



PRICOL LIMITED (Formerly Pricol Pune Limited)

Passion to Excel

109, Race Course,
Coimbatore 641018, India

☎ +91 422 4336000

☎ +91 422 4336299

✉ city@pricol.co.in

🌐 pricol.com

CIN: L34200TZ2011PLC022194

✧ CUSTOMERS ✧ EMPLOYEES ✧ SHAREHOLDERS ✧ SUPPLIERS

PL/SEC/TGT/2018-19/105
Thursday, August 23, 2018

Corporate Relationship Department BSE Limited 1 st Floor, New Trading Ring Rotunda Building, P J Towers, Dalal Street, Fort Mumbai - 400001 Scrip Code : 540293	The Manager Listing Department National Stock Exchange of India Limited "Exchange Plaza", C-1, Block G Bandra-Kurla Complex, Bandra (E), Mumbai – 400051 Scrip Code : PRICOLLTD
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Dear Sir,

Sub: 7th Annual General Meeting – (1) AGM Voting results (2) Report of the Scrutiniser

We wish to inform you that the members of the Company at the 7th Annual General Meeting of the Company held on August 22, 2018 at Chamber Hall, Chamber Towers, 8/732, Avinashi Road, Coimbatore-641 018 have approved the business(es) mentioned in the notice of the 7th AGM dated 26th June, 2018.

In this regard we are enclosing the following:

- Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Report of the Scrutiniser dated 23rd August 2018, pursuant to section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

We request you to kindly take the same on record and acknowledge receipt.

Thanking you,

Yours faithfully,
For Pricol Limited


T.G.Thamizhanban
Company Secretary
ICSI M.No: F7897

Encl: as above



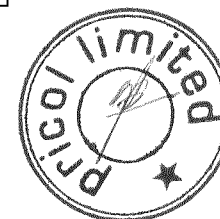
Declaration in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the business transacted by the Company through E-voting

Date of the AGM	22nd August, 2018
Total number of shareholders on record date (16 th August, 2018)	42,190
No. of shareholders present in the meeting either in person or through proxy:	147
Promoters and Promoter Group:	2
Public:	145
No. of Shareholders attended the meeting through Video Conferencing:	NA
Promoters and Promoter Group:	NA
Public:	NA

Agenda-wise disclosure (to be disclosed separately for each agenda item)

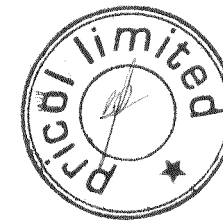
Item No.1 Consider and adopt Audited Financial Statements, Reports of Board of Directors and Auditors.

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	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		3,52,47,614	99.9986	3,52,47,614	-	100.0000	0.0000
	Poll	3,52,48,102	-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total	3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000	0.0000
Public- Institutions	E-Voting		27,47,289	62.9450	27,47,289	-	100.0000	0.0000
	Poll	43,64,589	-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total	43,64,589	27,47,289	62.9450	27,47,289	-	100.0000	0.0000
Public- Non Institutions	E-Voting		72,33,716	13.1084	72,33,410	306	99.9958	0.0042
	Poll	5,51,84,030	14,059	0.0255	14,059	-	100.0000	0.0000
	Postal Ballot			0.0000			0.0000	0.0000
	Sub Total	5,51,84,030	72,47,775	13.1338	72,47,469	306	99.9958	0.0042
GRAND TOTAL		9,47,96,721	4,52,42,678	47.7260	4,52,42,372	306	99.9993	0.0007



Item No.2 Consider payment of dividend for the financial year 2017-18.

