

HYDRO S & S INDUSTRIES LIMITED

(A Kingfa Group Company)

CIN : L25209TN1983PLC010438

Regd. Office : Dhun Building, III Floor, 827, Anna Salai, Chennai - 600 002.

Phone : 044 - 28521736 Fax : 044 - 28520420 Website : www.hssil.com

Details regarding the voting results of 31st Annual General Meeting held on 28th September, 2015
(Pursuant to Clause 35A of the listing agreement)

1. Date of the AGM : 28th September, 2015
2. Total number of shareholders on record date : 3153
3. No. of shareholders present in the meeting either in person or through proxy :
 - a. Promoters and Promoter Group : 1
 - b. Public : 81
4. No. of shareholders attended the meeting through Video Conferencing :
 - a. Promoters and Promoter Group : NA
 - b. Public : NA
5. Details of the Agenda :

Resolution 1 :

Adoption of Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.

Resolution required : Ordinary Resolution

Mode of Voting : (E-Voting and Physical Voting)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter	4805032	4805032	100.00	4805032	0	100.00	0
Public - Institutional holders	200	0	0	0	0	0	0
Public - Others	1601972	500702	31.26	500702	0	100.00	0
Total	6407204	5305734	82.81	5305734	0	100.00	0

Resolution 2 :

To appoint a Director in the place of Mr.Wu Xiaohui, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required : Ordinary Resolution

Mode of Voting : (E-Voting and Physical Voting)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter	4805032	4805032	100.00	4805032	0	100.00	0
Public - Institutional holders	200	0	0	0	0	0	0
Public - Others	1601972	500702	31.26	500702	0	100.00	0
Total	6407204	5305734	82.81	5305734	0	100.00	0

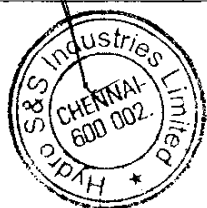
Resolution 3 :

Ratification of the appointment of M/s. P. Srinivasan & Co., as the auditors of the Company and to fix their remuneration.

Resolution required : Ordinary Resolution

Mode of Voting : (E-Voting and Physical Voting)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter	4805032	4805032	100.00	4805032	0	100.00	0
Public - Institutional holders	200	0	0	0	0	0	0
Public - Others	1601972	500702	31.26	500702	0	100.00	0
Total	6407204	5305734	82.81	5305734	0	100.00	0



Resolution 4 :

Appointment of Mr. Kamana Srikanth as an Independent Director up to 12th February, 2020.

Resolution required : Ordinary Resolution

Mode of Voting : (E-Voting and Physical Voting)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter	4805032	4805032	100.00	4805032	0	100.00	0
Public - Institutional holders	200	0	0	0	0	0	0
Public - Others	1601972	500702	31.26	500702	0	100.00	0
Total	6407204	5305734	82.81	5305734	0	100.00	0

Resolution 5 :

Re-appointment of Mr. Bo Jingen as Managing Director of the Company, liable to retire by rotation, for a period of 3 years w.e.f. February 27, 2014.

Resolution required : Special Resolution

Mode of Voting : (E-Voting and Physical Voting)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter	4805032	4805032	100.00	4805032	0	100.00	0
Public - Institutional holders	200	0	0	0	0	0	0
Public - Others	1601972	500702	31.26	500702	0	100.00	0
Total	6407204	5305734	82.81	5305734	0	100.00	0

Resolution 6 :

Re-appointment of Mr. Wu Xiaohui as Whole-time Director of the Company, liable to retire by rotation, for a period of 3 years w.e.f. February 27, 2014.

Resolution required : Special Resolution

Mode of Voting : (E-Voting and Physical Voting)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter	4805032	4805032	100.00	4805032	0	100.00	0
Public - Institutional holders	200	0	0	0	0	0	0
Public - Others	1601972	500702	31.26	500702	0	100.00	0
Total	6407204	5305734	82.81	5305734	0	100.00	0

Resolution 7 :

Approval of the remuneration of the Cost Auditor

Resolution required : Ordinary Resolution

Mode of Voting : (E-Voting and Physical Voting)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter	4805032	4805032	100.00	4805032	0	100.00	0
Public - Institutional holders	200	0	0	0	0	0	0
Public - Others	1601972	500702	31.26	500702	0	100.00	0
Total	6407204	5305734	82.81	5305734	0	100.00	0

Resolution 8 :

Appointment of Mr. Dilip Dinkar Kulkarni as an Independent Director up to 27th August, 2020.

