

**Carborundum Universal Limited**

Regd.off : 'Parry House', 43, Moore Street,
Chennai - 600 001, India.
Tel.: +91-44-3000 6161 Fax : +91-44-3000 6149
Email : cumigeneral@cumi.murugappa.com
Website : www.cumi.murugappa.com
CIN No. : L29224TN1954PLC000318.

3rd August 2018

BSE Limited
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort
Mumbai 400 001

Stock Code: 513375
Through BSE Listing Centre

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

Stock Code: CARBORUNIV-EQ
Through NEAPS

Total 18 pages (including covering letter)

Dear Sirs,

Sub: Intimation on the proceedings of the 64th Annual General Meeting held 3rd August 2018

The Company's sixty fourth Annual General Meeting (64th AGM) was held today i.e. 3rd August 2018 at 3:00 p.m. at The Music Academy, New No. 168, TTK Road, Royapettah, Chennai - 600 014. Mr. M M Murugappan, Chairman of the Company chaired the meeting.

The requisite quorum being present, the Chairman called the meeting to order. He introduced the other Directors, Company Secretary and the senior management who were seated on the dais. The Chairman informed that the copies of the AGM notice together with the Annual Report for the FY 2017-18 had been sent to all the shareholders. In terms of the provisions of the Companies Act, 2013 and the Rules made thereunder and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided remote e-voting facility and for those members who had not exercised their vote through remote e-voting facility, facility to cast their vote electronically was provided at the venue of the AGM through Karvy's Instapoll.

The Chairman briefed the members on the e-voting process. He also informed the members on the schedule of the AGM proceedings. He then delivered his message.

The notice of the meeting was taken as read with the permission of members since it was already circulated to them. The Auditors' report on the financial statements of the Company for the year ended 31st March 2018 did not have any qualifications or observations and accordingly, the same was not required to be read out at the meeting, as per the provisions of the Companies Act, 2013.

The Chairman invited comments and questions from the members and provided necessary clarifications. After the discussions were complete, shareholders who had not earlier voted through remote e-voting were provided time to cast their votes on the resolutions through Instapoll.

Mr. K Srinivasan, Managing Director made a brief presentation on the significant developments in the Company during the year 2017-18 and also presented the highlights of the Company for the quarter



murugappa



Carborundum Universal Limited

Regd.off : 'Parry House', 43, Moore Street,
Chennai - 600 001, India.

Tel.: +91-44-3000 6161 Fax : +91-44-3000 6149

Email : cumigeneral@cumi.murugappa.com

Website : www.cumi.murugappa.com

CIN No. : L29224TN1954PLC000318.

ended June 30, 2018 which was considered and approved by the Board at its meeting held earlier during the day.

All the following resolutions as set out in the Notice of the AGM dated 4th May 2018 were approved at the meeting with requisite majority.

1. Adoption of Audited Standalone Financial Statements of the Company for the year ended 31st March 2018, together with the Reports of the Board of Directors and the Auditors thereon;
2. Adoption of Audited Consolidated Financial Statements of the Company for the year ended 31st March 2018 together with the Report of the Auditors thereon;
3. Declaration of final dividend of Re. 1.25/- per equity share of Re. 1/- each for the year 2017-18 and confirmation of interim dividend of Rs.1.00/- paid during the year ended 31st March 2018;
4. Re-appointment of Mr. M A M Arunachalam (DIN 00202958), Director retiring by rotation;
5. Remuneration of Non-Executive Directors for an amount not exceeding 1% of the net profits of the Company;
6. Ratification of remuneration of Rs.4,00,000 p.a. payable to Cost Auditor - M/s. S Mahadevan & Co., Cost Accountants for the FY 2018-19;
7. Approval of offer/invitation to subscribe to Non-convertible Debentures of the Company up to an amount not exceeding Rs.2500 million on Private Placement basis.

The Board of Directors of the Company had appointed Mr. R Sridharan of M/s. R Sridharan & Associates, Practising Company Secretaries as the Scrutiniser to scrutinise the voting process (both remote e-voting and e-voting at the AGM venue).

The Chairman then declared the voting results (remote e-voting and e-voting at the venue of the AGM) and confirmed that all the resolutions were duly approved by the members with requisite majority. He also mentioned that the results will be made available on the website of the Company and will also be sent to the stock exchanges for dissemination.

There being no other agenda, the Chairman thanked the members present and declared the meeting as closed. The meeting concluded at 04.30 p.m.

In terms of the provisions of Regulation 44 of the Listing Regulations, the details of results of voting held through remote e-voting and e-voting at the AGM venue is enclosed as **Annexure 1**. The Scrutiniser's report dated 3rd August 2018 is enclosed as **Annexure 2**.

