



# RPP Infra Projects Ltd

Saturday, 9<sup>th</sup> September, 2017

Corporate Relationship Department  
**BSE Limited**  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P.J.Towers,  
Dalal Street, Fort,  
Mumbai - 400001.  
**Scrip Code: 533284**

The Manager, Listing Department  
**National Stock Exchange of India Ltd**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot no. C/1, Block G,  
Bandra Kurla Complex, Bandra (East),  
Mumbai - 400051.  
**Scrip Code: RPPINFRA**

**Sub: Compliance of Regulation 44(3) of SEBI(LODR) Regulations, 2015**

Dear Sir/Madam,

The 22<sup>nd</sup> Annual General Meeting of the R.P.P INFRA PROJECTS LIMITED was held on Friday the 8<sup>th</sup> September, 2017 at 10.00 A.M. at Builders' Welfare Trust Hall, Builders Association of India, No. 35, Perundurai Road, Erode - 638 011.

All the resolutions had been passed with requisite majority. The details regarding the voting results in the prescribed format is enclosed.

Kindly acknowledge receipt of the same.

Thanking you,

Yours Truly,

**For RPP Infra Projects Ltd**

**R. JAYANTHAR**  
Company Secretary

Regd Office :  
S.F. No. 454, Raghupathynaiken Palayam,  
Railway Colony (Post), Poondurai Road,  
Erode - 638 002, Tamilnadu. India.

☎ : +91 424 2284077  
☎ : +91 424 2282077  
✉ : [ao@rppiplt.com](mailto:ao@rppiplt.com)  
🌐 : [www.rppiplt.com](http://www.rppiplt.com)

CIN : L45201TZ1995PLC006113  
PAN : AAACR9307E  
Service Tax No. AAACR9307EST001  
GSTIN No. : 33AAACR9307E1Z0

**Voting Results of 22nd Annual General Meeting**

Date of the AGM	8th September 2017
Total number of shareholders on record date	4171
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	3
Public	13
Total	16

Resolution No. 1				To receive, consider and adopt: (a) the Audited Financial Statements of the Company for the financial year ended 31st March 2017, the Reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2017.				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	11868391	11868341	100	11868341	0	100	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		11868391	11868341	100	11868341	0	100
PUBLIC-INSTITUTIONS	E-VOTING	2208365	818666	37.07	818666	0	100	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		2208365	818666	37.07	818666	0	100
PUBLIC-NON INSTITUTIONS	E-VOTING	8523828	100	0	100	0	0	0
	POLL		5649	0.06	5649	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		8523828	5749	0.06	5749	0	100
<b>GRAND TOTAL</b>		<b>22600584</b>	<b>12692756</b>	<b>56.16</b>	<b>12692756</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution No. 2				To declare dividend on equity shares.				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	11868391	11868341	100	11868341	0	100	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		11868391	11868341	100	11868341	0	100
PUBLIC-INSTITUTIONS	E-VOTING	2208365	822766	37.26	822766	0	37.07	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		2208365	822766	37.26	822766	0	37.26
PUBLIC-NON INSTITUTIONS	E-VOTING		100	0	100	0	0	0

