

Corporate Office

Redington (India) Limited "Redington House" Centre Point Plot. Nos. 8 & 11 (SP) Thiru.Vi.Ka Industrial Estate, Guindy, Chennai- 600032. Board No : + 91 - 44 - 42243353 Fax No : + 91 - 44 - 22253799 CIN : L52599TN1961PLC028758

28th July 2016

The National Stock Exchange of India Limited Exchange Plaza, Bandra - Kurla Complex, Bandra (E), Mumbai – 400 051

Sub: Voting Results of 23rd Annual General Meeting held on 27th July 2016

Dear Sirs.

Pursuant to Reg. 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the voting results of the Annual General Meeting held on 27th July 2016.

Please take this on your records

Thanking You,

Very truly yours IND CHENNA 600 032 M. Muthukumarasamy **Company Secretary**

CC: BSE Limited Floor 25, P.J.Towers, Dalal Street, Mumbai – 400 001

All Correspondence to Corporate office only

Registered Office : SPL Guindy House, 95, Mount Road, Guindy, Chennai - 600 032. India. www.redingtonindia.com



Voting Results pursuant to Reg. 44(3) of SEBI(LODR) Regulations, 2015

Annual General Meeting of Redington (India) Ltd held on 27th July 2016

- 1. Date of AGM: Wednesday, 27th July 2016
- 2. Total number of shareholders on record date:

Total number of shareholders on 20th July 2016 (the cutoff date taken for e-voting) – 22,913.

- 3. No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group : 1* Public : 1101
- * Attended through authorised representative
- 4. No. of Shareholders attended the meeting through Video Conferencing
 Promoters and Promoter Group: NIL
 Public
 : NIL



| 1. Resolution required: (Ordinary) | Adoption of Standalone Financial Statements for the year ended 31st March, 2016 |
|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |

| Particul | Mode Of Voting | No Of Shares Held | No Of Votes Polled | % Of Shares Polled On | No Of Votes In Favour | No Of Votes | % Of Votes In | % Of Votes |
|--------------------|-------------------|----------------------|--------------------|--------------------------|--------------------------|----------------|--------------------|--------------------|
| ars | voting | нею | | Outstanding Shares | Tavour | Against | Favour On Votes | Against On Vote |
| | | | | Shares | | | Polled | Polled |
| | | (1) | (2) | (3)=(2/1)*100 | (4) | (5) | (6)=(4/2)* 100 | (7)=(5/2) *100 |
| Promo ter | E-voting | 32777599 | 0 | 0 | 0 | 0 | 0 | 0 |
| and promo | Poll | si . | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| ter group | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| 0 | Sub total | 32777599 | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| Public- institu | E-voting | 254102362 | 153018025 | 60.22 | 153018025 | 0 | 100 | 0 |
| tions | Poll | jk- | 0 | 0 | 0 | 0 | 0 | 6 |
| ю 2 | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub total | 254102362 | 153018025 | 60.22 | 153018025 | 0 | 100 | 0 |
| Public- non | E-voting | 112933269 | 16507 | 0.01 | 16507 | 0 | 100 | 0 |
| institu tions | Poll | | 95207170 | 84.30 | 95207170 | 0 | 100 | 0 |
| | Postal Ballot | | 78889 | 0.07 | 78889 | 0 | 100 | 0 |
| 8 | Sub total | 112933269 | 95302566 | 84.39 | 95302566 | 0 | 100 | C |
| Grand total | | 399813230 | 281098190 | 70.31 | 281098190 | 0 | 100 | 0 |



| 2. Resolution required: (Ordinary) | Adoption of Consolidated Financial |
|---|------------------------------------|
| | Statements for the year ended 31st |
| | March, 2016 |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |
| | |

