

**Carborundum Universal Limited**

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CIN No. : L29224TN1954PLC000318.

3rd August 2016

Bombay Stock Exchange Ltd.
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

Stock Code: 513375
Through BSE Listing Centre

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

Stock Code: CARBORUNIV-EQ
Through NEAPS

Total 16 pages (including covering letter)

Dear Sirs,

Sub: Intimation on the proceedings of the 62nd Annual General Meeting held on 3rd August 2016, Disclosure of voting results

The Company's sixty second Annual General Meeting (62nd AGM) was held today i.e. 3rd August 2016 at 3:00 p.m. at The Music Academy, New No. 168, TTK Road, Royapettah, Chennai – 600 014. Mr. M M Murugappan, Chairman of the Company chaired the meeting.

The requisite quorum being present, the Chairman called the meeting to order. He introduced the other Directors, Company Secretary and the senior management who were seated on the dais. The Chairman informed that the copies of the AGM notice together with the Annual Report for the FY 2015-16 had been sent to all the shareholders. In terms of the provisions of the Companies Act, 2013 and the Rules made thereunder and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided remote e-voting facility and for those members who had not exercised their vote through remote e-voting facility, facility to cast their vote electronically was provided at the venue of the AGM through Karvy's Instapoll.

The Chairman briefed the members on the e-voting process. He also informed the members on the schedule of the AGM proceedings. He then delivered his speech.

Mr. K Srinivasan, Managing Director made a brief presentation on the significant developments in the Company during the year 2015-16 and also presented the



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performance of the Company for the first quarter ended June 30, 2016 as approved by the Board at its meeting dated 3rd August 2016.

The notice of the meeting was taken as read with the permission of members since it was already circulated to them. The Auditors' report on the financial statements of the Company for the year ended 31st March 2016 did not have any qualifications or observations and accordingly, the auditors' report was not required to be read out at the meeting, as per the provisions of the Companies Act, 2013.

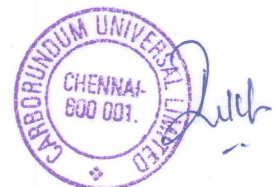
All the following resolutions as set out in the Notice of the AGM dated 4th May 2016 were approved at the meeting.

1. Adoption of:
 - a. Audited Standalone Financial Statements of the Company for the year ended 31st March 2016, together with the Reports of the Board of Directors and the Auditors thereon;
 - b. Audited Consolidated Financial Statements of the Company for the year ended 31st March 2016 together with the Report of the Auditors thereon;
2. Confirmation of interim dividend of Rs.1.50/- paid during the year ended 31st March 2016 as the final dividend for the FY 2015-16
3. Re-appointment of Mr. M M Murugappan (DIN-00170478), Director retiring by rotation.
4. Appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants as Statutory Auditors to hold office from the conclusion of the 62nd AGM until the conclusion of the 63rd AGM at a remuneration of Rs.42,00,000 excluding out of pocket expenses incurred by them in connection with the audit and applicable service tax;
5. Revision in terms of remuneration of Mr. K Srinivasan (DIN-0088424), Managing Director.
6. Ratification of remuneration of Rs.4,00,000 p.a. payable to Cost Auditor - M/s. S Mahadevan & Co., Cost Accountants for the FY 2016-17
7. Approval of offer/invitation to subscribe to Non-convertible Debentures of the Company up to an amount not exceeding Rs.2500 million on Private Placement basis.

The Board of Directors of the Company had appointed Mr. R Sridharan of M/s. R Sridharan & Associates, Practising Company Secretaries, was appointed as the Scrutiniser to scrutinise the voting process (both remote e-voting and e-voting at the AGM venue).

The Chairman invited comments and questions from the members and provided necessary clarifications.

The Chairman then declared the voting results (remote e-voting and e-voting at the venue of the AGM) and confirmed that all the resolutions were duly approved by the members with requisite majority (Except Item no. 2 which was passed unanimously). He also added that the results will be made available on the website of the Company and will also be sent to the stock exchanges for dissemination.



There being no other agenda, the Chairman thanked the members present and declared the meeting as closed. The meeting concluded at 4.45 p.m.

In terms of the provisions of Regulation 44 of the Listing Regulations, the details of results of voting held through remote e-voting and e-voting at the AGM venue is enclosed as **Annexure 1**.

The Scrutiniser's report dated 3rd August 2016 is enclosed as **Annexure 2**.

Kindly take the information on record and acknowledge receipt of the same.

