re-appointment.
Type of Resolution	Ordinary

Particulars	No of members voted	No of votes cast	Total Votes cast (in %)
Received	20	7271379	100%
Assent	19	7271375	99.9999%
Dissent	1	4	0.0001%

<b>Item No.</b>	<b>4</b>
Particulars of the Business	To appoint auditors and to fix their remuneration.
Type of Resolution	Ordinary

Particulars	No of members voted	No of votes cast	Total Votes cast (in %)
Received	20	7271379	100%
Assent	19	7271375	99.9999%
Dissent	1	4	0.0001%





<b>Item No.</b>	<b>5</b>
Particulars of the Business	Appointment of Mr. G. Sitharaman as an Independent Director.
Type of Resolution	Ordinary

<b>Particulars</b>	<b>No of members voted</b>	<b>No of votes cast</b>	<b>Total Votes cast (in %)</b>
Received	20	7271379	100%
Assent	19	7271375	99.9999%
Dissent	1	4	0.0001%

<b>Item No.</b>	<b>6</b>
Particulars of the Business	Appointment of Mr. A. Sudhakar Reddy as an Independent Director.
Type of Resolution	Ordinary

<b>Particulars</b>	<b>No of members voted</b>	<b>No of votes cast</b>	<b>Total Votes cast (in %)</b>
Received	20	7271379	100%
Assent	19	7271375	99.9999%
Dissent	1	4	0.0001%

<b>Item No.</b>	<b>7</b>
Particulars of the Business	Appointment of Mr. B. Ranga Reddy as an Independent Director
Type of Resolution	Ordinary

<b>Particulars</b>	<b>No of members voted</b>	<b>No of votes cast</b>	<b>Total Votes cast (in %)</b>
Received	20	7271379	100%
Assent	19	7271375	99.9999%
Dissent	1	4	0.0001%

<b>Item No.</b>	<b>8</b>
Particulars of the Business	Appointment of Mr. S. SridharaRao as an Independent Director.
Type of Resolution	Ordinary

<b>Particulars</b>	<b>No of members voted</b>	<b>No of votes cast</b>	<b>Total Votes cast (in %)</b>
Received	20	7271379	100%
Assent	19	7271375	99.999%
Dissent	1	4	0.0001

*RBS*

<b>Item No.</b>	<b>9</b>
Particulars of the Business	Authority to borrow moneys in excess of the paid up capital and free reserves of the company.
Type of Resolution	Special

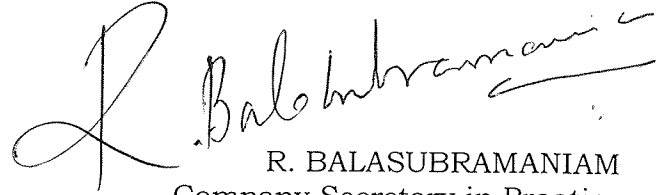
<b>Particulars</b>	<b>No of members voted</b>	<b>No of votes cast</b>	<b>Total Votes cast (in %)</b>
Received	20	7271379	100%
Assent	19	7271375	99.999%
Dissent	1	4	0.0001

<b>Item No.</b>	<b>10*</b>
Particulars of the Business	Authority to the Board for mortgaging and/or charging of assets of the company.
Type of Resolution	Special

<b>Particulars</b>	<b>No of members voted</b>	<b>No of votes cast</b>	<b>Total Votes cast (in %)</b>
Received	19	7271369	100%
Assent	18	7271365	99.9999%
Dissent	1	4	0.0001%

\* A shareholder holding 10 shares has abstained from voting with respect to Item No.10 of the notice convening 45<sup>th</sup> Annual General Meeting.