| Particulars | Mode Of Voting | No Of Shares Held | No Of Votes Polled | % Of Shares Polled On Outsta nding Shares | No Of Votes In Favour | No Of Votes Against | % Of Votes In Favour On Votes Polled | % Of Votes Against On Vote Polled |
|----------------------------|----------------------|-------------------------|--------------------------|---|-----------------------------|---------------------------|--|---|
| 4 S | | (1) | (2) | (3)=(2/ 1)*100 | (4) | (5) | (6)=(4/2)*100 | (7)=(5/2) *100 |
| Promoter And | E- Voting | 32777599 | 0 | 0 | 0 | 0 | 0 | 0 |
| Promoter | Poll | | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| Group | Postal Ballot | 8 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub Total | 32777599 | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| Public- Institutions | E- Voting | 254102362 | 153018025 | 60.22 | 153018025 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| e a Se - 10 | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub Total | 254102362 | 153018025 | 60.22 | 153018025 | 0 | 100 | 0 |
| Public-Non Institutions | E- Voting | 112933269 | 16507 | 0.01 | 16507 | 0 | 100 | 0 |
| | Poll | | 95207170 | 84.30 | 95207170 | 0 | 100 | 0 |
| ۶. ج | Postal Ballot | i i | 78889 | 0.07 | 78889 | 0 | 100 | 0 |
| | Sub Total | 112933269 | 95302566 | 84.39 | 95302566 | 0 | 100 | 0 |
| Grand Total | | 399813230 | 281098190 | 70.31 | 281098190 | 0 | 100 | 0 |





| 3. Resolution required: (Ordinary) | Declaration of Dividend on the |
|---|--------------------------------|
| | Equity Shares |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |
| | |

| Particulars | Mode Of Voting | No Of Shares Held | No Of Votes Polled | % Of Shares | No Of Votes In Favour | No Of Votes | % Of Votes In | % Of Votes |
|--------------|-------------------|----------------------|-----------------------|-------------------|--------------------------|----------------|------------------|---------------|
| | | | | Polled | ł | Against | Favour | Again |
| | | | | On | 8 | | On Votes | st On |
| | | 3 | | Outstan | | | Polled | Vote |
| | × | - | | ding | | | | Polled |
| | | (1) | (2) | Shares | () | (-) | 102 10 102 | |
| | | (1) | (2) | (3)=(2/1) *100 | (4) | (5) | (6)=(4/2)* | (7)=(5 |
| | | | | 100 | | | 100 | /2)*1 00 |
| Promoter And | E-Voting | 32777599 | 0 | 0 | 0 | 0 | 0 | 0 |
| Promoter | Poll | - | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| Group | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub Total | 32777599 | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| Public- | E-Voting | 254102362 | 164040066 | 64.56 | 164040066 | 0 | 100 | 0 |
| Institutions | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub Total | 254102362 | 164040066 | 64.56 | 164040066 | 0 | 100 | 0 |
| Public-Non | E-Voting | 112933269 | 16507 | 0.01 | 16507 | 0 | 100 | 0 |
| Institutions | Poll | 1 | 95207170 | 84.30 | 95207170 | 0 | 100 | 0 |
| * v* * | Postal Ballot | | 78889 | 0.07 | 78889 | 0 | 100 | 0 |
| | Sub Total | 112933269 | 95302566 | 84.39 | 95302566 | 0 | 100 | 0 |
| Grand Total | | 399813230 | 292120231 | 73.06 | 292120231 | 0 | 100 | 0 |



| * |
|--|
| Re-appointment of Mr. Tu, Shu - Chyuan |
| (DIN: 02336015), who retires by rotation |
| No |
| |

| Particulars | Mode Of Voting | No Of Shares Held | No Of Votes Polled | % Of Shares Polled On Outsta nding Shares | No Of Votes In Favour | No Of Votes Against | % Of Votes In Favour On Votes Polled | % Of Votes Agains t On Vote Polled |
|-----------------|-------------------|-------------------------|--------------------------|---|--------------------------|---------------------------|--|---|
| | | (1) | (2) | (3)=(2/ | (4) | (5) | (6)=(4/2) | (7)=(5/ |
| Dromotor | E Vating | 22777500 | 0 | 1)*100 | 0 | 0 | * 100 | 2)*100 |
| Promoter | E-Voting | 32777599 | - | | | | • | |
| And Promoter | Poll | - | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| | Postal Ballot | | 0 | 0 | • <mark>0</mark> | 0 | 0 | 0 |
| Group | Sub Total | 32777599 | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| Public- | E-Voting | 254102362 | 164040066 | 64.56 | 124098725 | 399413 | 75.65 | 24.35 |
| Institutions | | | | | | 41 | | |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub Total | 254102362 | 164040066 | 64.56 | 124098725 | 399413 | 75.65 | 24.35 |
| | | | | | | 41 | | |
| Public-Non | E-Voting | 112933269 | 16453 | 0.01 | 16393 | 60 | 99.64 | 0.36 |
| Institutions | Poll | | 95207170 | 84.30 | 95207170 | 0 | 100 | 0 |
| | Postal Ballot | | 78889 | 0.07 | 76431 | 2458 | 96.88 | 3.12 |
| | Sub Total | 112933269 | 95302512 | 84.39 | 95299994 | 2518 | 100 | 0 |
| Grand | | 399813230 | 292120177 | 73.06 | 252176318 | 399438 | 86.33 | 13.67 |
| Total | | | | |) | 59 | | 20 9 |



