



BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

September 8, 2017

General Manager – DCS,
Dept. of Corporate Services,
BSE Ltd,
Floor I, P.J.Towers,
Dalal Street,
Mumbai – 400 001
Scrip: 517421

Manager,
National Stock Exchange of India Ltd
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051
Scrip: BUTTERFLY

Dear Sir,

Sub: Details of voting Results of the 30th Annual General Meeting of the Company held on September 7, 2017

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, we submit herewith the details regarding the voting results of the business transacted at the 30th Annual General Meeting of the members of the Company held on Thursday 7th September 2017 in the prescribed format.

We also enclose the consolidated report of the scrutinizer on e-voting and voting through ballot paper at the Annual General Meeting. A copy of the above being uploaded in the website of the Company.

Thanking you,

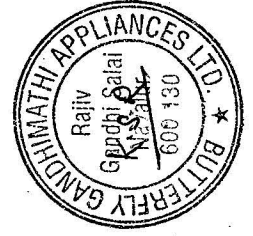
Yours faithfully,
For Butterfly Gandhimathi Appliances Limited

K.S. Ramakrishnan
(K.S. Ramakrishnan)
Company Secretary &
General Manager (Legal)

Regd. Office : 143, Pudupakkam Village, Vandalur - Kelambakkam Road, Kelambakkam - 603 103, Kancheepuram District.
Phone : +91-44-4741 5500 CIN No. : L28931TN1986PLC012728
E-mail : gmal@butterflyindia.com Web : www.butterflyindia.com

Corporate Office : E-34, II Floor, Rajiv Gandhi Salai, Egattur Village, Navalur - 600 130, Kancheepuram District.
Phone : 044 - 4900 5100, 5154 E-mail : butterflyho@butterflyindia.com

BUTTERFLY GANDHIMATHI APPLIANCES LIMITED – VOTING RESULTS FOR 30TH ANNUAL GENERAL MEETING



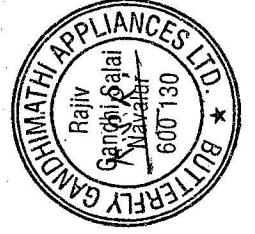
Date of the AGM		07.09.2017						
Total number of shareholders on record date 31.08.2017		15846						
No. of shareholders present in the meeting either in person or through proxy :								
Promoters and Promoter Group:		21						
Public		84						
No. of shareholders attended the meeting through video conferencing		NIL						
Promoters and Promoter Group:								
Public								
1. Adoption of Audited Financial Statement, Report of the Board of Directors and Auditors for the year ended 31.3.2017								
Resolution required(Ordinary/Special):		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in favour	No. of Votes Against	% of votes in favour polled	% of votes against on votes polled
Promoter and promoter Group	E-Voting	11645772	11645772	100.00	11645772	0	100.0000	0
	Poll*	0	0	0	0	0	0	0
	Total	11645772	11645772	100.00	11645772	0	100.0000	0
Public-Institutions	E-Voting	2474670	2451000	99.04	2451000	0	100.0000	0
	Poll*	0	0	0	0	0	0	0
	Total	2474670	2451000	99.04	2451000	0	100.0000	0
Public-Non Institutions	E-Voting	3759109	3299	0.08	3299	0	100.0000	0
	Poll*	3759109	3456	0.09	3456	0	100.0000	0
	Total	3759109	6755	0.17	6755	0	100.0000	0
Total		17879551	14103527	78.88	14103527	0	100.0000	0

* Voting through Ballot Paper at the AGM Venue

2. Reappointment of Mr.V.M.Seshadri:

Resolution required(Ordinary/Special) Resolution No.2		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of Votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in favour	No. of Votes Against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and promoter Group	E-Voting	11645772	11645772	100.00	11645772	0	100.0000	0
	Poll*	0	0	0	0	0	0	0
	Total	11645772	11645772	100.00	11645772	0	100.0000	0
Public-Institutions	E-Voting	2474670	2451000	99.04	2451000	0	100.0000	0
	Poll*	0	0	0	0	0	0	0
	Total	2474670	2451000	99.04	2451000	0	100.0000	0
Public-Non Institutions	E-Voting	3759109	3299	0.08	3299	0	100.0000	0
	Poll*	3759109	3457	0.09	3457	0	100.0000	0
	Total	3759109	6756	0.17	6756	0	100.0000	0
Total		17879551	14103528	78.88	14103527	0	100.0000	0

