INDIA NIPPON ELECTRICALS LIMITED

(All Correspondence to be addressed to Registered Office)

Regd. Office : 11 & 13, Patullos Road,
Chennai - 600 002.
CIN L31901TN1984PLC011021

Tel : +91-44-2846 0073
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28 August 2018

The Manager-Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot no C 1,
G Block, IFB Centre, Bandra Kurla Complex,
Bandra (East), Mumbai 400051
Fax:(22) 26598237/26598238
Scrip: **INDNIPPON**

BSE Ltd
Phiroze Jee Jee Towers
Dalal Street,
Mumbai 400001
Fax: (22) 22721072/22722061
Scrip: **532240**

Dear Sir(s)/ Madam,

Sub: Summary of proceedings of Annual General meeting (AGM) and intimation of voting results at the 33rd AGM of the company held on 27th August 2018 in terms of Regulation 30 and 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref.: Outcome of AGM-our letter dated 27th Aug 2018.

(i) As informed vide our letter dated 27th Aug 2018, the shareholders of the Company, at the 33rd Annual General Meeting (AGM) held on 27th August 2018 approved all the items of business with requisite majority as detailed in the Notice convening the said AGM.

(ii) In this connection, we enclose the following:

Proceedings of AGM in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Annexure 1
Voting results of AGM in compliance with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Annexure 2
Scrutinizer's Report as submitted by the Scrutinizer Mr S Ananthanarayan	Annexure 3

(iii) The said results declared by the Chairman and the report submitted by the Scrutinizer are also being uploaded on the Company's website and are being advised to the Depository viz., National Securities Depository Ltd., to publish the same on their website.

This is for your reference and records please.

Thanking you
Yours sincerely
For India Nippon Electricals Ltd

G Venkatram

G VENKATRAM
Company Secretary

Encl.: As above

Annexure 1

Continuation Sheet.......

Summary of proceedings of the 33rd Annual General meeting

The 33rd Annual General Meeting (AGM) of the members of India Nippon Electricals Limited (the Company) was held on Monday the 27th August 2018 at 10:30 AM at Kasturi Srinivasan Hall (Music Academy Annex) No.168, TTK Road, Chennai-600014.

Shri T K Balaji, the Chairman of the company took the Chair. The Chairman introduced the Directors on the dais. The requisite quorum being present, the Chairman called the meeting to order. 76 members were present at the meeting in person or through proxy. The Chairman requested Mr R Vijayaraghavan, Member of the Audit & Risk Management Committee (A&RMC) to answer the queries from the shareholders as Mr K G Raghavan the Chairman of the A&RMC was not present due to unavoidable circumstances.

Notice of the AGM was taken as read as the same had been available with the shareholders for sometime. The Chairman informed the members that both the Statutory Auditors report and Secretarial Auditors report were free from any qualification/ observation or other remarks and hence were taken as read. Thereafter, the Managing Director's Speech was delivered at the meeting.

The Chairman informed the members that the company in terms of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, as amended, had provided the members the facility to cast their vote electronically from 0900 hrs of 24th Aug 2018 to 1700 hrs of 26th Aug 2018 and that there will be no voting by show of hands at the meeting. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the meeting through ballot papers.

The following items of business, as per the Notice of 33rd AGM were subject to voting through physical and electronic means:

S no.	Subject matter of Resolution	Type of Resolution	Mode of Voting	Results of Voting
	Ordinary Business:			
1.	Adoption of audited accounts for the year ended 31st March 2018 and the Directors' and Auditors' report thereon.	Ordinary	E-voting & Physical Ballot	The resolution was passed with requisite majority
2.	Declaration of Dividend for the year 2017-18	Ordinary	E-voting & Physical Ballot	The resolution was passed with requisite majority
3.	Election of Mr T Momose as Director liable for retirement by rotation	Ordinary	E-voting & Physical Ballot	The resolution was passed with requisite majority
	Special Business			
4.	Election of Ms Priyamvada Balaji as Director, liable for retirement by rotation	Ordinary	E-voting & Physical Ballot	The resolution was passed with requisite majority
5.	Ratification of the remuneration of Mr K Suryanarayanan, the Cost Auditor for the year 2018-19	Ordinary	E-voting & Physical Ballot	The resolution was passed with requisite majority
6.	Approval of payment of Commission to Directors	Special	E-voting & Physical Ballot	The resolution was passed with requisite majority
7.	Ratification/ Approval of Related Party Transactions	Ordinary	E-voting & Physical Ballot	The resolution was passed with requisite majority

Clarifications were provided to the queries raised by the shareholders.

