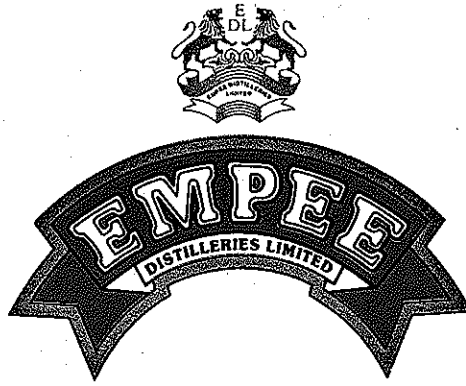


TIN No. 28834453469

"EMPEE TOWER"
59 HARRIS ROAD
PUDUPET, CHENNAI - 600 002.



Tel : 28531111, 28522510, 28523514
28413151, 28413161, 28413191

Fax : 91 - 44 - 28555163

E-mail : info@empeegroup.co.in

16th March, 2017

1. National Stock Exchange of India Limited

Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra Kurla Complex
Bandra [East]
Mumbai - 400 051.

2. Bombay Stock Exchange Limited

P.J.Towers,
Dalal Street,
Mumbai - 400 001.

Dear Sirs,

Sub: Outcome of EGM held on 15th March 2017 - Details of Voting Results.

Ref : Intimation under Regulation 44 of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015.

Pursuant to Regulation 44 of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, the details of voting results of the Poll by remote e-voting conducted by the Company between 12th March, 2017 and 14th March, 2017 and by polling at EGM held on 15th March 2017 as per the prescribed format is attached along with the report of the Scrutinizer.

EGM commenced at 11.00 a.m. and concluded at 1.10 p.m. on 15.03.2017.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
For Empee Distilleries Limited

M.P. Purushothaman
Chairman

Encl:a/a



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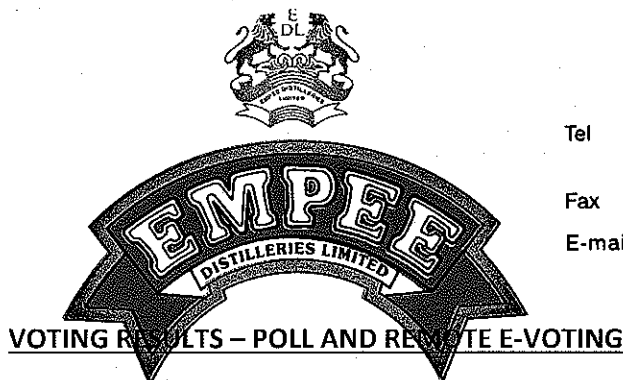
EMPEE

Regd. Office : "EMPEE TOWER" 59, Harris Road, Pudupet, Chennai - 600 002.

AP Distillery : Choutkur Village, Pulkal Mandal, Medak District,
Andhra Pradesh. Tel : 08450-200010 Fax : 08455-270046

TIN No. 28834453469

"EMPEE TOWER"
59 HARRIS ROAD
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Tel : 28531111, 28522510, 28523514
28413151, 28413161, 28413191

Fax : 91 - 44 - 28555163

E-mail : info@empeegroup.co.in

I. Attendance of Members :

1.	Date of the EGM	15.03.2017
2.	Total Number of shareholders on the cut-off date for the purpose of voting by post and remote e-voting - 3 rd March, 2017	27931
3.	No. of shareholders present in the meeting either in person or through proxy :	
[a]	Promoters and Promoter Group	8
[b]	Public	23
4.	No. Of shareholders attended the meeting through Video Conferencing :	
[a]	Promoters and Promoter Group	NIL
[b]	Public	NIL

II. Voting by Members :

Item No.	Agenda Item Description	Type of Resolution	Mode of Voting	Whether Promoter / Promoter Group are interested in the agenda / resolution	Remarks
1.	SALE OF EQUITY SHARES HELD BY THE COMPANY IN M/s. EMPEE HOTELS LIMITED.	Special	Poll / Remote e-voting	No	Resolution passed with more than requisite majority.
2.	TO AMEND/RATIFY EGM NOTICES DATED 27.10.2016 AND 26 th DECEMBER 2016 EXPLANATORY STATEMENTS ANNEXED THERETO, FOR THE PURPOSE OF ISSUE OF SHARE WARRANTS ON PREFERENTIAL ALLOTMENT PASSED BY THE SHAREHOLDERS ON 28 TH NOVEMBER 2016 and 19 TH JANUARY 2017 RESPECTIVELY.	Special	Poll / Remote e-voting	No	Resolution passed with more than requisite majority.