	POLL	8523828	5649	0.06	5649	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL	8523828	5749	0.06	5749	0	100	0
<b>GRAND TOTAL</b>		<b>22600584</b>	<b>12696856</b>	<b>56.18</b>	<b>12696856</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution No. 3		To appoint Auditors of the Company						
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	11868391	11868341	100	11868341	0	100	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		11868341	100	11868341	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	2208365	818666	37.07	818666	0	37.07	0
	POLL		0	0	0	0	0	
	POSTALBALLOT		0	0	0	0	0	
	SUB TOTAL		818666	37.07	818666	0	37.07	0
PUBLIC-NON INSTITUTIONS	E-VOTING	8523828	100	0	100	0	0	0
	POLL		5649	0.06	5649	0	100	0
	POSTALBALLOT		0	0	0	0	0	
	SUB TOTAL		5749	0.06	5749	0	100	0
<b>GRAND TOTAL</b>		<b>22600584</b>	<b>12692756</b>	<b>56.16</b>	<b>12692756</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution No. 4		Re-appointment of Mr. P Aru@sundaram as Chairman and Managing Director						
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	11868391	11868341	100	11868341	0	100	0
	POLL		0	0	0	0	0	
	POSTALBALLOT		0	0	0	0	0	
	SUB TOTAL		11868341	100	11868341	0	100	0
PUBLIC-INSTITUTIONS	E-VOTING	2208365	822766	37.26	822766	0	37.26	0
	POLL		0	0	0	0	0	
	POSTALBALLOT		0	0	0	0	0	
	SUB TOTAL		822766	37.26	822766	0	37.26	0
PUBLIC-NON INSTITUTIONS	E-VOTING	8523828	100	0	100	0	0	0
	POLL		5649	0.06	5649	0	100	0
	POSTALBALLOT		0	0	0	0	0	
	SUB TOTAL		5749	0.06	5749	0	100	0
<b>GRAND TOTAL</b>		<b>22600584</b>	<b>12696856</b>	<b>56.18</b>	<b>12696856</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution No. 5				Re-appointment of Mrs. A. Nithya as Whole Time Director and Chief Financial Officer				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	11868391	11868341	100	11868341	0	100	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		11868391	11868341	100	11868341	0	100
PUBLIC-INSTITUTIONS	E-VOTING	2208365	822766	37.26	822766	0	37.07	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		2208365	822766	37.26	822766	0	37.26
PUBLIC-NON INSTITUTIONS	E-VOTING	8523828	100	0	100	0	0	0
	POLL		5649	0.06	5649	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		8523828	5749	0.06	5749	0	100
<b>GRAND TOTAL</b>		<b>22600584</b>	<b>12696856</b>	<b>56.18</b>	<b>12696856</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution No. 6				Appointment of Mr. K. Rangasamy as Independent Director				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	11868391	11868341	100	11868341	0	100	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		11868391	11868341	100	11868341	0	100
PUBLIC-INSTITUTIONS	E-VOTING	2208365	818666	37.07	818666	0	37.07	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		2208365	818666	37.07	818666	0	37.07
PUBLIC-NON INSTITUTIONS	E-VOTING	8523828	100	0	100	0	0	0
	POLL		5649	0.06	5649	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		8523828	5749	0.06	5749	0	100
<b>GRAND TOTAL</b>		<b>22600584</b>	<b>12692756</b>	<b>56.16</b>	<b>12692756</b>	<b>0</b>	<b>100</b>	<b>0</b>

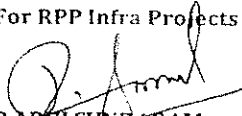
Resolution No. 7				Appointment of Mr. P. R. Sundararajan as Independent Director				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	11868391	11868341	100	11868341	0	100	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		11868391	11868341	100	11868341	0	100
PUBLIC-INSTITUTIONS	E-VOTING	2208365	818666	37.07	818666	0	37.07	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		2208365	818666	37.07	818666	0	37.07
PUBLIC-NON INSTITUTIONS	E-VOTING	8523828	100	0	100	0	0	0
	POLL		5649	0.06	5649	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		8523828	5749	0.06	5749	0	100
<b>GRAND TOTAL</b>		<b>22600584</b>	<b>12692756</b>	<b>56.16</b>	<b>12692756</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution No. 8				Appointment of Mr. K. Ravi as Independent Director				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	11868391	11868341	100	11868341	0	100	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		11868391	11868341	100	11868341	0	100
PUBLIC-INSTITUTIONS	E-VOTING	2208365	818666	37.07	818666	0	37.07	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		2208365	818666	37.07	818666	0	37.07
PUBLIC-NON INSTITUTIONS	E-VOTING	8523828	100	0	100	0	0	0
	POLL		5649	0.06	5649	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		8523828	5749	0.06	5749	0	100
<b>GRAND TOTAL</b>		<b>22600584</b>	<b>12692756</b>	<b>56.16</b>	<b>12692756</b>	<b>0</b>	<b>100</b>	<b>0</b>

