

September 24, 2016

## 1) B S E Limited

Floor 1, 'Phiroze JeeJeebhoy Towers'  
Dalal Street  
Mumbai - 400 001

## 2) The Listing Department

National Stock Exchange of India Ltd.  
"Exchange Plaza",  
Bandra-Kurla Complex, Bandra (E)  
MUMBAI - 400 051

Ref: Scrip Code: 504058 / ISIN: INE567A01010 / Symbol: NIPPOBATRY

Sub: Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations and declaration of voting results as per regulation 44 of the SEBI (LODR) Regulations 2015 of the 43rd Annual General Meeting held on 23.09.2016 and submission of Scrutinizer Report of the same.

Dear Sir's,

Further to our letter dated August 10, 2016, this is to inform you that at the 43<sup>rd</sup> AGM of the company held on 23<sup>rd</sup> September, 2016 at Sri P.Obul Reddy Hall, Vani Mahal, No.103, G.N.Chetty Road, T.Nagar, Chennai – 600 017, all items of business contained in the notice of the 43<sup>rd</sup> AGM were approved by the Members. The details of the voting results as per the requirement of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are enclosed in the prescribed format.

Also enclosed Report of Scrutinizer dated 23<sup>rd</sup> September, 2016, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,  
For Indo National Ltd



J. Srinivasan  
Company Secretary

Submission of proceedings of the 43<sup>rd</sup> Annual General Meeting of the Company as per Regulation 30 of the SEBI (LODR) Regulations 2015

Name of the Company	:	Indo national limited
Place and Date of AGM	:	Shri. P. Obul Reddy Hall, Vani Mahal, G.N.Chetty Road, T.Nagar, Chennai – 600 0017 on 23 <sup>rd</sup> September 2016 at 12.15 P.M
Total no of share holders as on book closure	:	6345
No.of share holders either present in person or proxy	:	395
Promoters and promoters group	:	18 (In person 2 + proxies 16)
Public	:	377
No.of share holders attended the meeting though Video conference	:	No video conference was established at AGM

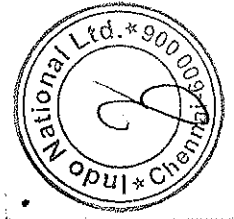
Yours faithfully

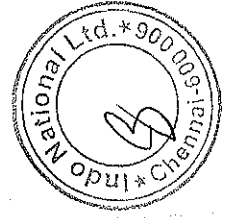
For Indo National Ltd

  
J. Srinivasan

Company Secretary.

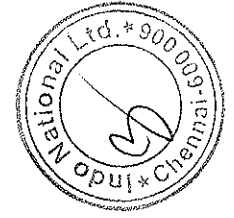
Resolution required: (Ordinary / Special)	<b>Ordinary-1:</b> Consider and adopt Audited Financial Statements, Reports of the Board of Directors and Auditors & Audited Consolidated Financial Statements for the FY 2015-16.									
Whether Promoter / Promoter Group are interested in the agenda / resolution	NO									
Category	Mode of Voting	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 in against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	2806895	2806895	100	2806895	0	100	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Institutions	E-Voting	7986	0	0	0	0	0	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Non Institutions	E-Voting	935119	99985	10.69	99985	0	100	0		
	Poll	0	106	0	106	0	100	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
	<b>Total</b>	<b>3750000</b>	<b>2906986</b>	<b>77.52</b>	<b>2906986</b>	<b>0</b>	<b>100</b>	<b>0</b>		





Ordinary-2: Declaration of dividend on equity shares.									
Resolution required: (Ordinary / Special)	NO								
Whether Promoter / Promoter Group are interested in the agenda / resolution	NO								
Category	Mode of Voting	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 in against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	2806895	2806895	100	2806895	0	100	0	
	Poll	0	0	0	0	0	0	0	
	Postal Ballot (If applicable)	0	0	0	0	0	0	0	
Public Institutions	E-Voting	7986	0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	
	Postal Ballot (If applicable)	0	0	0	0	0	0	0	
Public Non Institutions	E-Voting	935119	99985	10.69	99985	0	100	0	
	Poll	0	106	0	106	0	100	0	
	Postal Ballot (If applicable)	0	0	0	0	0	0	0	
	<b>Total</b>	<b>3750000</b>	<b>2906986</b>	<b>77.52</b>	<b>2906986</b>	<b>0</b>	<b>100</b>	<b>0</b>	