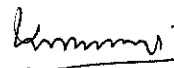
III. Results of Poll / Postal Ballot / E-voting by members

The mode of voting for all the resolutions was **Remote e-voting and polling at EGM.**

In this connection, we attach the following:

1. Results of voting through remote e-voting and polling at EGM in the prescribed format.
2. Consolidated scrutinizers Report from the Scrutiniser - Practising Company Secretary, Mr. R. Kannan on the Remote e-voting and polling at EGM.

For Empee Distilleries Limited


M.P. Purushothaman
Chairman



A UNIT OF

EMPEE

Regd. Office : "EMPEE TOWER" 59, Harris Road, Pudupet, Chennai - 600 002.

AP Distillery : Choutkur Village, Pulkal Mandal, Medak District,
Andhra Pradesh. Tel : 08450-200010 Fax : 08455-270046

EMPEE DISTILLERIES LIMITED

Resolution	Category	Mode of Voting	No. Of Shares held	No. Of votes polled	% of votes polled against 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. SALE OF EQUITY SHARES HELD BY THE COMPANY IN M/s. EMPEE HOTELS LIMITED	Promoter and Promoter Group	E-voting	[1]	[2]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
		Poll							
		EGM	11672684						
		Total							
	Public - Institutions	E-voting							
		Poll							
		EGM							
Public - Non-Institutions	Total	E-voting		11794	0.161	7864	3930	66.68	33.32
		Poll							
		EGM							
		Total	7336209						
TOTAL	Total	E-voting		302	0.004	302	0	100.00	0.00
		Poll		12096	0.165	8166	3930	67.51	32.49
		EGM							
		Total	19008893	11675380	61.42	11671450	3930	99.97	0.03

Resolution	Category	Mode of Voting	No. Of Shares held	No. Of votes polled	% of votes polled against outstanding shares	No. Of votes in favour	No. Of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
2. TO AMEND/ RATIFY EGM NOTICES DATED 27.10.2016 AND 26th DECEMBER 2016 EXPLANATORY STATEMENTS ANNEXED THERETO, FOR THE PURPOSE OF ISSUE OF SHARE WARRANTS ON PREFERENTIAL ALLOTMENT PASSED BY THE SHAREHOLDERS ON 28TH NOVEMBER 2016 and 19TH JANUARY 2017 RESPECTIVELY	Promoter and Promoter Group	E-voting	[1]	[2]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
		Poll							
		EGM	11672684						
		Total							
	Public - Institutions	E-voting							
		Poll							
		EGM							
Public - Non-Institutions	Total	E-voting		11794	0.161	7864	3930	66.68	33.32
		Poll							
		EGM							
		Total	7336209						
TOTAL	Total	E-voting		302	0.004	302	0	100.00	0.00
		Poll		12096	0.165	8166	3930	67.51	32.49
		EGM							
		Total	19008893	11675380	61.42	11671450	3930	99.97	0.03

Personally attended : 31

Number of persons voted at EGM : 20 (Promoters : 8 & Public : 12)

Voted thro' E-voting : 11

Invalid Votes : Nil

No. of shares : Nil



Ref:

Date :

SCRUTINIZER'S REPORT FOR E VOTING AND POLL

[Pursuant to rule Section 109 of the Companies Act, 2013 ["the Act"], read with Rule 21(2) of the Companies [Management & Administration] Rules, 2014 and other applicable provisions of the Act]

To

The Chairman
M/s. Empee Distilleries Limited (CIN: L15511TN1983PLC010313)
Empee Tower
59, Harris Road, Pudupet
Chennai : 600 002

Dear Sir,

Sub: Passing of resolution through Electronic means as well as poll conducted at the Extra Ordinary General Meeting of Empee Distilleries Limited held on 15th March 2017.

