



Harrisons Malayalam Limited

24/1624, Bristow Road, Willingdon Island, Cochin 682003

CIN: L01119KL1978PLC002947

Website: www.harrisonsmalayalam.com Email id: secretarial@harrisonsmalayalam.com

Tel: 0484-2668023 Fax: 0484-2668024

October 1, 2016

<p>The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex Bandra (E), Mumbai, Maharashtra – 400051 <u>Symbol: HARRMALAYA</u></p>	<p>The Secretary Bombay Stock Exchange Limited Corporate Relationship Department 1st Floor, New Trading Ring, Rotunda Building P.J. Towers, Dalal Street, Fort, Mumbai Maharashtra – 400001 <u>Scrip Code: 500467</u></p>
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Dear Sir / Madam,

Sub: Consolidated Voting Results along with the Scrutinizer's Report for the 39th Annual General Meeting of the Company pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 39th Annual General Meeting of the Company was held on September 30, 2016, at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin 682 016, at 10.30 A.M. and the businesses as mentioned in the Notice of AGM were transacted.

Pursuant to regulation 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Consolidated Voting Results of the businesses transacted at the Annual General Meeting along with the Scrutinizer's Report.

You are requested to kindly note and take the same into your records.

For **HARRISONS MALAYALAM LIMITED**


JOSE GEORGE

Company Secretary



Encl: As above



MDS & Associates
Company Secretaries in Practice

M.D. Selvaraj M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsservices.in, Web : www.mdsservices.in

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL
(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and
Rule 21 of the Companies (Management and Administration) Rules, 2014 - as amended)

To

The Chairman

39th Annual General Meeting of the Equity Shareholders of

M/s. HARRISONS MALAYALAM LTD

(CIN: L01119KL1978PLC002947)

Held on Friday the 30th day of September, 2016 at 10:30 AM at

Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road,

Cochin-682 016, Kerala, India

Dear Sir,

Sub: Passing of Resolution through Remote E-voting Process and through Poll
conducted at the 39th Annual General Meeting of M/s.Harrisons Malayalam
Ltd held on 30th September, 2016.

I, M D Selvaraj, FCS Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore have been appointed by the Board of Directors of **M/s. HARRISONS MALAYALAM LTD** ("the Company") as the Scrutinizer for the remote e-voting process held between Tuesday, the 27th day of September, 2016 at 9:00 A:M to Thursday, the 29th day of September 2016 till 5:00 P:M and for the poll taken at the 39th Annual General Meeting of the Company held on Friday the 30th day of September, 2016 at 10:30 A:M at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin-682 016, Kerala, India, on the Resolution(s) set out under Item No.1 to Item No.5 in the Notice convening the said 39th Annual General Meeting dated 17th August, 2016.



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 thereunder in relation to exercising of voting rights through remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 39th Annual General Meeting dated 17th August, 2016.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 39th Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No(s).1 to Item No.5 in the Notice convening the 39th Annual General Meeting, based on the reports generated from the e-voting portal provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 39th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 1st October, 2016 on the remote e-voting process and also a separate Scrutinizer's Report dated 1st October, 2016 in the prescribed Form No.MGT-13 on the Poll taken at the 39th Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), as under;



Ordinary Business
Resolution No: 1
Ordinary resolution

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	42	56,70,365	100.00
Poll	65	36,42,329	100.00
Total Voting	107	93,12,694	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	150	Negligible
Poll	0	0	0.00
Total Voting	1	150	Negligible

INVALID VOTES

Mode of Voting	Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	20	337
Total Voting	20	337

Note: 1 (One) Shareholder holding 280 shares has abstained from voting.



Ordinary Business
Resolution No: 2
Ordinary resolution

Re-appointment of Mr.Sachin Nandgaonkar (DIN:03410739) as a Director on retirement by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	42	56,70,365	100.00
Poll	64	36,42,328	100.00
Total Voting	106	93,12,693	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	150	Negligible
Poll	1	1	Negligible
Total Voting	2	151	Negligible

INVALID VOTES

Mode of Voting	Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	20	337
Total Voting	20	337

Note: 1 (Two) Shareholder(s) holding 280 shares has abstained from voting.



Ordinary Business
Resolution No: 3
Ordinary resolution

Ratification of the re-appointment of Messers.Price Waterhouse, Chartered Accountants (Firm Registration Number: 301112E) as Statutory Auditors of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	42	56,70,365	100.00
Poll	63	36,42,298	100.00
Total Voting	105	93,12,663	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	150	Negligible
Poll	1	1	Negligible
Total Voting	2	151	Negligible

INVALID VOTES

Mode of Voting	Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	20	337
Total Voting	20	337

Note: 2 (Two) Shareholder(s) holding 310 shares has abstained from voting.



Special Business**Resolution No: 4****Special resolution**

Re-appointment of Mr. N. Dharmaraj (DIN: 00912004) as the Whole-time Director of the Company from October 1, 2016 to September 30, 2017.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	42	56,70,365	100.00
Poll	64	36,42,304	100.00
Total Voting	106	93,12,669	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	150	Negligible
Poll	0	0	0.00
Total Voting	1	150	Negligible

INVALID VOTES

Mode of Voting	Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	20	337
Total Voting	20	337

Note: 2 (Two) Shareholder(s) holding 305 shares has abstained from voting.



Special Business

Resolution No: 5

Ordinary resolution

Ratification of the appointment and payment of remuneration to M/s. Shome & Banerjee (Firm Registration No.0000001), Cost Accountants, Kolkata, as Cost Auditors of the Company for the financial year ending March 31, 2017.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	42	56,70,365	100.00
Poll	63	36,42,229	100.00
Total Voting	105	93,12,594	100.00

VOTES CAST AGAINST THE RESOLUTION

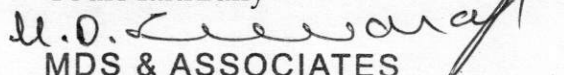
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	150	Negligible
Poll	0	0	0.00
Total Voting	1	150	Negligible

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	20	337
Total Voting	20	337

Note: 3 (Three) Shareholder(s) holding 380 shares has abstained from voting.

Yours faithfully



MDS & ASSOCIATES

Prop : M.D.SELVARAJ M.Com, MBA,FCS,
COMPANY SECRETARY IN PRACTICE
FCS - 960, CP - 411

"SURYA" 35, MAYFLOWER AVENUE
SOWRIPALAYAM ROAD, COIMBATORE - 641 028

Place : Coimbatore

Date : 1st October, 2016

*Based on the Scrutinizer's Report
Resolution(s) No(s).1 to 5 have been
passed with requisite majority*

For Harrisons Malayalam Ltd

Chairman of the meeting