Elpro International Ltd

17th Floor, Nirmal, Nariman Point Mumbai 400 021, India

T +91 22 2202 3075, +91 22 4029 9000 F +91 22 2202 7995

CIN: L51505MH1962PLC012425

September 27, 2016

To, Corporate Relationship Department, BSE Limited, P. J. Towers, Dalal Street, Fort, Mumbai - 400001

Scrip Code: 504000

Dear Sir,

Sub: Proceedings and Voting Results of the 53rd Annual General Meeting ("AGM") of the Company

This is to inform that the 53rd Annual General Meeting of the Company was held on Monday, September 26, 2016 at 9:30 a.m. at Prince Hall, The National Sports Club of India, Lala Lajpat Rai Marg, Worli, Mumbai – 400 018.

In this regard, please find enclosed the following:

- Summary of the proceedings of the AGM of the Company as required under Regulation 30
 Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements)
 Regulations, 2015 ("the Listing Regulations") Annexure I
- 2. Voting results of the business transacted at the AGM, as required under Regulation 44 of the Listing Regulations Annexure II
- 3. Consolidated Report of the Scrutinizer dated September 27, 2016 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014 Annexure III

Kindly take the above information on your records and oblige.

Thanking you,

Yours faithfully,

For Elpro International Limited,

Dipankar Ghosh

Chairman and Managing Director

(DIN: 07525353)



Annexure - I

Elpro International Ltd

17th Floor, Nirmal, Nariman Point Mumbai 400 021, India

T +91 22 2202 3075, +91 22 4029 9000 F +91 22 2202 7995

CIN: L51505MH1962PLC012425

September 26, 2016

Department of Corporate Services BSE Limited P. J. Towers, Dalal Street, Mumbai – 400 001 Fax No. 022 2272 2037 / 2272 3719

Scrip Code: 504000

Sub.: Outcome of the 53rd Annual General Meeting convened on September 26, 2016

Dear Sir,

In accordance with under Regulation 30 Part A of Schedule – III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, we write to inform you that the following business, as set out in the notice convening the 53^{rd} Annual General Meeting of the members of the Company ("AGM"), were transacted at the AGM held on Monday, September 26, 2016 at 9:30 a.m. at Prince Hall, The National Sports Club Of India, Lala Lajpatrai Marg, Worli, Mumbai – 400 018:

Resol- ution No.	Resolution	Remark
Ordinary	Business:	
1.	Adoption of Financial Statements for the year ended March 31, 2016	The resolution was passed with requisite majority
2.	Re-appointment of Mr. Ram Swarup Dabriwala, who retires by rotation	The resolution was passed with requisite majority
3.	Ratification of appointment of M/s. Todarwal & Todarwal as Auditors & fixing their remuneration for the F.Y. 2016-17	The resolution was passed with requisite majority
Special B	usiness:	***************************************
4.	Regularisation of appointment of Mr. Dipnakar Ghosh as a Director of the Company	The resolution was passed with requisite majority



5.	To appoint Mr. Dipankar Ghosh as Managing Director of the Company	The resolution was passed with requisite majority
6.	To approve the transactions with related parties for availing Inter Corporate Deposit	The resolution was passed with requisite majority
7.	To approve the transactions with related party for availing of part of the premises on lease	The resolution was passed with requisite majority
8.	To approve the transactions with related party for making advances under the subsisting Joint Development Agreement	The resolution was passed with requisite majority

The voting on all the above resolutions was conducted through electronic means and physical ballots pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The voting results as per regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as "Annexure - II"

You are requested to take note of the same and bring it to the notice of all concerned.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,

For Elpro International Limited

Dipankan Ghosh

Chairman and Managing Director

(DIN: 07525353)

ELPRO INTERNATIONAL LIMITED

53rd Annual General Meeting (AGM) Voting Results

Date of the AGM	Manday 25th Sentember 2016
	Moliday, 20 September, 2020
Total Number of Shareholders on record date 28	2862
(Cut-off date for e-voting – 19 th September, 2016)	
No. of Shareholders present In the meeting either	
in person or through proxy:	
Promoters and Promoter Group:	3 (Three)
	33 (Thirty Three)
No. of Shareholders attended the meeting through N	Not arranged
Video Conferencing	
Promoters and Promoter Group:	
Publica	