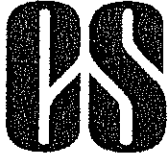
Resolution No. 9				Ratification of Remuneration to Cost Auditor				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : No								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	11868391	11868341	100	11868341	0	100	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		11868391	11868341	100	11868341	0	100
PUBLIC-INSTITUTIONS	E-VOTING	2208365	818666	37.07	818666	0	37.07	0
	POLL		0	0	0	0	0	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		2208365	818666	37.07	818666	0	37.07
PUBLIC-NON INSTITUTIONS	E-VOTING	8523828	100	0	100	0	0	0
	POLL		5649	0.06	5649	0	100	0
	POSTALBALLOT		0	0	0	0	0	0
	SUB TOTAL		8523828	5749	0.06	5749	0	100
<b>GRAND TOTAL</b>		<b>22600584</b>	<b>12692756</b>	<b>56.16</b>	<b>12692756</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution No. 10				Approval for entering into Related Party Transaction				
Resolution Required: Ordinary								
Whether promoter/ promoter groups are interested in the agenda/resolution? : Yes								
PARTICULARS	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
PROMOTER AND PROMOTER GROUP	E-VOTING	11868391	0	0	0	0	0	0
	POLL		0	0	0	0	0	
	POSTALBALLOT		0	0	0	0	0	
	SUB TOTAL		11868391	0	0	0	0	0
PUBLIC-INSTITUTIONS	E-VOTING	2208365	818666	37.07	818666	0	37.07	0
	POLL		0	0	0	0	0	
	POSTALBALLOT		0	0	0	0	0	
	SUB TOTAL		2208365	818666	37.07	818666	0	37.07
PUBLIC-NON INSTITUTIONS	E-VOTING	8523828	100	0	100	0	0	0
	POLL		5649	0.06	5649	0	100	0
	POSTALBALLOT		0	0	0	0	0	
	SUB TOTAL		8523828	5749	0.06	5749	0	100
<b>GRAND TOTAL</b>		<b>22600584</b>	<b>824415</b>	<b>3.65</b>	<b>824415</b>	<b>0</b>	<b>100</b>	<b>0</b>

For RPP Infra Projects Ltd



**P ARULSINDARAM**  
Chairman and Managing Director



**Gouri Shanker Mishra**  
B. Com, MBA, FCS, LLB  
**Practicing Company Secretary**  
M: +91 98842 53052; Email: gsmishra.1977@gmail.com

**CONSOLIDATED SCRUTINISER'S REPORT**

**[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]**

To,

The Chairman of 22<sup>nd</sup> Annual General Meeting of Equity Shareholders of R.P.P INFRA PROJECTS LIMITED held on Friday, 8<sup>th</sup> September 2017 at 10:00 A.M. at Builders' Welfare Trust Hall, Builders Association of India, No. 35, Perundurai Road, Erode - 638011, Tamil Nadu

**Sub: Consolidated Scrutinizer's Report on remote e-voting and physical ballot forms 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 voting at the 22<sup>nd</sup> Annual General Meeting of R.P.P INFRA PROJECTS LIMITED held on Friday, 8<sup>th</sup> September 2017 at 10:00 A.M. at Builders' Welfare Trust Hall, Builders Association of India, No. 35, Perundurai Road, Erode - 638011, Tamil Nadu**

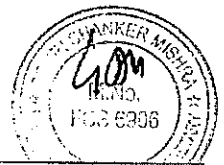
Dear Sir,

I, Gouri Shankar Mishra, Practicing Company Secretary had been appointed as the Scrutinizer by the Board of Directors of R.P.P INFRA PROJECTS LIMITED (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at the 22<sup>nd</sup> Annual General Meeting of the Company held on Friday, 8<sup>th</sup> September 2017 at 10:00 A.M.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to the voting [i.e. by remote e-voting and voting by poll by means of the ballot papers at the Annual General Meeting] for the resolutions contained in the Notice. My responsibility as a scrutinizer for the voting process is restricted to make a consolidated scrutinizers report of the votes cast "in favour".