Thanking you

Yours faithfully

For Carborundum Universal Limited



**Rekha Surendhiran
Company Secretary**



Encl: a.a

CARBORUNDUM UNIVERSAL LIMITED	
Date of the AGM/EGM	03-08-2016
Total number of shareholders on record date	20446
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	5
Public:	2361
No. of Shareholders attended the meeting through Video	0
Promoters and Promoter Group:	0
Public:	0

1. Adoption of standalone and consolidated financial statements for the year ended 31st March 2016 together with the Reports of the Board of Directors and Auditors thereon – Ordinary Resolution.									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	No	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Category	Mode of Voting		82551206	79108462	95.8296	79108462	0	100.0000	0.0000
	E-Voting								
	Poll		978504	978504	1.1853	978504	0	100.0000	0.0000
Promoter and Promoter Group	Postal Ballot (if applicable)			0	0.0000	00	0	0.0000	0.0000
	E-Voting		50700275	37101926	73.1789	37101926	0	100.0000	0.0000
	Poll			0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Postal Ballot (if applicable)			0	0.0000	00	0	0.0000	0.0000
	E-Voting		55158901	520602	0.9438	520602	0	100.0000	0.0000
	Poll			170125	0.3084	169403	722	99.5756	0.4243
Public- Non Institutions	Postal Ballot (if applicable)			0	0.0000	00	0	0.0000	0.0000
	Total		188410382	117879619	62.5654	117878897	722	99.9994	0.0006





2. Confirmation of dividend on equity shares --- Ordinary Resolution.										
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	No	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	82551206	79108462	95.8296	79108462	0	100.0000	0.0000		
	Poll		978504	1.1853	978504	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Public- Institutions	E-Voting	50700275	38956926	76.8377	38956926	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	E-Voting	55158901	520602	0.9438	520602	0	100.0000	0.0000		
	Poll		170125	0.3084	170125	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Total		188410382	119734619	63.5499	119734619	0	100.0000	0.0000		

3. Re-appointment of Mr. M M Murugappan (DIN 00170478), who is retiring by rotation --- Ordinary Resolution										
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Yes	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	82551206	79108462	95.8296	79108462	0	100.0000	0.0000		
	Poll		978504	1.1853	978504	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Public- Institutions	E-Voting	50700275	38004723	74.9596	35954723	2050000	94.6059	5.3940		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	E-Voting	55158901	520602	0.9438	520490	112	99.9784	0.0215		
	Poll		170125	0.3084	170125	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Total		188410382	118782416	63.0445	116732304	2050112	98.2741	1.7259		

4. ORDINARY - Appointment of M/s. Deloitte Haskins and Sells (Firm registration no.0080725), Chartered Accountants as Statutory Auditors.									
Resolution required: (Ordinary/ Special)	No								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	82551206	79108462	95.8296	79108462	0	100.0000	0.0000	
	Poll		978504	1.1853	978504	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	50700275	37101926	73.1789	35048626	2053300	94.4657	5.5342	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	55158901	520602	0.9438	520602	0	100.0000	0.0000	
	Poll		170125	0.3084	170125	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Total	188410382	117879619	62.5654	115826319	2053300	98.2581	1.7419		

5. ORDINARY - Revision in terms of remuneration of Mr. K. Srinivasan, Managing Director.									
Resolution required: (Ordinary/ Special)	No								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	82551206	79108462	95.8296	79108462	0	100.0000	0.0000	
	Poll		978504	1.1853	978504	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	50700275	38004723	74.9596	38004723	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	55158901	520602	0.9438	520340	262	99.9496	0.0503	
	Poll		170125	0.3084	170125	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Total	188410382	118782416	63.0445	118782154	262	99.9998	0.0002		





6. ORDINARY - Ratification of the remuneration of Cost Auditor for the FY 2016-17									
Resolution required: (Ordinary/ Special)	No	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category									
	E-Voting	82551206	79108462	95.8296	79108462	0	100.0000	0.0000	
	Poll		978504	1.1853	-978504	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
Promoter and Promoter Group									
	E-Voting	50700275	38956926	76.8377	38956926	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)								
Public- Institutions									
	E-Voting	55158901	520602	0.9438	520602	0	100.0000	0.0000	
	Poll		170125	0.3084	169403	722	99.5756	0.4243	
	Postal Ballot (if applicable)								
Public- Non Institutions									
	Total	188410382	119734619	63.5499	119733897	722	99.9994	0.0006	