and the

| | * |
|---|-----------------------------------|
| 5. Resolution required: (Ordinary) | Re-appointment of Mr. Lin Tai - |
| | Yang (DIN: 05110881), who retires |
| | by rotation |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |
| | |

| Grand Total | | 399813230 | 292120 | 206 | 73.06 | 252176337 | 399438 69 | 86.33 | 13.67 |
|---------------------------------------|---------------|-------------|----------|------|-------------------|-------------|--------------|-------------------|-------------------|
| * * * * * * * * * * * * * * * * * * * | Sub Total | 112933269 | 95302 | 541 | 84.39 | 95300013 | 2528 | 100 | 0 |
| | Postal Ballot | | 78 | 8889 | 0.07 | 76431 | 2458 | 96.88 | 3.12 |
| Institutions | Poll | | 95207 | 170 | 84.30 | 95207170 | 0 | 100 | 0 |
| Public-Non | E-Voting | 112933269 | 16 | 482 | 0.01 | 16412 | 70 | 99.58 | 0.42 |
| | Sub Total | 254102362 | 164040 | 066 | 64.56 | 124098725 | 399413 41 | 75.65 | 24.35 |
| | Postal Ballot | | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | 254102362 | 164040 | 066 | 64.56 | 124098725 | 399413 41 | 75.65 | 24.35 |
| | Sub Total | 32777599 | 32777599 | | 100 | 32777599 | 0 | 100 | 0 |
| Group | Postal Ballot | | 0 | | 0 | 0 | 0 | 0 | 0 |
| And Promoter | Poll | | 32777 | 599 | 100 | 32777599 | 0 | 100 | 0 |
| Promoter | E-Voting | 32777599 | | 0 | 0 | 0 | 0 | 0 | 0 |
| | | (1) | (2) | | (3)=(2/1)*1 00 | (+) | (5) | (0)=(4) 2)*100 |)*100 |
| | | (1) | (2) | | (2)_(2/1)*1 | (4) | (5) | Polled (6)=(4/ | (7)=(5/2 |
| | | | | | | л. В | | Votes | |
| | | | | | g Shares | ÷ | | Favour On | On Vote Polled |
| | | | Polle | d | Outstandin | | Against | In Favour | Against |
| | Voting | Shares Held | Vote | | Polled On | In Favour | Votes | Votes | Votes |
| Particulars | Mode Of | No Of | No C | f | % Of Shares | No Of Votes | No Of | % Of | % Of |



| | * | | | |
|---|-----------------------------------|--|--|--|
| 6. Resolution required: (Ordinary) | Appointment of M /s. Deloitte | | | |
| | Haskins & Sells, Chartered | | | |
| | Accountants as Statutory Auditors | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | e No | | | |
| | | | | |