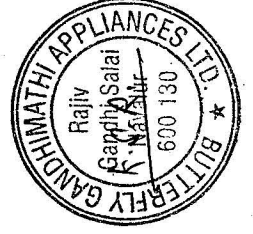
* Voting through Ballot Paper at the AGM Venue



3. Appointment of M/s.ASA & Associates LLP as Statutory Auditors

Resolution required(Ordinary/Special) Resolution No.3		Ordinary						
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 against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	11645772	11645772	100.00	11645772	0	100.0000	0
	Poll*	0	0	0	0	0	0	0
	Total	11645772	11645772	100.00	11645772	0	100.0000	0
Public-Institutions	E-Voting	2474670	2451000	99.04	2451000	0	100.0000	0
	Poll*	0	0	0	0	0	0	0
	Total	2474670	2451000	99.04	2451000	0	100.0000	0
Public-Non Institutions	E-Voting	3759109	3199	0.08	3199	0	100.0000	
	Poll*	3759109	3457	0.09	3397	60	98.26	1.73
	Total	3759109	6656	0.17	6596	60	99.09	0.90
Total		17879551	14103428	78.88	14103368	60	99.99	0.00

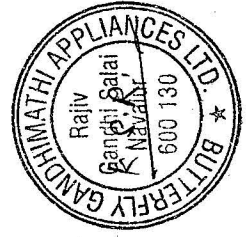
* Voting through Ballot Paper at the AGM Venue

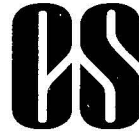


4. Remuneration of Cost Auditors:

Resolution required(Ordinary/Special) Resolution No.4		Ordinary						
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 against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter Group	E-Voting	11645772	11645772	100.00	11645772	0	100.00	0
	Poll *	0	0	0	0	0	0	0
	Total	11645772	11645772	100.00	11645772	0	100.00	0
Public-Institutions	E-Voting	2474670	2451000	99.04	2451000	0	100.00	0
	Poll *	0	0	0	0	0	0	0
	Total	2474670	2451000	99.04	2451000	0	100.00	0
Public-Non Institutions	E-Voting	3759109	3299	0.08	3299	0	100.00	0
	Poll *	3759109	3454	0.09	3394	60	98.26	1.73
	Total	3759109	6753	0.17	6693	60	99.11	0.88
Total		17879551	14103525	78.88	14103465	60	100.00	0.00

* Voting through Ballot Paper at the AGM Venue





S. Anil Kumar Jain B.Com., FCS

Balu Sridhar M.A.C.S., FCS., LLB

Pankaj Mehta B.Com (C.S.), ACS

SCRUTINIZER REPORT ON E-VOTING

To,

The Chairman

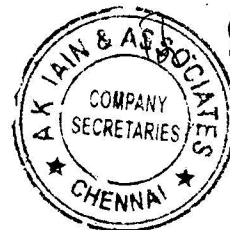
of the 30th Annual General Meeting of the shareholders of **M/s. BUTTERFLY GANDHIMATHI APPLIANCES LIMITED**, held on 07.09.2017 at the Registered Office at 143, Pudupakkam Village, Vandalur-Kelambakkam Road, Kelambakkam – 603 103.

Dear Sir,

The Board of Directors of the Company, at their meeting held on 05.07.2017, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules 2014 and as amended from time to time, had appointed me as the Scrutinizer for the e-voting process to be held for passing of resolutions as set out in the Notice convening Annual General Meeting (AGM) dated 05.07.2017.

In this connection, I hereby submit my report as under:

1. The members of the Company as on the "cut-off" date i.e., Thursday, August 31, 2017 were entitled to vote on the resolutions (Item No. 1 to 4 as set out in the Notice of the 30th Annual General Meeting of the Company).
2. The period for e-voting remained open from September 4, 2017 (09.00 A.M) to September 6, 2017 (05.00 P.M) as mentioned in the Notice convening AGM.
3. The votes cast were unblocked after the conclusion of voting at the Annual General Meeting at 12.50 P.M. on September 7, 2017 in the presence of 2 witnesses, Mr. A Mohana Chandran & Mr. Pankaj Mehta A, who are not in the employment of Company.
4. The details viz., the list of Equity Shareholders, who voted "For", "Against" each of the resolutions that were put to vote, were generated from the e-voting Website of National Securities Depository Limited (NSDL) which is <https://www.evoting.nsdl.com> and based on such report, I am enclosing the report for each of the items contained in the Notice.