7. SPECIAL - Approval of offer/invitation to subscribe to non-convertible debentures on Private Placement basis.									
Resolution required: (Ordinary/ Special)	No	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category									
	E-Voting	82551206	79108462	95.8296	79108462	0	100.0000	0.0000	
	Poll		978504	1.1853	978504	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
Promoter and Promoter Group									
	E-Voting	50700275	38956926	76.8377	38956926	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)								
Public- Institutions									
	E-Voting	55158901	520602	0.9438	520602	0	100.0000	0.0000	
	Poll		170125	0.3084	169403	722	99.5756	0.4243	
	Postal Ballot (if applicable)								
Public- Non Institutions									
	Total	188410382	119734619	63.5499	119733897	722	99.9994	0.0006	

Consolidated Scrutinizer's Report

3rd August, 2016

The Chairman

Messrs. Carborundum Universal Limited,
'Parry House', 43, Moore Street,
Chennai - 600 001.

Ref: 62nd Annual General Meeting (AGM) of the members of the Company

Dear Sir,

We, M/s. R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of **M/s. Carborundum Universal Limited** vide resolution dated 4th May, 2016, pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 (as amended) and Rule 21 of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process held between Sunday, July 31, 2016 (9.00 AM) (IST) to Tuesday, August 2, 2016 (5.00 PM) (IST) and to conduct the voting process through electronic voting system (Insta Poll) relating to the resolutions set out in the notice of the 62nd AGM of the members of the Company, held on Wednesday, 3rd August, 2016 at 3.00 p.m. (IST) at T T K Auditorium (Main Hall), The Music Academy, New No 168, T T K Road, Royapettah, Chennai - 600 014.

We now submit our consolidated Report as under:

1. The Company has availed remote e-voting system and electronic voting system at the AGM Venue (Insta Poll) from M/s Karvy Computershare Private Limited for enabling the members to cast their vote under the provisions of the said sections and the Rules made there under.
2. We have scrutinized and reviewed the remote e-voting system, electronic voting system at the AGM Venue (Insta Poll) at the conclusion of AGM. We had unblocked the members who had exercised the votes through remote e-voting after 5.00 P.M. on Tuesday, August 2, 2016. Further, we have unblocked the votes cast by the members at the AGM venue through electronic voting system (Insta Poll) in the presence of Mr K Satheesh and Ms A Deepika, who are the witnesses and not in the employment of the Company. The votes tendered therein in respect of the remote e-voting system and voting at the AGM venue (Insta Poll) are based on the data downloaded from the official website of M/s Karvy Computershare Private Limited.
3. Based on the data downloaded from the Official website of M/s Karvy Computershare Private Limited for the remote E-Voting system and on the basis of the report furnished to us by them on the electronic voting system (Insta Poll) conducted at the AGM Venue, we now submit our consolidated report (Remote E-Voting, Electronic Voting System (Insta Poll)) as under:

62ND AGM – CONSOLIDATED SCRUTINIZER'S REPORT
Carborundum Universal Limited





Item No. 1 - Adoption of Standalone & Consolidated Financial Statements, Board's Report & Auditors Report for the year ended 31st March, 2016 (Ordinary Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
131	116730990	38	1147907	117878897	99.9994

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
NIL	NIL	1	722	722	0.0006

(iii) **Abstained** Votes:

Number of members abstained in Remote e- voting	Number of votes abstained (Shares) - Remote E-Voting	Number of members/Proxies abstained by Poll	Number of votes abstained (Shares) - Poll	Total Number of votes abstained through Remote E-Voting and Poll
4	1855000	NIL	NIL	1855000

(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.

62ND AGM – CONSOLIDATED SCRUTINIZER'S REPORT
Carborundum Universal Limited



Item No. 2 – Confirmation of interim dividend of Rs.1.50 per equity share of Re.1/- each declared by the Board of Directors and paid during the financial year ended 31st March, 2016 as the final dividend for the financial year 2015-2016. (Ordinary Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
135	118585990	39	1148629	119734619	100.00

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	0.00

(iii) **Abstained** Votes:

Number of members abstained in Remote e- voting	Number of votes abstained (Shares) - Remote E-Voting	Number of members/Proxies abstained by Poll	Number of votes abstained (Shares) - Poll	Total Number of votes abstained through Remote E-Voting and Poll
NIL	NIL	NIL	NIL	NIL

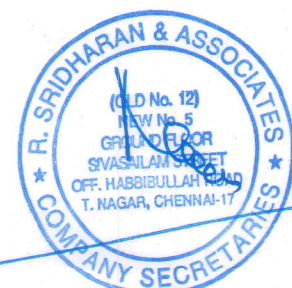
(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed unanimously.