Resolution required : Ordinary Resolution

Mode of Voting : (E-Voting and Physical Voting)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	3=2/1*100	4	5	6=4/2*100	7=5/2*100
Promoter	4805032	4805032	100.00	4805032	0	100.00	0
Public - Institutional holders	200	0	0	0	0	0	0
Public - Others	1601972	500702	31.26	500702	0	100.00	0
Total	6407204	5305734	82.81	5305734	0	100.00	0

For HYDROS & S INDUSTRIES LIMITED,

S.K. SUBRAMANYAN
Company Secretary.

P.S.SRINIVASANB.A., LL.B., A.C.A., A.C.S.
Practising Company Secretary
22 (old No.1895), 18th Street, ThiruvalluvarKudiyurppu,
Anna Nagar West, Chennai 600040

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 31st Annual General Meeting of the Equity Shareholders of HYDRO S & S INDUSTRIES LIMITED held on 28th September, 2015 at 10.15 a.m. at Raj Park Chennai, "Summit Hall" 180, T. T. K. Road, Alwarpet Chennai - 600 018.

Dear Sir,

1. I, P.S. Srinivasan, a practicing Company Secretary, have been appointed as a scrutinizer by the board of directors of HYDRO S & S INDUSTRIES LIMITED (The Company) for the purpose of
 - (i) Scrutinizing the E-voting process (Remote e-voting) under the provisions of section 108 of the Companies Act, 2013 and Companies(Management and Administration) Rules, 2014 as amended (Rules) and,
 - (ii) Poll under the provisions of section 109 of the Companies Act, 2013 act read with Rule 21 of the rules, on the resolutions contained in the notice to the 28th September, 2015 at 10.15 a.m. at Raj Park Chennai, "Summit Hall" 180, T. T. K. Road, Alwarpet Chennai - 600 018.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting and voting by poll at the AGM) for the resolutions contained in the notice to the 31st AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and poll at the AGM) is restricted to make a consolidated Scrutinizer's report of the votes cast; in favour or against the resolution stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited ('NSDL'), the agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting).
3. I have issued separate Scrutinizer's Report dated 29th September 2015 on the remote e-voting and on the poll through electronic system on the resolutions contained in the notice to the AGM. I submit herewith the my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and poll at the AGM) as follows.

1. Adoption of Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss for the year on that date and the reports of the Board of Directors and Auditors thereon.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	6	5111432
Total Number of Ballot Papers Received (Physical Voting)	16	223395
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	2	29093
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	6	5111432
Number of valid votes cast in favour of the Resolution (Physical Voting)	14	194302
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	0	0
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.45%	

Result: The resolution was passed unanimously for the following Ordinary Resolution.

2. To appoint a Director in the place of Mr. Wu Xiaohui, who retires by rotation and being eligible, offers himself for re-appointment.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	6	5111432
Total Number of Ballot Papers Received (Physical Voting)	16	223395
Invalid Votes:		
E-voting	Nil	Nil

Physical Voting	2	29093
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	6	5111432
Number of valid votes cast in favour of the Resolution (Physical Voting)	14	194302
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	0	0
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.45%	

Result: The resolution was passed unanimously for the following Ordinary Resolution.

3. **Ratification of the appointment of M/s. P. Srinivasan & Co., as the auditors of the Company and to fix their remuneration.**

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	6	5111432
Total Number of Ballot Papers Received (Physical Voting)	16	223395
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	2	29093
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	6	5111432
Number of valid votes cast in favour of the Resolution (Physical Voting)	14	194302
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	0	0
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.45%	

Result: The resolution was passed unanimously for the following Ordinary Resolution.

F

SPECIAL BUSINESS

4. Ordinary Resolution for appointment of Ms.Kamana Srikanth as an Independent Director up to 12th February, 2020.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	6	5111432
Total Number of Ballot Papers Received (Physical Voting)	16	223395
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	2	29093
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	6	5111432
Number of valid votes cast in favour of the Resolution (Physical Voting)	14	194302
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	0	0
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.45%	

Result: The resolution was passed unanimously for the following Ordinary Resolution.

5. Special Resolution for re-appointment of Mr. Bo Jingen as Managing Director of the Company, liable to retire by rotation, for a period of 3 years w.e.f. February 27, 2014.

Nature of resolution: Special Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	6	5111432
Total Number of Ballot Papers Received (Physical Voting)	16	223395
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	2	29093
Out of the above:		
Number of valid votes cast in favour of the Resolution (E- Voting)	6	5111432

Number of valid votes cast in favour of the Resolution (Physical Voting)	14	194302
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	0	0
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.45%	

Result: The resolution was passed unanimously for the following Special resolution.