E-VOTING RESULTS

Item No.	1
Particulars of the Business	Consider and adopt Audited Financial Statement, Report of the Board of Directors and Auditors
Type of Resolution	Ordinary

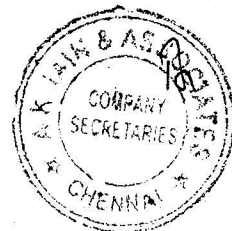
Particulars	No. of members voted	No of votes cast	Total Votes (in %)
Received	50	1,41,00,071	100
Assent	50	1,41,00,071	100
Dissent	0	0	0

Item No.	2
Particulars of the Business	Re-appointment of Mr. V.M. Seshadri (DIN: 00106506), who retires by rotation
Type of Resolution	Ordinary

Particulars	No. of members voted	No of votes cast	Total Votes (in %)
Received	50	1,41,00,071	100
Assent	50	1,41,00,071	100
Dissent	0	0	0

Item No.	3
Particulars of the Business	Consider and approve appointment of M/s. ASA & Associates LLP as Statutory Auditors
Type of Resolution	Ordinary

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	49	1,40,99,971	100
Assent	49	1,40,99,971	100
Dissent	0	0	0



Item No.	4
Particulars of the Business	Approval of remuneration of Cost Auditors
Type of Resolution	Ordinary

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	50	1,41,00,071	100
Assent	50	1,41,00,071	100
Dissent	0	0	0

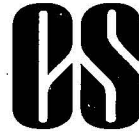
5. A shareholder holding 100 shares as on the cut-off date had abstained from voting in Resolution No.3
6. All relevant records of e-voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary of the Company.

Place: Chennai
Date: 07.09.2017

For A.K.JAIN & ASSOCIATES
Company Secretaries



BAJU SRIDHAR
Partner
Scrutinizer
M. No. F5869
CP: 3550



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

To,
The Chairman
of the 30th Annual General Meeting of the shareholders of **M/s. BUTTERFLY GANDHIMATHI APPLIANCES LIMITED**, held on 07.09.2017 at the Registered Office at 143, Pudupakkam Village, Vandalur-Kelambakkam Road, Kelambakkam – 603 103.

Dear Sir,

Sub: Consolidated Scrutinizer Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as amended from time to time and poll conducted at the 30th AGM of M/s. BUTTERFLY GANDHIMATHI APPLIANCES LIMITED on September 07, 2017.

The Board of Directors of the Company, at their meeting held on 05.07.2017 had appointed me as the Scrutinizer for e-voting held between Monday, September 4, 2017 (09.00 A.M) and Wednesday, September 6, 2017 (05.00 P.M) and for the poll conducted at the 30th Annual General Meeting of the Company held on September 09, 2017.

The Company had appointed National Securities Depository Limited (NSDL), as the Service Provider, for extending the facility of e-voting to the shareholders of the Company from Monday, September 4, 2017 (09.00 A.M) to Wednesday, September 6, 2017 (05.00 P.M). The e-voting results were unblocked by me after the conclusion of Annual General Meeting held on September 07, 2017 at 12.50 P.M. For further details, refer Scrutinizer report on e-voting dated September 07, 2017.

At the 30th AGM of the Company held on September 07, 2017, the Chairman of the Company had suo-moto called for a poll to facilitate the members present in the meeting, who could not participate in the e-voting, to record their votes through the poll process.