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	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000
Public- Institutions	E-Voting	43,64,589	27,47,289	62.9450	27,47,289	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		43,64,589	27,47,289	62.9450	27,47,289	-	100.0000
Public- Non Institutions	E-Voting	5,51,84,030	72,33,756	13.1084	72,33,756	-	100.0000	0.0000
	Poll		14,059	0.0255	14,059	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		5,51,84,030	72,47,815	13.1339	72,47,815	-	100.0000
GRAND TOTAL		9,47,96,721	4,52,42,718	47.7260	4,52,42,718	-	100.0000	0.0000

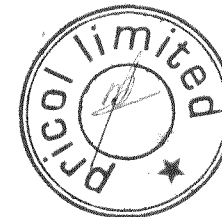


Item No.3 Re-appointment of Mrs. Vanitha Mohan (DIN:00002168), who retires by rotation as a Director.

Resolution required: (Ordinary/Special)				ORDINARY				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000
Public- Institutions	E-Voting	43,64,589	27,47,289	62.9450	27,47,289	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		43,64,589	27,47,289	62.9450	27,47,289	-	100.0000
Public- Non Institutions	E-Voting	5,51,84,030	72,33,756	13.1084	72,33,736	20	99.9997	0.0003
	Poll		14,059	0.0255	14,059	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		5,51,84,030	72,47,815	13.1339	72,47,795	20	99.9997
GRAND TOTAL		9,47,96,721	4,52,42,718	47.7260	4,52,42,698	20	100.0000	0.0000

Item No.4 Appointment of Statutory Auditors to fill casual vacancy.

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	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000
Public- Institutions	E-Voting	43,64,589	27,47,289	62.9450	27,41,220	6,069	99.7791	0.2209
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		43,64,589	27,47,289	62.9450	27,41,220	6,069	99.7791
Public- Non Institutions	E-Voting	5,51,84,030	66,70,116	12.0870	66,70,066	50	99.9993	0.0007
	Poll		14,058	0.0255	14,058	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		5,51,84,030	66,84,174	12.1125	66,84,124	50	99.9993
GRAND TOTAL		9,47,96,721	4,46,79,077	47.1315	4,46,72,958	6,119	99.9863	0.0137

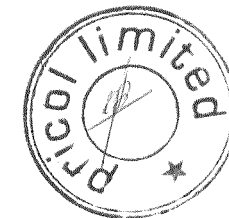


Item No.5 Appointment of Statutory Auditors

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	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000
Public- Institutions	E-Voting	43,64,589	27,47,289	62.9450	27,41,220	6,069	99.7791	0.2209
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		43,64,589	27,47,289	62.9450	27,41,220	6,069	99.7791
Public- Non Institutions	E-Voting	5,51,84,030	72,33,716	13.1084	72,33,715	1	100.0000	0.0000
	Poll		14,058	0.0255	14,058	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		5,51,84,030	72,47,774	13.1338	72,47,773	1	100.0000
GRAND TOTAL		9,47,96,721	4,52,42,677	47.7260	4,52,36,607	6,070	99.9866	0.0134

Item No.6 Appointment & Remuneration to Mrs.Vanitha Mohan, Chairman

Resolution required: (Ordinary/Special)				SPECIAL				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000
Public- Institutions	E-Voting	43,64,589	27,47,289	62.9450	27,47,289	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		43,64,589	27,47,289	62.9450	27,47,289	-	100.0000
Public- Non Institutions	E-Voting	5,51,84,030	66,70,156	12.0871	66,70,136	20	99.9997	0.0003
	Poll		14,058	0.0255	14,058	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		5,51,84,030	66,84,214	12.1126	66,84,194	20	99.9997
GRAND TOTAL		9,47,96,721	4,46,79,117	47.1315	4,46,79,097	20	100.0000	0.0000

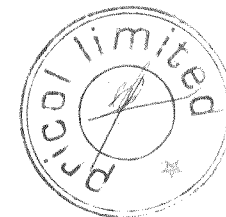


Item No.7 : Appointment of Mr.S.K.Sundaraman (DIN : 00002691), as an Independent Director

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	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
				(3)=[(2)/(1)]*100			4	5
Promoter and Promoter Group	E-Voting	3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000
Public- Institutions	E-Voting	43,64,589	27,47,289	62.9450	27,47,289	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		43,64,589	27,47,289	62.9450	27,47,289	-	100.0000
Public- Non Institutions	E-Voting	5,51,84,030	71,80,289	13.0115	71,80,289	-	100.0000	0.0000
	Poll		14,058	0.0255	14,058	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		5,51,84,030	71,94,347	13.0370	71,94,347	-	100.0000
GRAND TOTAL		9,47,96,721	4,51,89,250	47.6696	4,51,89,250	-	100.0000	0.0000

Item No.8 : Authorisation for conversion of Loans of the company into equity shares as per Loan Agreement.