Adoption of the Audited Standalone and Consolidated Financial Statement for the year ended 31st March, 2016 together with the reports of Directors and Auditors thereon.	one and Cons	olidated Financi	ai Statement fo	r the year ended 31s	t March, 2016 t	ogether with th	e reports of Director	sand
Resolution required (Ordinary/Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	ON CONTRACT							
Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Control of the contro	Evoting		0	0.00	0		0.00	0.00
אוסוווסופו א גוסוווסופו פוסמל	Poll	45,416,220	42,861,36	6	42,861,360		00.001	
	Total			94.37	42,861,360		0,000	
Public - Institutions	Evoting		4,435,485	26.73	4,435,485	0	100.00	
	Poll	16,594,650		00:00	0		0.00	
	Total		4,435,485	26.73	4,435,485		100.00	
Public - Non-jastitutions	Evoting		25	00:0	25		0 100.00	
	Poll	7,164,285	4,529	90.0	4,526	m	99.93	
	Total			90.0	4,551		3 99.93	
Total		69,175,155	47,301,399	88.38	47,301,396		3 100.00	0000



Resolution required (Ordinary/Special) Whether promoter/ promoter No group are interested in the agenda/resolution? Category Promoter & Promoter Group Promoter & Promoter Group Poll Total A5,416,220 A2,861, Total A4,435, Public – Institutions Public – Institutions Poll Total A4,435, Public – Institutions	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - No. of Votes - in favour against (4) (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against
promoter No Mode of No. of Shares No o Noting held polle ter Group Evoting 45,416,220 Total 16,594,650	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	tes-	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against
Mode of No. of Shares No o voting held (1) Evoting 45,416,220 Total 16,594,650	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	<u>D</u>		Ion votes policy
Evoting 45,416,220 Total Evoting 16,594,650	The state of the s	The same of the sa	000	(7) = [(5)/(2)]*100
Evoting 45,416,220 Total Evoting 16,594,650	00:00	0	00 001	0.00
Evoting 16,594,650	42,861,360 94.37 42,861,360 94.37	42,861,360	0 100.00	00.0
Evoting 16,594,650	4,435,485	מיייים איייים	0.00	
Total	0.00 0.00	4,435,485	0 100.00	0.00
Public – Non-institutions Poll 7,164,285	4,529 0.06 4,554 0.06	1	3 99.93	
Total 69 175.155 4	47,301,399 68.38	4/,501,550		



their remuneration. ution required nary/Special) that promoter/ promoter har promoter promoter promoter no of Shares (1) ord voting bolled con outstanding tory voting cory tory tory cory	Resolution No. 3: Ratification of appointment of M/s Todarwal & Todarwal, Chartered Accountants (ICAI Firm Registration No. 111009W) as Statutory Auditors of the Company and	's Todarwal	& Todarwal, Char	tered Account	ants (ICAl Firm Regist	ration No. 111(009W) as Statut	ory Auditors of the C	ompany and
Ordinary No Action of Shares No of Votes No of Votes polled No. of Shares No of Votes No. of Votes	to fix their remuneration.								
promoter No Roof Votes % of Votes polled shares % of Votes polled shares No. of Votes on outstanding shares No. of Votes of saling No. of Votes on outstanding shares No. of Votes of saling No. of Votes of Salin	Resolution required	Ordinary							
Mode of Voting No. of Shares No of Votes No. of Vote	Whether promoter/ promoter group are interested in the	No							
oter & Promoter Group Evoting 45,416,220 42,861,360 94.37 42,861,360 c - Institutions Fouling 45,416,220 42,861,360 94.37 42,861,360 c - Institutions Evoting 16,594,650 0 0 0 c - Non-institutions Evoting 7,164,285 4,435,485 26.73 4,435,485 poll 7,164,285 4,525 0.00 25 rotal 7,164,285 4,525 0.06 4,526 rotal 4,554 0.06 4,551 rotal 7,164,285 47,301,396 68.36 47,301,396	Category	Mode of Voting		No of Vates 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
coll 45,416,220 42,861,360 94.37 42,861,360 coll Total 42,861,360 94.37 42,861,360 coll Evoting 4,435,485 26.73 4,435,485 coll 16,594,650 4,435,485 26.73 4,435,485 coll Total 4,435,485 26.73 4,435,485 poll 7,164,285 4,529 0.00 4,526 Total 4,554 0.06 4,556 Total 4,554 0.06 4,551	Promoter & Promoter Groun	Fvoting		0			0	0.00	00'0
Total 42,861,360 94.37 42,861,360 c-Institutions Evoting 4,435,485 26.73 4,435,485 Poll 16,594,650 0.00 0 0 C-Non-institutions Evoting 7,164,285 4,529 0.06 4,526 Poll 7,164,285 4,529 0.06 4,526 Total 4,554 0.06 4,526 Total 4,554 0.06 4,551		Poll	45.416.220	42,861,360	6		0	100.00	0.00
c - Institutions Evoting 4,435,485 26.73 4,435,485 Poll 16,594,650 0 0.00 0 C - Non-institutions Evoting 25 0.00 4,435,485 Poll 7,164,285 4,529 0.06 4,526 Total 4,554 0.06 4,526 Total 4,554 0.06 4,551		Total		42,861,360		42,861,360	0	100.00	0.00
Total 16,594,650 0 0.00 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	Public - Institutions	Evoting		4,435,485		4,435,485	0	100.00	
c - Non-institutions Evoting 7,164,285 4,435,485 26.73 4,435,485 25.73 4,435,485 25.73 4,435,485 25.73 4,435,485 25.73 25.7		Poll	16,594,650	0		0	0	0.00	
c – Non-institutions Evoting 7,164,285 4,529 0.06 4,526 Total 4,554 0.06 4,551 Total 69,175,155 47,301,399 68.38 47,301,396		Total		4,435,485			0	100.00	00'0
Poll 7,164,285 4,529 0.06 4,526 Total 4,554 0.06 68.38 47,301,396	Public – Non-institutions	Evoting		25			0	100,00	
Total 4,554 0.06 4,551 69,175,155 47,301,396 68.38 47,301,396		Poll	7,164,285	4,529				99.93	
69,175,155 47,301,399 68.38 47,301,396		Total		4,554				99,93	
The same of the sa	Total		69,175,155	47,301,399				100.00	0.00