Kindly take the information on record and acknowledge receipt of the same.

Thanking you

Yours faithfully

For Carborundum Universal Limited

Rekha Surendhiran
Company Secretary

Encl.: a.a.

CARBORUNDUM UNIVERSAL LIMITED	
Date of the AGM/EGM	03-08-2018
Total number of shareholders on record date	27999
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	2553
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1											
Resolution required: (Ordinary/ Special)	ORDINARY - Consider, approve and adopt the Audited Standalone Financial Statements, Reports of the Board of Directors and Independent Auditors thereon for the year ended 31st March 2018.											
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	Votes Invalid			
Promoter and Promoter Group	E-Voting	76623462	76623462	95.5987	76623462	0	100.0000	0.0000	0			
	Poll	80151186	0	0.0000	00	0	0.0000	0.0000	0			
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000	0			
Public- Institutions	Total	76623462	76623462	95.5987	76623462	0	100.0000	0.0000	0			
	E-Voting	45572504	45572504	83.7322	45572504	0	100.0000	0.0000	3229183			
	Poll	54426486	0	0.0000	00	0	0.0000	0.0000	0			
Public- Non Institutions	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000	0			
	Total	45572504	45572504	83.7322	45572504	0	100.0000	0.0000	3229183			
	E-Voting	1938077	1938077	3.5586	1938021	56	99.9971	0.0028	0			
Public- Non Institutions	Poll	54461431	75763	0.1391	75748	15	99.9802	0.0197	15			
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000	0			
	Total	2013840	2013840	3.6977	2013769	71	99.9965	0.0035	15			
Total	189039103	124209806	65.7059	124209735	71	99.9999	0.0001	3229198				



Resolution No.	ORDINARY - Consider, approve and adopt the Audited Consolidated Financial Statements and the Report of the Independent Auditors thereon for the year ended 31st March 2018.									
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No	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	Votes Invalid	
Promoter and Promoter Group	Mode of Voting		76623462	95.5987	76623462	0	100.0000	0.0000	0	
	E-Voting		0	0.0000	00	0	0.0000	0.0000	0	
	Poll	80151186								
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0	
	E-Voting		76623462	95.5987	76623462	0	100.0000	0.0000	0	
	Poll	54426486	45572504	83.7322	45572504	0	100.0000	0.0000	3229183	
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0	
	E-Voting		45572504	83.7322	45572504	0	100.0000	0.0000	3229183	
	Poll	54461431	1938077	3.5586	1938021	56	99.9971	0.0028	0	
Total		189039103	2013840	3.6977	2013769	71	99.9965	0.0035	15	
Total			124209806	65.7059	124209735	71	99.9999	0.0001	3229198	



Resolution No.	ORDINARY - Declaration of dividend on equity shares.									
Resolution required: (Ordinary/ Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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	Votes Invalid		
Promoter and Promoter Group	Mode of Voting	76623462	95.5987	76623462	0	100.0000	0.0000	0		
	E-Voting	0	0.0000	00	0	0.0000	0.0000	0		
	Poll	80151186								
Public- Institutions	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000	0		
	Total	76623462	95.5987	76623462	0	100.0000	0.0000	0		
	E-Voting	48801687	89.6653	48801687	0	100.0000	0.0000	0		
Public- Non Institutions	Poll	0	0.0000	00	0	0.0000	0.0000	0		
	Postal Ballot (if applicable)	54426486								
	Total	48801687	89.6653	48801687	0	100.0000	0.0000	0		
Public- Non Institutions	E-Voting	1938077	3.5586	1938021	56	99.9971	0.0028	0		
	Poll	75763	0.1391	74768	995	98.6866	1.3133	15		
	Postal Ballot (if applicable)	54461431								
Public- Non Institutions	Total	2013840	3.6977	2012789	1051	99.9478	0.0522	15		
	Total	127438989	67.4141	127437938	1051	99.9992	0.0008	15		