62ND AGM – CONSOLIDATED SCRUTINIZER'S REPORT
Carborundum Universal Limited



Item No. 3 – Re-appointment of Mr. M M Murugappan (DIN: 00170478), Director retiring by Rotation (Ordinary Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
128	115583675	39	1148629	116732304	98.2741

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
5	2050112	NIL	NIL	2050112	1.7259

(iii) **Abstained** Votes:

Number of members abstained in Remote e- voting	Number of votes abstained (Shares) - Remote E-Voting	Number of members/Proxies abstained by Poll	Number of votes abstained (Shares) - Poll	Total Number of votes abstained through Remote E-Voting and Poll
2	952203	NIL	NIL	952203

(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.

62ND AGM – CONSOLIDATED SCRUTINIZER'S REPORT
Carborundum Universal Limited



Item No. 4 – Approval of the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, (Firm Registration No. 008072S) as the statutory auditors and fixing their remuneration. (Ordinary Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
126	114677690	39	1148629	115826319	98.2581

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
5	2053300	NIL	NIL	2053300	1.7419

(iii) **Abstained** Votes:

Number of members abstained in Remote e- voting	Number of votes abstained (Shares) - Remote E-Voting	Number of members/Proxies abstained by Poll	Number of votes abstained (Shares) - Poll	Total Number of votes abstained through Remote E-Voting and Poll
4	1855000	NIL	NIL	1855000

(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.

62ND AGM – CONSOLIDATED SCRUTINIZER'S REPORT
Carborundum Universal Limited



Item No. 5 – Revision in terms of remuneration of Mr. K. Srinivasan (DIN: 00088424), Managing Director of the Company effective from 1st July, 2016 (Ordinary Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
131	117633525	39	1148629	118782154	99.9998

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
2	262	NIL	NIL	262	0.0002

(iii) **Abstained** Votes:

Number of members abstained in Remote e- voting	Number of votes abstained (Shares) - Remote E-Voting	Number of members/Proxies abstained by Poll	Number of votes abstained (Shares) - Poll	Total Number of votes abstained through Remote E- Voting and Poll
2	952203	NIL	NIL	952203

(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 6 – Ratification of remuneration of M/s. S.Mahadevan & Co, Cost Accountants, Chennai for the cost audit for the financial year 2016 -17. (Ordinary Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
135	118585990	38	1147907	119733897	99.9994

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
NIL	NIL	1	722	722	0.0006

(iii) **Abstained** Votes:

Number of members abstained in Remote e- voting	Number of votes abstained (Shares) - Remote E-Voting	Number of members/Proxies abstained by Poll	Number of votes abstained (Shares) - Poll	Total Number of votes abstained through Remote E-Voting and Poll
NIL	NIL	NIL	NIL	NIL

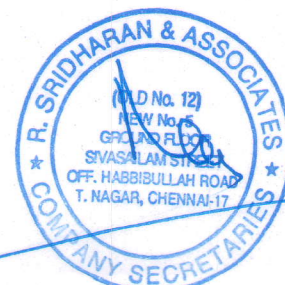
(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed with requisite majority.

62ND AGM – CONSOLIDATED SCRUTINIZER'S REPORT
Carborundum Universal Limited





Item No. 7 – Approval for offer/issue and allot secured/ unsecured Redeemable Non-convertible Debentures on private placement basis (Special Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
135	118585990	38	1147907	119733897	99.9994

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
NIL	NIL	1	722	722	0.0006

(iii) **Abstained** Votes:

Number of members abstained in Remote e-voting	Number of votes abstained (Shares) - Remote E-Voting	Number of members/Proxies abstained by Poll	Number of votes abstained (Shares) - Poll	Total Number of votes abstained through Remote E-Voting and Poll
NIL	NIL	NIL	NIL	NIL

(iv) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item No.7 as set out in the Notice of the AGM is passed with requisite majority.

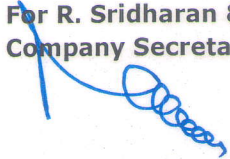


4. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those who abstained from voting for each resolution is enclosed.

5. The electronic data relating to remote e-voting and electronic voting system (Insta Poll) and all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,
Yours faithfully,

For R. Sridharan & Associates
Company Secretaries


CS R. Sridharan
CP No. 3239
FCS No. 4775