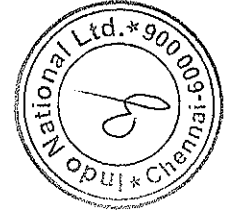
Ordinary-3: Re-appointment of Mr.S.Obul Reddy (DIN:00027829) as Director, who retires by rotation										
Resolution required: (Ordinary / Special)	NO									
Whether Promoter / Promoter Group are interested in the agenda / resolution	NO									
Category	Mode of Voting	No. of shares held (1)	No. 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 in against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	2806895	2806895	100	2806895	0	100	0	0	
	Poll	0	0	0	0	0	0	0	0	
	Postal Ballot (If applicable)	0	0	0	0	0	0	0	0	
Public Institutions	E-Voting	7986	0	0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	0	
	Postal Ballot (If applicable)	0	0	0	0	0	0	0	0	
Public Non Institutions	E-Voting	935119	99985	10.69	99985	0	100	0	0	
	Poll	0	106	0	106	0	100	0	0	
	Postal Ballot (If applicable)	0	0	0	0	0	0	0	0	
	<b>Total</b>	<b>3750000</b>	<b>2906986</b>	<b>77.52</b>	<b>2906986</b>	<b>0</b>	<b>100</b>	<b>0</b>	<b>0</b>	



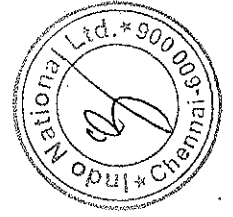


Resolution required: (Ordinary / Special)	Ordinary-4: Ratification of appointment of M/s. P. Srinivasan & Co., Chartered Accountants (Registration no: 004054S) as the statutory auditors of the Company.									
Whether Promoter / Promoter Group are interested in the agenda / resolution	No									
Category	Mode of Voting	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 in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes in against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	2806895	2806895	100	2806895	0	100	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Institutions	E-Voting	7986	0	0	0	0	0	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Non Institutions	E-Voting	935119	99985	10.69	99985	0	100	0		
	Poll	0	106	0	106	0	100	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
	<b>Total</b>	3750000	2906986	77.52	2906986	0	100	0		

Resolution required: (Ordinary / Special)	<b>Ordinary-5:</b> Appointment of Mr. P. Aditya Reddy (DIN:00482051) as Joint Managing Director for a period of 5 (five) years with effect from 1st June 2016.									
Whether Promoter / Promoter Group are interested in the agenda / resolution	Promoter group - Sri. P.Dwaraknath Reddy, Smt. Suneeta Reddy, Sri. P Aditya Dev Reddy, Smt. P Sindoori Reddy, M/s. Obul Reddy Investments Pvt. Ltd and M/s PDR Investments Pvt. Ltd –are interested in the resolution.									
Category	Mode of Voting	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 in against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	2806895	2806895	100	2806895	0	100	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Institutions	E-Voting	7986	0	0	0	0	0	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Non Institutions	E-Voting	935119	101385	10.84	101354	31	99.97	0.03		
	Poll	0	106	0	106	0	100	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
	<b>Total</b>	<b>3750000</b>	<b>2908386</b>	<b>77.56</b>	<b>2908355</b>	<b>31</b>	<b>100</b>	<b>0</b>		



Resolution required: (Ordinary / Special)	<b>Ordinary-6:</b> Approval for Related Party Transactions with M/s. Associated Electrical Agencies for the period from 1 <sup>st</sup> October 2016 to 30 <sup>th</sup> September 2019.									
Whether Promoter / Promoter Group are interested in the agenda / resolution	Promoter group - Sri. P.Dwaraknath Reddy, Smt. Suneeta Reddy, Sri. P Aditya Dev Reddy, Smt. P Sindoori Reddy, M/s. Obul Reddy Investments Pvt. Ltd and M/s PDR Investments Pvt. Ltd –are interested in the resolution doesn't cast their votes.									
Category	Mode of Voting	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 in against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	2806895	715131	25.48	715131	0	100	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Institutions	E-Voting	7986	0	0	0	0	0	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Non Institutions	E-Voting	935119	101385	10.84	101385	0	100	0		
	Poll	0	106	0	106	0	100	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
	<b>Total</b>	<b>3750000</b>	<b>816622</b>	<b>21.78</b>	<b>816622</b>	<b>0</b>	<b>100</b>	<b>0</b>		