The Chairman informed the Members that Mr S Ananthanarayan (CP 1828), Practising Company Secretary, Chennai was appointed as the Scrutinizer to supervise the remote e-voting and ballot voting process.

The Chairman informed the members that the consolidated results of e-voting and ballot voting would be announced within 48 hours and also intimated to the Stock Exchanges and posted on the website of the company.

The Chairman thereafter thanked the members present and declared the meeting as closed. The meeting concluded at 1210 hrs.

India Nippon Electricals Ltd Chennai 600002

2

Annexure 2

Home Validate

General information about company	
Scrip code	532240
NSE Symbol	INDNIPPON
MSEI Symbol	
ISIN	INE092B01025
Name of the company	INDIA NIPPON ELECTRICALS LTD
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	27-08-2018
Start time of the meeting	10:30 AM
End time of the meeting	12:10 PM

Prev Next

India Nippon Electricals Ltd Chennai 600 002

Home Validate

Scrutinizer Details	
Name of the Scrutinizer	S Ananthanarayan
Firms Name	
Qualification	CS
Membership Number	2713
Date of Board Meeting in which appointed	08-05-2018
Date of Issuance of Report to the company	28-08-2018

Prev Next

India Nippon Electricals Ltd
Chennai
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Home Validate

Voting results	
Record date	20-08-2018
Total number of shareholders on record date	12630
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	74
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	**7**
Disclosure of notes on voting results	Add Notes

Prev

India Nippon Electricals Ltd
Chennai
600 002

Home | Validate

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of audited accounts for the year ended 31st March 2018 and the Directors' and Auditors' report thereon				
Category	**Mode of voting**	**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	E-Voting	15018332	10377332	69.0978	10377332	0	100.0000	0.0000
	Poll		4641000	30.9022	4641000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	15018332	15018332	100.0000	15018332	0	100.0000	0.0000
Public- Institutions	E-Voting	669767	171458	25.5996	171458	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	669767	171458	25.5996	171458	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6933325	1018224	14.6859	1018224	0	100.0000	0.0000
	Poll		122095	1.7610	122095	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6933325	1140319	16.4469	1140319	0	100.0000	0.0000
Total	Total	22621424	16330109	72.1887	16330109	0	100.0000	0.0000
					Whether resolution is Pass or Not.		Yes	
					Disclosure of notes on resolution		Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	**No. of Votes**
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	5706

India Nippon Electricals Ltd
Chennai 600 002

9

Home Validate

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of Dividend for the year 2017-18				
Category	Mode of voting	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	E-Voting	15018332	10377332	69.0978	10377332	0	100.0000	0.0000
	Poll		4641000	30.9022	4641000	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	15018332	15018332	100.0000	15018332	0	100.0000	0.0000
Public-Institutions	E-Voting	669767	171458	25.5996	171458	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	669767	171458	25.5996	171458	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6933325	1018224	14.6859	1018224	0	100.0000	0.0000
	Poll		122095	1.7610	122095	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	6933325	1140319	16.4469	1140319	0	100.0000	0.0000
Total	Total	22621424	16330109	72.1887	16330109	0	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	5706

India Nippon Electricals Ltd
Chennai
600 002

Home Validate

Resolution (3)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	Election of Mr T Momose as Director liable for retirement by rotation

Category	Mode of voting	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	E-Voting	15018332	10377332	69.0978	10377332	0	100.0000	0.0000
	Poll					0		
	Postal Ballot (if applicable)							
	Total	15018332	10377332	69.0978	10377332	0	100.0000	0.0000
Public-Institutions	E-Voting	669767	171458	25.5996	171458	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	669767	171458	25.5996	171458	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6933325	1016544	14.6617	1016500	44	99.9957	0.0043
	Poll		122095	1.7610	122095	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	6933325	1138639	16.4227	1138595	44	99.9961	0.0039
Total	Total	22621424	11687429	51.6653	11687385	44	99.9996	0.0004
					Whether resolution is Pass or Not.		Yes	
					Disclosure of notes on resolution		Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	5706