Resolution No.	ORDINARY - Re-appointment of Mr. M A M Arunachalam (DIN 00202958) who is retiring by rotation.									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. M A M Arunachalam (DIN 00202958) who is retiring by rotation.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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	Votes Invalid		
Promoter and Promoter Group	E-Voting	76623462	95.5987	76623462	0	100.0000	0.0000	0		
	Poll	0	0.0000	00	0	0.0000	0.0000	0		
	Postal Ballot (if applicable)	80151186								
Public- Institutions	Total	76623462	95.5987	76623462	0	100.0000	0.0000	0		
	E-Voting	48291158	88.7273	48291158	0	100.0000	0.0000	510529		
	Poll	0	0.0000	00	0	0.0000	0.0000	0		
Public- Non Institutions	Postal Ballot (if applicable)	54426486								
	Total	48291158	88.7273	48291158	0	100.0000	0.0000	0		
	E-Voting	1935220	3.5534	1935052	168	99.9913	0.0086	2857		
Public- Non Institutions	Poll	75763	0.1391	75748	15	99.9802	0.0197	15		
	Postal Ballot (if applicable)	54461431								
	Total	2010983	0	0.0000	00	0	0.0000	0		
Public- Non Institutions	Total	126925603	3.6925	2010800	183	99.9909	0.0091	2872		
	Total	189039103	67.1425	126925420	183	99.9999	0.0001	513401		



Resolution No.	SPECIAL - Remuneration of Non-Executive Directors.									
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No	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		
Category	Mode of Voting									Votes Invalid
Promoter and Promoter Group	E-Voting		76623462	95.5987	76623462	0	100.0000	0.0000		0
	Poll	80151186	0	0.0000	00	0	0.0000	0.0000		0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		0
Public- Institutions	Total		76623462	95.5987	76623462	0	100.0000	0.0000		0
	E-Voting		42186158	77.5103	42186158	0	100.0000	0.0000		6615529
	Poll	54426486	0	0.0000	00	0	0.0000	0.0000		0
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		0
	Total		42186158	77.5103	42186158	0	100.0000	0.0000		6615529
	E-Voting		1935220	3.5534	1935164	56	99.9971	0.0028		2857
Public- Non Institutions	Poll	54461431	75763	0.1391	75748	15	99.9802	0.0197		15
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		0
	Total		2010983	3.6925	2010912	71	99.9965	0.0035		2872
	Total	189039103	120820603	63.9130	120820532	71	99.9999	0.0001		6618401



Resolution No.	ORDINARY - Ratification of the remuneration of Cost Auditor for the FY 2018-19.									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of the remuneration of Cost Auditor for the FY 2018-19.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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	Votes Invalid		
Promoter and Promoter Group	Mode of Voting	76623462	95.5987	76623462	0	100.0000	0.0000	0		
	E-Voting	0	0.0000	00	0	0.0000	0.0000	0		
	Poll	80151186								
Public- Institutions	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000	0		
	Total	76623462	95.5987	76623462	0	100.0000	0.0000	0		
	E-Voting	48801687	89.6653	48801687	0	100.0000	0.0000	0		
Public- Non Institutions	Poll	0	0.0000	00	0	0.0000	0.0000	0		
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000	0		
	Total	48801687	89.6653	48801687	0	100.0000	0.0000	0		
Public- Non Institutions	E-Voting	1938077	3.5586	1938021	56	99.9971	0.0028	0		
	Poll	75763	0.1391	75748	15	99.9802	0.0197	15		
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000	0		
Total	2013840	3.6977	2013769	71	99.9965	0.0035	15			
Total	189039103	127438989	67.4141	127438918	71	99.9999	0.0001	15		



Resolution No.	SPECIAL - Approval of offer/invitation to subscribe to Non-Convertible Debentures of the Company on Private Placement basis									
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No	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	Votes Invalid	
Category	Mode of Voting									
	E-Voting		76623462	95.5987	76623462	0	100.0000	0.0000	0	
	Poll		0	0.0000	00	0	0.0000	0.0000	0	
	Postal Ballot (if applicable)	80151186								
Promoter and Promoter Group	Total		76623462	95.5987	76623462	0	100.0000	0.0000	0	
	E-Voting		48801687	89.6653	48801687	0	100.0000	0.0000	0	
	Poll		0	0.0000	00	0	0.0000	0.0000	0	
	Postal Ballot (if applicable)	54426486								
Public- Institutions	Total		48801687	89.6653	48801687	0	100.0000	0.0000	0	
	E-Voting		1938077	3.5586	1938021	56	99.9971	0.0028	0	
	Poll		75763	0.1391	74768	995	98.6866	1.3133	15	
	Postal Ballot (if applicable)	54461431								
Public- Non Institutions	Total		2013840	3.6977	2012789	1051	99.9478	0.0522	15	
	Total	189039103	127438989	67.4141	127437938	1051	99.9992	0.0008	15	



Consolidated Scrutinizer's Report

3rd August, 2018

The Chairman
Carborundum Universal Limited,
'Parry House', 43, Moore Street,
Chennai - 600 001.

