b

K.P.R. MILL LIMITED

Corporate Office : 1st Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India ✆ : 0422-2207777 Fax : 0422-2207778

27.08.2014

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex Bandara (E)
Mumbai – 400 051

Bombay Stock Exchange Limited
Listing Department ,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Dear Sirs,

Sub: Submission of details regarding the voting results for the 11th Annual General Meeting of the Members of the Company held on 27th August, 2014
Ref: Clause 35A of the Listing Agreement with NSE & BSE

This is to inform that 11th Annual General Meeting of the Members of the Company was held on Wednesday, 27th August 2014 at 11.30 A.M at the Ball Room, Hotel The Residency, 1076, Avinashi Road, Coimbatore - 641018 to transact the business mentioned in the notice of the Annual General Meeting dated 22nd May 2014.

As required by the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement, facility of voting through electronic mean and Postal Ballot for shareholders who do not have access to e-voting facility on all proposals contained in the Annual General Meeting Notice dated 22nd May, 2014 was provided to the members. The e-voting was held between 21.08.2014 to 23.08.2014 and the Postal Ballot was received up to 23rd August, 2014.

All the items of business as mentioned in the 11th Annual General Meeting Notice have been transacted and based on the report of the Scrutinizer, the Resolutions indicated below were declared as duly passed by absolute majority by e-voting and through Postal Ballot.

Details of voting result in the specified format pursuant to Clause 35A of the listing agreement are given below:

K.P.R. MILL LIMITED

Regd. Office : No. 9, Gokul Buildings, A.K.S. Nagar, Thadagam Road, Coimbatore - 641 001. ✆ : 0422-2478090, Fax : 0422-2478050
Email : corporate@kprmill.com Web : www.kprmilllimited.com CIN : L17111TZ2003PLC010518

1.	Date of AGM	27.08.2014
2.	Total number of shareholders on record date	6650
3.	Number of shareholders present in the meeting in person or through proxy - Promoter or Promoter Group - Public Number of shareholders who participated in e-voting and postal ballot in lieu of E-voting as per clause 35B of the listing agreement.	 5 276 (249 Shareholders + 27 Proxies) 121
4.	Number of Shareholders attended the meeting through Video Conferencing - Promoter or promoter Group - Public	 No Video Conferencing

5.	Details of the Agenda	Resolution Required	Mode of Voting
1.	Adoption of Annual Financial Statement as on 31st March, 2014	Ordinary Resolution	e-voting & Postal Balot
2.	Declaration of Dividend	Ordinary Resolution	e-voting & Postal Ballot
3.	Re-appointment of Sri. Shujaat Khan, as Director retiring by rotation	Ordinary Resolution	e-voting & Postal Ballot
4.	Appointment of the Statutory Auditors of the company and fix their remuneration	Ordinary Resolution	e-voting & Postal Ballot
5.	Appointment of Dr. K. Sabapathy as an Independent Director	Special Resolution	e-voting & Postal Ballot
6.	Appointment of Sri. G. P Muniappan as an Independent Director	Special Resolution	e-voting & Postal Ballot
7.	Appointment of Sri. M. J Vijayaraaghavan as an Independent Director	Special Resolution	e-voting & Postal Ballot
8.	Appointment of Sri. K. N. V. Ramani as an Independent Director	Special Resolution	e-voting & Postal Ballot
9.	Appointment of Sri. A. M. Palanisamy as an Independent Director	Special Resolution	e-voting & Postal Ballot
10.	Appointment of Sri. C. Thirumurthy as an Independent Director	Special Resolution	e-voting & Postal Ballot
11.	According consent to the Board for Borrowing u/s 180 (1)(c) of the Companies Act, 2013	Special Resolution	e-voting & Postal Ballot
12.	Authorising the Board to create security for Borrowings u/s 180 (1)(a) of the Companies Act, 2013	Special Resolution	e-voting & Postal Ballot
13.	Re-appointment of Sri. K. P. Ramasamy as Executive Chairman at a remuneration	Special Resolution	e-voting & Postal Ballot
14.	Re-appointment of Sri KPD Sigamani as Managing Director at a Remuneration	Special Resolution	e-voting & Postal Ballot
15.	Re-Appointment of Sri. P. Nataraj as Managing Director at a Remuneration	Special Resolution	e-voting & Postal Ballot

K.P.R. MILL LIMITED

Further the following details of E-voting and Postal Ballot are given below:

Item No.1 Ordinary Resolution - Adoption of Annual Financial Statement as on 31st March, 2014

