

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





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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;
- 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.



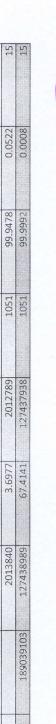
	CARBORINDIM INIVERSAL IMITED
Date of the AGM/EGM	03-08-2018
Total number of shareholders on record date	27999
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	9
Public	2553
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution required: (Ordinary/ Special) year ended Whether promoter/ promoter group are	ORDINARY - Consider approve and ado								
	0.000	ve and ado	opt the Audited Sta	pt the Audited Standalone Financial Statements, Reports of the Board of Directors and Independent Auditors thereon for the	Statements, Repor	ts of the Board of	Directors and Indep	pendent Auditors th	ereon for the
	year ended 31st March 2018.								
interested in the agenda/recolution?							,		
									•
				% of Votes Polled			% of Votes in	% of Votes	
				standing			favour on votes	against on votes	
Monda of Voting	No. of shares		No. of votes polled (2)	shares No. of Vot (3)=[(2)/(1)]* 100 favour (4)	es – In	No. or Votes – against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Votes Invalid
	0		76623462	95,5987	76623462	0	100.0000	0.0000	0
I Od			0	0.0000	00	0	0.0000	0.0000	0
Postal Ballot (if	T	80151186							
Promoter and Promoter Group	(e)		0	0.0000	00	0	0.0000	0.0000	0
			76623462	95.5987	76623462	0	100.0000	0.0000	0
E-Voting			45572504	83.7322	45572504	0	100.0000	0.0000	3229183
Poll			0	0.0000	00	0	0.0000	0.0000	0
Postal Ballot (if		24476486							
Public- Institutions	le)		0	0.0000	00	0	0.0000	0.0000	0
Total			45572504	83.7322	45572504	0	100.000	0.000.0	3229183
E-Voting			1938077	3.5586	1938021	56	5 99.9971	0.0028	0
Poll		7	~ 75763	0.1391	75748	15	99.9802	0.0197	15
Postal Ballot (if	I	24401431							
Public- Non Institutions applicable)	le)		0	0.0000	00	0	0.0000		
Total			2013840	3.6977	2013769	71	1966.66	0.0035	15
Total	F	189039103	124209806	65.7059	124209735	71	666666	0.0001	3229198



Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - Consi March 2018.	der, approve and a	dopt the Audited Co	onsolidated Financi	ial Statements and	the Report of the	Independent Audito	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.	/ear ended 31st
Whether promoter/ promoter group are interested in the agenda/resolution?	CN.								
	0								
				% of Votes Polled			% of Votes in	% of Votes	
				on outstanding			on votes	against on votes	
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled	
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100 Votes Invalid	Votes invalid
	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	80151186					,		•
Promoter and Promoter Group	applicable)		0	0.0000	00		00000		
	Total		76623462	95.5987	76623462		0 100.0000	0.0000	0
	E-Voting		45572504	83.7322	45572504	0	100.0000	0.0000	3229183
	Poll	2000	0	0.0000	00		0.0000	0.0000	0
	Postal Ballot (if	24476486	0					V	(
Public- Institutions	applicable)		0	0.0000	00		0,000	•	0
	Total		45572504	83.7322	45572504		0 100.0000		3229183
	E-Voting		1938077	3.5586	1938021	. 56	5 99.9971	0.0028	
	Poll	1000000	75763	0.1391	75748	15	5 99.9802	0.0197	15
	Postal Ballot (if	24401421	1						
Public- Non Institutions	applicable)		0	0.0000	00	e	0.0000		0
	Total		2013840						15
	Total	189039103	3 124209806	5 65.7059	124209735	71	1 99,9999	9 0.0001	3229198





0

0.0000

0.0000

100.0000

0

0.0000

0.0000

0.0000

(7)=[(5)/(2)]*100 |Votes Invalid

% of Votes against on votes

% of Votes in favour on votes polled

polled

No. of Votes – in No. of Votes –

0.0000

100.0000

0.0000

8

76623462

76623462

0.0000

00

48801687

89.6653

76623462

48801687

54426486

Postal Ballot (if

Total E-Voting

Poll

applicable)

Public- Institutions

E-Voting

Poll

Total

48801687

(6)=[(4)/(2)]*100

against (5)

(3)=[(2)/(1)]* 100 |favour (4)

95.5987

76623462

80151186

Postal Ballot (if

applicable)

Promoter and Promoter Group

0.0000

% of Votes Polled

ORDINARY - Declaration of dividend on equity shares.