India Nippon Electricals Ltd Chennai 600 002

Home Validate

Resolution (4)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	Election of Ms Priyamvada Balaji as Director liable for retirement by rotation

Category	Mode of voting	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	E-Voting	15018332	0	0.0000	0	0	0	0
	Poll		4641000	30.9022	4641000	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	15018332	4641000	30.9022	4641000	0	100.0000	0.0000
Public- Institutions	E-Voting	669767	171458	25.5996	171458	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	669767	171458	25.5996	171458	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6933325	1017462	14.6750	1017450	12	99.9988	0.0012
	Poll		122095	1.7610	122095	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	6933325	1139557	16.4359	1139545	12	99.9989	0.0011
Total	**Total**	22621424	5952015	26.3114	5952003	12	99.9998	0.0002
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	5706

India Nippon Electricals Ltd Chennai 600 002

Home Validate

Resolution (5)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Ratification of the remuneration of Mr K Suryanarayanan, the Cost Auditor for the year 2018-19

Category	Mode of voting	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	E-Voting	15018332	10377332	69.0978	10377332	0	100.0000	0.0000
	Poll		4641000	30.9022	4641000	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	15018332	15018332	100.0000	15018332	0	100.0000	0.0000
Public- Institutions	E-Voting	669767	171458	25.5996	171458	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	669767	171458	25.5996	171458	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6933325	1019211	14.7002	1019198	13	99.9987	0.0013
	Poll		122095	1.7610	122095	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	6933325	1141306	16.4612	1141293	13	99.9989	0.0011
Total	Total	22621424	16331096	72.1931	16331083	13	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	5706

India Nippon Electricals Ltd Chennai 600002

10

Home Validate

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of payment of Commission to Directors				
Category	Mode of voting	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	E-Voting	15018332	10377332	69.0978	10377332	0	100.0000	0.0000
	Poll		4641000	30.9022	4641000	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	15018332	15018332	100.0000	15018332	0	100.0000	0.0000
Public- Institutions	E-Voting	669767	171458	25.5996	171458	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	669767	171458	25.5996	171458	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6933325	1016526	14.6615	1016482	44	99.9957	0.0043
	Poll		122095	1.7610	122095	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	6933325	1138621	16.4224	1138577	44	99.9961	0.0039
Total	Total	22621424	16328411	72.1812	16328367	44	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	5706

India Nippon Electricals Ltd
Chennai
600 002

Home | Validate

Resolution (7)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	Ratification/ Approval of Related Party Transactions

Category	Mode of voting	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	E-Voting	15018332	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	15018332	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	669767	171458	25.5996	171458	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	669767	171458	25.5996	171458	0	100.0000	0.0000
Public- Non Institutions	E-Voting	6933325	613758	8.8523	613714	44	99.9928	0.0072
	Poll		122095	1.7610	122095	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	6933325	735853	10.6133	735809	44	99.9940	0.0060
Total	Total	22621424	907311	4.0108	907267	44	99.9952	0.0048
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	5706

India Nippon Electricals Ltd Chennai 600 002

12

Annexure 3

CS S. Ananthanarayan, B.Com., (Hons). FCS
Company Secretary

Form No. MGT-13
Report of Scrutinizer
(Pursuant to Rule Section 109 of the Companies Act 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

The Chairman,
INDIA NIPPON ELECTRICALS LTD
11& 13, Patullos Road,
Chennai-600002

Sub: 33rd Annual General Meeting of the Equity Shareholders of India Nippon Electricals Ltd, held on Monday the 27th August 2018 at 10:30 AM at Kasturi Srinivasan Hall, 168, T.T.K. Road, Alwarpet, Chennai-600018.

