

AFL/SS/SE/32/2018-2019

20th September, 2018

The National Stock Exchange of India Ltd.
Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai 400 051

The BSE Ltd.
P.J. Towers
Dalal Street
Mumbai 400 001

Dear Sir / Madam,

Sub.: 23rd Annual General Meeting E-voting and Poll Results.

Dear Sir / Madam,

In compliance of the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the enclosed Voting Results along with Scrutinizer's Report on the resolutions passed at the 23rd Annual General Meeting held on 19th September, 2018.

Kindly acknowledge and take this into your records.

Thanking You,

Yours faithfully

For Accel Frontline Limited



S.Sundaramurthy
Company Secretary



Encl: as above

Accel Frontline Limited

Voting Results in accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the business transacted by the Company through the facility of remote e-voting & poll (electronically) are furnished below:

Date of the AGM/EGM	19-09-2018
Total number of shareholders on record date	7159
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	903
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1 - To consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company as at 31st March, 2018 together with the reports of the Board of Directors and Auditors thereon							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,78,57,125	1,78,57,125	100.0000	1,78,57,125	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,78,57,125	100.0000	1,78,57,125	0	100.0000	0.0000
Public- Institutions	E-Voting	29,890	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1,18,74,858	1,08,902	0.9171	1,08,902	0	100.0000	0.0000
	Poll		43,726	0.3682	43,726	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,52,628	1.2853	1,52,628	0	100.0000	0.0000
Total		2,97,61,873	1,80,09,753	60.5128	1,80,09,753	0	100.0000	0.0000



Resolution No.	2 - To appoint a Director in place of Mr. Bin Cheng, (DIN: 06913491) who retires by rotation and, being eligible, offers himself for re-appointment.							
Resolution required: (Ordinary/ Special)	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,78,57,125	1,78,57,125	100.0000	1,78,57,125	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,78,57,125	100.0000	1,78,57,125	0	100.0000	0.0000
Public- Institutions	E-Voting	29,890	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1,18,74,858	1,08,902	0.9171	1,08,902	0	100.0000	0.0000
	Poll		43,726	0.3682	43,726	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,52,628	1.2853	1,52,628	0	100.0000	0.0000
Total		2,97,61,873	1,80,09,753	60.5128	1,80,09,753	0	100.0000	0.0000



Resolution No.	3 - To adopt new Articles of Association of the Company							
Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1,78,57,125	1,78,57,125	100.0000	1,78,57,125	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,78,57,125	100.0000	1,78,57,125	0	100.0000	0.0000
Public- Institutions	E-Voting	29,890	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1,18,74,858	1,08,902	0.9171	1,08,902	0	100.0000	0.0000
	Poll		43,726	0.3682	43,726	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,52,628	1.2853	1,52,628	0	100.0000	0.0000
Total		2,97,61,873	1,80,09,753	60.5128	1,80,09,753	0	100.0000	0.0000



20th September, 2018

Sub: Declaration of Voting Results of the 23rd Annual General Meeting held on Wednesday, 19th September, 2018 at "The Music Academy Mini Hall, TTK Road, Alwarpet, Chennai - 600 014" at 10:30 A.M.

The details are as follows:

Sl. No.	Notice Items	Resolutions (Ordinary / Special)	Mode of Voting - Remote e-voting / Poll (Electronically) at AGM hall
1.	To consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company as at 31st March, 2018 together with the reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-voting & Poll (Electronically) at AGM hall
2.	To appoint a Director in place of Mr. Bin Cheng, (DIN: 06913491) who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary	
3.	To adopt new Articles of Association of the Company.	Special	

Based on the Report of the Scrutinizer, I hereby declare that the resolutions for the above-mentioned items have been passed **unanimously by the shareholders.**

Thanking you

For Accel Frontline Limited

M. Mehta

Malcolm F. Mehta
Chairman & Chief Executive Officer





CONSOLIDATED REPORT OF THE SCRUTINIZER

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

To

**The Chairman,
Accel Frontline Limited**
1st Floor, Dowlath Towers,
New Door No.57, 59, 61 & 63
Taylors Road, Kilpauk
Chennai – 600 010

Result of Remote E-Voting/Poll (Electronically)

Dear Sir,

Sub: **Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended and Poll (electronically) taken at the venue of the 23rd Annual General Meeting (AGM) of the Accel Frontline Limited held on Wednesday, September 19, 2018 at 10:30 A.M at "The Music Academy Mini Hall, TTK Road, Alwarpet, Chennai – 600 014.**

