

# ELGI

30<sup>th</sup> July 2016

To

Listing Department  
BSE Limited  
25<sup>th</sup> Floor, PJ Towers, Dalal Street  
Mumbai – 400 001

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, C-1 Block G  
BandraKurla Complex, Bandra, East  
Mumbai - 400 051

Dear Sir

Sub : Proceedings of 56<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> July 2016

Pursuant to the Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 56<sup>th</sup> Annual General Meeting of the Company was duly held on Friday 29<sup>th</sup> July 2016 at 4:30 P:M at "ARDRA", 9, North Huzur Road, (Near Codissia Building), Coimbatore 641 018, Tamilnadu, India.

The proper quorum was present and all the items of business as mentioned in the Annual General Meeting Notice dated 27<sup>th</sup> May 2016 were discussed and based on the report of the Scrutinizer, all the resolutions were declared as duly passed by remote e-voting and through poll at Annual General Meeting.

1.	<b>Detail of the Agenda:</b>	<b>Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31<sup>st</sup> March, 2016 together with the Reports of the Board of Directors and Auditors thereon.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
2.	<b>Detail of the Agenda:</b>	<b>Declaration of dividend for the year ended 31<sup>st</sup> March, 2016.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
3	<b>Detail of the Agenda:</b>	<b>Re-appointment of Mr.Sudarsan Varadaraj (DIN 00133533) as a Director on retirement by rotation.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.



**ELGI EQUIPMENTS LIMITED**



Trichy Road, Singanallur, Coimbatore - 641 005, India. T : +91-422-2589555, F : +91-422-2573697, W : www.elgi.com

Toll-Free No : 1800-425-3544, CIN No : L29120TZ1960PLC000351

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4	<b>Detail of the Agenda:</b>	Ratification of the appointment of M/s. RJC Associates (Firm Registration No. 003496S), Chartered Accountants as Statutory Auditors of the Company.
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Mode of voting:</b>	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
5	<b>Detail of the Agenda:</b>	Ratification of the appointment and the payment of remuneration to Cost Auditors of the Company for the financial year ending 31 <sup>st</sup> March 2016.
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.

A copy of the combined Scrutinizer Report on remote e-voting and poll conducted at the venue of the 56<sup>th</sup> Annual General Meeting is also attached.

Kindly take this intimation on record.

Thanking you

Yours faithfully

For ELGI EQUIPMENTS LIMITED

  
VAISHNAVI. PM  
COMPANY SECRETARY

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**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL**  
**(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule**  
**21 of the Companies (Management and Administration) Rules, 2014 - as amended)**

To  
The Chairman  
56<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**M/s. ELGI EQUIPMENTS LIMITED**  
(L29120TZ1960PLC000351)  
Held on Friday the 29<sup>th</sup> day of July, 2016 at 4:30 PM at  
"ARDRA", 9, North Huzur Road,  
(Near Codissia Building), Coimbatore 641 018,  
Tamil Nadu, India.

Dear Sir,

**Sub: Passing of Resolution through Remote E-voting Process and through Poll**  
**conducted at the 56<sup>th</sup> Annual General Meeting of M/s. ELGI EQUIPMENTS**  
**LIMITED held on 29<sup>th</sup> July, 2016.**

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. ELGI EQUIPMENTS LIMITED ("the Company") as a Scrutinizer for the remote e-voting process held between Tuesday, the 26<sup>th</sup> day of July, 2016 at 9:00 AM to Thursday, the 28<sup>th</sup> day of July 2016 till 5:00 PM and for the poll taken at the 56<sup>th</sup> Annual General Meeting of the Company held on Friday the 29<sup>th</sup> day of July, 2016 at 4:30 PM at "ARDRA", 9, North Huzur Road, (Near Codissia Building), Coimbatore 641 018, Tamil Nadu, India on the Resolution(s) set out under Item No.1 to Item No.5 in the Notice convening the said 56<sup>th</sup> Annual General Meeting dated 27<sup>th</sup> May, 2016.



**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 remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 56<sup>th</sup> Annual General Meeting dated 27<sup>th</sup> May, 2016.

**Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 56<sup>th</sup> Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No.1 to Item No.5 in the Notice convening the 56<sup>th</sup> Annual General Meeting, based on the reports generated from the e-voting portal provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 56<sup>th</sup> Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 30<sup>th</sup> July, 2016 on the remote e-voting process and also a separate Scrutinizer's Report dated 30<sup>th</sup> July, 2016 in the prescribed Form No.MGT-13 on the Poll taken at the 56<sup>th</sup> Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), as under;



**Ordinary Business**

**Resolution No: 1**

**Ordinary resolution**

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

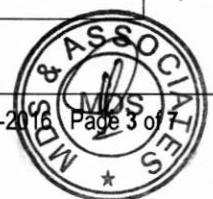
<b>Mode of Voting</b>	<b>Number of Members Voted through electronic means and Poll</b>	<b>Number of votes cast</b>	<b>Percentage of Total Number of valid votes cast</b>
<b>E-Voting</b>	70	8,13,97,662	100.00
<b>Poll</b>	57	18,247	100.00
<b>Total Voting</b>	127	8,14,15,909	100.00

