



E.I.D. - Parry (India) Limited

Regd. Office : Dare House, 234, N.S.C. Bose Road, Parrys Corner, Chennai 600001, India.

Tel : 91.44 25306789 Fax : 91.44. 25341609 / 25340858

CIN : L24211TN1975PLC006989

Website : www.eidparry.com

August 06, 2015

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

Fax No.022 – 26598237/238/347/348

Dear Sir,

Sub. : Results of Voting under Clause 35A of Listing Agreement

The Fortieth Annual General Meeting (AGM) of E.I.D.- Parry (India) Limited was held on August 4, 2015 at 4.30 p.m. at Tamil Isai Sangam, Rajah Annamalai Mandram, 5, Esplanade, Chennai – 600 108.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the shareholders of the Company were given the opportunity to exercise their right to vote on all the resolutions set out in the Notice of AGM through remote e-voting during the period commencing from July 31, 2015 9.00 a.m. to August 3, 2015 5.00 p.m as well as at the AGM venue through electronic voting system.

All the resolutions contained in the Notice of the above AGM were approved by requisite majority of shareholders through e-voting and accordingly all the resolutions were declared to be passed on August 4, 2015 which is the date of the Annual General Meeting. In accordance with the Clause 35A of the listing agreement, we enclose the voting results in the prescribed format along with the scrutiniser's report for remote e-voting and electronic voting at the AGM venue.

Kindly take the above information on record and acknowledge receipt.

Thanking you

Yours faithfully

For **E.I.D. - PARRY (INDIA) LIMITED.**

G.Jalaja
Company Secretary

Encl: Results of Voting along with Scrutiniser's report.



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E.I.D. - PARRY (INDIA) LIMITED

(REMOTE E-VOTING AND VOTING THROUGH ELECTRONIC VOTING SYSTEM AT THE VENUE OF THE AGM)

DETAILS OF VOTING RESULTS

Date of Annual General Meeting (AGM)					04-08-2015
Total No. of Shareholders on Record Date (Cut-off date for voting purpose – July 29, 2015)					41251
No. of Shareholders present in the meeting either in person or through proxy:					
Promoters and Promoter Group:					2
Public:					2296
Shareholders	Present in Person	Present through Proxy	Total	Shares	% to Capital
Promoters and Promoter Group:	2	-	2	190	0.00
Public:	2,291	5	2,296	7011930	3.99
Total	2,293	5	2,298	7012120	3.99
No. of Shareholders attended the meeting through Video Conferencing					Not Arranged
Promoters and Promoter Group:					
Public:					

Agenda wise

The mode of voting for all resolutions was through remote e-Voting and at AGM through Electronic Voting System

Resolution No. 1.

Adoption of Standalone & Consolidated Financial Statements, Reports of Board of Directors & Auditors (Ordinary Resolution)

DESCRIPTION	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 & Promoter Group	79576950	79535700	99.95	79535700	0	100.00	0.00
Public - Institutional Holders	37970975	22871816	60.23	22839337	32479	99.86	0.14
Public - Others	58266959	53815	0.09	53290	525	99.02	0.98
TOTAL	175814884	102461331	58.28	102428327	33004	99.97	0.03

For E.I.D. PARRY (INDIA) LTD,



G. JALAJA
Company Secretary.

Resolution No. 2

Confirmation of interim dividend of Rs.2 per equity share of Re.1/- each paid to Equity Shareholders and declaration of Final Dividend of Re. 1 per equity share of Re.1/- each for the financial year ended 31st March, 2015. (Ordinary Resolution)

DESCRIPTION	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 & Promoter Group	79576950	79535700	99.95	79535700	0	100.00	0.00
Public - Institutional Holders	37970975	22871816	60.23	22871816	0	100.00	0.00
Public - Others	58266959	53815	0.09	53315	500	99.07	0.93
TOTAL	175814884	102461331	58.28	102460831	500	99.99	0.00

Resolution No. 3

Re-appointment of Mr. V Ravichandran (DIN: 00110086), Director retiring by Rotation (Ordinary Resolution)

DESCRIPTION	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 & Promoter Group	79576950	79535700	99.95	79535700	0	100.00	0.00
Public - Institutional Holders	37970975	22871816	60.23	22556246	315570	98.62	1.38
Public - Others	58266959	53815	0.09	52868	947	98.24	1.76
TOTAL	175814884	102461331	58.28	102144814	316517	99.69	0.31