1. I, **M Alagar, Company Secretary in Practice (COP No.8196)** have been appointed as a Scrutinizer by the Board of Directors of Accel Frontline Limited (herein after referred to as "**the Company**") vide their meeting held on August 07, 2018. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and subject to Regulation 44 of the SEBI(LODR) Regulations, 2015 to conduct the remote e-voting process for passing the items on the agenda as contained in the AGM Notice dated August 07, 2018, and for the purpose of Poll (electronically) at the venue of the 23rd Annual General Meeting ("AGM") of the Equity Shareholders of the Company.
2. The Notice dated August 07, 2018 along with the statement setting out material facts under Section 102 of the Act was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.
3. The Company has availed the remote e-voting facility offered by National Securities Depository Limited (NSDL), for conducting remote e-voting, to enable the members to exercise their right to vote by electronic means.
4. The company has also provided the Poll (electronically) facility offered by Karvy Computershare Pvt. Ltd., for conducting voting at venue of the AGM to the shareholders who had not cast their vote earlier through remote e-voting facility. The Shareholders of



the company holding shares as on the "Cut-off" date (i.e. Wednesday, September 12, 2018) were entitled to vote on the resolutions as set out in the AGM notice.

5. The remote e-voting commenced on Saturday, September 15, 2018 at 9.00 a.m. (IST) and ended on Tuesday, September 18, 2018 at 5.00 p.m. (IST) and the members were requested to cast their votes electronically conveying their Assent or Dissent in respect of Ordinary/Special Resolutions, on e-voting platform provided by NSDL, and thereafter the NSDL e-voting platform was blocked.
6. At the 23rd AGM, the Chairman announced the availability of Poll (electronically) facility offered by Karvy Computershare Pvt. Ltd., for the shareholders who have not casted their vote through remote e-voting. At the venue of AGM, after declaration of voting by use of Poll (electronically) by the Chairperson, the facility offered for voting by poll was conducted in my presence.
7. After conclusion of Poll (electronically) at the venue of the AGM, the remote e-voting facility offered by National Securities Depository Limited (NSDL) was unblocked at 12.30 p.m on September 19, 2018 in the presence of Ms. N.Ramya Devi and Ms. K.Jamuna, who are not the employees of the company.
8. The consolidated e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of "NSDL" (<http://www.evoting.nsdl.com>) and based on such report generated, the results of the e-voting is as under,

Resolution No. 1- To consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company as at 31st March, 2018 together with the reports of the Board of Directors and Auditors thereon - (Ordinary Resolution) is given below:

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes- remote e-voting	17966027	17966027	Nil
2.	Total of number of valid votes- by Poll (electronically) at AGM Venue	43726	43726	Nil
3.	Total of above (1+2)	18009753	18009753	Nil
4.	% of valid votes cast		100.00	0.00



Resolution No. 2 - To appoint a Director in place of Mr. Bin Cheng, (DIN: 06913491) who retires by rotation and, being eligible, offers himself for re-appointment - (Ordinary Resolution) is given below:

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes- remote e-voting	17966027	17966027	Nil
2.	Total of number of valid votes- by Poll (electronically) at AGM Venue	43726	43726	Nil
3.	Total of above (1+2)	18009753	18009753	Nil
4.	% of valid votes cast		100.00	0.00

Resolution No.3 - To adopt new Articles of Association of the Company - (Special Resolution) is given below:

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes- remote e-voting	17966027	17966027	Nil
2.	Total of number of valid votes- by Poll (electronically) at AGM Venue	43726	43726	Nil
3.	Total of above (1+2)	18009753	18009753	Nil
4.	% of valid votes cast		100.00	0.0

You may accordingly declare the results of the remote e-Voting and Poll (electronically) conducted at the AGM.



The Register, all other papers and relevant records relating to remote e-Voting and Poll (electronically) at the 23rd AGM shall remain in our safe custody until the chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe Keeping.

Thanking you

**Yours truly,
For M. Alagar & Associates**

M. Alagar
**M. Alagar
F.C.S - 7488
C.P No.8196**



Date: September 20, 2018
Place: Chennai

counter signed

For Accel Frontline Limited

M. Mehta

**Malcolm F. Mehta
Chairman & Chief Executive Officer**