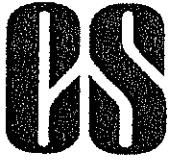
The Notice dated 29<sup>th</sup> May 2017 along with Explanatory Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the 22<sup>nd</sup> Annual General Meeting of the Company.

The Company had availed the remote e-voting facility provided by the Central Depository Services (India) Limited (CDSL), the agency authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means.



Mumbai: Pecan, 9<sup>th</sup> Floor, Param House, Shanti Nagar,  
Santacruz East, Mumbai - 400055; T: +91 22 26655691

Chennai: Second Floor, #76, P.S. Sivasamy Salai,  
Mylapore, Chennai - 600 004; T: +91 44 24992001



**Gouri Shanker Mishra**  
B. Com, MBA, FCS, LLB  
**Practicing Company Secretary**  
M: +91 98842 53052; Email: gsmishra.1977@gmail.com

The Company had also provided voting facility to the shareholders present at the 22<sup>nd</sup> Annual General Meeting and who had not casted their vote earlier through remote e-voting facility.

The shareholders holding equity shares as on the "Cut-off" date i.e. 3<sup>rd</sup> September 2017 were entitled to vote for the resolutions proposed in the Notice of the 22<sup>nd</sup> Annual General Meeting of the Company.

The Ballot Box which was kept for the purpose of voting through ballots was locked by me and was opened on the conclusion of the meeting in the presence of two witnesses, who were not in the employment of the company and all the ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company and M/s Cameo Corporate Services Limited, the Registrar and Transfer Agents (R&TA) and by support of their staff.

The voting period for remote e-voting commenced on Tuesday, 5<sup>th</sup> September 2017 at 10.00 A.M. and ended on Thursday 7<sup>th</sup> September 2017 at 5.00 P.M. and the CDSL e-voting platform was blocked thereafter. After the conclusion of the voting at the 22<sup>nd</sup> Annual General Meeting the votes cast thereunder were counted also the data obtained from CDSL.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system.

As per the requirement of the Management, I am submitting herewith a consolidated report of the remote e-voting together with that of the voting through ballot at the venue of the meeting as given in Annexure 1.

The electronic data and all other relevant records relating to the remote e-voting and ballot are under my safe custody and will be handed over to the Company Secretary for preserving safety after the Chairman considers, approves and signs the minutes of the 22<sup>nd</sup> Annual General Meeting.

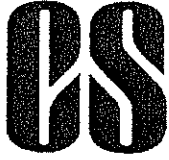
**Date:** 9<sup>th</sup> September 2017  
**Place:** Chennai

  
  
**Gouri Shankar Mishra**  
**(Practicing Company Secretary)**  
FCS 6906

Mumbai: Pecan, 9<sup>th</sup> Floor, Param House, Shanti Nagar,  
Santacruz East, Mumbai – 400055; T: +91 22 26655691

Chennai: Second Floor, #76, P.S. Sivasamy. Salai,  
Mylapore, Chennai – 600 004; T: +91 44 24992001





**Gouri Shanker Mishra**  
B. Com, MBA, FCS, LLB  
Practicing Company Secretary  
M: +91 98842 53052; Email: gsmishra.1977@gmail.com

**ANNEXURE 1**

**CONSOLIDATED REPORT OF THE REMOTE E-VOTING TOGETHER WITH THAT OF  
VOTING THROUGH BALLOT PROCESS AT THE VENUE OF THE MEETING**