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100	-
Public - Institutional Holders	4562511	1611690	35.32	1611690	0	100	-
Public- Others	4873656	24478	0.50	24470	8	99.9673	0.03
Total	37682892	29882893	79.30	29882885	8	100.00	0.00

Item No. 2 : Ordinary Resolution - Declaration of Dividend

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100	28246725	0	100	0
Public - Institutional Holders	4562511	2074500	45.47	2074500	0	100	0
Public- Others	4873656	24478	0.50	24470	8	99.97	0.03
Total	37682892	30345703	80.53	30345695	8	100.00	0.00

K.P.R. MILL LIMITED

Item No.3: Ordinary Resolution - Re-appointment of Sri. Shujaat Khan, as Director retiring by rotation

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	2074500	0	100.00	-
Public- Others	4873656	24158	0.50	24150	8	99.97	0.03
Total	37682892	30345383	80.53	30345375	8	100.00	0.00

Item No.4: Ordinary Resolution - Appointment of the Statutory Auditors of the company and fix their remuneration

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	2074500	0	100.00	-
Public- Others	4873656	24168	0.50	24160	8	99.97	0.03
Total	37682892	30345393	80.53	30345385	8	100.00	0.00

K.P.R. MILL LIMITED

Item No: 5: Special Resolution - Appointment of Dr. K. Sabapathy as an Independent Director

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	2074500	0	100.00	-
Public- Others	4873656	24158	0.50	24150	8	99.97	0.03
Total	37682892	30345383	80.53	30345375	8	100.00	0.00

Item No: 6: Special Resolution - Appointment of Sri. G. P Muniappan as an Independent Director

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	2074500	0	100.00	-
Public- Others	4873656	24158	0.50	24150	8	99.97	0.03
Total	37682892	30345383	80.53	30345375	8	100.00	0.00

K.P.R. MILL LIMITED

Item No.7: Special Resolution - Appointment of Sri. M. J Vijayaraaghavan as an Independent Director

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	2074500	0	100.00	-
Public- Others	4873656	24158	0.50	24150	8	99.97	0.03
Total	37682892	30345383	80.53	30345375	8	100.00	0.00

Item No.8: Special Resolution - Appointment of Sri. K. N. V. Ramani as an Independent Director

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	2074500	0	100.00	-
Public- Others	4873656	24158	0.50	24150	8	99.97	0.03
Total	37682892	30345383	80.53	30345375	8	100.00	0.00

K.P.R. MILL LIMITED

Item No.9: Special Resolution - Appointment of Sri. A. M. Palanisamy as an Independent Director

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	1666500	408000	80.33	19.67
Public- Others	4873656	24158	0.50	24125	33	99.86	0.14
Total	37682892	30345383	80.53	29937350	408033	98.66	1.34

Item No.10 : Special Resolution - Appointment of Sri. C. Thirumurthy as an Independent Director

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	2074500	0	100.00	-
Public- Others	4873656	23983	0.49	23950	33	99.86	0.14
Total	37682892	30345208	80.53	30345175	33	100.00	0.00

K.P.R. MILL LIMITED

Item No.11: Special Resolution - According consent to the Board for Borrowing u/s 180 (1)(c) of the Companies Act, 2013

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	1205372	869128	58.10	41.90
Public- Others	4873656	24158	0.50	24125	33	99.86	0.14
Total	37682892	30345383	80.53	29476222	869161	97.14	2.86

Item No. 12: Special Resolution: Authorising the Board to create security for Borrowings u/s 180 (1)(a) of the Companies Act, 2013

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	1205372	869128	58.10	41.90
Public- Others	4873656	24158	0.50	24125	33	99.86	0.14
Total	37682892	30345383	80.53	29476222	869161	97.14	2.86

K.P.R. MILL LIMITED

Item No.13: Special Resolution - Re-appointment of Sri. K. P. Ramasamy as Executive Chairman at a remuneration

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	1611690	462810	77.69	22.31
Public- Others	4873656	24168	0.50	24160	8	99.97	0.03
Total	37682892	30345393	80.53	29882575	462818	98.47	1.53

Item No.14: Special Resolution: Re-appointment of Sri KPD Sigamani as Managing Director at a Remuneration

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	1611690	462810	77.69	22.31
Public- Others	4873656	24168	0.50	24160	8	99.97	0.03
Total	37682892	30345393	80.53	29882575	462818	98.47	1.53

K.P.R. MILL LIMITED

Item No. 15: Special Resolution - Re-Appointment of Sri. P. Nataraj as Managing Director at a Remuneration

