

September 23, 2017

Ref: 163/SECT/BSE/2017 – 18

To
The BSE Limited
Rotunda Building
Pheroze Jeejeebhoy Towers
Dalal Street,
Mumbai 400 001

Sub: **Declaration of results of the Voting on resolutions set out in the notice of 32nd annual general meeting held on September 22, 2017 under reg. 44(3) of the SEBI (LODR) Regulations 2015**

Ref.: **LANCOR HOLDINGS LIMITED, ISIN: INE572G01025**

Dear Sir,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 32nd Annual General Meeting (AGM) of the Company was convened on Friday, September 22, 2017 at the Quality Inn Sabari, No: 29, Thirumalai Pillai Road, T. Nagar, Chennai – 600 017 at 02.30 P.M. (IST) to seek the approval of members of the company on the resolutions set out in the Notice.

Further, Pursuant to the provisions of section 108 of the Companies Act, 2013, read with Companies (Management & Administration) Rules, 2014, and regulation 44(1) of the SEBI (Listing Obligations and Disclosures Requirements) Regulation 2015, the Company had provided facility to the members to vote electronically and also by physical ballot on the resolutions mentioned in the notice of agenda and had appointed **Mr. Rabi Narayan Pal, Partner, Practicing Company Secretaries**, as the Scrutinizer to conduct the voting process in a fair and transparent manner.



Lancor Holdings Limited

VTN Square, 2nd Floor, No: 58 (Old No.104), G.N. Chetty Road,
T.Nagar, Chennai – 600017.

+91 44 2834 5880 – 83| www.lancor.in

CIN: L65921TN1985PLC049092

The Scrutinizer had submitted his report on the e-voting and the physical ballot, a copy of which is attached hereto. The summary of the voting results is as under:-

Sl. No	Particulars	% of shares voted in favour of the resolutions	% of shares voted against the resolutions
01.	Adoption of Audited Financial Statements (including Consolidated Financial Statements of the Company) for the Financial Year ended March 31, 2017	100%	NIL
02.	Declaration of Dividend on Equity Shares	100%	NIL
03.	Re-appointment of Mrs. Sangeetha Sekhar (DIN:03344252) who is retiring by rotation	100%	NIL
04.	Appointment of M/s. Nayan Parikh & Co Chartered Accountants as Statutory Auditors of the Company	100%	NIL

Accordingly, the Chairman of the meeting has on, September 22, 2017, declared that all 4 (four) resolutions as set out in the Notice of the 32nd AGM of the Company have been passed with requisite majority by the Members of the Company.

Further, the company has made necessary disclosures on the website of the company.

Kindly take the above on record and oblige.

For LANCOR HOLDINGS LIMITED



Dr. V. RAJESH
Company Secretary cum Compliance Officer



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Rabi Narayan & Associates

Company Secretaries

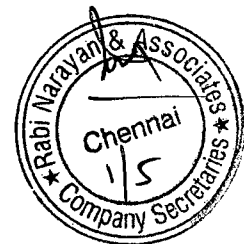
REPORT OF SCRUTINIZER

(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,
32nd (Thirty Second) Annual General Meeting (AGM) of the Shareholders of **LANCOR HOLDINGS LIMITED** held on Friday 22nd September, 2017 at 2:30 pm at Quality Inn Sabari, No: 29, Thirumalai Pillai Road, T.Nagar, Chennai, 600017, Tamil Nadu, India.

Dear Sir,

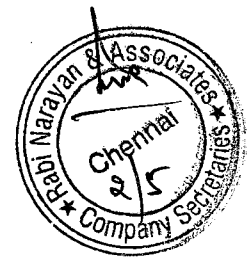
1. I, Rabi Narayan Pal (Partner of M/s.Rabi Narayan & Associates), Company Secretaries, having office at "Aparajita" No.12/122, Second Floor, First Sector, Sixth Street, K.K. Nagar, Chennai, 600078, Tamilnadu, India, was appointed as Scrutinizer by the Board of Directors of **LANCOR HOLDINGS LIMITED** (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the venue of the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 32nd Annual General Meeting of the Shareholders of the Company held on Friday 22nd September, 2017 at 2:30 pm at Quality Inn Sabari, 29, Thirumalai Pillai Road, T.Nagar, Chennai, 600017, Tamil Nadu, India, submit my report as under:
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by use of ballots by the shareholders on the resolutions proposed in the Notice of the 32nd Annual General meeting of the Company is the responsibility of the management. My responsibility as a 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 Scrutinized 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 electronic voting system provided by Central Depository Services (India) Limited (CDSL) and the report generated electronically for voting by use of ballots at the meeting.
3. In accordance with the Notice of the 32nd Annual General Meeting sent to the shareholders and the Advertisement published in "Trinity Mirror" English newspaper and in "Makkal Kural" local language (Tamil) newspaper, pursuant to Rule 20(4) (V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on September 07, 2017, the remote e-voting opened at 09:00 AM on September 19, 2017 and remained open up to 5:00 PM on September 21, 2017.