Ref:64th Annual General Meeting (AGM) of the members of Carborundum Universal Limited

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of **Carborundum Universal Limited** vide resolution dated 4th May, 2018, pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 (as amended) and Rule 21 of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process held between Monday, July 30, 2018 (9.00 AM) (IST) to Thursday, August 2, 2018 (5.00 PM) (IST) and to conduct the voting process through electronic voting system (Insta Poll) relating to the resolutions set out in the notice of the 64th Annual General Meeting (AGM) of the members of the Company, held on Friday, 3rd August, 2018 at 3.00 p.m. (IST) at TTK Auditorium (Main Hall), The Music Academy, New No. 168, TTK Road, Royapettah, Chennai - 600 014.

We now submit our consolidated Report as under:

1. The Company has availed remote e-voting system and electronic voting system at the AGM Venue (Insta Poll) from Karvy Computershare Private Limited for enabling the members to cast their vote under the provisions of the said sections and the Rules made there under.
2. We have scrutinized and reviewed the remote e-voting system, electronic voting system at the AGM Venue (Insta Poll) at the conclusion of AGM. We had unblocked the list of members who had exercised the votes through remote e-voting after 5.00 P.M. on August 2, 2018. Further, we have unblocked the votes cast by the members at the AGM venue through electronic voting system (Insta Poll) in the presence of Mr. K. Satheesh and Ms. B. Devi Lakshmi, who are the witnesses and not in the employment of the Company. The votes tendered therein in respect of the remote e-voting system and voting at the AGM venue (Insta Poll) is based on the data downloaded from the official website of Karvy Computershare Private Limited.
3. Based on the data downloaded from the Official website of Karvy Computershare Private Limited for the remote E-Voting system and on the basis of the report furnished to us by them on the electronic voting system (Insta Poll) conducted at the AGM Venue, we now submit our consolidated report (Remote E-Voting, Electronic Voting System (Insta Poll)) as under:

64TH AGM – CONSOLIDATED SCRUTINIZER'S REPORT

Carborundum Universal Limited





Item No. 1 - Adoption of Standalone Financial Statements, Board's Report & Auditors Report for the year ended 31st March, 2018(Ordinary Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
181	124133987	33	75748	124209735	99.9999

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
1	56	3	15	71	0.0001

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 2 - Adoption of Consolidated Financial Statements & Auditors Report for the year ended 31st March, 2018 (Ordinary Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
181	124133987	33	75748	124209735	99.9999

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
1	56	3	15	71	0.0001

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 3 – Confirmation of interim dividend paid on equity shares and approval of final dividend for the year ended 31st March, 2018 (Ordinary Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
189	127363710	32	74768	127437938	99.9992

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

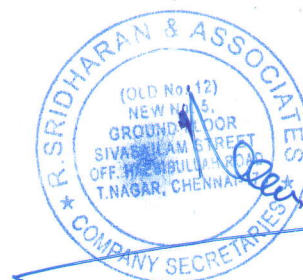
Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
1	56	4	995	1051	0.0008

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 4 – Re-appointment of Mr. M A M Arunachalam (DIN: 00202958), Director retiring by Rotation (Ordinary Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
185	126849672	33	75748	126925420	99.9999

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
2	168	3	15	183	0.0001

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 5 – Remuneration of Non- Executive Directors (Special Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
184	120744784	33	75748	120820532	99.9999

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
1	56	3	15	71	0.0001

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 6 – Ratification of remuneration of S.Mahadevan & Co, Cost Accountants, Chennai for the cost audit for the financial year 2018 -19. (Ordinary Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
189	127363170	33	75748	127438918	99.9999

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

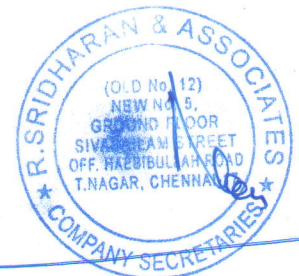
Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
1	56	3	15	71	0.0001

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 7 – Approval for offer/issue and allot secured/ unsecured Redeemable Non-convertible Debentures on private placement basis (Special Resolution)

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
189	127363170	32	74768	127437938	99.9992

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

Number of members voted in Remote E- Voting	Number of votes cast (Shares) Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
1	56	4	995	1051	0.0008

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was not less than three times the number of votes cast against, we report that the Special Resolution with regard to Item No.7 as set out in the Notice of the AGM is passed with requisite majority.



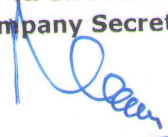


4. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" for each resolution is enclosed.

5. The electronic data relating to remote e-voting and electronic voting system (Insta Poll) and all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,
Yours faithfully,

For R. Sridharan & Associates
Company Secretaries


CS R. Sridharan
CP No. 3239
FCS No. 4775