| Particulars | Mode Of Voting | No Of Shares Held | No Of Votes Polled | % Of Shares Polled On Outstanding Shares | | No Of Votes In Favour | No Of Votes Against | % Of Votes In Favour On Votes Polled | % Of Votes Against On Vote Polled | |
|----------------------------|----------------------|-------------------------|--------------------------|---|--------|-----------------------------|---------------------------|--|---|--|
| | | (1) | (2) | (3)=(2/1 | 1)*100 | (4) | < (5) | (6)=(4/2)*100 | (7)=(5/2)*100 | |
| Promoter And | E- Voting | 32777599 | 0 | | 0 | 0 | 0 | 0 | 0 | |
| Promoter | Poll | | 32777599 | | 100 | 32777599 | 0 | 100 | 0 | |
| Group | Postal Ballot | Ϋ́. | 0 | | 0 | 0 | 0 | 0 | 0 | |
| | Sub Total | 32777599 | 32777599 | | 100 | 32777599 | 0 | 100 | 0 | |
| Public- Institutions | E- Voting | 254102362 | 162832276 | | 64.08 | 152476613 | 10355663 | 93.64 | 6.36 | |
| | Poll | | 0 | | 0 | 0 | 0 | 0 | 0 | |
| | Postal Ballot | | 0 | | 0 | 0 | 0 | 0 | 0 | |
| A | Sub Total | 254102362 | 162832276 | | 64.08 | 152476613 | 10355663 | 93.64 | 6.36 | |
| Public-Non Institutions | E- Voting | 112933269 | 16507 | | 0.01 | 14347 | 2160 | 86.91 | 13.09 | |
| | Poll | | 95207170 | | 84.30 | 95207170 | 0 | 100 | 0 | |
| | Postal Ballot | | 78889 | | 0.07 | 76581 | 2308 | 97.07 | 2.93 | |
| ेष्ट्र के हैं। | Sub Total | 112933269 | 95302566 | | 84.39 | 95298098 | 4468 | 100 | 0 | |
| GRAND TOTAL | | 399813230 | 290912441 | | 72.76 | 280552310 | 10360131 | 96.44 | 3.56 | |



| | * |
|---|---|
| 7. Resolution required: (Ordinary) | Appointment of Mr. M. Raghunandan (DIN 00082171) as a Whole Time Director and payment of remuneration for the period 1 st March 2016 up to 24 th May 2016 |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |

| Particulars | Mode Of Voting | No Of Shares Held | No Of Votes Polled | % Of Shares Polled On Outstanding Shares | No Of Votes In Favour | No Of Votes Against | % Of Votes In Favour On Votes Polled | % Of Votes Agains t On Vote Polled |
|-----------------|-------------------|-------------------------|-----------------------|---|--------------------------|---------------------------|--|---|
| | 1 | (1) | (2) | (3)=(2/1)*10 0 | (4) | (5) | (6)=(4/ 2)*100 | (7)=(5/ 2)*100 |
| Promoter | E-Voting | 32777599 | 0 | 0 | 0 | 0 | 0 | 0 |
| And Promoter | Poll | | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| Group | Postal Ballot | | 0 | 0 | , O | 0 | 0 | 0 |
| | Sub Total | 32777599 | 32777599 | 100 | 32777599 | 0 | 100 | . 0 |
| Public- | E-Voting | 254102362 | 164040066 | 64.56 | 164040066 | 0 | 100 | 0 |
| Institutions | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub Total | 254102362 | 164040066 | 64.56 | 164040066 | 0 | 100 | 0 |
| Public-Non | E-Voting | 112933269 | 16507 | 0.01 | 16447 | 60 | 99.64 | 0.36 |
| Institutions | Poll | | 95207170 | 84.30 | 95207170 | 0 | 100 | 0 |
| | Postal Ballot | 57 | 78 <mark>8</mark> 89 | 0.07 | 76481 | 2408 | 96.95 | 3.05 |
| - | Sub Total | 112933269 | 95302566 | 84.39 | 95300098 | 2468 | 100 | 0 |
| Grand Total | | 399813230 | 292120231 | 73.06 | 292117763 | 2468 | 100 | 0 |

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| 8. | Resolution required: (Ordinary) | Appointment of Mr. E.H.Kasturi Rangan |
|----|--|---|
| | | (DIN: 01814089) as a Whole Time Directo |
| | ther promoter/ promoter group are intereste genda/resolution? | ed in No |