Resolution required: (Ordinary/Special)				SPECIAL				
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	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
				(3)=[(2)/(1)]*100			4	5
Promoter and Promoter Group	E-Voting	3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000
Public- Institutions	E-Voting	43,64,589	27,47,289	62.9450	27,47,289	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		43,64,589	27,47,289	62.9450	27,47,289	-	100.0000
Public- Non Institutions	E-Voting	5,51,84,030	72,34,056	13.1090	72,34,005	51	99.9993	0.0007
	Poll		14,058	0.0255	14,058	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		5,51,84,030	72,48,114	13.1344	72,48,063	51	99.9993
GRAND TOTAL		9,47,96,721	4,52,43,017	47.7264	4,52,42,966	51	99.9999	0.0001



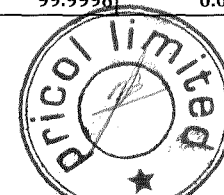
Item No.9 : Reclassification of Promoter & Promoter Group

Resolution required: (Ordinary/Special)				ORDINARY				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000
Public- Institutions	E-Voting	43,64,589	27,47,289	62.9450	27,47,289	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		43,64,589	27,47,289	62.9450	27,47,289	-	100.0000
Public- Non Institutions	E-Voting	5,51,84,030	72,33,610	13.1082	72,33,359	251	99.9965	0.0035
	Poll		14,058	0.0255	14,058	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		5,51,84,030	72,47,668	13.1336	72,47,417	251	99.9965
GRAND TOTAL		9,47,96,721	4,52,42,571	47.7259	4,52,42,320	251	99.9994	0.0006

Item No.10: Ratification of Remuneration to Cost Auditor.

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	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		3,52,48,102	3,52,47,614	99.9986	3,52,47,614	-	100.0000
Public- Institutions	E-Voting	43,64,589	27,47,289	62.9450	27,47,289	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		43,64,589	27,47,289	62.9450	27,47,289	-	100.0000
Public- Non Institutions	E-Voting	5,51,84,030	72,33,716	13.1084	72,33,616	100	99.9986	0.0014
	Poll		14,058	0.0255	14,058	-	100.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Sub Total		5,51,84,030	72,47,774	13.1338	72,47,674	100	99.9986
GRAND TOTAL		9,47,96,721	4,52,42,677	47.7260	4,52,42,577	100	99.9998	0.0002

for pricol limited



T.G. Thamizhanban
Company Secretary
ICSI Membership No. F7897



P. Eswaramoorthy and Company

Company Secretaries

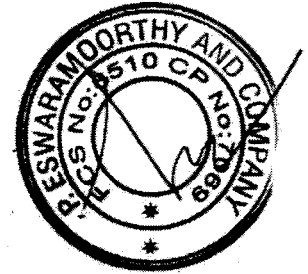
CS P. Eswaramoorthy B.Sc., LLB., FCS.,

SCRUTINIZER'S REPORT FOR E-VOTING AND POLL

(Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 as amended from time to time

To

The Chairman
7th Annual General Meeting of the Equity Shareholders of
M/s. PRICOL LIMITED (Formerly known as Pricol Pune Limited)
(CIN: L34200TZ2011PLC022194)
Held on Wednesday, the 22nd day of August, 2018 at 4.30 P.M at
Chamber Hall, Chamber Towers,
8/732, Avinashi Road,
Coimbatore - 641 018.
Tamil Nadu, India