Dear Sir,

I, S Ananthanarayan, Practising Company Secretary, No.16/16 RAMS, 3rd Main Road, Gandhi Nagar, Adyar, Chennai-600020, appointed as Scrutinizer for the purpose of the poll taken on the following resolutions, at the 33rd Annual General Meeting of the Equity Shareholders of India Nippon Electricals Ltd, held on Monday the 27th August 2018 at 10:30 a.m.at Kasturi Srinivasan Hall, 168, T.T.K. Road, Chennai-600014, submit my report as under:

a.	After the time fixed for closing of the poll by the Chairman, 2 Ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
b.	The locked ballot boxes were subsequently opened in my presence and 74 ballot papers were removed and serially numbered. 7 ballot papers having 5706 votes were found to be invalid- 4 were duplicates of votes cast through remote voting and the remaining 3 were summarily rejected. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and authorizations / proxies lodged with the Company.
c.	The ballot papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
d.	A file containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
e.	The ballot papers and all other relevant records were sealed and handed over to the Company Secretary.
f.	The combined result of the voting is as follows:

Resolution no. 1 - Adoption of audited accounts for the year ended 31st March 2018 and the Directors' and Auditors' report thereon– Ordinary resolution.

Particulars	Remote evoting		Voting at AGM		Total	
	Members	Votes	Members	Votes	Members	Votes
Voted for the resolution	188	11567014	67	4763095	255	16330109
Voted against the resolution	0	0	0	0	0	0
Total	188	11567014	67	4763095	255	16330109
Votes in favour as a percentage of total number of valid votes cast						100

Resolution no. 2 – Declaration of dividend for 2017-18 – Ordinary resolution.

Particulars	Remote evoting		Voting at AGM		Total	
	Members	Votes	Members	Votes	Members	Votes
Voted for the resolution	188	11567014	67	4763095	255	16330109
Voted against the resolution	0	0	0	0	0	0
Total	188	11567014	67	4763095	255	16330109
Votes in favour as a percentage of total number of valid votes cast						100

Resolution no. 3 – Election of T Momose as Director liable for rotation – Ordinary resolution.

Particulars	Remote evoting		Voting at AGM		Total	
	Members	Votes	Members	Votes	Members	Votes
Voted for the resolution	185	11565290	67	4763095	252	16328385
Voted against the resolution	2	44	0	0	2	44
Total	187	11565334	67	4763095	254	16328429
Votes in favour as a percentage of total number of valid votes cast						100

Resolution no. 4 - Election of Priyamvada Bajaji as Director liable for rotation – Special resolution.

Particulars	Remote evoting		Voting at AGM		Total	
	Members	Votes	Members	Votes	Members	Votes
Voted for the resolution	184	11566252	67	4763095	251	16329347
Voted against the resolution	1	12	0	0	1	12
Total	185	11566264	67	4763095	252	16329359
Votes in favour as a percentage of total number of valid votes cast						100

Resolution no. 5 – Ratification of remuneration of Mr K Suryanarayanan cost auditor for the year 2018-19– Special resolution.

Particulars	Remote evoting		Voting at AGM		Total	
	Members	Votes	Members	Votes	Members	Votes
Voted for the resolution	186	11568001	67	4763095	253	16331096
Voted against the resolution	2	13	0	0	2	13
Total	188	11568014	67	4763095	255	16331109
Votes in favour as a percentage of total number of valid votes cast						100

Resolution no. 6 – Approval of Commission to Directors – Special resolution.

Particulars	Remote evoting		Voting at AGM		Total	
	Members	Votes	Members	Votes	Members	Votes
Voted for the resolution	184	11565272	67	4763095	251	16328367
Voted against the resolution	2	44	0	0	2	44
Total	186	11565316	67	4763095	253	16328411
Votes in favour as a percentage of total number of valid votes cast						100

Resolution no. 7 – Ratification/Approval of Related Party Transactions – Special resolution.

Particulars	Remote evoting		Voting at AGM		Total	
	Members	Votes	Members	Votes	Members	Votes
Voted for the resolution	181	785172	66	122095	247	907267
Voted against the resolution	2	44	0	0	2	44
Total	183	785216	66	122095	249	907311
Votes in favour as a percentage of total number of valid votes cast						100

All the aforesaid 7 resolutions proposed have been passed with requisite majority. The above results may be declared by the Chairman

Thanking you,
Yours faithfully,

S ANANTHANARAYAN
SCRUTINISER

Chennai, 28th August 2018