

29<sup>th</sup> July 2017

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 - 400 051

Dear Sir

Sub : Proceedings of 57<sup>th</sup> Annual General Meeting of the Company held on 28<sup>th</sup> July 2017

Pursuant to the 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 57<sup>th</sup> Annual General Meeting of the Company was duly held on Friday 28<sup>th</sup> July 2017 at 4:00 P:M at “ARDRA”, No. 9, North Huzur Road, (Near Codissia Building), Coimbatore 641 018, Tamilnadu, India.

The proper quorum was present and all the items of business as mentioned in the Annual General Meeting Notice dated 9<sup>th</sup> May 2017 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 Annual General Meeting.

1.	<b>Detail of the Agenda:</b>	<b>Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31<sup>st</sup> March, 2017 together with the Reports of the Board of Directors and Auditors thereon.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
2.	<b>Detail of the Agenda:</b>	<b>Declaration of dividend for the year ended 31<sup>st</sup> March, 2017.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
3	<b>Detail of the Agenda:</b>	<b>Re-appointment of Mr.Harjeet Singh Wahan (DIN 00003358) as a Director on retirement by rotation.</b>
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Mode of voting:</b>	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.

**ELGI EQUIPMENTS LIMITED**

Trichy Road, Singanallur, Coimbatore - 641005, Tamilnadu, India

T: +91 422 2589 555, W: www.elgi.com, Toll - Free No : 1800-425-3544, CIN : L29120TZ1960PLC000351

4	<b>Detail of the Agenda:</b>	Appointment of M/s. Price Waterhouse (Firm Registration No. 012754N / N500016), Chartered Accountants as Statutory Auditors of the Company in place of retiring Auditors, M/s. RJC Associates, Chartered Accountants, for a period of Five years.
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Mode of voting:</b>	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
5	<b>Detail of the Agenda:</b>	Ratification of the payment of remuneration to Cost Auditors of the Company for the financial year 2016- 2017 and 2017-2018.
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
6	<b>Detail of the Agenda:</b>	Approval of members to charge a fee for dispatch of documents through particular mode of delivery.
	<b>Resolution Required:</b>	Ordinary Resolution.
	<b>Mode of voting:</b>	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.

A copy of the combined Scrutinizer Report on remote e-voting and poll conducted at the venue of the 57<sup>th</sup> Annual General Meeting is also attached.

Kindly take this intimation on record.

Thanking you

Yours faithfully

For **ELGI EQUIPMENTS LIMITED**

  
**VAISHNAVI. PM**  
**COMPANY SECRETARY**





*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  
57<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**M/s. ELGI EQUIPMENTS LIMITED**  
(L29120TZ1960PLC000351)  
Held on Friday the 28<sup>th</sup> day of July, 2017 at 4:00 PM at  
"ARDRA", No. 9, North Huzur Road,  
(Near Codissia Building), Coimbatore 641 018,  
Tamil Nadu, India.

Dear Sir,

**Sub: Passing of Resolution through Remote E-voting Process and through Poll**  
**conducted at the 57<sup>th</sup> Annual General Meeting of M/s. ELGI EQUIPMENTS**  
**LIMITED held on 28<sup>th</sup> July, 2017.**

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. ELGI EQUIPMENTS LIMITED** ("the Company") as a Scrutinizer for the remote e-voting process held between Tuesday, the 25<sup>th</sup> day of July, 2017 at 9:00 AM to Thursday, the 27<sup>th</sup> day of July 2017 till 5:00 PM and for the poll taken at the 57<sup>th</sup> Annual General Meeting of the Company held on Friday the 28<sup>th</sup> day of July, 2017 at 4:00 PM at "ARDRA", No. 9, North Huzur Road, (Near Codissia Building), Coimbatore 641 018, Tamil Nadu, India on the Resolution(s) set out under Item No.1 to Item No.6 in the Notice convening the said 57<sup>th</sup> Annual General Meeting dated 9<sup>th</sup> May, 2017.



### **Responsibility of the Management**

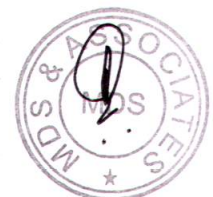
The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 57<sup>th</sup> Annual General Meeting dated 9<sup>th</sup> May, 2017.

