MINUTES OF THE MEETING OF HYDRO S & S INDUSTRIES LIMITED HELD ON MONDAY, 15th JULY, 2013 FOR ANNOUNCEMENT OF THE RESULT OF POSTAL BALLOT AS PER THE PROVISIONS OF THE COMPANIES (PASSING OF THE RESOLUTION BY POSTAL BALLOT) RULES, 2011.

Date	:	Monday, 15th July, 2013
Time	:	10.00 a.m.
Venue	:	Registered Office of the Company at Dhun Building, III Floor, 827, Anna Salai, Chennai - 600 002.
Present	:	Mr.G.Balasubramanyan, Independent Director
		Mr.S.K. Subramanyan, Director (Corporate Affairs) and Company Secretary
		Mrs.Lakshmmi Subramanian, Senior Partner of M/s.Lakshmmi Subramanian & Associates, Practising Company Secretaries, Scrutinizer

Mr.G.Balasubramanyan, Director took the Chair.

The Chairman of the Meeting informed the Members that the Board of Directors had, at its meeting held on 28th May, 2013, given its approval to the following business subject to the approval of Shareholders by way of postal ballot:

Special Resolution

To enter into a Consultancy Agreement with M/s.Ashwini Services and Consultancy Limited

The Chairman of the Meeting further informed that the Shareholders' approval for the proposed resolution was sought under the provisions of Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011.

Accordingly, vide postal ballot notice dated 28th May, 2013, the draft Resolution and Explanatory Statement thereto were sent to the Shareholders along with a Postal Ballot Form for their consideration. Mrs.Lakshmmi Subramanian, Senior Partner of M/s.Lakshmmi Subramanian & Associates, Practising Company Secretaries, Chennai was appointed as Scrutinizer for conducting the postal ballot process. The last date for receipt of the postal ballot form duly completed was fixed as 11.07.2013.

The Chairman of the Meeting then informed the Members that the Scrutinizer had submitted the report on the Postal Ballot which are as under:

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Total No. of Postal Ballot received :

No. of Members : 140
No. of Equity Shares : 44,86,846

Particulars	Entering into a Consultancy Agreement with M/s.Ashwini Services and Consultancy Limited
Valid Votes polled in favour :	
(i) No. of Postal Ballots	120
(ii) No. of Shares	43,39,307
Valid Votes polled against :	
(i) No. of Postal Ballots	6
(ii) No. of Shares	2,195
Invalid Votes	
(i) No. of Postal Ballots	14
(ii) No. of Shares	1,45,344

MAJORITY FOR THE RESOLUTION

(i) No. of Valid Postal Ballots (%)	95.24%
(ii) No. of Shares (%)	99.95%

The Special resolution as approved by the Shareholders vide the Postal Ballot process are as follows:-

RESOLVED THAT the approval be and is hereby granted to the Company to enter into a Consultancy Agreement with M/s.Ashwini Services and Consultancy Limited on such terms and conditions as detailed in the Explanatory Statement attached to this Notice.

RESOLVED FURTHER THAT the Board of Directors are authorized to make such amendments and modifications as may be necessary to give effect to the same.

Therefore, the resolution as mentioned in the postal ballot notice dated 28th May, 2013 for entering into a Consultancy Agreement with M/s.Ashwini Services and Consultancy Limited was voted with overwhelming majority as Special Resolution.

The meeting then concluded with a vote of thanks to the Chair.

Certified True Copy

Date : 15.07.2013

CHAIRMAN OF THE MEETING

For HYDRO S & S INDUSTRIES LIMITED,

S.K. Subramanyan
Director (Corporate Affairs) and Company Secretary