Resolution required	Ordinary							
Whether promoter/ promoter group are interested in the	ON							
agenda/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 against on votes polled (7) = [(5)/(2)]*100
							000	
O Dromoter Group	Fvoting		0	00:00	0	0	0.00	
Promoter & Floring Grap	Poll	45,416,220	42,861,360	94.37	42,861,360	0	100.00	
	loto F			94.37	42,861,360	0	100.00	
	Escation		4,435,485	26.73	4,435,485	0	100.00	
Public – Institutions	Evoting poll	16 594 650			0	0	0.00	
	Total	()	4,435,485	8	4,435,485	0	100.00	
	Evoting		25	00'0	25	0	100.00	
Public - Non-Institutions	Poll	7.164.285	4,529	90.0	4,526	m	99.99	
	Total			90.0	4,551	ю	99.93	
	10101	20475 455	17 30	68.38	47,301,396	es	100.00	0.00



Resolution required	Special							
Ordinary/special)	No							
Whether promotes, promotes group are interested in the	2							
Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes polled on outstanding	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes	% of Votes against on votes polled
		(1)	(2)	shares (3) = [(2)/(1)]*100	(4)	(5)	polled (6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Dromoter & Bromoter Groun	Fvoting		0	00:00	0	0	0.00	00:00
	Poli	45,416,220	42,861,360	94.37	42,861,360	0	100.00	0.00
	Total			94.37	42,861,360	0	100.00	0.00
Public – Institutions	Evoting		4,435,485	26.73	4,435,485	0	100.00	0,00
	Poll	16,594,650		00.0	0	0	0.00	0.00
	Total		4,435,485	26.73	4,435,485	0	100.00	0.00
Public – Non-institutions	Evoting		25	00:00	25	0	100.00	0.00
	Poll	7,164,285	4,529	90.0	4,526	m	99.93	0.07
	Total		4,554	0.06	4,551	8	99.93	0.07
7-4-1		69 175 155	47 301 399	68.38	47,301,396	m	100.00	0.00



Resolution No. 6: Approval of transactions with related party for availing Inter Corporate Deposit.	ted party for a	availing Inter Col	rporate Deposi	نيد				
Resolution required	Ordinary							
(Ordinary/Special) Whether promoter/ promoter	Yes						of set of in	% of Votes against
group are interested in the agenda/resolution? Category	Mode of Voting	ares	No of Votes polled	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - In favour (4)	No. of Votes - No. of Votes - in favour against (4) (5)	% ON VOICES III favour on votes polled (6) = [(4)/(2)]*100	A COLUMN TO A COLU
		(1)		000			00.00	00.0
Promoter & Promoter Group	Evoting	45,416,220		0.00			0.00	
	Total				4,435,485	10	100.00	
Public – Institutions	Evoting	16,594,650	4,435,46	2	4,435,4	0 85	0 100.00	
Public – Non-institutions	Evoting Poli	7,164,285	4,5			7 9 E 8	3 99.93 3 99.93 3 100.00	99.93 0.00 00.00 0.00
	Total	69,175,155	55 4,440,039	39 6.42	42 4,440,030	50		
Total	-							