98

Resolution required: (Ordinary/ Special)
Whether promoter/ promoter group are

Resolution No.

interested in the agenda/resolution?

on outstanding shares

No. of votes polled (2)

No. of shares held (1)

Mode of Voting

Category

E-Voting

Poll

0.0000

0

0.0000

100.0000

99.9971

56

0.0000

0.0028

0.0000

1.3133

98.6866

74768

0.1391

75763

54461431

Postal Ballot (if

applicable)

Public- Non Institutions

Total Total

1938077

1938021

89.6653

48801687

0.0000

3.5586

8

0.0000

0.0000

0.0000



Docolition voicing (Cracipa)		The same of the sa							
nesolution required. (Ordinary) special)	ORDINARY - Re-ap	ORDINARY - Re-appointment of Mr. M	A A M Arunachalam	A M Arunachalam (DIN 00202958) who is retiring by rotation.	ho is retiring by ro	tation.			
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
				% of Votes Polled			% of Votes in	% of Votes	
				on outstanding			favour on votes	against on votes	
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	shares No. of Vot (3)=[(2)/(1)]* 100 favour (4)	No. of Votes – in favour (4)	No. of Votes – against (5)	polled (6)=[(4)/(2)]*100	polled polled (7)=[(5)/(2)]*100 Votes Invalid	Votes Invalid
	E-Voting		76623462	95.5987	76623462		100.0000	0.0000	0
	Poll	00717700	0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if	QQTTCTOQ							
Promoter and Promoter Group	applicable)		0	0.0000	00	0	00000	0.0000	0
	Total		76623462	95.5987	76623462	0	100.0000	0.0000	0
	E-Voting		48291158	88.7273	48291158	0	100.0000	0.0000	510529
	Poll	2007000	0	0.0000	00	0	000000	0.0000	0
	Postal Ballot (if	24470400							,
Public- Institutions	applicable)		0	0.0000	00		0.0000	0.0000	0
	Total		48291158	88.7273	48291158	0	0000:0001	0.0000	510529
	E-Voting		1935220	3.5534	1935052	168	8 99.9913	0.0086	2857
	Poll	54461431	75763	0.1391	75748	15	5 99.9802	0.0197	15
	Postal Ballot (if	10110110							
Public- Non Institutions	applicable)		0	0.0000	00		0.0000	0.0000	0
	Total		2010983	3.6925	2010800	183	3 99.9909	0.0091	2872
	Total	189039103	126925603	67.1425	126925420	183	3 99,9999	0.0001	513401