Category	Shares Held (1)	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 and Promoter Group	28246725	28246725	100.00	28246725	0	100.00	-
Public - Institutional Holders	4562511	2074500	45.47	1611690	462810	77.69	22.31
Public- Others	4873656	24168	0.50	24160	8	99.97	0.03
Total	37682892	30345393	80.53	29882575	462818	98.47	1.53

For K.P.R. MILL LIMITED

Company Secretary

SCRUTINIZER'S REPORT FOR E-VOTING AND POSTAL BALLOT
(IN LIEU OF E VOTING AT THE AGM)
(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule, 2014 and Clause 35B of the Listing Agreement)

To
The Chairman,
11th Annual General Meeting of the Equity Shareholders of
M/S. K.P.R. Mill Limited
(CIN: L17111TZ2003PLC010518)
Held on Wednesday the 27th August, 2014 at 11.30 AM at
Ball Room, Hotel The Residency, 1076, Avinashi Road,
Coimbatore - 641 018, Tamil Nadu, India.

Dear Sir,

Sub: Scrutinizers Report on e-voting conducted in pursuance to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Postal Ballot (in lieu of e-voting at the AGM) forms received form the shareholders who do not have access to e-voting.

I, A. Vetrivel, FCA Chartered Accountant, 1/1, Seth Narayan Das Layout, 2nd Street, Tatabad, Coimbatore – 641 012, have been appointed by the Board of Directors of **M/s. K. P. R. Mill Limited** ("the Company") as a scrutinizer for the purpose of scrutinizing the e-voting process and to scrutinize the Postal Ballot (in lieu of e-voting at the AGM) forms received from the shareholders in a fair and transparent manner and ascertain the requisite majority on the e-voting and Postal Ballot carried out in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35Bof the Listing Agreement, on the Resolution(s) as set out in the Notice convening 11th Annual General Meeting (AGM) of the Company to be held on Wednesday 27th August, 2014 at 11.30 AM at Ball Room, Hotel The Residency, 1076, Avinashi Road, Coimbatore - 641 018, Tamil Nadu, India.

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 electronic means and Postal Ballot (in lieu of e-voting at the AGM) on the Resolution (s) as set out in the Notice convening the 11th Annual General Meeting dated 27th August, 2014.

A. VETRIVEL, B.Sc., F.C.A. * COIMBATORE - 12 M.No. 25028 * CHARTERED ACCOUNTANT

Responsibility as a Scrutinizer

My responsibility, as a scrutinizer for the e-voting process and for the Postal Ballot (in lieu of e-voting at the AGM) at the 11th Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstain" the Resolution(s) set out in the Notice convening the 11th Annual General Meeting, based on the reports generated from the e-voting system provided by Karvy Computershares Private Limited, the Authorised Agency engaged by the Company for providing e-voting facilities and of the Postal Ballot forms received upto 23rd August 2014.

Further in addition to the above, I submit my report as under:

- The notice dated 22nd May, 2014 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Companies Act, 2013 along with the Postal Ballot forms (in lieu od e-voting AGM) were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the Company to be held on 27th August, 2014.
- The Company has availed the e-voting facility offered by Karvy Computer Share Pvt, Ltd, for conducting e-voting by the shareholders of the company. The company has also provided to the shareholders who do not have access to e-voting to send their voting in writing on a postal ballot (in lieu of e-voting at the AGM) in terms of the provisions of Clause 35B of the Listing Agreement entered into with the National Stock Exchange (NSE) and The Stock Exchange, Mumbai (BSE)
- The Shareholders of the Company holding shares as on the "cut-off" date of 18th July, 2014 were entitled to vote on the proposed resolutions as set out in item no's 1 to 15 in the Notice of the 11th AGM of M/s. K. P. R. Mill Limited.
- The voting period for e-voting commenced on Thursday, the 21st August 2014 at 9:00 AM and ended on Saturday, the 23rd August, 2014 at 6:00 PM. The Postal Ballot forms received up to 5:00 PM on 23rd August, 2014 were considered for my scrutiny.
- I, as the Scrutinizer, unblocked the votes casted, on 23rd August 2014 at 7:05 PM in the presence of Mr. S. Kanthaperumal, S/o. M. Shanmugam, 10/1, Viswasapuram, NearIncome Tax Colony, Saravanampatti Post, Coimbatore – 641 035 (the undersigned as Witness No.1) and Mr. T. A. Krishna Kumar, S/o. T. K. Arumugam, 1/20, Telungupalayam, Annur – 641 653. (the Undersigned as Witness No.2), who are not in employment of the Company in accordance with the Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014.