I, R. Kannan, M.Com., GDMM., ACMA., FCS, Practising Company Secretary having office at No.6A, 10th Street, New Colony, Adambakkam, Chennai – 600 088, Tamil Nadu, India was appointed as the Scrutinizer by the Board of Directors of M/s. Empee Distilleries Limited for the e-voting. Further the E voting was held from Sunday, the 12th March, 2017 (10.00 a.m.), ended on Tuesday, the 14th March, 2017 [5.00 p.m.] under the CDSL platform viz. www.evotingindia.com and the Chairman of the Extraordinary General Meeting of the company appointed me as Scrutinizer for the poll held at EGM of the Company on 15th March, 2017.

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means and Poll on the Resolution(s) as set out in the notice convening the EGM dated 13th February, 2017.




Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the E Voting process and for the poll at the Extraordinary General Meeting, is restricted to make a Scrutinizer's report of the votes cast "in favour" of or "against" the resolution(s) set out in the notice convening the EGM, based on the reports generated from the e-voting system provided by the Central Depository Services [India] Limited (CDSL), the authorised agency engaged by the Company for providing e-voting facilities and also at the time of Poll at the Extraordinary General Meeting at the EGM Venue. The Ballot Box was opened after completion of the physical voting in the presence of witnesses, as provided in the annexure with this report.

No ballot paper was found invalid.

In view of the above, I hereby submit my consolidated report on the results of the e-voting together with that of the poll in respect of the said resolution(s) as under:

SPECIAL BUSINESS :

ITEM NO.1

SALE OF EQUITY SHARES HELD BY THE COMPANY IN M/s. EMPEE HOTELS LIMITED:

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT subject to consents, approvals and/or permissions as may be required and in terms of provisions of Section 180 (1)(a) of Companies Act, 2013 as amended from time to time and other applicable provisions, if any, of the Companies Act, 1956 (including any amendment thereto or re-enactment thereof for the time being in force) and in accordance with the relevant provisions of the Memorandum and Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors to sell/transfer/dispose 19512997 nos. of Equity shares of Rs.10 each (Face Value per share) in M/s Empee Hotels Limited (unlisted entity) at a price of Rs.28.00 per share as per share valuation report obtained from the Merchant Bankers namely Chartered Finance Management Ltd, Mumbai, to M/s. Appollo Alchobev Limited and other associate companies (Promoter Companies) in one or more tranches."




"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution Mr. M P Purushothaman, Chairman or Ms. Nisha Purushothaman, Joint Managing Director of the Company be and are hereby authorised to take such actions and to give all such directions as may be necessary or desirable and also to settle any question or difficulty that may arise in regard to the proposed sale of shares and further to do all such acts, deeds, matters and things and to execute all such deeds, documents and writings as may be necessary, desirable or expedient in connection therewith".

VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT			NUMBER OF VOTES CAST			PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT
Promoter and Promoter group	-	8	8	-	11663284	11663284	-	99.99
Public	11	12	23	7864	302	8166	66.68	0.003
Total voting	11	20	31	7864	11663586	11671450	66.68	99.99

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	E-VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	-	8	-	-	-	-
Public	11	12	3930	-	33.32	-
Total Voting	11	20	3930	-	33.32	-



INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	E-VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	-	-	-	-	-	-
Public	-	-	-	-	-	-
Total Voting	-	-	-	-	-	-

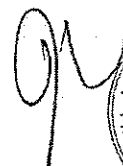
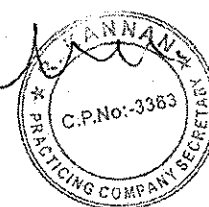
ITEM NO.2

SPECIAL RESOLUTION:

TO AMEND/RATIFY EGM NOTICES DATED 27.10.2016 AND 26th DECEMBER 2016 EXPLANATORY STATEMENTS ANNEXED THERETO, FOR THE PURPOSE OF ISSUE OF SHARE WARRANTS ON PREFERENTIAL ALLOTMENT PASSED BY THE SHAREHOLDERS ON 28TH NOVEMBER 2016 and 19TH JANUARY 2017 RESPECTIVELY :