0.00 0.00 0.00 0.00 0.00 0.07 0.07 0.00 % of Votes against (7) = [(5)/(2)]*100on votes polled 0.00 0.00 100.00 0.00 100.00 100.00 99.93 99.93 100.00 (6) = [(4)/(2)]*100favour on votes No. of Votes - No. of Votes - % of Votes in polled (2) against 4,526 4,551 4,435,485 4,440,036 4,435,485 in favour 4 6.42 90.0 0.00 26.73 00.0 26.73 0.00 0.00 90.0 % of Votes polled (3) = [(2)/(1)]*100on outstanding shares 4,529 4,435,485 4,435,485 4,554 4,440,039 Approval of transaction with related party for availing the premises on lease. No. of Shares | No of Votes (2) polled 69,175,155 45,416,220 7,164,285 16,594,650 Ξ held Mode of Voting Ordinary Evoting Evoting Evoting Total Total Total Poll Poll Poll Yes Whether promoter/ promoter Promoter & Promoter Group group are interested in the Public - Non-institutions Resolution required agenda/resolution? Public - Institutions (OrdInary/Special) Resolution No. 7: Category Total



positivos activitados	Ordinary							
(Ordinary/Special)								
Whether promoter/ promoter group are interested in the	Yes							
agenda/resolution? Category	Mode of Voting	No. of Shares held	No of Votes polled	% of Votes polled on outstanding	No. of Votes -	No. of Votes - No. of Votes - in favour against	% of Votes in favour on votes	% of Votes against on votes polled
		(1)	(2)	shares (3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	$(7) = [(5)/(2)]^*100$
				0.00	0	0	00.00	00'0
Promoter & Promoter Group	Evoung	AE 416.036	0 0		0	0	00:00	0.00
	FOIL F	42,410,424	, 0		0	0	0.00	0.00
	Evo+ing		4.435.485	2	4,435,485	0	100.00	
Public – Institutions	Evoling Poll	16 594 650			0	0	0.00	
	10.1	and a class	4.435,485	2	4,435,485	0	100.00	0.00
	Evoting		25		25	0	100.00	
Public – Non-institutions	Poll	7.164.285	4,529		4,526	m	99.93	
	Total		4,554	90'0	4,551	8		
		THE PART OF	000 000 0	623	4 440 036	con	100.00	0.00



14. Adarsh, 9/83, Nehru Road, Near HDFC Bank, Vile Parle (East), Mumbai-400 057. Tel.: 2612 1371 Fax: 2611 1371 Cell: 98209 96575 Email: jayshreefalpuna@gmail.com

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
Elpro International Limited
Nirmal, 17th Floor,
Nariman Point,
Mumbai-400 021.

Dear Sir,

- I, Jayshree A. Lalpuria, Practising Company Secretary, having office at 14, Adarsh, 83, Nehru Road, Near HDFC Bank, Vile Parle (East), Mumbai -400 057, have been appointed as the Scrutinizer by the Board of Directors of Elpro International Limited, ("the Company") for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amendment Rules, 2015 on the 8 (Eight) resolutions contained in the notice dated 12th August, 2016 convening the 53rd Annual General Meeting (AGM) of the Members of the Company, held on Monday, 26th September, 2016 at 9.30 a.m. at Prince Hall, The National Sports Club of India, Lala Lajpatrai Marg, Worli, Mumbai 400 018.
- 2. I was also appointed as the Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on 26th September, 2016.
- 3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means (by remote e-voting) and voting by using ballots by the shareholder at the said AGM on the resolutions contained in the notice to the said AGM. My responsibility as the Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizers' Report of the total votes cast in favour or against, if any to the Chairman on the resolutions, based on the reports generated from the remote e-voting

system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company and the report for voting by use of ballots at the meeting.

- 4. Further to above, I submit my report as under:
- 4.1 The remote e-voting period remained open from 9.00 a.m. on Friday, 23rd September, 2016 up to 5.00 p.m. on Sunday, 25th September, 2016.
- 4.2 The Shareholders holding shares as on the cut-off date i.e. 19th September, 2016, were entitled to vote on the proposed 8 (Eight) resolutions set out in the Notice convening 53rd Annual General Meeting of the Company.
- 4.3 The Chairman at the 53rd Annual General Meeting, at the end of discussions on the resolutions contained in the Notice, allowed voting through ballot at the venue to all those members who were present at the meeting but have not cast their vote by availing remote E-voting.
- 4.4 After conclusion of the voting at the AGM, the poll papers were reconciled with the records maintained by the Company and Registrar & Transfer Agents with respect to the Authorization/proxies lodged with the Company.
- 4.5 The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, namely, Ms. Rashmi and Ms. Riddhi Kulkarni who are not in the employment of the Company. Thereafter, the e-voting results containing, inter-alia the list of Shareholders who have voted in favour or against the resolutions or who have abstained from voting were downloaded from the e-voting website of Central Depository Services (India) Limited i.e.(https://www.evotingindia.com)
- 4.6 The consolidated result of the remote e-voting and voting at the meeting is as under:



a) Resolution No. 1 – Ordinary Resolution - Adoption of Audited Financial Statements for the year ended 31st March, 2016, the reports of the Board of Directors and Auditors thereon.