**1. Adoption of Financial Statement:**

Type of Business: Ordinary Business

Nature of Resolution: Ordinary Resolution

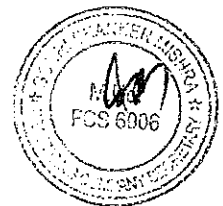
Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	13	12687107
Total Number of Ballot Papers Received (Physical Voting)	8	5849
<b>Invalid Votes:</b>		
E-Voting	0	0
Physical Voting	2	200
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	13	12687107
No. of valid cast in favour of the Resolution (Physical Voting)	6	5649
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

**2. Declare dividend on equity shares:**

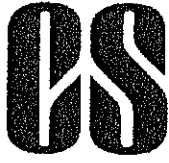
Type of Business: Ordinary Business

Nature of Resolution: Ordinary Resolution



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Mylapore, Chennai – 600 004; T: +91 44 24992001



**Gouri Shanker Mishra**  
B. Com, MBA, FCS, LLB  
**Practicing Company Secretary**  
M: +91 98842 53052; Email: gsmishra.1977@gmail.com

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	14	12691207
Total Number of Ballot Papers Received (Physical Voting)	8	5849
<b>Invalid Votes:</b>		
E-Voting	0	0
Physical Voting	2	200
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	14	12691207
No. of valid cast in favour of the Resolution (Physical Voting)	6	5649
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

**3. Appointment of Statutory Auditor:**

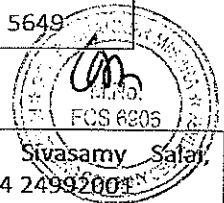
**Type of Business:** Ordinary Business

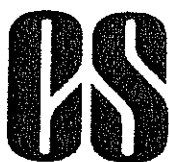
**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	13	12687107
Total Number of Ballot Papers Received (Physical Voting)	8	5849
<b>Invalid Votes:</b>		
E-Voting	0	0
Physical Voting	2	200
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	13	12687107
No. of valid cast in favour of the Resolution (Physical Voting)	6	5649

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Santacruz East, Mumbai – 400055; T: +91 22 26655691

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Mylapore, Chennai – 600 004; T: +91 44 24992004





**Gouri Shanker Mishra**  
B. Com, MBA, FCS, LLB  
**Practicing Company Secretary**  
M: +91 98842 53052; Email: gsmishra.1977@gmail.com

No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

**4. Re-appointment of Mr. P Arulsundaram (DIN: 00125403) as Chairman and Managing Director:**

**Type of Business:** Special Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	14	12691207
Total Number of Ballot Papers Received (Physical Voting)	8	5849
<b>Invalid Votes:</b>		
E-Voting	0	0
Physical Voting	2	200
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	14	12691207
No. of valid cast in favour of the Resolution (Physical Voting)	6	5649
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

**5. Re-appointment of Mrs. A Nithya (DIN: 00125357) as Whole-Time Director and Chief Financial Officer:**

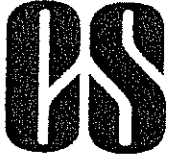
**Type of Business:** Special Business

**Nature of Resolution:** Ordinary Resolution



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Mylapore, Chennai – 600 004; T: +91 44 24992001



**Gouri Shanker Mishra**  
B. Com, MBA, FCS, LLB  
**Practicing Company Secretary**  
M: +91 98842 53052; Email: gsmishra.1977@gmail.com

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	14	12691207
Total Number of Ballot Papers Received (Physical Voting)	8	5849
Invalid Votes:		
E-Voting	0	0
Physical Voting	2	200
Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	14	12691207
No. of valid cast in favour of the Resolution (Physical Voting)	6	5649
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

6. **Appointment of Mr. K. Rangasamy (DIN: 07103549) as Independent Director:**

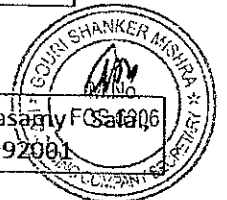
Type of Business: Special Business

Nature of Resolution: Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	13	12687107
Total Number of Ballot Papers Received (Physical Voting)	8	5849
Invalid Votes:		
E-Voting	0	0
Physical Voting	2	200
Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	13	12687107
No. of valid cast in favour of the Resolution (Physical Voting)	6	5649