For E.I.D. PARRY (INDIA) LTD,



G. JALAJA
Company Secretary.

Resolution No. 4

Ratification of the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, (Firm Registration No. 008072S) as the statutory auditors and fixing their remuneration. (Ordinary Resolution)

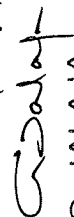
DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	79576950	79535700	99.95	79535700	0	100.00	0.00
Public - Institutional Holders	37970975	22871816	60.23	22834570	37246	99.84	0.16
Public - Others	58266959	53815	0.09	53289	526	99.02	0.98
TOTAL	175814884	102461331	58.28	102423559	37772	99.96	0.04

Resolution No. 5

Ratification of remuneration of M/s. Geeyes & Co, Cost Accountants, Chennai for the cost audit for the financial year ending 31.03.2016 (Ordinary Resolution)

DESCRIPTION	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 & Promoter Group	79576950	79535700	99.95	79535700	0	100.00	0.00
Public - Institutional Holders	37970975	22871816	60.23	22838541	33275	99.85	0.15
Public - Others	58266959	53815	0.09	53290	525	99.02	0.98
TOTAL	175814884	102461331	58.28	102427531	33800	99.97	0.03

For E.I.D. PARRY (INDIA) LTD,


G. JALAJA
Company Secretary.

Resolution No. 6

Approval of offer/invitation to subscribe to Non-convertible Debentures on a private placement basis (Special Resolution)

DESCRIPTION	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 & Promoter Group	79576950	79535700	99.95	79535700	0	100.00	0.00
Public - Institutional Holders	37970975	22871816	60.23	22732533	139283	99.39	0.61
Public - Others	58266959	53815	0.09	53315	500	99.07	0.93
TOTAL	175814884	102461331	58.28	102321548	139783	99.86	0.14

All the aforesaid resolutions have been passed with requisite majority.

For E.I.D.-Parry (India) Limited



G Jalaja
Company Secretary

Consolidated Scrutinizer's Report

5th August, 2015

The Chairman

Messrs .E.I.D.-Parry (India) Limited,

"Dare House", Parrys Corner,
Chennai-600001.

Ref: 40th Annual General Meeting (AGM) of the members of the Company

Dear Sir,

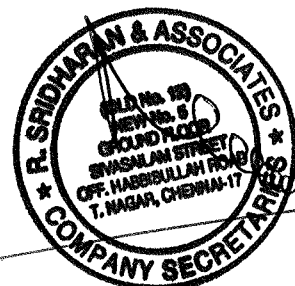
We, M/s. R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of **M/s. E.I.D.-Parry (India) Limited** vide resolution dated 29th May, 2015, 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 Friday, July 31, 2015 (9.00 AM) (IST) to Monday, August 3, 2015 (5.00 PM) (IST) and to conduct the Polling process through electronic voting system (Insta Poll) relating to the 40th AGM of the members of the Company, held on Tuesday, 4th August, 2015 at 4:30 p.m. at Tamil Isai Sangam, Rajah Annamalai Mandram, 5, Esplanade Road, Chennai - 600 108.

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 M/s 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 have unblocked the votes cast by the members through electronic voting system (Insta Poll) at the AGM venue and subsequently we unblocked the votes cast through remote e-voting in the presence of Mr K Satheesh and Ms A Deepika, 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 are based on the data downloaded from the official website of M/s Karvy Computershare Private Limited.
3. Based on the data downloaded from the Official website of M/s 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:

40TH AGM – CONSOLIDATED SCRUTINIZER'S REPORT
E.I.D. -Parry (India) Limited





Item No. 1 - Adoption of Standalone & Consolidated Financial Statements, Reports of Board of Directors & Auditors (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
148	102395369	73	32958	102428327	99.9678

(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	32504	1	500	33004	0.0322

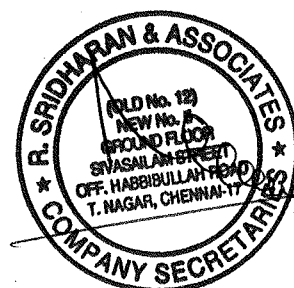
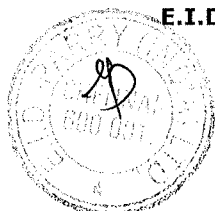
Note: One Member holding 167913 shares while voting under remote e-voting voted 135434 shares in favour of the resolution and 32479 shares against the resolution.

