

Ref: S&SPOWER/SE/COR/2016-17/Q1/15

Date: 6th AUGUST, 2016

To,
The Manager – Listing,
NATIONAL STOCK EXCHANGE OF INDIA LTD,
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051.
Email: cmllist@nse.co.in

NSE SCRIP NAME: S&SPOWER

Dear Sir/Madam,

Sub: VOTING RESULTS OF 38TH ANNUAL GENERAL MEETING OF THE COMPANY.

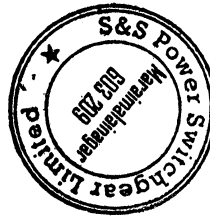
Pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we herewith submit the Voting results along with the Combined Scrutinizer's report, in respect of businesses considered at the 38th Annual General Meeting of the Company held on Friday, 5th August 2016.

We request you to take the said information on record & acknowledge the receipt.

Thanking You,
For S&S POWER SWITCHGEAR LIMITED,



D.SADASIVAM
Company Secretary & Compliance Officer



Encl: a/a

Name of the Company : S&S POWER SWITCHGEAR LIMITED (CIN : L31200TN1975PLC006966)

Regd Office Address : Plot No. 14, CMDA Industrial Area Part-II, Chithamanur Village, Maraimalai Nagar - 603209, Kancheepuram District. Tamilnadu

Scrip Code : 517273 (BSE), Name of the Scrip : S&SPOWER (NSE), Class of Security : Equity Share



DETAILS OF VOTING RESULTS CONDUCTED AT THE 38th ANNUAL GENERAL MEETING OF THE COMPANY
DISCLOSURE AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015

Date of the Annual General Meeting	5th AUGUST 2016
Total Number of Shareholders as on record date (Cut off date) i.e. 29th JULY, 2016	21118
Number of Shareholders present in the meeting in person or through proxies	
- Promoter and Promoter Group	8
- Public	350
Total	358
Number of Shareholders who attended the meeting through Video Conferencing	NIL

AGENDA-WISE DISCLOSURE

Details of the Agenda

Resolution required : (Ordinary / Special)	Details enclosed
Mode of Voting : (Show of Hands / Poll / Postal Ballot / E-Voting)	Poll and E-Voting



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Details of Business transacted at the Thirty Eighth Annual General Meeting of the Company and the result thereof
All the items of business mentioned below approved / passed with the requisite majority

Sl. No	Particulars	Type of Resolution (Ordinary / Special)
	<u>ORDINARY BUSINESS</u>	
1)	To receive, consider, adopt and approve the Audited financial statements (including audited consolidated financial statements) for the financial year ended on 31st March 2016 along with the reports of the Board of Directors and the Auditors thereon	Ordinary Resolution
2)	To appoint a Director in place of Mr. Ashish Sushil Jalan (DIN:00031311), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
3)	To consider the re-appointment of M/s . GSV Associates, Chartered Accountants, as Statutory Auditors of the Company.	Ordinary Resolution
	<u>SPECIAL BUSINESS</u>	
4)	Appointment of Mrs. Gayathri Sundaram (DIN: 07342382) as a Director	Ordinary Resolution
5)	To Shift Registered Office of the Company outside the local limits within the same state	Special Resolution



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Resolution No: 01 - **To receive, consider, adopt and approve the audited financial statements (including audited consolidated financial statements) for the financial year ended 31st March, 2016 along with the reports of the Board of Directors and the auditors thereon**

Whether Promoter / Promoter group are interested in the agenda / resolution :

NO

Category	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	3086988	3086988	100.00	3086988	0	100	0
Public - Institutional holders	105864	0	0	0	0	0	0
Public - Others	3007148	724	0.02	724	0	100	0
Total	6200000	3087712	49.80	3087712	0	100	0

Resolution No: 02 - **To appoint a Director in the place of Mr Ashish Sushil Jalan , who retires by rotation and being eligible offers himself for re-appointment**

Whether Promoter / Promoter group are interested in the agenda / resolution :

NO

Category	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	3086988	3086988	100.00	3086988	0	100	0
Public - Institutional holders	105864	0	0	0	0	0	0
Public - Others	3007148	724	0.02	724	0	100	0
Total	6200000	3087712	49.80	3087712	0	100	0



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Scrip Code : 517273 (BSE), Name of the Scrip : S&SPOWER (NSE), Class of Security : Equity Share



Resolution No: 03 - To Re-appoint M/s. GSV Associates, Chartered Accountants as Statutory Auditors of the Company

