

22<sup>nd</sup> September 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 - 100 051

Dear Sir

Sub: Proceedings of the 39<sup>th</sup> Annual General Meeting of the Company held on 21<sup>st</sup> September 2016

Pursuant to 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 39<sup>th</sup> Annual General Meeting of the Company was duly held on Wednesday, 21<sup>st</sup> September 2016, at 5:45 PM at A.C.Hall, The Indian Chamber of Commerce and Industry Coimbatore, Chamber Towers, 8/732, Avinashi Road, Coimbatore 641018, Tamilnadu, India.

The proper quorum was present and all the items of business as mentioned in the Annual General Meeting Notice dated 4<sup>th</sup> August 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 the Annual General Meeting.

| 1. | Detail of the Agenda: | 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.             |
|    | Resolution Required:  | Ordinary Resolution.  |
|    | Result & Mode of      | Passed unanimously by Remote E-voting and votes cast on poll at     |
|    | voting:               | the venue of AGM.   |
| 2. | Detail of the Agenda: | Re-appointment of Mrs.Deepali Dalmia (holding DIN:                  |
|    |                       | 00017415) as a Director on retirement by rotation.                  |
|    | Resolution Required:  | Ordinary Resolution.  |
|    | Result & Mode of      | Passed with requisite majority by Remote E-voting and votes cast on |
|    | voting:               | poll at the venue of AGM.   |
| 3  | Detail of the Agenda: | Ratification of the appointment of Messrs. S.S. Kothari             |
|    |                       | Mehta & Co (Firm Registration No. 000756N) Chartered                |
|    |                       | Accountants, New Delhi as Statutory Auditors of the                 |
|    |                       | Company.  |
|    | Resolution Required:  | Ordinary Resolution.  |
|    | Result & Mode of      | Passed unanimously by Remote E-voting and votes cast on poll at     |
|    | voting:               | the venue of AGM.   |



| 4 | Detail of the Agenda:       | Ratification of the payment of remuneration to Cost Auditors of the Company for the financial year ending 31 <sup>st</sup> March 2017. |
|---|-----------------------------|--|
|   | Resolution Required:        | Ordinary Resolution.   |
|   | Result & Mode of voting:    | Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.  |
| 5 | Detail of the Agenda:       | Payment of commission to the Non-executive Directors of  |
|   |                             | the Company.   |
|   | <b>Resolution Required:</b> | Special Resolution.  |
|   | Result & Mode of voting:    | Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.  |
| 6 | Detail of the Agenda:       | Payment of commission to Mr. Abhishek Dalmia, Executive Chairman of the Company.   |
|   | Resolution Required:        | Special Resolution.  |
|   | Result & Mode of voting:    |  |

A copy of the combined Scrutinizers' Report on remote e-voting and poll conducted at the venue of the  $39^{th}$  Annual General Meeting is also attached.

Kindly take this intimation on record.

Thanking you

Yours faithfully

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For REVATHI EQUIPME

M.N. SRINIVASAN Company Secratary



## MDS & Associates

Company Secretaries in Practice

## M.D. Selvaraj M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone: 0422-2318780, 2316755, Fax: 0422-2314792, E-mail: mds@mdsservices.in, Web: www.mdsservices.in

# 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

39th Annual General Meeting of the Equity Shareholders of

M/s. REVATHI EQUIPMENT LIMITED

(L29120TZ1977PLC000780)

Held on Wednesday the 21st day of September, 2016 at 5.45 PM at A.C.Hall, The Indian Chamber of Commerce and Industry Coimbatore, Chamber Towers, 8/732, Avinashi Road, Coimbatore – 641018.

Dear Sir,

Sub: Passing of Resolution through Remote E-voting Process and through Poll conducted at the 39th Annual General Meeting of M/s. REVATHI EQUIPMENT LIMITED held on 21st day of September 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. REVATHI EQUIPMENT LIMITED ("the Company") as a Scrutinizer for the remote e-voting process held between Sunday, the 18th day of September, 2016 at 9:00 AM to Tuesday, the 20th day of September 2016 till 5:00 PM and for the poll taken at the 39th Annual General Meeting of the Company held on Wednesday the 21st day of September, 2016 at 5.45 PM at A.C.Hall, The Indian Chamber of Commerce and Industry Coimbatore, Chamber Towers, 8/732, Avinashi Road, Coimbatore – 641018, Tamilnadu, India on the Resolution(s) set out under Item No.1 to Item No.6 in the Notice convening the said 39th Annual General Meeting dated 4th August, 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 39th Annual General Meeting dated 4th August, 2016.

#### Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 39th 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.6 in the Notice convening the 39th 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 39th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 22<sup>nd</sup> September, 2016 on the remote e-voting process and also a separate Scrutinizer's Report dated 22<sup>nd</sup> September, 2016 in the prescribed Form No.MGT-13 on the Poll taken at the 39<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

| Mode of Voting | Number of<br>Members Voted<br>through electronic<br>means and Poll | Number of votes<br>cast | Percentage of Total<br>Number of valid<br>votes cast |
|----------------|--|-------------------------|--|
| E-Voting       | 6  | 22,29,635               | 100.00   |
| Poll           | 43   | 18,416                  | 100.00   |
| Total Voting   | 49   | 22,48,051               | 100.00   |

#### VOTES CAST AGAINST THE RESOLUTION

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

| Mode of Voting | Number of Members<br>whose votes were declared<br>INVALID | Number of votes cast |
|----------------|---|----------------------|
| E-voting       | 0   | 0                    |
| Poll           | 1   | 1                    |
| Total Voting   | 1   | 1                    |

#### **Ordinary Business**

#### **Resolution No: 2**

#### Ordinary resolution

Re-appointment of Mrs.Deepali Dalmia (holding DIN: 00017415) as a Director on retirement by rotation.

#### VOTES CAST IN FAVOUR OF THE RESOLUTION

| Mode of Voting | Number of<br>Members Voted<br>through electronic<br>means and Poll | Number of votes cast | Percentage of Total<br>Number of valid<br>votes cast |
|----------------|--|----------------------|--|
| E-Voting       | 4  | 22,28,535            | 99.95  |
| Poll           | 43   | 18,416               | 100.00   |
| Total Voting   | 47   | 22,46,951            | 99.95  |

#### VOTES CAST **AGAINST** THE RESOLUTION

| Mode of Voting | Number of<br>Members Voted<br>through electronic<br>means and Poll | Number of votes | Percentage of Total<br>Number of valid<br>votes cast |
|----------------|--|-----------------|--|
| E-Voting       | 2  | 1,100           | 0.05   |
| Poll           | 0  | 0               | 0.00   |
| Total Voting   | 2  | 1,100           | 0.05   |

| Mode of Voting | Number of Members<br>whose votes were declared<br>INVALID | Number of votes cast |
|----------------|---|----------------------|
| E-voting       | 0   | 0                    |
| Poll           | -1  | 1                    |
| Total Voting   | 1   | 1                    |



#### **Ordinary Business**

#### **Resolution No: 3**

#### Ordinary resolution

Ratification of the appointment of Messrs. S.S. Kothari Mehta & Co (Firm Registration No. 000756N) Chartered Accountants, New Delhi as Statutory Auditors of the Company.

#### VOTES CAST IN FAVOUR OF THE RESOLUTION

| Mode of Voting | Number of<br>Members Voted<br>through electronic<br>means and Poll | Number of votes cast | Percentage of Total<br>Number of valid<br>votes cast |
|----------------|--|----------------------|--|
| E-Voting       | 6  | 22,29,635            | 100.00   |
| Poll           | 43   | 18,416               | 100.00   |
| Total Voting   | 49   | 22,48,051            | 100.00   |

#### VOTES CAST AGAINST THE RESOLUTION

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

| Mode of Voting | Number of Members<br>whose votes were declared<br>INVALID | Number of votes cast |   |  |
|----------------|---|----------------------|---|--|
| E-voting       | 0   |                      | 0 |  |
| Poll           | 1   |                      | 1 |  |
| Total Voting   | 1   |                      | 1 |  |

### **Special Business**

#### Resolution No: 4

## Ordinary resolution

Ratification of the payment of remuneration to Cost Auditors of the Company for the financial year ending 31st March 2017.