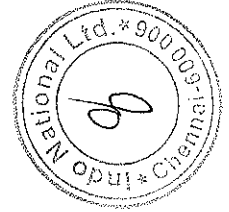
Resolution required: (Ordinary / Special)	Ordinary-7: Approval for Related Party Transactions with M/s. Apex Agencies for the period from 1 <sup>st</sup> October 2016 to 30 <sup>th</sup> September 2019.									
Whether Promoter / Promoter Group are interested in the agenda / resolution	Promoter group - Sri. P.Dwaraknath Reddy, Smt. Suneeta Reddy, Sri. P Aditya Dev Reddy, Smt. P Sindoori Reddy, M/s. Obul Reddy Investments Pvt. Ltd and M/s PDR Investments Pvt. Ltd -are interested in the resolution doesn't cast their votes.									
Category	Mode of Voting	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 in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes in against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	2806895	715131	25.48	715131	0	100	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Institutions	E-Voting	7986	0	0	0	0	0	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Non Institutions	E-Voting	935119	101385	10.84	101385	0	100	0		
	Poll	0	106	0	106	0	100	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
	<b>Total</b>	<b>3750000</b>	<b>816622</b>	<b>21.78</b>	<b>816622</b>	<b>0</b>	<b>100</b>	<b>0</b>		



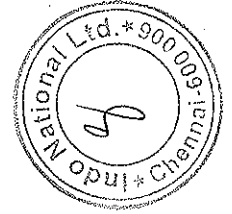
Resolution required: (Ordinary / Special)	Ordinary-8: Approval for Related Party Transactions with M/s. Radiohms Agencies for the period from 1 <sup>st</sup> October 2016 to 30 <sup>th</sup> September 2017.									
Whether Promoter / Promoter Group are interested in the agenda / resolution	Promoter group Sri. R.P.Khaitan, Smt Sarla Devi Khaitan, Sri. H.N.Khaitan (HUF), Mr.Anju Santosh Ganeriwal and M/s. 'Radiohms Properties Pvt. Ltd- are interested in the resolution doesn't cast their votes.									
Category	Mode of Voting	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 in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes in against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	2806895	2442676	87.02	2442676	0	100	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Institutions	E-Voting	7986	0	0	0	0	0	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Non Institutions	E-Voting	935119	91835	9.82	51825	40010	56.43	43.57		
	Poll	0	106	0	106	0	100	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
	<b>Total</b>	<b>3750000</b>	<b>2534617</b>	<b>67.59</b>	<b>2494607</b>	<b>40010</b>	<b>98.42</b>	<b>1.58</b>		

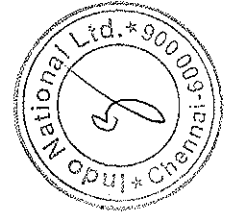


Resolution required: (Ordinary / Special)	<b>Ordinary-9:</b> Approval for Related Party Transactions with M/s. RAL Consumer Products Ltd for the period from 1 <sup>st</sup> October 2016 to 30 <sup>th</sup> September 2017.									
Whether Promoter / Promoter Group are interested in the agenda / resolution Category	Promoter group Sri. R.P.Khaitan, Smt Sarla Devi Khaitan, Sri. H.N.Khaitan (HUF), Mr. Anju Santosh Ganeriwal and M/s. 'Radiolims Properties Pvt. Ltd- are interested in the resolution doesn't cast their votes.									
	Mode of Voting	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 in against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	2806895	2442676	87.02	2442676	0	100	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Institutions	E-Voting	7986	0	0	0	0	0	0		
	Poll	0	0	0	0	0	0	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
Public Non Institutions	E-Voting	935119	91835	9.82	51825	40010	56.43	43.57		
	Poll	0	106	0	106	0	100	0		
	Postal Ballot (If applicable)	0	0	0	0	0	0	0		
	<b>Total</b>	<b>3750000</b>	<b>2534617</b>	<b>67.59</b>	<b>2494607</b>	<b>40010</b>	<b>98.42</b>	<b>1.58</b>		



<b>Ordinary-10: Approval of remuneration payable to Mr. P. Raju Iyer, Cost Auditor for the financial year ending March 31, 2017.</b>									
Resolution required: (Ordinary / Special)	No								
Whether Promoter / Promoter Group are interested in the agenda / resolution	No								
Category	Mode of Voting	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 in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes in against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	2806895	2806895	100	2806895	0	100	0	
	Poll	0	0	0	0	0	0	0	
	Postal Ballot (If applicable)	0	0	0	0	0	0	0	
Public Institutions	E-Voting	7986	0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	
	Postal Ballot (If applicable)	0	0	0	0	0	0	0	
Public Non Institutions	E-Voting	935119	101385	10.84	101385	0	100	0	
	Poll	0	106	0	106	0	100	0	
	Postal Ballot (If applicable)	0	0	0	0	0	0	0	
	<b>Total</b>	<b>3750000</b>	<b>2908386</b>	<b>77.56</b>	<b>2908386</b>	<b>0</b>	<b>100</b>	<b>0</b>	