(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
1	57616	1	152	57768

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 – Confirmation of interim dividend of Rs.2 per equity share of Re.1/- each paid to Equity Shareholders and declaration of Final Dividend of Re. 1 per equity share of Re.1/- each for the financial year ended 31st March, 2015. (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
149	102427873	73	32958	102460831	99.9995

(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
NIL	NIL	1	500	500	0.0005

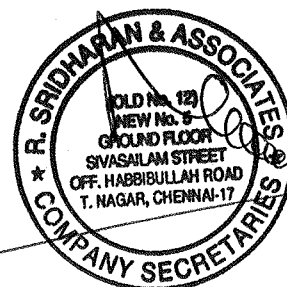
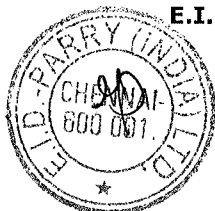
(iii) **Invalid** Votes:

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
1	57616	1	152	57768

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.

40TH AGM – CONSOLIDATED SCRUTINIZER'S REPORT
E.I.D. -Parry (India) Limited





Item No. 3 – Ré-appointment of Mr. V Ravichandran (DIN: 00110086), 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
141	102111856	73	32958	102144814	99.6911

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

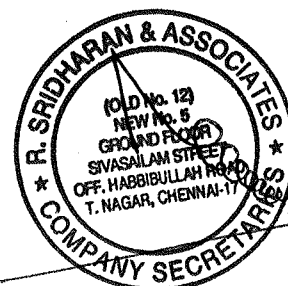
Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
8	316017	1	500	316517	0.3089

(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
1	57616	1	152	57768

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 – Ratification of the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, (Firm Registration No. 008072S) as the statutory auditors and fixing their remuneration. (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
146	102390602	72	32957	102423559	99.9631

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

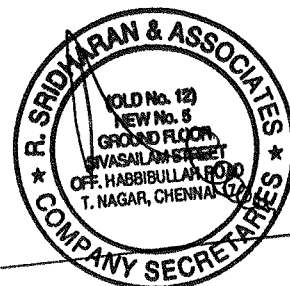
Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
3	37271	2	501	37772	0.0369

(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
1	57616	1	152	57768

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 – Ratification of remuneration payable to M/s. Geeyes & Co, Cost Accountants, Chennai for the cost audit for the financial year ending 31.03.2016 (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
147	102394573	73	32958	102427531	99.9670

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

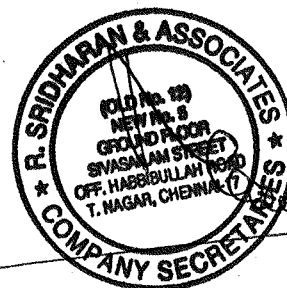
Number of members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) – Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
2	33300	1	500	33800	0.0330

(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
1	57616	1	152	57768

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. 5 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 6 – Approval of offer/invitation to subscribe to 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
146	102288590	73	32958	102321548	99.8636

(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
3	139283	1	500	139783	0.1364

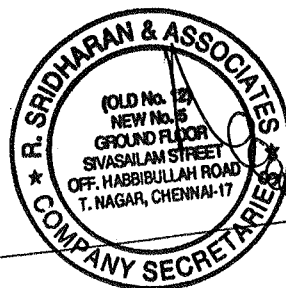
(iii) **Invalid** Votes:

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
1	57616	1	152	57768

RESULT:

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

40TH AGM – CONSOLIDATED SCRUTINIZER'S REPORT
E.I.D. -Parry (India) Limited



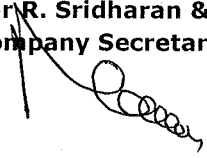


4. A Compact Disc (CD) containing a list of equity shareholders who voted "**FOR**", "**AGAINST**" and those whose votes were declared invalid for each resolution is enclosed.

5. The electronic data relating to remote e-voting and electronic voting system (Insta Poll), 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.

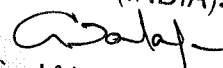
Thanking you,
Yours faithfully,

For **R. Sridharan & Associates**
Company Secretaries


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



For **E.I.D. PARRY (INDIA).LTD,**


G. JALAJA
Company Secretary.