| Particulars | Mode Of Voting | No Of Shares Held | No Of Votes Polled | % Of Shares Polled On Outstanding Shares | No Of Votes In Favour | No Of Votes Against | % Of Votes In Favour On Votes Polled | % Of Votes Against On Vote Polled |
|-------------------------|----------------------|-------------------------|--------------------------|---|-----------------------------|---------------------------|--|--|
| | | (1) | (2) | (3)=(2/1)*100 | (4) | (5) | (6)=(4/2)*100 | (7)=(5/ 2)*100 |
| Promoter | E-Voting | 32777599 | 0 | 0 | 0 | 0 | 0 | 0 |
| And Promoter | Poll | | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| Group | Postal Ballot | | 0 | 0 | 0 | 0 | 0 | 0 |
| 6 8 | Sub Total | 32777599 | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| Public- | E-Voting | 254102362 | 164040066 | 64.56 | 124098725 | 39941341 | 75.65 | 24.35 |
| Institutions | Poll | 11 _} | 0 | 0 | 0 | 0 | 0 | . 0 |
| | Postal Ballot | Е | 0 | 0 | 0 | 0 | 0 | 0 |
| | Sub Total | 254102362 | 164040066 | 64.56 | 124098725 | 39941341 | 75.65 | 24.35 |
| Public-Non | E-Voting | 112933269 | 16507 | 0.01 | 16497 | 10 | 99.94 | 0.06 |
| Institutions | Poll | | 95207170 | 84.30 | 95207170 | 0 | 100 | 0 |
| Sud pres no 19 ac | Postal Ballot | 3 | 78889 | 0.07 | 76431 | 2458 | 96.88 | 3.12 |
| | Sub Total | 112933269 | 95302566 | 84.39 | 95300098 | 2468 | 100 | 0 |
| Grand Total | | 399813230 | 292120231 | 73.06 | 252176422 | 39943809 | 86.33 | 13.67 |

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| 9. Resolution required: (Ordinary) | Appointment of Mr.B.Ramaratnam (DIN 07525213) as a Director | | |
|---|---|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | |

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| Particular s | Mode Of Voting | No Of Shares Held | No Of Votes Polled | | 6 Of Shares Polled On Outstanding Shares | No Of Votes In Favour | No Of Votes Against | % Of Votes In Favour On Votes Polled | % Of Votes Against On Vote Polled |
|---|----------------------|-------------------------|--------------------------|----|---|-----------------------------|---------------------------|--|---|
| | | (1) | (2) | (3 |)=(2/1)*100 | (4) | (5) | (6)=(4/2)*100 | (7)=(5/2)* 100 |
| Promoter | E-Voting | 32777599 | 0 | | 0 | 0 | 0 | 0 | 0 |
| And | Poll | | 32777599 | | 100 | 32777599 | 0 | 100 | 0 |
| Promoter Group | Postal Ballot | | 0 | | 0 | 0 | 0 | 0 | 0 |
| and control of the second s | Sub Total | 32777599 | 32777599 | | 100 | 32777599 | 0 | 100 | . 0 |
| Public- | E-Voting | 254102362 | 164040066 | | 64.56 | 122300541 | 41739525 | 74.56 | 25.44 |
| Institutio | Poll | | 0 | | 0 | 0 | 0 | 0 | 0 |
| ns | Postal Ballot | | 0 | | 0 | 0 | 0 | 0 | 0 |
| | Sub Total | 254102362 | 164040066 | | 64.56 | 122300541 | 41739525 | 74.56 | 25.44 |
| Public- | E-Voting | 112933269 | 16497 | | 0.01 | 16287 | 210 | 98.73 | 1.27 |
| Non | Poll | | 95207170 | | 84.30 | 95207170 | 0 | 100 | 0 |
| Institutio ns | Postal Ballot | ÷. | 78889 | | 0.07 | 76481 | 2408 | 96.95 | 3.05 |
| $\frac{1}{2} \left[\frac{2}{2} \right]_{n}^{n}$ | Sub Total | 112933269 | 95302556 | | 84.39 | 95299938 | 2618 | 100 | 0 |
| Grand Total | | 399813230 | 292120221 | | 73.06 | 250378078 | 41742143 | 85.71 | 14.29 |
| | | | | | | | LON (IA | DIA | |



| 10. Resolution required: (Ordinary) | Appointment of Ernst & Young LLP, |
|--|---------------------------------------|
| | Singapore as Branch Auditors |
| Whether promoter/ promoter group are interested in | No |
| the agenda/resolution? | · · · · · · · · · · · · · · · · · · · |
| | |

