

# **BUTTERFLY GANDHIMATHI APPLIANCES LIMITED**

21-08-2015

General Manager,
Dept of Corporate Services,
BSE Ltd,
Floor I, P.J.Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sir.

Sub: 28<sup>th</sup> Annual General Meeting of the company held on 20<sup>th</sup> August, 2015 – Details regarding the voting results, pursuant to clause 35A of the Listing Agreement.

Pursuant to clause 35A of the Listing Agreement, we submit hereunder details regarding the voting at our captioned Annual General Meeting.

Date of AGM: 20<sup>th</sup> August, 2015

Total number of shareholders on record date (14-08-2015) : 14,950.

No. of shareholders present in the meeting either in person or through proxy::

(a) In person

Promoters and Promoter Group : 19

Public : 47

(b) Through Proxy : 16

Total : 82

No shareholder attended the meeting through Video Conferencing.



Regd. Office: 143, Pudupakkam Village, Vandalur - Kelambakkam Road, Kelambakkam - 603 103, Kancheepuram District.

Corporate Office: E-34, II Floor, Rajiv Gandhi Salai, Egattur Village, Navalur - 600 130, Kancheepuram District. Phone: 044 - 4900 5100, 5120 E-mail: butterflyho@butterflyindia.com / butterflyco@butterflyindia.com

### Details of the Agenda:

### **Resolution required:**

Resolution No. 1 — Ordinary Resolution: To Consider and adopt Audited Balance Sheet as on 31-03-2015 and the Profit & Loss Account and the Cash Flow Statement for the financial year ended on that date, and the report of the Board of Directors and the Auditors thereon.

### Mode of voting: E-voting/Poll (Through Ballot Paper) at AGM

Promoter	No. of	No. of	% of	No. of	No. of	%of Votes	% of Votes
/Public	shares held	votes	Votes	Votes – in	Votes -	in favour	against on
		polled	Polled on	₹avour	against	on votes	votes polled
1			outstandi	<b>₹4</b> )		polled	
	(1)	(2)	ng shares	-	(5)		
	-		(3)=			(6)={(4)/(	
			<b>{</b> {2}/(1)]*			2)]*100	(7)=[(5)/(2)]*
			100				100
Promoter	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
and							
Promoter						1	
Group							
Public –	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Institutional							
holders							
Public-Others	3696355	6801	0.1840	6801	0	100.0000	0.0000
Total	17879551	14189997		14189997		]	
				]			

# Resolution No. 2 – Ordinary Resolution: Reappointment of Mr.V.M.Seshadri, Director who retires by rotation

Promoter	No. of	No. of	% of	No. of	No. of	%of Votes in	% of Votes
/Public	shares	votes	Votes	Votes in	Votes -	favour on	against on
	held	polled	Polled on	favour	against	votes polled	votes polled
			outstandi			(6) =	(7) =
			ng shares	(4)	(5)	[(4)/(2)]*100	[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(				
			1)]*100				
Promoter	11644778	10393105	89.2512	10393105	0	100.0000	0.0000
and			,		ļ		
Promoter							
Group							
Public -	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Institution							-
al holders	*						
Public-	3696355	6801	0.1840	6751	50	99.2648	0.7352
Others							
Total	17879551	12938324		12938274	50		MATHI AP

# Resolution No. 3 – Ordinary Resolution: Reappointment of Mr.V.M.Gangadharam, Director who retires by rotation

### Mode of voting: E-voting/Poll (Through Ballot Paper) at AGM

Promoter	No. of	No. of	% of	No. of	No. of	%of Votes	% of Votes
/Public	shares held	votes	Votes	Votes – in	Votes -	in favour	against on
}		polled	Polled on	favour	against	on votes	votes polled
			outstandi	(4)		połied	
	(1)	(2)	ng shares		<del>(</del> 5)		]
			(3)={(2)/(	1			
			1)]*100	٠		{6}= <b>[</b> (4)/(	(7)={(5)/(2)}*1
				-		2)]*100	.00
Promoter	11644778	11150695	95.7570	11150695	0	100.0000	0.0000.0
and			,				
Promoter	}						
Group							
Public –	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Institutio			1				
nal	·						
holders							
Public-	3696355	6801	0.1840	6751	50	99.2648	0.7352
Others							
Total	17879551	13695914		13695864	50		

# Resolution No. 4 – Ordinary Resolution : Appointment of M/s. Rudrakumar Associates as Statutory Auditors

Promoter/	No. of	No. of	% of Votes	No. of	No. of	%of Votes	% of
Public	shares.	votes	Polled on	Votes in	Votes -	in favour	Votes
	held	polled	outstanding	favour	against	on votes	against
			shares	(4)		polled	on votes
		(2)			(5)		polled
	(1)					(6)=	(7)=
			(3)=[(2)/(1)]		:	[(4)/(2)]*	[(5)/(2)]
			*100	_		100	*100
Promoter and	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Promoter Group							
Public –	2538418	2538418	100.0000	2451000	87418	96.5562	3.4438
Institutional							1
holders							
Public-Others	3696355	6751	0.1826	6751	0	100.0000	0.0000
Total	17879551	14189947		14102529	87418		