Dear Sir,

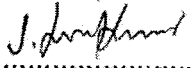
I, P.Eswaramoorthy, Proprietor, P.Eswaramoorthy and Company, Company Secretaries having office at 44 & 44/1, 5th Street, Ramalinga Jothi Nagar, Near Corporation Office, Nanjundapuram Road, Ramanathapuram, Coimbatore -641 045, Tamil Nadu, India have been appointed as a Scrutinizer of **M/s. PRICOL LIMITED** ("the Company") for the purpose of Scrutinizing the e-voting and poll process in a fair and transparent manner and ascertaining the requisite majority as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time on the below mentioned resolution(s), at the 7th Annual General Meeting of the Equity Shareholders of Pricol Limited, held on Wednesday, the 22nd day of August, 2018 at 04:30 P.M at Chamber Hall, Chamber Towers, 8/732, Avinashi Road, Coimbatore- 641 018, Tamil Nadu, India.


The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and poll on the resolutions proposed in the Notice of the 7th Annual General Meeting of the company is the responsibility of the management.

My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of polling papers by poll at the meeting are conducted in a fair and transparent manner and to furnish a consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and voting at the AGM by Poll.

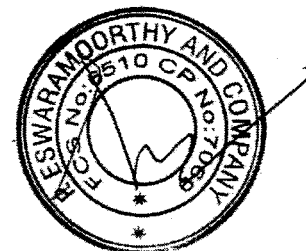
I submit my report as under.

1. The remote e-voting period remained open from 18th August, 2018 (9.00 A.M IST) to 21st August, 2018 (5.00 PM IST)
2. The shareholders holding shares as on the "Cut off " date ie., 16th August, 2018, were entitled to vote on the proposed resolutions (Item No. 1 to 10) as set out in the notice of the 7th Annual General Meeting of Pricol Limited.
3. The remote e-voting was unblocked on 22nd August, 2018 after the conclusion of the Annual General Meeting in the presence of two witnesses, Mr.M.S.Sivakumar and Mr.R.Srikrishna who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


.....
(M.S.Sivakumar)
No. 44, Ramalinga Jothi Nagar
Nanjundapuram Road,
Ramanathapuram,
Coimbatore - 641045.


.....
(R.Srikrishna)
66, Vasthiyar street,
Kattoor, Ramnagar Post,
Coimbatore - 641009.

4. The details containing, inter- alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com/>).
5. The ballot box was kept at the venue of the AGM to enable the members to cast their vote by poll. The ballot box was locked in my presence with due identification mark placed by me.
6. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
7. The Company had received 7 proxy forms and out of 7, 4 proxy forms were invalid due to improper execution. Out of 3 valid proxies, one proxy had attended and not voted in the annual general meeting.



8. 37 members cast their votes through poll papers, out of which the votes cast by 10 members were treated as invalid, due to options not selected, mismatch of folio numbers and signature mismatch.

9. The Consolidated results are as under:

ORDINARY BUSINESS:

ITEM NO.1

ORDINARY RESOLUTION

Adoption of Financial Statements and Reports of the Board of Directors & Auditors.

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	84	45228313	
Poll	27	14059	
Total	111	45242372	99.9993

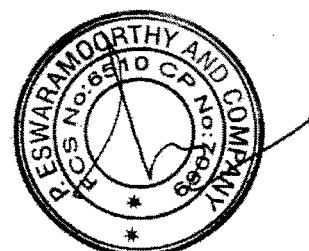
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	1	306	
Poll	0	0	
Total	1	306	0.0007

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	0	0
Poll	10	26930
Total	10	26930

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.1 has been passed with the Requisite Majority.