6. **Special Resolution for re-appointment of Mr. Wu Xiaohui as Whole-time Director of the Company, liable to retire by rotation, for a period of 3 years w.e.f. February 27, 2014.**

Nature of resolution: Special Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	6	5111432
Total Number of Ballot Papers Received (Physical Voting)	16	223395
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	2	29093
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	6	5111432
Number of valid votes cast in favour of the Resolution (Physical Voting)	14	194302
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	0	0
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.45%	

Result: The resolution was passed unanimously and the following Special resolution was passed.

7. **Ordinary Resolution for Approval of the remuneration of the Cost Auditor.**

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	6	5111432
Total Number of Ballot Papers Received (Physical Voting)	16	223395
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	2	29093
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	6	5111432
Number of valid votes cast in favour of the Resolution (Physical Voting)	14	194302
Number of valid votes cast in against the Resolution (Both under E-voting and Physical Voting)	0	0
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.45%	

Result: The resolution was passed unanimously for the following Ordinary Resolution.

8. Ordinary Resolution for appointment of Mr. Dilip Dinkar Kulkarni as an Independent Director up to 27th August, 2020.

Nature of resolution: Ordinary Resolution

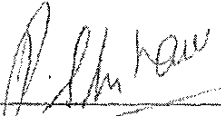
Voting requirement: Simple majority

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	6	5111432
Total Number of Ballot Papers Received (Physical Voting)	16	223395
Invalid Votes:		
E-voting	Nil	Nil
Physical Voting	2	29093
Out of the above:		
Number of valid votes cast in favour of the Resolution (E-Voting)	6	5111432
Number of valid votes cast in favour of the Resolution (Physical Voting)	14	194302
Number of valid votes cast in against the Resolution (Both	0	0

under E-voting and Physical Voting)		
Percentage to the total valid votes received in favour of the resolution (Both under E-voting and Physical Voting)	99.45%	

Result: The resolution was passed unanimously and the following Ordinary Resolution was passed.

Therefore we recommend that you may declare the results as above.



Mr. S. Srinivasan
Scrutinizer

P.S.SRINIVASAN B.A., LL.B., A.C.A., A.C.S.
Practising Company Secretary
22 (old No.1895), 18th Street, ThiruvalluvarKudiyurppu,
Anna Nagar West, Chennai 600040

September 29, 2015

The Chairman
HYDRO S & S INDUSTRIES LIMITED
Chennai

Sub: Report of Scrutinizer for e-voting for the 31st Annual General Meeting under section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014

In the meeting of the Board of Directors of HYDRO S & S INDUSTRIES LIMITED ('HSSIL' or 'the Company') held on 10th August 2015, I, Mr. P.S.Srinivasan, was appointed to act as Scrutinizer to ensure that E-voting was conducted in a fair and transparent manner for passing of the following resolutions at the 31st Annual General Meeting:

S.No.	Nature of Resolution	Type of Resolution
ORDINARY BUSINESS		
1.	Adoption of Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss for the year on that date and the reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To appoint a Director in the place of Mr. Wu Xiaohui, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
3.	Ratification of the appointment of M/s. P. Srinivasan & Co., as the auditors of the Company and to fix their remuneration.	Ordinary
SPECIAL BUSINESS		
4.	Ordinary Resolution for appointment of Ms.Kamana Srikanth as an Independent Director up to 12th February, 2020.	Ordinary
5.	Special Resolution for re-appointment of Mr. Bo Jingen as Managing Director of the Company, liable to retire by rotation, for a period of 3 years w.e.f. February 27, 2014.	Special Resolution
6.	Special Resolution for re-appointment of Mr. Wu Xiaohui as Whole-time Director of the Company, liable to retire by rotation, for a period of 3 years w.e.f. February 27, 2014.	Special Resolution
7.	Ordinary Resolution for Approval of the remuneration of the Cost Auditor.	Ordinary

8.	Ordinary Resolution for appointment of Mr. Dilip Dinkar Kulkarni as an Independent Director up to 27th August, 2020.	Ordinary
----	--	----------

The Company has availed the e-voting facility of National Securities Depository Limited for the shareholders to cast their votes to the aforesaid resolutions through electronic mode. The e-voting process was accordingly conducted and concluded as below:

- The Company on 28th August 2015 dispatched the notice under section 108 of the Companies Act, 2013 to the members whose name appeared on the Register of Members as on 21st August 2015 and to the directors and Auditors of the Company.
- The Company issued an advertisement in Maalai Sudar and Financial Express about the dispatch of the e-voting notice on 1st September 2015 respectively.
- The E-voting commenced on 25th September, 2015 (09:00 am) and was open for 3 days up to the close of working hours at 17.00 hours IST on 27th September, 2015.
- The votes cast by the members through electronic voting system was downloaded and collated from the website www.evoting.nsdl.com.
- A register containing the details of assent or dissent, received, mentioning the particulars of name, address, folio number/ client ID of the shareholders, the number of shares held by them, the nominal value of shares held etc is maintained in electronic form.

Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and results of votes cast through e-voting mechanism were compiled as under¹.

SUMMARY OF RESULTS

1. Adoption of Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss for the year on that date and the reports of the Board of Directors and Auditors thereon.

Nature of resolution: Ordinary Resolution

Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	6	5111432
Total number of electronic votes considered valid	6	5111432
Total number of electronic votes considered invalid	Nil	Nil
Out of the above electronic votes:		
i. Number of votes cast in favour of the Resolution	6	5111432

¹ These results are to be read along with results of the votes cast through poll at the AGM held on 28th September 2015

ii.	Number of votes cast against the Resolution	Nil	Nil
iii.	Percentage to the total votes received in favour of the resolution	100%	

2. To appoint a Director in the place of Mr. Wu Xiaohui, who retires by rotation and being eligible, offers himself for re-appointment.

Nature of resolution: Ordinary Resolution

Particulars		Number of Members	Representative Number of Shares
Total number of electronic votes received		6	5111432
Total number of electronic votes considered valid		6	5111432
Total number of electronic votes considered invalid		Nil	Nil
Out of the above electronic votes:			
i.	Number of votes cast in favour of the Resolution	6	5111432
ii.	Number of votes cast against the Resolution	Nil	Nil
iii.	Percentage to the total votes received in favour of the resolution	100%	

3. Ratification of the appointment of M/s. P. Srinivasan & Co., as the auditors of the Company and to fix their remuneration.

Nature of resolution: Ordinary Resolution

Particulars		Number of Members	Representative Number of Shares
Total number of electronic votes received		6	5111432
Total number of electronic votes considered valid		6	5111432
Total number of electronic votes considered invalid		Nil	Nil
Out of the above electronic votes:			
i.	Number of votes cast in favour of the Resolution	6	5111432
ii.	Number of votes cast against the Resolution	Nil	Nil
iii.	Percentage to the total votes received in favour of the resolution	100%	

SPECIAL BUSINESS

4. Ordinary Resolution for appointment of Ms.Kamana Srikanth as an Independent Director up to 12th February, 2020.

Nature of resolution: Ordinary Resolution

Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	6	5111432
Total number of electronic votes considered valid	6	5111432
Total number of electronic votes considered invalid	Nil	Nil
Out of the above electronic votes:		
i. Number of votes cast in favour of the Resolution	6	5111432
ii. Number of votes cast against the Resolution	Nil	Nil
iii. Percentage to the total votes received in favour of the resolution	100%	

5. Special Resolution for re-appointment of Mr. Bo Jingen as Managing Director of the Company, liable to retire by rotation, for a period of 3 years w.e.f. February 27, 2014.

Nature of resolution: Special Resolution

Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	6	5111432
Total number of electronic votes considered valid	6	5111432
Total number of electronic votes considered invalid	Nil	Nil
Out of the above electronic votes:		
i. Number of votes cast in favour of the Resolution	6	5111432
ii. Number of votes cast against the Resolution	Nil	Nil
iii. Percentage to the total votes received in favour of the resolution	100%	

6. Special Resolution for re-appointment of Mr. Wu Xiaohui as Whole-time Director of the Company, liable to retire by rotation, for a period of 3 years w.e.f. February 27, 2014.

Nature of resolution: Special Resolution

Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	6	5111432
Total number of electronic votes considered valid	6	5111432
Total number of electronic votes considered invalid	Nil	Nil
Out of the above electronic votes:		
i. Number of votes cast in favour of the Resolution	6	5111432
ii. Number of votes cast against the Resolution	Nil	Nil
iii. Percentage to the total votes received in favour of the resolution	100%	

7. Ordinary Resolution for Approval of the remuneration of the Cost Auditor.

Nature of resolution: Ordinary Resolution

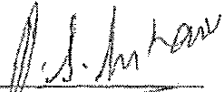
Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	6	5111432
Total number of electronic votes considered valid	6	5111432
Total number of electronic votes considered invalid	Nil	Nil
Out of the above electronic votes:		
i. Number of votes cast in favour of the Resolution	6	5111432
ii. Number of votes cast against the Resolution	Nil	Nil
iii. Percentage to the total votes received in favour of the resolution	100%	