The results of voting through remote e-voting and through ballot papers at the AGM venue are as under:



Item No	Type of Resolution	Subject Matter
1	Ordinary	Consider and adopt Audited Financial Statement, Report of the Board of Directors and Auditors
2	Ordinary	Re-appointment of Mr. V.M. Seshadri (DIN: 00106506), who retires by rotation
3	Ordinary	Consider and approve appointment of M/s. ASA & Associates LLP as Statutory Auditors
4	Ordinary	Approval of remuneration of Cost Auditors

Item No.	Total valid Votes received through			Votes in favour of the resolution		Votes against the resolution	
	E-voting	Ballot Paper	Total	No	% of votes	No	% of votes
1	14,100,071	3,456	14,103,527	14,103,527	100	0	0
2	14,100,071	3,457	14,103,528	14,103,528	100	0	0
3	14,099,971	3,457	14,103,428	14,103,368	99.9996	60	0.0004
4	14,100,071	3,454	14,103,525	14,103,465	99.9996	60	0.0004

E-voting:

a. A shareholder holding 100 shares as on the cut-off date had abstained from e-voting in Resolution No.3

Poll conducted in the AGM

a. A shareholder holding One share has casted his vote in favour and against the resolution no. 1. Hence, his vote is considered as invalid.

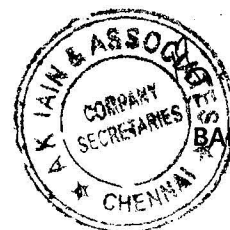
b. A Shareholder holding 2 shares as on the cut-off date i.e. August 31, 2017, had cast vote for 5 shares. Hence, the number of votes for the purpose of this report has been restricted to 2 shares.

(c) Two shareholders holding 16 shares and 100 shares as on the Cut-off date i.e. August 31, 2017 had casted vote for 10 shares and 50 shares respectively. The no. of votes for the purpose of this report had been restricted to 10 shares and 50 shares.

(d) Three shareholders holding 1 share each have abstained from voting in resolution no.4

For A.K.JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 07.09.2017



BAJU SRIDHAR
Partner
Scrutinizer
M.No. F5869
CP: 3550



Form No.MGT-13
Report of Scrutinizer

*[Pursuant to rule section 109 of the Companies Act, 2013 and
Rule 21(2) of the Companies (Management and Administration) Rules, 2014]*

To,
The Chairman
of the 30th Annual General Meeting of the shareholders of M/s. **BUTTERFLY GANDHIMATHI APPLIANCES LIMITED**, held on 07.09.2017 at the Registered Office at 143, Pudupakkam Village, Vandalur-Kelambakkam Road, Kelambakkam – 603 103.

Dear Sir,

I, Balu Sridhar, Company Secretary in Practice, Partner of M/s. A.K. JAIN & ASSOCIATES, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the Annual General Meeting of the shareholders of M/s. BUTTERFLY GANDHIMATHI APPLIANCES LIMITED, held on 07.09.2017, at the Registered Office at 143, Pudupakkam Village, Vandalur-Kelambakkam Road, Kelambakkam – 603 103, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ONE (1) ballot box kept for polling was locked in my presence.
2. The locked ballot box was subsequently opened in the presence of Mr. R. Subramaniam and Mr. M. Sabaratnam and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. (a) A shareholder holding One share has casted his vote in favour and against the resolution no. 1. Hence, his vote is considered as invalid.
(b) A Shareholder holding 2 shares as on the cut-off date i.e. August 31, 2017, had cast vote for 5 shares. Hence, the number of votes for the purpose of this report has been restricted to 2 shares.
(c) Two shareholders holding 16 shares and 100 shares as on the Cut-off date i.e. August 31, 2017 had casted vote for 10 shares and 50 shares respectively. The no. of votes for the purpose of this report had been restricted to 10 shares and 50 shares.
(d) Three shareholders holding 1 share each have abstained from voting in resolution no.4



4. The result of the Poll is as under:

Item No.1

Resolution– Ordinary

Consider and adopt Audited Financial Statement, Report of the Board of Directors and Auditors

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
26	3456	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
1	1

Item No.2:

Resolution –Ordinary

Re-appointment of Mr. V.M. Seshadri (DIN: 00106506), who retires by rotation.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	3457	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0



(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0

Item No.3

Resolution – Ordinary

Consider and approve appointment of M/s. ASA & Associates LLP as Statutory Auditors

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
24	3397	98.26

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	60	1.74

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0

Item No.4

Resolution – Ordinary

Approval of remuneration of Cost Auditors

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
21	3394	98.26



ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	60	1.74

(iii) Invalid votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
0	0

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary as authorized by the Board for safe keeping.

Place: Chennai
Date: 07.09.2017

For A.K.JAIN & ASSOCIATES
Company Secretaries



BALU SRIDHAR
Partner
Scrutinizer
M. No. F5869
CP: 3550

Counter signed
Chairman of the Meeting