ORDINARY BUSINESS:

ITEM NO. 2

ORDINARY RESOLUTION

Declaration of Dividend:

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	86	45228659	
Poll	27	14059	
Total	113	45242718	100.000

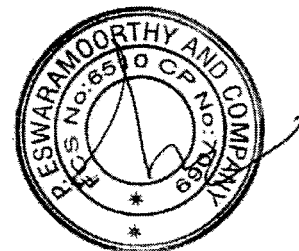
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	0	0	0.0000
Poll	0	0	0.0000
Total	0	0	0.0000

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	0	0
Poll	10	26930
Total	10	26930

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.2 has been passed with the Requisite Majority.



ORDINARY BUSINESS:

ITEM NO. 3

ORDINARY RESOLUTION

Re-Appointment of Mrs. Vanitha Mohan, as Director.

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	85	45228639	
Poll	27	14059	
Total	112	45242698	100.000

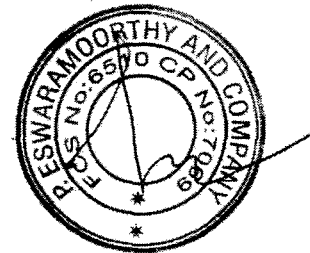
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	1	20	
Poll	0	0	
Total	1	20	0.0000

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	0	0
Poll	10	26930
Total	10	26930

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.3 has been passed with the Requisite Majority.



SPECIAL BUSINESS:

ITEM NO. 4

ORDINARY RESOLUTION

Appointment of Statutory Auditors to fill casual vacancy.

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	82	44658900	
Poll	26	14058	
Total	108	44672958	99.9863

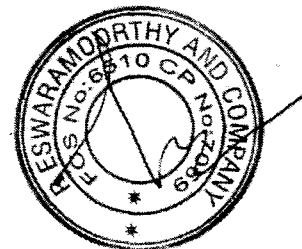
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	2	6119	
Poll	0	0	
Total	2	6119	0.0000

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	0	0
Poll	10	26930
Total	10	26930

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.4 has been passed with the Requisite Majority



ORDINARY BUSINESS:

ITEM NO. 5

ORDINARY RESOLUTION

Appointment of Statutory Auditors

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	83	45222549	
Poll	26	14058	
Total	109	45236607	99.9866

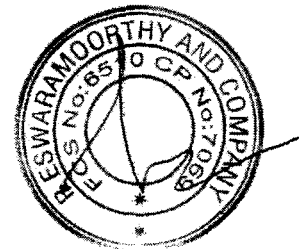
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	2	6070	
Poll	0	0	
Total	2	6070	0.0134

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	0	0
Poll	10	26930
Total	10	26930

Based on the aforesaid results, the Ordinary Resolution as contained Item in No.5 has been passed with the Requisite Majority.



SPECIAL BUSINESS

ITEM NO. 6

SPECIAL RESOLUTION

Appointment & Remuneration to Mrs. Vanitha Mohan, Chairman

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	84	44665039	
Poll	26	14058	
Total	110	44679097	100.0000

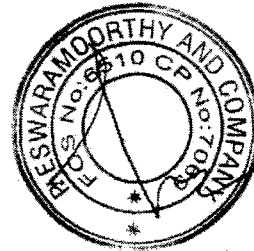
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	1	20	
Poll	0	0	
Total	1	20	0.0000

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	0	0
Poll	10	26930
Total	10	26930

Based on the aforesaid results, the Special Resolution as contained in Item No.6 has been passed with the Requisite Majority.



SPECIAL BUSINESS:

ITEM NO. 7

ORDINARY RESOLUTION

Appointment of Mr. S. K. Sundararaman, as an Independent Director

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	85	45175192	
Poll	26	14058	
Total	111	45189250	100.000

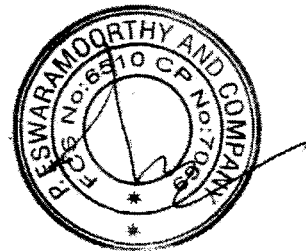
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	0	0	
Poll	0	0	
Total	0	00	0.0000

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	0	0
Poll	10	26930
Total	10	26930

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.7 has been passed with the Requisite Majority.