Place: Chennai  
Date:18.09.2014



R. BALASUBRAMANIAM  
Company Secretary in Practice  
C.P.No.1340

**R. BALASUBRAMANIAM**  
B.A., B.L., F.C.S  
Company Law Consultant  
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“J”Block, Second Street,  
Door No 27, Flat No A2,  
Anna Nagar East,  
Chennai- 600102

**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  
45<sup>th</sup> Annual General Meeting of Equity Share Holders of  
M/s. SAVERA INDUSTRIES LIMITED,  
held on Monday, 22.09.2014 at  
The Music Academy Mini Auditorium,  
No. 168, T.T.K Road, Chennai – 600014

Dear Sir,

I, R. Balasubramaniam, Company Secretary in Practice, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 45<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/s. SAVERA INDUSTRIES LIMITED, held at 10.00 A.M. on 22.09.2014 at The Music Academy Mini Auditorium, No. 168, T.T.K Road, Chennai – 600 014, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ONE ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in the presence of Mrs. Anandhi V and Mr. Pankaj Mehta and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:



**(1) Resolution – Ordinary Resolution**

To receive, consider and adopt the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2014 including the audited Balance Sheet as at 31<sup>st</sup> March, 2014, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

(i) Voted **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
24	20431	99.87%

(ii) Voted **against** 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
2	26	0.13%

**(2) Resolution – Ordinary Resolution**

To declare a dividend on Equity Shares.

(i) Voted **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
25	20451	99.97%

(ii) Voted **against** 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
1	6	0.03%



### (3) Resolution – Ordinary Resolution

To appoint a Director in place of Ms. A. Nivruti (holding DIN 00576167), who retires by rotation and being eligible offers herself for re-appointment.

(i) Voted **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
24	20447	99.95%

(ii) Voted **against** 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
2	10	0.05%

### (4) Resolution – Ordinary Resolution

To appoint auditors and to fix their remuneration.

(i) Voted **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
24	20447	99.95%

(ii) Voted **against** 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
2	10	0.05%



**(5) Resolution – Ordinary Resolution**

Appointment of Mr. G. Sitharaman as an Independent Director.

(i) Voted **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
24	20447	99.95%

(ii) Voted **against** 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
2	10	0.05%

**(6) Resolution – Ordinary Resolution**

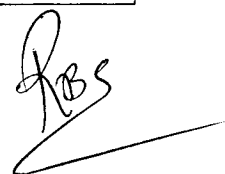
Appointment of Mr. A. Sudhakar Reddy as an Independent Director.

(i) Voted **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
24	20447	99.95%

(ii) Voted **against** 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
2	10	0.05%



**(7) Resolution – Ordinary Resolution**

Appointment of Mr. B. Ranga Reddy as an Independent Director.

(i) Voted **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
24	20447	99.95%

(ii) Voted **against** 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
2	10	0.05%

**(8) Resolution – Ordinary Resolution**

Appointment of Mr. S. SridharaRao as an Independent Director.

(i) Voted **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
24	20447	99.95%

(ii) Voted **against** 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
2	10	0.05%



**(9) Resolution – Special Resolution**

Authority to borrow moneys in excess of the paid up capital and free reserves of the company.

(i) Voted **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
25	20451	99.97%

(ii) Voted **against** 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
1	6	0.03%

**(10) Resolution – Special Resolution**


Authority to the Board for mortgaging and/or charging of assets of the company.

(i) Voted **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
25	20451	99.97%

(ii) Voted **against** 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
1	6	0.03%





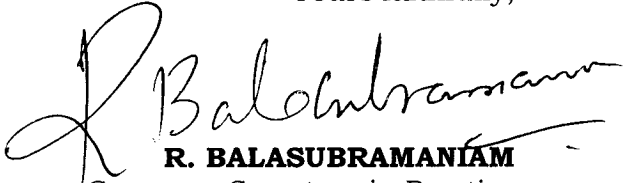
5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Director for safe keeping.

Thanking you,

Place: Chennai  
Date: 23.09.2014

Yours faithfully,

  
**R. BALASUBRAMANIAM**  
Company Secretary in Practice  
C.P.No.1340