## VOTES CAST IN FAVOUR OF THE RESOLUTION

| Mode of Voting      | Number of<br>Members Voted<br>through electronic<br>means and Poll | Number of votes cast | Percentage of Total<br>Number of valid<br>votes cast |
|---------------------|--|----------------------|--|
| E Valing            | 6  | 22,29,635            | 100.00   |
| E-Voting            | 0  |                      | 100.00   |
| Poll                | 43   | 18,416               |  |
|                     |  |                      | 100.00   |
| <b>Total Voting</b> | 49   | 22,48,051            |  |

## VOTES CAST **AGAINST** THE RESOLUTION

| Mode of Voting | Number of<br>Members Voted<br>through electronic<br>means and Poll | Number of votes cast | Percentage of Total<br>Number of valid<br>votes cast |
|----------------|--|----------------------|--|
| W W            | means and ron  | 0 *                  | 0.00   |
| E-Voting       | 0  | 0 5                  | 0.00   |
| Poll           | 0  | 0                    | 0.00   |
| Total Voting   | 0  | 0                    | 0.00   |

| Mode of Voting | Number of Members<br>whose votes were declared<br>INVALID | Number of votes cast |
|----------------|---|----------------------|
| E-voting       | 0   | 0                    |
| Poll           | 1   | 1                    |
| Total Voting   | 1   | 1                    |

#### **Special Business**

#### Resolution No: 5

#### Special resolution

Payment of commission to the Non-executive Directors of the Company.

## VOTES CAST IN FAVOUR OF THE RESOLUTION

| Mode of Voting | Number of<br>Members Voted<br>through electronic<br>means and Poll | Number of votes<br>cast | Percentage of Total<br>Number of valid<br>votes cast |
|----------------|--|-------------------------|--|
| E-Voting       | 4  | 22,28,535               | 99.95  |
| Poll           | 43   | 18,416                  | 100.00   |
| Total Voting   | 47   | 22,46,951               | 99.95  |

## VOTES CAST **AGAINST** THE RESOLUTION

| Mode of Voting      | Number of<br>Members Voted<br>through electronic<br>means and Poll | Number of votes cast | Percentage of Total<br>Number of valid<br>votes cast |
|---------------------|--|----------------------|--|
| E-Voting            | 2  | 1,100                | 0.05   |
| Poll                | 0  | 0 ,                  | 0.00   |
| <b>Total Voting</b> | 2  | 1,100                | 0.05   |

| Mode of Voting | Number of Members<br>whose votes were declared<br>INVALID | Number of votes cast |
|----------------|---|----------------------|
| E-voting       | 0   | 0                    |
| Poll           | 1   | 1                    |
| Total Voting   | 1   | 1                    |

**Special Business** 

Resolution No: 6

Special resolution

Payment of commission to Mr. Abhishek Dalmia, Executive Chairman of the Company.

#### VOTES CAST IN FAVOUR OF THE RESOLUTION

| Mode of Voting | Number of<br>Members Voted<br>through electronic<br>means and Poll | Number of votes cast | Percentage of Total<br>Number of valid<br>votes cast |
|----------------|--|----------------------|--|
| E-Voting       | 4  | 22,28,535            | 99.95  |
| Poll           | 43   | 18,416               | 100.00   |
| Total Voting   | 47   | 22,46,951            | 99.95  |

#### VOTES CAST AGAINST THE RESOLUTION

| Mode of Voting | Number of<br>Members Voted<br>through electronic<br>means and Poll | Number of votes cast | Percentage of Total<br>Number of valid<br>votes cast |
|----------------|--|----------------------|--|
| E-Voting       | 2  | 1,100                | 0.05   |
| Poll           | 0  | 0                    | 0.00   |
| Total Voting   | 2  | 1,100                | 0.05   |

#### INVALID VOTES

| Mode of Voting | Number of Members<br>whose votes were declared<br>INVALID | Number of votes cast |
|----------------|---|----------------------|
| E-voting       | 0   | 0                    |
| Poll           | 1   | 1                    |
| Total Voting   | 1   | 1                    |

Place: Coimbatore

Date: 22nd September, 2016

Based on the Scrutinizer's Report Resolution nos 1-6 have been duly passed

FOR REVATHI EQUIPMENT LIMITED

DIRECTOR

Yours faithfully

MDS & ASSOCIATES

ll. D. Le e e e e

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