i) Voted in favour of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	4435510	9.38
Physical ballots	19	42865886	90.62
Total	22	47301396	100.00

ii) Voted against the Resolution:

Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00
3	3	0.00
3	3	0.00
	voted through e-voting system and physical ballots 0 3	e-voting system and physical ballots 0 0 0 3

iii) Invalid Votes:

Voting process	Total number of Members whose votes were declared invalid	
E-voting	0	0
Physical ballots	7	966
Total	7	966

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b) Resolution No. 2 – Ordinary Resolution – Appointment of a Director in place of Mr. Ram Swarup Dabriwala (DIN: 00108875), who retires from office by rotation and being eligible, offers himself for re-appointment.

i) Voted in favour of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	4435510	9.38
Physical ballots	19	42865886	90.62
Total	22	47301396	100.00
Total	22	47301396	100.00

ii) Voted against the Resolution:

Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00
3	3	0.00
3	3	0.00
	voted through e-voting system and physical ballots 0	voted through cast by them e-voting system and physical ballots 0 0 3 3

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	7	, 966
Total	7	966



c) Resolution No. 3 – Ordinary Resolution – Ratification of appointment of M/s Todarwal & Todarwal, Chartered Accountants (ICAI Firm Registration No. 111009W) as Statutory Auditors of the Company and to fix their remuneration.

I) Voted in favour of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	4435510	9.38
Physical ballots	19	42865886	90.62
Total	22	47301396	100.00
Total	22	47301396	100.00

ii) Voted against the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0.00
Physical ballots	3	3	0.00
Total	3	3	0.00

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	7	966
Total	7	966



d) Resolution No. 4 - Ordinary Resolution - Appointment of Mr. Dipankar Ghosh (DIN: 07525353) as Director of the Company.

i) Voted in favour of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	4435510	9.38
Physical ballots	19	42865886	90.62
Total	22	47301396	100.00

ii) Voted against the Resolution:

Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00
3	3	0.00
3	3	0.00
	voted through e-voting system and physical ballots 0	voted through e-voting system and physical ballots 0 0 0 3 3

Voting process	Total number of Members whose votes were declared invalid	
E-voting	0	0
Physical ballots	7	966
Total	7	966



e) Resolution No. 5 – Special Resolution – Appointment of Mr. Dipankar Ghosh (DIN: 07525353) as Managing Director of the Company.

i) Voted in favour of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	4435510	9.38
Physical ballots	19	42865886	90.62
Total	22	47301396	100.00

ii) Voted against the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0.00
Physical ballots	3	3	0.00
Total	3	3	0.00

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	7	966
Total	7	966



f) Resolution No. 6 – Ordinary Resolution – Approval of transactions with related party for availing Inter Corporate Deposit.

i) Voted in favour of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	4435510	99.90
Physical ballots	16	4526	0.10
Total	19	4440036	100.00

ii) Voted against the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0.00
Physical ballots	3	3	0.00
Total	3	3	0.00

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	7	966
Total	7	966



g) Resolution No. 7 - Ordinary Resolution - Approval of transaction with related party for availing the premises on lease.

i) Voted in favour of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	4435510	99.90
Physical ballots	16	4526	0.10
Total	19	4440036	100.00

ii) Voted against the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0.00
Physical ballots	3	3	0.00
Total	3	3	0.00

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	7	966
Total	7	966



h) Resolution No. 8 - Ordinary Resolution - Approval of transaction with related party for making advances under the subsisting Joint Development Agreement.

I) Voted in favour of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	3	4435510	99.90
Physical ballots	16	4526	0.10
Total	19	4440036	100.00

ii) Voted against the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0.00
Physical ballots	3	3	0.00
Total	3	3	0.00
Total	3	3	0.00

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	7	966
Total	7	966



 The register and all other papers relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter, the same will be handed over to the Company.

Thanking you,

Yours faithfully,

For Jayshree A. Lalpuria & Co.

Practising Company Secretary,

Jayshree A. Lalpuria

(Proprietor)

Date: 26th September, 2016

Place: Mumbai

Chairman

Elpro International Ltd.