# Resolution No. 5 – Ordinary Resolution : Appointment of Mrs. Maheshwari Mohan as Woman Independent Director

### Mode of voting: E-voting/Poll (Through Ballot Paper) at AGM

Promoter	No. of	No. of	% of Votes	No. of	No. of	%of	% of
/Public	shares held	votes	Polled on	Votes – in	Votes –	Votes in	∀otes
		polled	outstanding	favour	against	fávour	against
	(1)		shares	<b>-{4</b> )		on votes	on votes
:		(2)	(3)=		<b>√</b> (5)	polled	polled
			{(2)/(1)]*100			(6 <del>)</del> =	(7)=
						[(4)/(2)]*	[(5)/(2)]*
,			^	`		100	100
Promoter	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
and		:	-		,		
Promoter							
Group							
Public –	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Institutional							
holders							
Public-	3696355	6801	0.1840	6751	50	99.2648	0.7352
Others							
Total	17879551	14189997		14189947	50		
		1					

# Resolution No. 6 – Special Resolution: Reappointment of Mr.V.M.Kumaresan, Executive Director-Technical

Promoter	No. of shares	No. of	% of Votes	No. of	No. of	%of Votes in	% of
/Public	held	votes	Polled on	Votes – in	Votes –	favour on	Votes
	·	polled	outstandin	favour	against	votes polled	against
			g shares		•		on votes
	(1)	(2)	(3)=	(4)	(5)	(6)=	polled
			[(2)/			[(4)/(2)]*	
			(1)]*100			100	(7)=[(5)/
							(2)]*100
Promoter and	11644778	11156974	95.8109	11156974	0	100.0000	0.0000
Promoter							
Group							
Public –	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Institutional							
holders	•					·	
Public-Others	3696355	5308	0.1436	5258	50	99.0580	0.9420
Total	17879551	13700700		13700650	50	APRI	
						ATHI APPL	
	·	<u> </u>	<u> </u>			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	15/

### Resolution No. 7 - Ordinary Resolution: Approval of remuneration of the Cost Auditor

Mode of voting: E-voting/Poll (Through Ballot Paper) at AGM

Promoter	No. of	No. of	% of Votes	No. of	No. of	%of Votes	% of Votes
/Public	shares	votes	Polled on	Votes – in	Votes	in favour	against on
	held	polled	outstandin	favour	-	on votes	votes polled
			g shares	4	against	polled	}
				,			(7)=[(5)/(2)]*
	(1)	(2)	(3)=[(2)/	(4)		(6)=	100
			(1)]*100		.(5)	{(4)/(2)]	•
						*100	
Promoter	11644778	11644778	100.0000	11644778	0	100:0000	0.0000
and			•				
Promoter							
Group		•					
Public –	2538418	2538418	100.0000	2538418	-0	100.0000	0.0000
Institutional				-			
holders							
Public-Others	3696355	6801	0.1840	6801	0	100.0000	0.0000
Total	17879551	14189997		14189997		}	

### Resolution No. 8 - Special Resolution: Amendment to Articles of Association of the Company

Promoter/	No. of	No. of	% of Votes	No. of	No. of	%of Votes	% of Votes
Public	shares	votes	Polled on	Votes – in	Votes	in favour	against on
	held	polled	outstandin	favour	<b>-</b> .	on votes	votes polled
			g shares	(4)	against	polled	
		(2)	(3)=[(2)/(1				
	(1)	·	)]*100		(5)	(6)=	
						[(4)/	(7)=
						(2)]*100	[(5)/(2)]*
							100
Promoter and	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Promoter Group							
Public -	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Institutional			. '				
holders							
Public-Others	3696355	6801	0.1840	6801	0	100.0000	0.0000
Total	17879551	14189997		14189997			



### Resolution No. 9 - Special Resolution: Approval of Borrowing Powers to the Board of Directors

Mode of voting: E-voting/Poll (Through Ballot Paper) at AGM

Promoter/Public	No. of	No. of	% of Votes	No. of	No. of	%of Votes	% of
1	shares	votes	Polled on	Votes – in	Votes	in favour	Votes
1	held	połled	outstanding	favour .		on votes	against
			shares	(4)	against	polled	on votes
		<b>{</b> 2)				<del>(</del> 6)=	polled
	(1)	:	(3)={(2)/(1)]		<del>(</del> 5)	[{4)/{2)]*	
			*100		1	100	(7)=[(5)/
							(2)]*100
Promoter and	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Promoter Group					,		
Public –	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Institutional							
holders							
Public-Others	3696355	6801	0.1840	6801	0	100.0000	0.0000
Total	17879551	14189997		14189997			

Note: Kindly note that the Promoter's Group have availed the e-voting facility to exercise their votes and hence no votes were polled by them at the Annual General Meeting.

Thanking you,

Yours faithfully,

For Butterfly Gandhimathi Appliances Limited

**Executive Director-cum-Company Secretary**