4. The Shareholders holding shares as on September 15, 2017, "cut off date", were entitled to vote on the resolutions stated in the Notice of the 32nd Annual General Meeting of the Company.
5. After declaration of voting by use of ballot by the Chairman at the meeting, one ballot box was locked and kept for voting duly marked by identification mark placed on it. The ballot box subsequently on close of voting hours, was opened in the presence of two witnesses (who are signed below) who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agents (R&TA) of the Company and the authorizations / proxies lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot. As per the information given by the Company the names of the shareholders who had voted on e-voting through CDSL facility had been blocked and ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.

Signature		
Name of the Witness:	M.Sudhakar	M.Ajaz
Father's Name	M.Samuel	V.Abdul Matheen
Address	No.354/B, 8 th Street, Railway Colony, Ayanavaram, Chennai, 600023, Tamilnadu, India	No.35/44, I-Block, Muthuramalingam Street, M.M.D.A.Colony, Arumbakkam, Chennai, 600106, Tamilnadu, India
Occupation	Service	Service

6. I find Three (03) invalid poll papers. The votes cast by use of ballots at the meeting were first counted.
7. The votes on remote e-voting were unblocked, after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of shareholders who have voted for and against were downloaded from the e-voting website of Central Depository Services (India) Limited (CDSL) (<https://www.evotingindia.com>) and the same handed over to Dr.V.Rajesh, Company Secretary of the Company who was authorized by the Chairman.
8. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



ORDINARY BUSINESS:

Resolution-1: Ordinary Resolution

Adoption the audited financial statements (including the Consolidated financial Statements) of the Company for the financial year ended March 31, 2017, the reports of the Board of Directors and Auditors thereon

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	17534363	99.996
Voting by ballot	7	631	0.004
Total	19	17534994	100.00

(ii) Voted **against** the resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	1	40	0.000
Total	-	-	-

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	8

Resolution-2: Ordinary Resolution

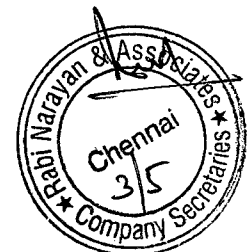
Declaration of Dividend on equity shares

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	17534363	99.996
Voting by ballot	7	631	0.004
Total	19	17534994	100.00

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	1	40	0.000
Total	-	-	-



(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	8

Resolution-3: Ordinary Resolution

Appointment of a director in the place of Mrs.Sangeetha Shekar (DIN: 03344252) who retires by rotation and being eligible, offers himself for re-appointment

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	11	17533563	99.992
Voting by ballot	6	111	0.000
Total	17	17533674	100.00

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	800	0.005
Voting by ballot	2	560	0.003
Total	3	1360	0.008

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	8

Resolution-4: Ordinary Resolution

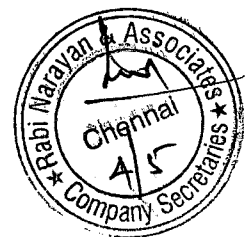
Appointment of Auditors and to fix their remuneration

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	12	17534363	99.996
Voting by ballot	7	631	0.004
Total	19	17534994	100.00

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

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	1	40	0.000
Total	1	40	0.000



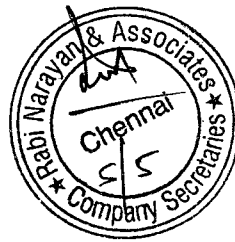
(iii) **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
3	8

9. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 32nd Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary of the Company for safe keeping.

Thanking You,

Yours Faithfully,
For Rabi Narayan & Associates
Company Secretaries



Rabi Narayan Pal
Partner

FCS – 4993/ C.P.No.3480

Date: 23/09/2017
Place: Chennai