### **Responsibility as a Scrutinizer**

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 57<sup>th</sup> 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 57<sup>th</sup> 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 57<sup>th</sup> Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 29<sup>th</sup> July, 2017 on the remote e-voting process and also a separate Scrutinizer's Report dated 29<sup>th</sup> July, 2017 in the prescribed Form No.MGT-13 on the Poll taken at the 57<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 31<sup>st</sup> March, 2017 together with the Reports of the Board of Directors and Auditors thereon.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

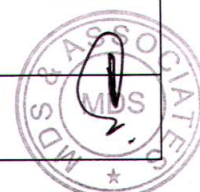
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	126	10,49,23,032	100.00
Poll	70	56,939	100.00
<b>Total Voting</b>	<b>196</b>	<b>10,49,79,971</b>	<b>100.00</b>

**VOTES CAST AGAINST THE RESOLUTION**

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

**INVALID VOTES**

Mode of Voting	Total Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	15	9,90,095
<b>Total Voting</b>	<b>15</b>	<b>9,90,095</b>



Ordinary Business

Resolution No: 2

Ordinary resolution

Declaration of dividend for the year ended 31<sup>st</sup> March, 2017.

VOTES CAST IN FAVOUR OF THE RESOLUTION

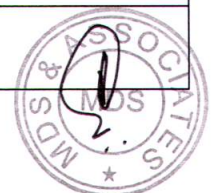
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	126	10,49,23,032	100.00
Poll	70	56,939	100.00
<b>Total Voting</b>	<b>196</b>	<b>10,49,79,971</b>	<b>100.00</b>

VOTES CAST AGAINST THE RESOLUTION

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

INVALID VOTES

Mode of Voting	Total Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	15	9,90,095
<b>Total Voting</b>	<b>15</b>	<b>9,90,095</b>





Ordinary Business

Resolution No: 3

Ordinary resolution

Re-appointment of Mr.Harjeet Singh Wahan (DIN 00003358) as a Director on retirement by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

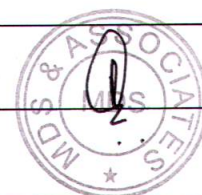
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	126	10,49,23,032	100.00
Poll	69	56,929	99.98
<b>Total Voting</b>	<b>195</b>	<b>10,49,79,961</b>	<b>100.00</b>

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	1	10	0.02
<b>Total Voting</b>	<b>1</b>	<b>10</b>	<b>0.00</b>

INVALID VOTES

Mode of Voting	Total Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	15	9,90,095
<b>Total Voting</b>	<b>15</b>	<b>9,90,095</b>



Ordinary Business

Resolution No: 4

Ordinary resolution

Appointment of M/s. Price Waterhouse (Firm Registration No. 012754N / N500016), Chartered Accountants as Statutory Auditors of the Company in place of retiring Auditors, M/s. RJC Associates, Chartered Accountants, for a period of Five years.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	126	10,49,23,032	100.00
Poll	69	56,439	99.12
<b>Total Voting</b>	<b>195</b>	<b>10,49,79,471</b>	<b>100.00</b>

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	1	500	0.88
<b>Total Voting</b>	<b>1</b>	<b>500</b>	<b>0.00</b>

INVALID VOTES

Mode of Voting	Total Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	15	9,90,095
<b>Total Voting</b>	<b>15</b>	<b>9,90,095</b>





**Special Business**

**Resolution No: 5**

**Ordinary resolution**

Ratification of the payment of remuneration to Cost Auditors of the Company for the financial year 2016- 2017 and 2017-2018.

**VOTES CAST IN FAVOUR OF THE RESOLUTION**

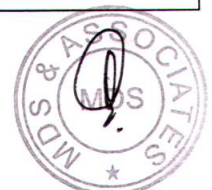
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	126	10,49,23,032	100.00
Poll	70	56,939	100.00
<b>Total Voting</b>	196	10,49,79,971	100.00

**VOTES CAST AGAINST THE RESOLUTION**

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

**INVALID VOTES**

Mode of Voting	Total Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	15	9,90,095
<b>Total Voting</b>	15	9,90,095



Special BusinessResolution No: 6

## Ordinary resolution

Approval of members to charge a fee for dispatch of documents through particular mode of delivery.

## VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	126	10,49,23,032	100.00
Poll	70	56,939	100.00
<b>Total Voting</b>	<b>196</b>	<b>10,49,79,971</b>	<b>100.00</b>

## VOTES CAST AGAINST THE RESOLUTION

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

## INVALID VOTES

Mode of Voting	Total Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	15	9,90,095
<b>Total Voting</b>	<b>15</b>	<b>9,90,095</b>


Place : Coimbatore

Date : 29<sup>th</sup> July, 2017

Based on the Scrutinizer's Report

Resolution nos 1- 6 have been passed with requisite majority

For **ELGI EQUIPMENTS LIMITED**

  
**DIRECTOR** (DIN 00002755)

Yours faithfully

  
 M.D. SELVARAJ

**MDS & ASSOCIATES**  
 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