AL - Remuneration of Non-Executive Directors. AL - Remuneration of Non-Executive Directors. Al - Remuneration of Non-Executive Directors. No. of Shares	Resolution No.	5								
No		SPECIAL - Remune	ration of Non-Exec	utive Directors.						
No. of shares No. of votes Polled	are									
Mode of Voting No. of shares No. of votes		NO								
No. of shares No. of votes No. of votes No. of shares No. of shares No. of votes Shares No. of shares No. of shares No. of shares Shar										
No. of shares No. of votes Shares No. of votes Shares Shares No. of votes Shares Sha					% of Votes Polled			% of Votes in	% of Votes	
Mode of Voting No. of shares No. of votes shares					on outstanding			favour on votes	against on votes	
Mode of Voting held (1) polled (2) (3)=[(2)/(1)]* 100 favour (4) E-Voting Poll			No. of shares	No. of votes		No. of Votes – in	No. of Votes –	polled	polled	
E-Voting		Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100 Votes Invalid	Votes Invalid
Poll Poll Postal Ballot (if applicable) Cotal Ballot (E-Voting		76623462		76623462		0 100.0000	0.0000	0
Postal Ballot (if applicable)		Poll	00151100			00		0.0000	0.0000	0
Postal Ballot (if applicable)		Postal Ballot (if	00110100							
Total 76623462 95.5987 76623462 P6234 E-Voting		applicable)		0		00		00000	0.0000	0
E-Voting Poll Poll Postal Ballot (if applicable) Pos		Total		76623462		76623462		0 100.0000	0.0000	0
Poll Postal Ballot (if applicable) Postal Ballot (if app		E-Voting		42186158		42186158		0 100.0000	0.0000	6615529
Postal Ballot (if applicable)		Poll	54476486			00		0 00000	0.0000	0
Total		Postal Ballot (if	00107110							
Total 42186158 77.5103 421861 42186158 77.5103 421861 4218616		applicable)		0		00		0.0000	0.0000	0
E-Voting 1935220 3.5534 19351 19352		Total		42186158		42186158		100.0000	0.0000	6615529
Poll S4461431 75763 0.1391 757 757 201000 2010000 201000 20100000 20100000 2010000 2010000 20100000 20100000 20100000 20100000 20100000 20100000 2		E-Voting		1935220		1935164	. 56	6 99.9971	. 0.0028	2857
Postal Ballot (if applicable) 0 0.0000 0 0.0000		Poll	EAA61A21			75748	15	5 99.9802	0.0197	15
applicable) 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		Postal Ballot (if	7440140							
2010082 2 6025		applicable)		0	-			0.0000	0.0000	0
CZCO.C COCOTOZ		Total		2010983	3.6925	2010912	71	1 99.9965	0.0035	2872
Total 189039103 120820603 63.9130 120820532		Total	189039103				71	1 99.9999	0.0001	6618401



Resolution No.	9								
Resolution required: (Ordinary/ Special)	ORDINARY - Ratifi	cation of the remur	eration of Cost Aug	ORDINARY - Ratification of the remuneration of Cost Auditor for the FY 2018-19	3-19.				
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
	and the second								
				% of Votes Polled			% of Votes in	% of Votes	
				on outstanding			favour on votes	against on votes	
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	shares No. of Vot (3)=[(2)/(1)]* 100 favour (4)	No. of Votes – in No. of Votes – favour (4) against (5)	No. of Votes – against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100 Votes Invalid	Votes Invalid
Catcgol y	E-Voting		76623462	95.5987	76623462		0 100.0000	0.0000	0
	Poll			0.0000	00		0.0000	0.0000	0
	Postal Ballot (if	80151186					4	0000	C
Promoter and Promoter Group	(applicable)		0	0.0000	00				
	Total		76623462	95.5987	76623462		100.0000		
	E-Voting		48801687	89.6653	48801687		0 100.0000	0.0000	0.
	Poll		0	0.0000	00		0.0000	0.0000	0
	Postal Ballot (if	54426486							C
Public- Institutions	(applicable)		0	0.0000	00		0.000		0
	Total		48801687	89.6653	48801687		0 100.0000		
	F-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	54461431							(
Public- Non Institutions	(applicable)		0	0.0000	00		0.0000		0
	Total	•	2013840	3.6977	2013769		71 99.9965		15
	Total	189039103	127438989	9 67.4141	127438918		71 99.9999	0.0001	15



Resolution No.	7								
Resolution required: (Ordinary/Special)	SPECIAL - Approv	SPECIAL - Approval of offer/invitation to subscribe to Non-Convertible Debentures of the Company on Private Placement basis	to subscribe to No	n-Convertible Debe	antures of the Com	pany on Private Pla	scement basis		
Whether promoter/ promoter group are interested in the agenda/resolution?	o _Z							12.	
				% of Votes Polled			% of Votes in	% of Votes	
				on outstanding			favour on votes	against on votes	
		No. of shares	No. of votes	shares	es – in	No. of Votes –	polled		
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100 Votes Invalid	Votes Invalid
	E-Voting		76623462	95.5987	76623462	0	100.0000	00000	0
	Poll	200	0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if	80151180					74		
Promoter and Promoter Group	(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	100.000	00000	0,
	Poll	7000	0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if	54476486							
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		48801687	89.6653	48801687	0	100.0000	0.0000	0
	E-Voting		1938077	3.5586	1938021	56	99.9971	1 0.0028	0
	Poll	1011011	75763	0.1391	74768	995	989.86	5 1.3133	.15
	Postal Ballot (if	24401421			200 200 00000				
Public- Non Institutions	(applicable)		0	0.0000	00	0	0.0000		0
	Total	•	2013840	3.6977	2012789	1051	99.9478	8 0.0522	15
	Total	189039103	3 127438989	9 67.4141	127437938	1051	1 99.9992	2 0.0008	15
	lotal	10363770							