N/

| | | | | | i | | | |
|---------------------------------------|---------------|-----------|-----------|---------------|-----------|---------|---------------|------------|
| Particulars | Mode | No Of | No Of | % Of Shares | No Of | No Of | % Of Votes In | % Of |
| | Of | Shares | Votes | Polled On | Votes In | Votes | Favour On | Votes |
| | Voting | Held | Polled | Outstanding | Favour | Against | Votes Polled | Against |
| | | | | Shares | | | | On Vote |
| 277 | | | | | | | | Polled |
| | | (1) | (2) | (3)=(2/1)*100 | (4) | (5) | (6)=(4/2)*100 | (7)=(5/2)* |
| · · · · · · · · · · · · · · · · · · · | | | | | | | | 100 |
| Promoter | E-Voting | 32777599 | 0 | 0 | 0 | 0 | 0 | 0 |
| And Promoter | Poll | 1 | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| Group | Postal | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Ballot Sub | 32777599 | 32777599 | 100 | 32777599 | 0 | 100 | 0 |
| 14.14 | Total | 52777599 | 52111599 | 100 | 52///599 | 0 | 100 | , U |
| Public- | E-Voting | 254102362 | 164040066 | 64.56 | 164040066 | 0 | 100 | 0 |
| Institutions | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Ballot | 4 | · | | | | | |
| | Sub | 254102362 | 164040066 | 64.56 | 164040066 | 0 | 100 | 0 |
| 24 | Total | | | | | | | |
| Public-Non | E-Voting | 112933269 | 16507 | 0.01 | 15347 | 1160 | 92.97 | 7.03 |
| Institutions | Poll | | 95207170 | 84.30 | 95207170 | 0 | 100 | 0 |
| | Postal | | 78889 | 0.07 | 77789 | 1100 | 98.61 | 1.39 |
| | Ballot | | | | 2 | | | |
| | Sub | 112933269 | 95302566 | 84.39 | 95300306 | 2260 | 100 | 0 |
| | Total | a Al | | | | | | |
| Grand | | 399813230 | 292120231 | 73.06 | 292117971 | 2260 | 100 | 0 |
| Total | | | | | 3 | | | |



'Madhans' Flat No.7, No.10, South Canal Bank Road, Mandavelipakkam, Chennai - 600028. Ph : 044 4353 3080, Mob : 97899 82805 Email : compsec.bhuvana@gmail.com

FORM No. MGT-13 Report of Scrutinizer

[Pursuant to Section 108,109 and 110 of the Companies Act, 2013 and Rule 20, 21 (2) and 22 of the Companies (Management and Administration) Rules, 2014]

28th July 2016

To Prof.J. Ramachandran Chairman

The 23rd Annual General Meeting of the Equity Shareholders of Redington (India) Limited held on 27th July, 2016 at Narada Gana Sabha Mini Hall, Chennai – 18

Dear Sir,

I, R.Bhuvana, a Practising Company Secretary, appointed as Scrutinizer by the Board of Directors of Redington (India) Limited (the Company) for the purpose of scrutinizing the votes cast through remote e-voting, postal ballot and poll conducted at the venue of the 23rd Annual General Meeting of the Equity Shareholders of Redington (India) Limited, held on Wednesday, the 27th July 2016, at 10.00 AM, at Narada Gana Sabha, Mini Hall, No. 314, T.T.K.Road, Alwarpet, Chennai 600018,in respect of the resolutions given in the notice, hereby submit my report as under:

- i. Pursuant to Section 101 and 108 of the Companies Act, 2013 (hereinafter referred to as Act) and Rule 20 of the Companies Management and Administration Rules, 2014, as amended upto date, the notices convening the meeting including statement under Sec.102 of the Act have been sent to all the members of the company through electronic means (wherever email ids are available) and to the other shareholders by speed post and registered post, along with Postal Ballot forms by 28th June 2016.Notice convening the Annual General Meeting was also placed on the website of the company. The members of the company were given an option to vote electronically on e-voting platform, provided by the National Securities Depository Limited (NSDL).
- ii. The remote e-voting period commenced on 24th July 2016 at 9.00 AM and ended on 26th July 2016 at 5.00 PM.
- iii. The list of shareholders who cast their votes through remote e-voting was unblocked in the presence of two witnesses on 27th July 2016 post the completion of Annual General Meeting.
- iv. After the time fixed for closing of the poll by the Chairman, the ballot box kept for polling was locked in my presence with due identification marks placed by me.