Whether Promoter / Promoter group are interested in the agenda / resolution : NO

Category	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	3086988	3086988	100.00	3086988	0	100	0
Public - Institutional holders	105864	0	0	0	0	0	0
Public - Others	3007148	724	0.02	724	0	100	0
Total	6200000	3087712	49.80	3087712	0	100	0

Resolution No: 04 - To Appoint Mrs. Gayathri Sundaram (DIN: 07342382) as Director

Whether Promoter / Promoter group are interested in the agenda / resolution : NO

Category	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	3086988	3086988	100.00	3086988	0	100	0
Public - Institutional holders	105864	0	0	0	0	0	0
Public - Others	3007148	724	0.02	724	0	100	0
Total	6200000	3087712	0.50	3087712	0	100	0

Resolution No: 05 - To Shift the Registered Office of the company outside the local limits within the same state

Whether Promoter / Promoter group are interested in the agenda / resolution : NO

Category	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	3086988	3086988	100.00	3086988	0	100	0
Public - Institutional holders	105864	0	0	0	0	0	0
Public - Others	3007148	724	0.02	724	0	100	0
Total	6200000	3087712	49.80	3087712	0	100	0





COMBINED SCRUTINIZER REPORT FOR E-VOTING
OF
S&S POWER SWITCHGEAR LIMITED

To,
THE CHAIRMAN,
S&S POWER SWITCHGEAR LIMITED,
PLOT NO. 14, CMDA INDUSTRIAL AREA PART-II,
CHITHAMANUR VILLAGE,
MARAIMALAI NAGAR - 603209,
KANCHEEPURAM DISTRICT.

Dear Sir,

SUB: PASSING OF RESOLUTIONS THROUGH E-VOTING AND POLL CONDUCTED AT THE
38TH ANNUAL GENERAL MEETING.

I, S. Bhaskar, Partner of BP & Associates, Company Secretaries, Chennai - 83, have been appointed as a Scrutinizer by

- i. The Board of Directors at their meeting of the Company held on 26th May 2016 for the purpose of Scrutinizing the e-voting process under the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and
 - ii. The Chairman of the 38th Annual General Meeting of the Company for conducting poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 38th Annual General Meeting of the members of the Company.
2. The Management of the Company is responsible to ensure the compliance requirement of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 38th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by M/s. National Securities Depository Limited, the authorized agency engaged by the Company to provide facilities for e-voting and at the time of poll at Annual General Meeting.
 3. The e-voting results were unblocked by me on 5th August, 2016 at 6.00 P.M. in the presence of two witnesses (please refer my Scrutinizer report dated 6th August, 2016).
 4. At the 38th Annual General Meeting of the Company held on 5th August, 2016, the Chairman of the meeting had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.





The results of the e-voting together with that of the poll are as under:

Item No of Notice	Mode of Voting	Votes in favor of the resolution		Votes against the resolution		Invalid/ Abstained* Votes	Total	
		Nos.	%	Nos.	%		Nos.	%
Item No: 1 of the Notice (Ordinary Resolution)	e-Voting	3087162	100%	0	0%	0	3087162	99.98%
	Poll	550	100%	0	0%	0	550	0.02%
	Total	3087712	100%	0	0%	0	3087712	100%
Item No: 2 of the Notice (Ordinary Resolution)	e-Voting	3087162	100%	0	0%	0	3087162	99.98%
	Poll	550	100%	0	0%	0	550	0.02%
	Total	3087712	100%	0	0%	0	3087712	100%
Item No: 3 of the Notice (Ordinary Resolution)	e-Voting	3087162	100%	0	0%	0	3087162	99.98%
	Poll	550	100%	0	0%	0	550	0.02%
	Total	3087712	100%	0	0%	0	3087712	100%
Item No: 4 of the Notice (Ordinary Resolution)	e-Voting	3087162	100%	0	0%	0	3087162	99.98%
	Poll	550	100%	0	0%	0	550	0.02%
	Total	3087712	100%	0	0%	0	3087712	100%
Item No: 5 of the Notice (Special Resolution)	e-Voting	3087162	100%	0	0%	0	3087162	99.98%
	Poll	550	100%	0	0%	0	550	0.02%
	Total	3087712	100%	0	0%	0	3087712	100%

All the resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company. I shall be arranging to handover these records to you or other person as authorised by you.

Thanking you,

Yours Faithfully,

S Bhaskar,
Partner of BP & Associates
Company Secretaries
C. P. No: 8315

Place: Chennai-83

Date: 06th August, 2016