New No. 5, (Old No.12), Sivasailam Street

T.Nagar, Chennai - 600 017.

Phone: 42166988, 43502997, 42555587

email: sridharan.r@aryes.in

web : www.aryes.in

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:

- 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:

Carborundum Universal Limited Control of Finance Co

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:

181	124133987	33	75748	124209735	99.9999
Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Drawing voted by	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

(ii) Votes against the resolution:

Number members voted Remote E- Voting	of in	Number votes (Shares) Remote E-Voting	of cast –	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
					15	71	0.0001

(iii) Invalid Votes:

E- Voting	NIL	NIL	NIL	NIL
Number of members voted ir Remote	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

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:

181		124133	987	33		7574	8	124209735	99.9999
Number members voted Remote E- Voting	of in	Number votes (Shares) Remote E-Voting	of cast	Number members/ Proxies voted Insta Poll	-of by	Number votes (Shares) Insta Poll	of cast	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast

(ii) Votes against the resolution:

Number or members voted in Remote E- Voting	votes	of cast -	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:

Remote E- Voting		E- Voting NIL	NIL	NIL	NIL
Number members voted	of in	Remote	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

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 $31^{\rm st}$ March, 2018 (Ordinary Resolution)

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

189	127363	3710	32		7476	8	127437938	99.9992
Number of members voted i Remote E- Voting	f Number votes (Shares) Remote E-Voting	of cast	Number members/ Proxies voted Insta Poll	of by	Number votes (Shares) Insta Poll	of cast -	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast

(ii) Votes against the resolution:

Number members voted Remote E- Voting	of in	Number votes (Shares) Remote E-Voting	of cast -	Number of members/ Proxies voted by Insta Poll	Number of votes (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 members voted Remote E- Voting	in	Number of votes cast (Shares) – Remote E- Voting	Number of members/Proxies voted by Insta Poll	Insta Poll	votes cast through Remote E- Voting and Insta Poll
NIL		NIL	NIL	NIL	1412

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:

185		126849	672	33		7574	8	126925420	99.9999
members	of in	Number votes (Shares) Remote E-Voting	of cast	Number members/ Proxies voted Insta Poll	of by	Number votes (Shares) Insta Poll	of cast -	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast

(ii) Votes against the resolution:

Number members voted Remote E- Voting	of in	Number votes (Shares) Remote E-Voting	of cast –	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:

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

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:

Remote E- Voting		Remote E-Voting	784	Insta Poll		Insta Poll	8	E-Voting and Insta Poll	99.9999
Number members voted	of in	Number votes (Shares)	of cast	Number members/ Proxies voted	of by	Number votes (Shares)	of cast -	Total Number of votes cast through Remote	% of total number of valid votes cast

(ii) Votes against the resolution:

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

(iii) Invalid Votes:

NIL	NIL	NIL	NIL.	NIL
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

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.

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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:

189	12736317	70	33		7574	8	127430910	
Number of members voted in Remote E- Voting	Number votes C (Shares) Remote E-Voting	ast _	Number members/ Proxies voted Insta Poll	of by	Number votes (Shares) Insta Poll	of cast	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast

(ii) Votes against the resolution:

Number of members voted in Remote E- Voting	Number votes (Shares) Remote E-Voting	of cast	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
				15	71	0.0001

(iii) Invalid Votes:

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

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:

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

(ii) Votes against the resolution:

members	of Number votes in (Shares Remote E-Votin		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	5	6	4	995	1051	0.0008

(iii) Invalid Votes:

Number members voted Remote E- Voting	of in	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