SPECIAL BUSINESS:

ITEM NO. 8

SPECIAL RESOLUTION

Authorisation for Conversion of Loans of the Company into Equity Shares as per Loan agreement

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	85	45228908	
Poll	26	14058	
Total	111	45242966	99.9999

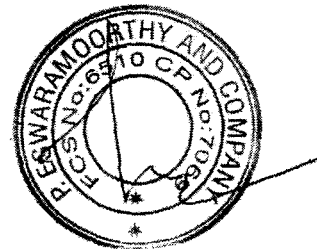
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	2	51	
Poll	0	0	
Total	2	51	00.0001

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	0	0
Poll	10	26930
Total	10	26930

Based on the aforesaid results, the Special Resolution as contained in Item No.8 has been passed with the Requisite Majority.



SPECIAL BUSINESS:

ITEM NO. 9

ORDINARY RESOLUTION

Reclassification of Promoter & Promoter Group

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	82	45228262	
Poll	26	14058	
Total	108	45242320	99.9994

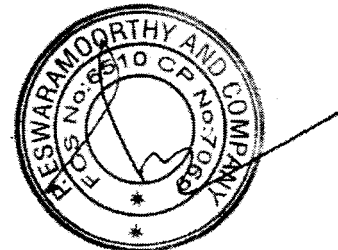
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	3	251	
Poll	0	0	
Total	3	251	00.0006

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	0	0
Poll	10	26930
Total	10	26930

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.9 has been passed with the Requisite Majority.



SPECIAL BUSINESS:

ITEM NO. 10

ORDINARY RESOLUTION

Ratification of remuneration payable to Cost Auditor

(i) VOTES CAST IN FAVOUR OF THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	84	45228519	
Poll	26	14058	
Total	110	45242577	99.9998

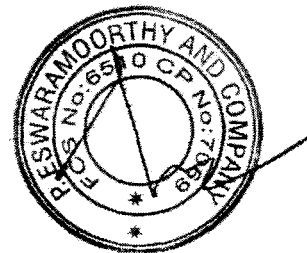
(ii) VOTES CAST AGAINST THE RESOLUTION

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST	PERCENTAGE OF TOTAL NUMBER OF VALID VOTES CAST
Remote E-Voting	1	100	
Poll	0	0	
Total	1	100	00.0002

(iii) INVALID VOTES

MODE OF VOTING	NUMBER OF MEMBERS VOTED	NUMBER OF VOTES CAST
Remote E-Voting	0	0
Poll	10	26930
Total	10	26930

Based on the aforesaid results, the Ordinary Resolution as contained in Item No.10 has been passed with the Requisite Majority.

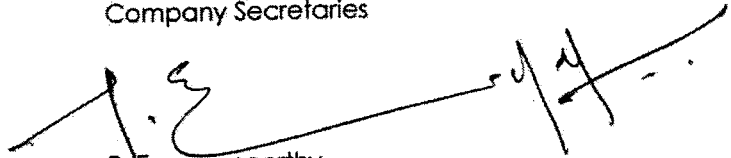


1. All relevant records of electronic voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 7th Annual General Meeting and the same will be handed over thereafter to the Chairman/Company Secretary for safe keeping.
2. The poll papers and all other relevant records were sealed and handed over to the Chairman / Company Secretary for safe keeping.

Thanking You,

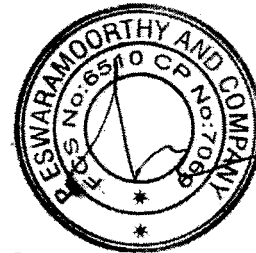
Yours faithfully,

For P.Eswaramoorthy and Company
Company Secretaries



P. Eswaramoorthy
Proprietor
FCS No. 6510, COP. 7069

Date: 23-08-2018
Place: Coimbatore



CERTIFIED TRUE COPY

for pricol limited



T.G. Thamizhanban
Company Secretary
ICSI Membership No. F7897