**VOTES CAST AGAINST THE RESOLUTION**

<b>Mode of Voting</b>	<b>Number of Members Voted through electronic means and Poll</b>	<b>Number of votes cast</b>	<b>Percentage of Total Number of valid votes cast</b>
<b>E-Voting</b>	0	0	0.00
<b>Poll</b>	0	0	0.00
<b>Total Voting</b>	0	0	0.00

**INVALID VOTES**

<b>Mode of Voting</b>	<b>Number of Members whose votes were declared INVALID</b>	<b>Number of votes cast</b>
<b>E-voting</b>	0	0
<b>Poll</b>	16	1,605
<b>Total Voting</b>	16	1,605



**Ordinary Business**

**Resolution No: 2**

**Ordinary resolution**

Declaration of dividend for the year ended 31<sup>st</sup> March, 2016.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

<b>Mode of Voting</b>	<b>Number of Members Voted through electronic means and Poll</b>	<b>Number of votes cast</b>	<b>Percentage of Total Number of valid votes cast</b>
<b>E-Voting</b>	69	8,13,97,652	100.00
<b>Poll</b>	57	18,247	100.00
<b>Total Voting</b>	126	8,14,15,899	100.00

**VOTES CAST AGAINST THE RESOLUTION**

<b>Mode of Voting</b>	<b>Number of Members Voted through electronic means and Poll</b>	<b>Number of votes cast</b>	<b>Percentage of Total Number of valid votes cast</b>
<b>E-Voting</b>	0	0	0.00
<b>Poll</b>	0	0	0.00
<b>Total Voting</b>	0	0	0.00

**INVALID VOTES**

<b>Mode of Voting</b>	<b>Number of Members whose votes were declared INVALID</b>	<b>Number of votes cast</b>
<b>E-voting</b>	0	0
<b>Poll</b>	16	1,605
<b>Total Voting</b>	16	1,605

\*One shareholder holding 10 shares abstained from E-voting



**Ordinary Business**

**Resolution No: 3**

**Ordinary resolution**

Re-appointment of Mr.Sudarsan Varadaraj (DIN 00133533) as a Director on retirement by rotation.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

<b>Mode of Voting</b>	<b>Number of Members Voted through electronic means and Poll</b>	<b>Number of votes cast</b>	<b>Percentage of Total Number of valid votes cast</b>
<b>E-Voting</b>	70	8,13,97,662	100.00
<b>Poll</b>	57	18,247	100.00
<b>Total Voting</b>	127	8,14,15,909	100.00

**VOTES CAST AGAINST THE RESOLUTION**

<b>Mode of Voting</b>	<b>Number of Members Voted through electronic means and Poll</b>	<b>Number of votes cast</b>	<b>Percentage of Total Number of valid votes cast</b>
<b>E-Voting</b>	0	0	0.00
<b>Poll</b>	0	0	0.00
<b>Total Voting</b>	0	0	0.00

**INVALID VOTES**

<b>Mode of Voting</b>	<b>Number of Members whose votes were declared INVALID</b>	<b>Number of votes cast</b>
<b>E-voting</b>	0	0
<b>Poll</b>	16	1,605
<b>Total Voting</b>	16	1,605





**Ordinary Business**

**Resolution No: 4**

**Ordinary resolution**

Ratification of the appointment of M/s. RJC Associates (Firm Registration No. 003496S), Chartered Accountants as Statutory Auditors of the Company.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	64	6,70,23,419	82.34
Poll	57	18,247	100.00
<b>Total Voting</b>	<b>121</b>	<b>6,70,41,666</b>	<b>82.34</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	6	1,43,74,243	17.66
Poll	0	0	0.00
<b>Total Voting</b>	<b>6</b>	<b>1,43,74,243</b>	<b>17.66</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	16	1,605
<b>Total Voting</b>	<b>16</b>	<b>1605</b>





**Resolution No: 5**

**Ordinary resolution**

Ratification of the appointment and the payment of remuneration to Cost Auditors of the Company for the financial year ending 31<sup>st</sup> March 2016.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	70	8,13,97,662	100.00
Poll	57	18,247	100.00
<b>Total Voting</b>	<b>127</b>	<b>8,14,15,909</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>Total Voting</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

**INVALID VOTES**

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	16	1,605
<b>Total Voting</b>	<b>16</b>	<b>1,605</b>

Based on the Scrutinizers report Resolutions Nos. 1 to 5 have been  
 Place : Coimbatore Passed with requisite majority. Yours faithfully  
 Date : 30<sup>th</sup> July, 2016

*M. D. Selvaraj*

**For ELGI EQUIPMENTS LIMITED**

*Madhavan Perumath*

**DIRECTOR**

**MDS & ASSOCIATES**  
 Prop : M.D.SELVARAJ M.Com, MBA,FCS,  
 COMPANY SECRETARY IN PRACTICE  
 FCS - 960, CP - 411  
 "SURYA" 35, MAYFLOWER AVENUE  
 SOWRIPALAYAM ROAD, COIMBATORE - 641 028