8. Ordinary Resolution for appointment of Mr. Dilip Dinkar Kulkarni as an Independent Director up to 27th August, 2020.

Nature of resolution: Ordinary Resolution

Particulars	Number of Members	Representative Number of Shares
Total number of electronic votes received	6	5111432
Total number of electronic votes considered valid	6	5111432

Total number of electronic votes considered invalid	Nil	Nil
Out of the above electronic votes:		
i. Number of votes cast in favour of the Resolution	6	5111432
ii. Number of votes cast against the Resolution	Nil	Nil
iii. Percentage to the total votes received in favour of the resolution	100%	


P.S. Srinivasan
Scrutinizer

P.S.SRINIVASANB.A., LL.B., A.C.A., A.C.S.
Practising Company Secretary
22 (old No.1895), 18th Street, ThiruvalluvarKudiyurppu,
Anna Nagar West, Chennai 600040

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,
HYDRO S & S INDUSTRIES LIMITED

The Chairman of 31st Annual General Meeting (AGM) of the Equity Shareholders of HYDRO S & S INDUSTRIES LIMITED held on 28th September, 2015 at 10.15 a.m. at Raj Park Chennai, "Summit Hall" 180, T. T. K. Road, Alwarpet Chennai - 600 018.

Dear Sir,

I P.S.Srivivasn were appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 31st Annual General Meeting of the Equity Shareholders of HYDRO S & S INDUSTRIES LIMITED, held on 28th September, 2015 at 10.15 a.m. at Raj Park Chennai, "Summit Hall" 180, T. T. K. Road, Alwarpet Chennai - 600 018, submit our 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 mark placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Transfer Agents of the Company and the authorizations / proxies lodged with the company.
3. The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:

Resolution 1:

Adoption of Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss for the year 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
14	194302	86.98%

(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
NIL		

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	% of total number of Invalid votes cast
2	29,093	13.01

Resolution 2:

To appoint a Director in the place of Mr. Wu Xiaohui, who retires by rotation and being eligible, offers himself 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
14	194302	86.96%

(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
NIL		

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	% of total number of Invalid votes cast
2	29,093	13.01

Resolution 3:

Ratification of the appointment of M/s. P. Srinivasan & Co., as the auditors of the Company 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
14	194302	86.98%

(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
NIL		

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	% of total number of Invalid votes cast
2	29,093	13.01



Resolution 4:

Ordinary Resolution for appointment of Ms.Kamana Srikanth as an Independent Director up to 12th February, 2020.

(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
14	194302	86.98%

(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
NIL		

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	% of total number of In-valid votes cast
2	29,093	13.02%

A

Resolution 5:

Special Resolution for re-appointment of Mr. Bo Jingen as Managing Director of the Company, liable to retire by rotation, for a period of 3 years w.e.f. February 27, 2014.

(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
14	194302	86.98%

(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
NIL		

(iii) Invalid votes:


Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	% of total number of Invalid votes cast
2	29,093	13.07%

Resolution 6:

Special Resolution for re-appointment of Mr. Wu Xiaohui as Whole-time Director of the Company, liable to retire by rotation, for a period of 3 years w.e.f. February 27, 2014.

(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
14	194302	86.98%



(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
NIL		

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	% of total number of Invalid votes cast
2	29,093	13.01

Resolution 7:

Ordinary Resolution for Approval of the remuneration of the Cost Auditor.

(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
14	194302	86.98%

(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
NIL		

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	% of total number of Invalid votes cast
2	29,093	13.01-

Resolution 8:

Ordinary Resolution for appointment of Mr. Dilip Dinkar Kulkarni as an Independent Director up to 27th August, 2020.

(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
14	194302	86.90%

(ii) Voted against the resolution:

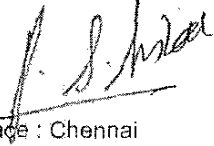
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL		

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them	% of total number of Invalid votes cast
2	29,093	13.01-

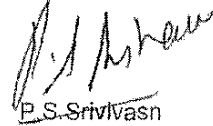


5. The poll papers and all other relevant records were sealed and handed over to the Register Transfer Agent authorized by the Board for safe keeping.



Place : Chennai
Dated : 29.09.2015

Yours Faithfully



P.S. Srivastava
Scrutinizer