- v. The locked Ballot box was subsequently opened in my presence along with two witnesses who were not employees of the company, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the company, through Registrar and Transfer Agent and authorizations lodged with the company.
- vi. As regards postal ballot forms which were received from the shareholders, the same were scrutinized by me. The postal ballot forms were reconciled with the records maintained by the Company, through Registrar and Transfer Agent.
- vii. None of the poll papers/postal ballot papers were found to be incomplete and / or defective, thus none of the forms were treated as invalid.

The result of remote e-voting together with voting through postal ballot and poll through ballot at the venue of the Annual General Meeting is as under:

1. Resolution: Item No 1: Adoption of Standalone Financial Statements for the year ended 31st March 2016

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|------------------------------|-----------------------------|
| E-Voting | 171 | 153034532 | 100 |
| Postal Ballot | 47 | 78889 | 100 |
| Poll through Ballot at AGM | 40 | 127984769 | 100 |

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|------------------------------|-----------------------------|
| E-Voting | 0 | 0 | 0 |
| Postal Ballot | 0 | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 | 0 |



| Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-------------------------------|---|------------------------------------|
| Postal Ballot | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 |

The above resolution was passed as an Ordinary Resolution with Requisite Majority.

2. Resolution: Item No 2: Adoption of Consolidated Financial Statements for the year ended 31st March 2016

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

| Voting | Number voted | of | members | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|-----------------|----|---------|---------------------------------|-----------------------------|
| E-Voting | | | 171 | 153034532 | 100 |
| Postal Ballot | | | 47 | 78889 | 100 |
| Poll through Ballot at AGM | | | 40 | 127984769 | 100 |

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|-----------------------------|
| E-Voting | 0 | 0 | 0 |
| Postal Ballot | 0 | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 | 0 |



| Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-------------------------------|---|------------------------------------|
| Postal Ballot | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 |

The above resolution was passed as an Ordinary Resolution with Requisite Majority.

3. Resolution: Item No 3: Declaration of Dividend on Equity Shares

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|-----------------------------|
| E-Voting | 173 | 164056573 | 100 |
| Postal Ballot | 47 | 78889 | 100 |
| Poll through Ballot at AGM | 40 | 127984769 | 100 |

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|-----------------------------|
| E-Voting | 0 | 0 | 0 |
| Postal Ballot | 0 | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 | 0 |



| Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-------------------------------|---|------------------------------------|
| Postal Ballot | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 |

The above resolution was passed as an Ordinary Resolution with Requisite Majority.

4. Resolution: Item No 4: Reappointment of Mr. Tu Shu-Chyuan (DIN: 02336015) who retires by rotation

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|--------------------------------|
| E-Voting | 157 | 124115118 | 75.65 |
| Postal Ballot | 44 | 76431 | 96.88 |
| Poll through Ballot at AGM | 40 | 127984769 | 100.00 |

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|-----------------------------|
| E-Voting | 14 | 39941401 | 24.35 |
| Postal Ballot | 3 | 2458 | 3.12 |
| Poll through Ballot at AGM | 0 | 0 | 0 |



| Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------------------|---|------------------------------------|
| Postal Ballot | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 |

The above resolution was passed as an Ordinary Resolution with Requisite Majority.

5. Resolution: Item No 5: Reappointment of Mr. Lin Tai-Yang (DIN: 05110881), who retires by rotation

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|-----------------------------|
| E-Voting | 157 | 124115137 | 75.65 |
| Postal Ballot | 44 | 76431 | 96.88 |
| Poll through Ballot at AGM | 40 | 127984769 | 100 |

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|-----------------------------|
| E-Voting | 15 | 39941411 | 24.35 |
| Postal Ballot | 3 | 2458 | 3.12 |
| Poll through Ballot at AGM | 0 | 0 | 0 |



| Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------------------|---|------------------------------------|
| Postal Ballot | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 |

The above resolution was passed as an Ordinary Resolution with Requisite Majority.