Special-11: To Alter the Articles of Association of the company									
Resolution required: (Ordinary / Special)	No								
Whether Promoter / Promoter Group are interested in the agenda / resolution	No								
Category	Mode of Voting	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 in against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes in against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	2806895	2806895	100	2806895	0	100	0	
	Poll	0	0	0	0	0	0	0	
	Postal Ballot (If applicable)	0	0	0	0	0	0	0	
Public Institutions	E-Voting	7986	0	0	0	0	0	0	
	Poll	0	0	0	0	0	0	0	
	Postal Ballot (If applicable)	0	0	0	0	0	0	0	
Public Non Institutions	E-Voting	935119	101385	10.84	101385	0	100	0	
	Poll	0	106	0	106	0	100	0	
	Postal Ballot (If applicable)	0	0	0	0	0	0	0	
<b>Total</b>		<b>3750000</b>	<b>2908386</b>	<b>77.56</b>	<b>2908386</b>	<b>0</b>	<b>100</b>	<b>0</b>	

New No.6, Old No.12,  
Appavoo Gramani 1st Street,  
Mandaveli,  
(Opp. to Church Near by BSNL Office)  
Chennai - 600 028.  
Ph : 044-4360 1111  
E-mail : secretarial@mdassociates.co.in  
accounts@mdassociates.co.in



**M. DAMODARAN & ASSOCIATES**  
Practicing Company Secretaries



**M. Damodaran, B.Com, F.C.S. L.L.B.**  
Mobile:98412 81693

**CONSOLIDATED SCRUTINIZER'S REPORT**

**(REMOTE E-VOTING & INSTA POLL)**

[Pursuant to Section 108 of the Companies Act, 2013 and  
Companies (Management and Administration) Rules, 2014 as amended and the provisions  
of Regulation 44 of the SEBI LODR, Regulations 2015]

To,

The **Chairman** of 43<sup>rd</sup> Annual General Meeting of the Equity Shareholders of INDO-NATIONAL LIMITED (CIN: L31909TN1972PLC006196) held on Friday, the 23<sup>rd</sup> September, 2016 at 12.15 P.M. at Sri P.Obul Reddy Hall, Vani Mahal, No.103, G.N.Chetty Road, T.Nagar, Chennai – 600017.

Dear Sir,

1. I, M.Damodaran, a Company Secretary in Practice having office at New No. 6, Old No. 12, Appavoo Gramani 1st Street, Velayudaraja Street, Mandavelipakkam, Raja Annamalai Puram, Chennai, Tamil Nadu 600028 have been appointed as a scrutinizer by the Board of Directors of INDO- NATIONAL LIMITED (the company) for the purpose of :

(i) Scrutinizing the e-voting process (remote e- voting) under the provisions of Section 108 of The Companies Act 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and the provisions of Regulation 44 of the SEBI LODR, Regulations 2015.

(ii) Poll through ballot paper (Insta Poll) under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the notice to the 43<sup>rd</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on the 23<sup>rd</sup> September, 2016 at 12.15 P.M. at Sri P.Obul Reddy Hall, Vani Mahal, No.103, G.N.Chetty Road, T.Nagar, Chennai – 600017.

2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by Poll by ballot paper (Insta Poll) at the AGM] for the resolutions contained in the Notice to the 43<sup>rd</sup> AGM of the Equity Shareholders of the company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e by remote e-voting and Insta Poll at AGM) is restricted to make a





# M. DAMODARAN & ASSOCIATES



## Practicing Company Secretaries

consolidated scrutinizer's report of the voted cast "in favor" or "against" the resolution stated above, based on the report generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the company to provide e-voting facilities for voting through electronic means.

### Results of E-Voting and Insta Poll of M/s INDO- NATIONAL LIMITED

Item No: 1

Consider and adopt Audited Financial Statements, Reports of the Board of Directors and Auditors & Audited Consolidated Financial Statements for the FY 2015-16.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	10	10	106	100	0	0	0	100
E-Voting	45	45	2906880	100	0	0	0	0
Total	55	55	2906986	100	0	0	0	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0




# M. DAMODARAN & ASSOCIATES



Practicing Company Secretaries

Item No: 2

Declaration of dividend on equity shares.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	10	10	106	100	0	0	0	100
E-Voting	45	45	2906880	100	0	0	0	100
<b>Total</b>	<b>55</b>	<b>55</b>	<b>2906986</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100</b>