To consider, and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

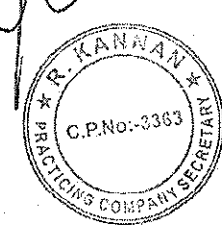
"RESOLVED THAT pursuant to EGM notices dated 27th October 2016 and 26th December 2016 and the Explanatory Statements annexed thereto, duly passed by the shareholders on 28th November 2016 and 19th January 2017 respectively, with regard to issue of 11,66,860 Equity Share Warrants, convertible into 11,66,860 Equity Shares, to be issued and allotted on preferential basis as per Section 62 (1)(c) read with Section 42 of the Companies Act, 2013 and applicable provisions of Companies (Share Capital and Debenture Rules), 2014 and also in pursuance of Chapter VII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("SEBI ICDR Regulations") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the following clauses/provisions in the said EGM resolutions and the Explanatory Statements annexed thereto, be and are hereby amended/ratified :

RATIFICATION THAT "in the Table of Name of Proposed Allottees" as appearing in the EGM notice dated 27.10.2016 and 26.12.2016 (passed on 28/11/2016 and 19/01/2017) the names of ultimate beneficial owners of the proposed allottees shall be substituted and read as under in accordance with Reg.73 (1)(e) of the SEBI ICDR Regulations:

Sl. No.	Name of proposed Allottees	Category	PAN	No. of Warrants proposed to be allotted	Name of Ultimate beneficial owners of proposed allottee	PAN of the beneficial owners of proposed allottee
1.	EW India Special Assets Fund Pte Ltd	Foreign Portfolio Investor	AADCE6722H	9,39,727	GAMLA Livförsäkringsaktiebolaget SEB Trygg Liv (Registered Insurance Company)	N.A. (Beneficial owner is a Foreign entity)
2.	Edelcap Securities Limited	Public Bodies Corporate	AABCE9000A	2,27,133	Edelweiss Financial Services Ltd (Domestic Listed Entity)	AAACE1461E
			Total	11,66,860		

RESOLVED FURTHER THAT for the purpose of giving effect to the above ratifications/modifications in the EGM notices and Explanatory Statements dated 27th October 2016 and 26th December 2016 duly passed by the shareholders on 28th November 2016 and 19th January 2017 respectively, the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be required in connection with the proposed allotment of Warrants, and conversion of warrants into equity shares without limitation of finalising the offer letter and entering into the relevant agreements and including any act, matters and things which had already done with statutory authorities/stock Exchanges and further authorize the Board to carry out all necessary acts, deeds, matters etc as may be necessary for giving effect to the above modifications/ratifications/alterations and also to file the amendments/ratifications with the Stock Exchanges and seek listing of such securities (equity shares) at the Stock Exchanges where the existing securities (equity shares) are listed."

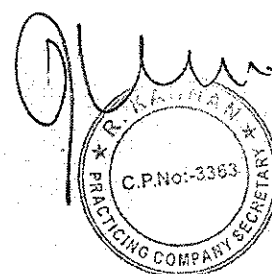



VOTES CAST IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT			NUMBER OF VOTES CAST			PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT	TOTAL	E-VOTING	BALLOT
Promoter and Promoter group	-	8	8	-	11663284	11663284	-	99.99
Public	11	12	23	7864	302	8166	66.68	0.003
Total Voting	11	20	31	7864	11663586	11671450	66.68	99.99

VOTES CAST AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	E-VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	-	8	-	-	-	-
Public	11	12	3930	-	33.32	-
Total Voting	11	20	3930	-	33.32	-



Ref:

Date :

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND BALLOT		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E-VOTING	BALLOT	E-VOTING	BALLOT	E-VOTING	BALLOT
Promoter and Promoter group	-	-	-	-	-	-
Public	-	-	-	-	-	-
Total Voting	-	-	-	-	-	-

An annexure containing the details of the report on e-voting as well the poll against the said resolutions are attached.

The Poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

The Outcome of the Extraordinary General Meeting may be declared accordingly based on the voting results as reported hereinabove.

Date: 15th March 2017
Place: Chennai


R. Kannan
Practicing Company Secretary
CP.No. 3363