6. Resolution: Item No 6: Appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants as Statutory Auditors.

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|-----------------------------|
| E-Voting | 151 | 152490960 | 93.64 |
| Postal Ballot | 45 | 76581 | 97.07 |
| Poll through Ballot at AGM | 40 | 127984769 | 100 |

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|--------------------------------|
| E-Voting | 18 | 10357823 | 6.36 |
| Postal Ballot | 2 | 2308 | 2.93 |
| Poll through Ballot at AGM | 0 | 0 | 0 |



| Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------------------|---|---------------------------------------|
| Postal Ballot | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 |

The above resolution was passed as an Ordinary Resolution with Requisite Majority.

7. Resolution: Item No 7: Appointment of Mr. M.Raghunandan (DIN: 00082171) as a Whole Time Director and payment of Remuneration for a period 01^{st} March 2016 – 24^{th} May 2016.

Type of Resolution: Ordinary Resolution

(i) Voted in favour of the resolution:

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|------------------------------|-----------------------------|
| E-Voting | 171 | 164056513 | 99.99 |
| Postal Ballot | 44 | 76481 | 96.95 |
| Poll through Ballot at AGM | 40 | 127984769 | 100 |

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|------------------------------|--------------------------------|
| E-Voting | 2 | 60 | 0.01 |
| Postal Ballot | 3 | 2408 | 3.05 |
| Poll through Ballot at AGM | 0 | 0 | 0 |



| Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------------------|---|------------------------------------|
| Postal Ballot | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 |

The above resolution was passed as an Ordinary Resolution with Requisite Majority.

8. Resolution: Item No 8: Appointment of Mr.E.H.Kasturi Rangan (DIN: 01814089) asa Whole Time Director.

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|--------------------------------|
| E-Voting | 160 | 124115222 | 75.65 |
| Postal Ballot | 44 | 76431 | 96.88 |
| Poll through Ballot at AGM | 40 | 127984769 | 100 |

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|-----------------------------|
| E-Voting | 13 | 39941351 | 24.35 |
| Postal Ballot | 3 | 2458 | 3.12 |
| Poll through Ballot at AGM | 0 | 0 | 0 |



| Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------------------|---|------------------------------------|
| Postal Ballot | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 |

The above resolution was passed as an Ordinary Resolution with Requisite Majority.

9. Resolution: Item No 9: Appointment of Mr.B. Ramaratnam (DIN: 07525213) as a Director

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|------------------------------|--------------------------------|
| E-Voting | 148 | 122316828 | 74.56 |
| Postal Ballot | 44 | 76481 | 96.95 |
| Poll through Ballot at AGM | 40 | 127984769 | 100 |

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|-----------------------------|
| E-Voting | 24 | 41739735 | 25.44 |
| Postal Ballot | 3 | 2408 | 3.05 |
| Poll through Ballot at AGM | 0 | 0 | 0 |



| Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|----------------------------|---|------------------------------------|
| Postal Ballot | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 |

The above resolution was passed as an Ordinary Resolution with Requisite Majority.

10. Resolution: Item No 10: Appointment of Ernst & Young LLP, Singapore as Branch Auditors

Type of Resolution: Ordinary Resolution

(i) Voted **in favour** of the resolution:

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|-----------------------------|
| E-Voting | 170 | 164055413 | 99.99 |
| Postal Ballot | 45 | 77789 | 98.61 |
| Poll through Ballot at AGM | 40 | 127984769 | 100 |

| Voting | Number of members voted | Number of votes cast by them | % of total valid votes cast |
|-------------------------------|----------------------------|---------------------------------|-----------------------------|
| E-Voting | 3 | 1160 | 0.01 |
| Postal Ballot | 2 | 1100 | 1.39 |
| Poll through Ballot at AGM | 0 | 0 | 0 |



| Voting | Total number of members whose votes were declared invalid | Total number of votes cast by them |
|-------------------------------|---|------------------------------------|
| Postal Ballot | 0 | 0 |
| Poll through Ballot at AGM | 0 | 0 |

The above resolution was passed as an Ordinary Resolution with Requisite Majority.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" the resolution is enclosed.

All the electronic data and relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you, NG COM Yours faithfull R.Bhuvana

Practising Company Secretary Membership No. 22108

Place: Chennai Dated: 28th July 2016

Witnesses

1. Mrs. Mohana Srinivasan Chartered Accountant

2. Mr.Jayanth Viswanathan Practising Company Secretary

Mohana Sinika

Countersigned by: For Redington (India) Limited

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Mr. Raj Shankar Managing Director