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
<b>Total</b>	<b>0</b>







# M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



Item No: 3

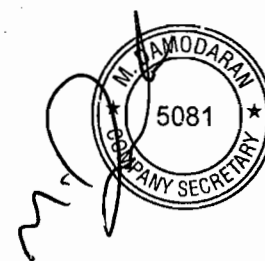
Re-appointment of Mr.S.Obul Reddy (DIN:00027829) as Director, who retires by rotation.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	10	10	106	100	0	0	0	100
E-Voting	45	45	2906880	100	0	0	0	100
Total	55	55	2906986	100	0	0	0	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0





# M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



Item No: 4

Ratification of appointment of M/s. P. Srinivasan & Co., Chartered Accountants (Registration no: 004054S) as the statutory auditors of the Company.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	10	10	106	100	0	0	0	100
E-Voting	45	45	2906880	100	0	0	0	100
Total	55	55	2906986	100	0	0	0	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0





# M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



Item No: 5

Appointment of Mr. P. Aditya Reddy (DIN:00482051) as Joint Managing Director for a period of 5 (five) years with effect from 1st June 2016.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	10	10	106	100	0	0	0	100
E-Voting	46	45	2908249	99.9989	1	31	0.0011	100
Total	56	55	2908355	99.9989	1	31	0.0011	<b>100</b>

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0





# M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



Item No: 6

Approval for Related Party Transactions with M/s. Associated Electrical Agencies for the period from 1<sup>st</sup> October 2016 to 30<sup>th</sup> September 2019.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	10	10	106	100	0	0	0	100
E-Voting	39	39	816516	100	0	0	0	100
Total	49	49	816622	100	0	0	0	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0





# M. DAMODARAN & ASSOCIATES



Practicing Company Secretaries

Item No: 7

Approval for Related Party Transactions with M/s. Apex Agencies for the period from 1<sup>st</sup> October 2016 to 30<sup>th</sup> September 2019.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	10	10	106	100	0	0	0	100
E-Voting	39	39	816516	100	0	0	0	0
<b>Total</b>	<b>49</b>	<b>49</b>	<b>816622</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100</b>

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
<b>Total</b>	<b>0</b>

M. DAMODARAN  
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COMPANY SECRETARY



# M. DAMODARAN & ASSOCIATES



Practicing Company Secretaries

Item No: 8

Approval for Related Party Transactions with M/s. Radiohms Agencies for the period from 1<sup>st</sup> October 2016 to 30<sup>th</sup> September 2017.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	10	10	106	100	0	0	0	100
E-Voting	35	34	2494501	98.4214	1	40010	1.5786	100
Total	45	44	2494607	98.4214	1	40010	1.5786	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0





# M. DAMODARAN & ASSOCIATES



Practicing Company Secretaries

Item No: 9

Approval for Related Party Transactions with M/s. RAL Consumer Products Ltd for the period from 1<sup>st</sup> October 2016 to 30<sup>th</sup> September 2017.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	10	10	106	100	0	0	0	100
E-Voting	35	34	2494501	98.4214	1	40010	1.5786	100
Total	45	44	2494607	98.4214	1	40010	1.5786	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0





# M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



Item No: 10

Approval of remuneration payable to Mr. P. Raju Iyer, Cost Auditor for the financial year ending March 31, 2017.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	10	10	106	100	0	0	0	100
E-Voting	46	46	2908280	100	0	0	0	100
Total	56	56	2908386	100	0	0	0	100

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
Total	0







# M. DAMODARAN & ASSOCIATES



Practicing Company Secretaries

Item No: 11

To Alter the Articles of Association of the company

Passed as Special Resolution as follows:

Mode of Voting	Total Valid Polls Received & valid e-voting casted (3)+(6)	Favour			Against			Total % of valid Votes in Favour & Against (5)+(8)
		Number of Polls & e-voting	Number of shares Voted	%	Number of Polls & e-voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	10	10	106	100	0	0	0	100
E-Voting	46	46	2908280	100	0	0	0	100
<b>Total</b>	<b>56</b>	<b>56</b>	<b>2908386</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>100</b>

Details of invalid Votes:

Mode of Voting	Number of shares
Insta Poll	0
E-Voting	0
<b>Total</b>	<b>0</b>





**M. DAMODARAN & ASSOCIATES**



**Practicing Company Secretaries**

3. The electronic data and all other relevant records relating to e voting is under my 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 AGM.

Thanking You,  
Yours faithfully,

M.Damodaran & Associates  
Practicing Company Secretary

Date: 23.09.2016

Place: Chennai