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Chennai: Second Floor, #76, P.S. Sivasamy FC Sata 06  
Mylapore, Chennai – 600 004; T: +91 44 24992001





**Gouri Shanker Mishra**  
B. Com, MBA, FCS, LLB  
**Practicing Company Secretary**  
M: +91 98842 53052; Email: gsmishra.1977@gmail.com

No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

7. **Appointment of Mr. P. R. Sundararajan (DIN: 07647740) as Independent Director**

Type of Business: Special Business

Nature of Resolution: Ordinary Resolution

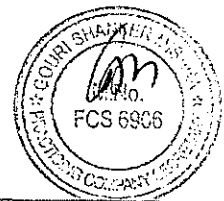
Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	13	12687107
Total Number of Ballot Papers Received (Physical Voting)	8	5849
Invalid Votes:		
E-Voting	0	0
Physical Voting	2	200
Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	13	12687107
No. of valid cast in favour of the Resolution (Physical Voting)	6	5649
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

8. **Appointment of Mr. K. Ravi (DIN: 07647748) as Independent Director**

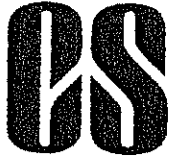
Type of Business: Special Business

Nature of Resolution: Ordinary Resolution



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Santacruz East, Mumbai – 400055; T: +91 22 26655691

Chennai: Second Floor, #76, P.S. Sivasamy Salai,  
Mylapore, Chennai – 600 004; T: +91 44 24992001



**Gouri Shanker Mishra**  
B. Com, MBA, FCS, LLB  
**Practicing Company Secretary**  
M: +91 98842 53052; Email: gsmishra.1977@gmail.com

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	13	12687107
Total Number of Ballot Papers Received (Physical Voting)	8	5849
<b>Invalid Votes:</b>		
E-Voting	0	0
Physical Voting	2	200
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	13	12687107
No. of valid cast in favour of the Resolution (Physical Voting)	6	5649
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

Result: The resolution requiring requisite majority for passing as Ordinary Resolution was received.

9. **Ratification of remuneration payable to Cost Auditor:**

Type of Business: Special Business

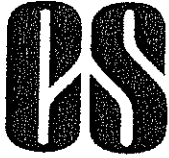
Nature of Resolution: Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	13	12687107
Total Number of Ballot Papers Received (Physical Voting)	8	5849
<b>Invalid Votes:</b>		
E-Voting	0	0
Physical Voting	2	200
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	13	12687107
No. of valid cast in favour of the Resolution (Physical Voting)	6	5649

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**Gouri Shanker Mishra**  
B. Com, MBA, FCS, LLB  
**Practicing Company Secretary**  
M: +91 98842 53052; Email: gsmishra.1977@gmail.com

No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

**10. Approval for entering into Related Party Transaction**

**Type of Business:** Special Business

**Nature of Resolution:** Ordinary Resolution

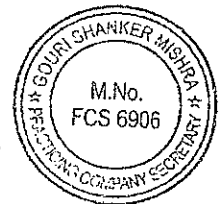
Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	13	12687107
Total Number of Ballot Papers Received (Physical Voting)	8	5849
<b>Invalid Votes:</b>		
E-Voting	4	11868341
Physical Voting	2	200
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	9	818766
No. of valid cast in favour of the Resolution (Physical Voting)	6	5649
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

You may kindly take note of the details of voting and declare the result based on same.

**Date:** 9<sup>th</sup> September 2017  
**Place:** Chennai

  
**Gouri Shanker Mishra**  
(Practicing Company Secretary)  
FCS 6906



Mumbai: Pecan, 9<sup>th</sup> Floor, Param House, Shanti Nagar,  
Santacruz East, Mumbai – 400055; T: +91 22 26655691

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Mylapore, Chennai – 600 004; T: +91 44 24992001