Witness No.1

Name: S. Kanthaperumal

Witness No.2

Name: T. A. Krishna Kumar

A. VETRIVEL, B.Sc., F.C.A. * CHARTERED ACCOUNTANT * COIMBATORE - 12 M.No. 25028

I now hereby submit my Consolidation Report on the Results of the E-Voting together with that of the Postal Ballot (in lieu of e-voting at the AGM) in respect of the said Resolution(s), as under;

ORDINARY BUSINESS:

Item No.1

ORDINARY RESOLUTION

To receive, consider and adopt the Audited Statement of Accounts together with Directors Report as also the Auditors Report thereon for the year ended 31st March, 2014.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	28	29487038	97.14
Postal ballot (in lieu of e-voting at the AGM)	80	395847	1.30
Total Voting	108	29882885	98.44

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	0	0	-
Postal ballot (in lieu of e-voting at the AGM)	8	8	Negligible
Total Voting	8	8	

ABSTAIN VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	462810	1.52
Postal ballot (in lieu of e-voting at the AGM)	4	17	0.00
Total Voting	5	462827	1.52

INVALID VOTES: NIL

A.VETRIVEL, B.Sc., F.C.A. * COIMBATORE - 12 M.No. 25028 * CHARTERED ACCOUNTANT

Item No.2

ORDINARY RESOLUTION

To declare dividend

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	29	29949848	98.66
Postal ballot (in lieu of e-voting at the AGM)	80	395847	1.30
Total Voting	109	30345695	99.96

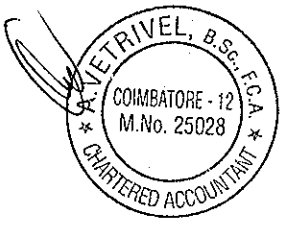
VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	0	0	-
Postal ballot (in lieu of e-voting at the AGM)	8	8	Negligible
Total Voting	8	8	

ABSTAIN VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	0	0	-
Postal ballot (in lieu of e-voting at the AGM)	4	17	Negligible
Total Voting	4	17	

INVALID VOTES: NIL



Item No. 3

ORDINARY RESOLUTION

To appoint a director in the place of Sri. Shujaat Khan (holding DIN 00526891) who retires by rotation and being eligible, offers himself for re-appointment.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	28	29949538	98.66
Postal ballot (in lieu of e-voting at the AGM)	79	395837	1.30
Total Voting	107	30345375	99.96

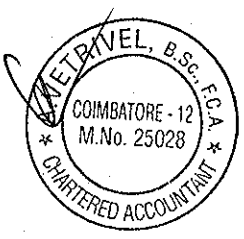
VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	0	0	-
Postal ballot (in lieu of e-voting at the AGM)	8	8	Negligible
Total Voting	8	8	

ABSTAIN VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	5	27	Negligible
Total Voting	6	337	

INVALID VOTES : NIL



Item No.4

Ordinary Resolution

To appoint M/s. Deloitte Haskins and sells, Chartered Accountants (ICAI Registration No.008072S) as Statutory Auditors of the company to hold office form the conclusion of this meeting till the conclusion of next Annual General Meeting and fix their remuneration.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	28	29949538	98.66
Postal ballot (in lieu of e-voting at the AGM)	80	395847	1.30
Total Voting	108	30345385	99.96

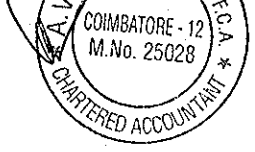
VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	0	0	-
Postal ballot (in lieu of e-voting at the AGM)	8	8	Negligible
Total Voting	8	8	

ABSTAIN VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	4	17	Negligible
Total Voting	5	327	

INVALID VOTES: NIL



Special Business

Item No.5

Special Resolution

To appoint Dr. K. Sabapathy as an Independent Director.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

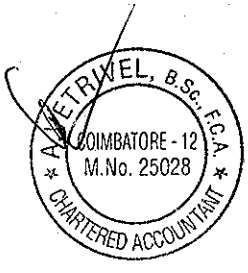
Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	28	29949538	98.66
Postal ballot (in lieu of e-voting at the AGM)	79	395837	1.30
Total Voting	107	30345375	99.96

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	0	0	-
Postal ballot (in lieu of e-voting at the AGM)	8	8	Negligible
Total Voting	8	8	

INVALID VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	5	27	Negligible
Total Voting	6	337	



Item No.6

Special Resolution

To appoint Sri. G. P. Muniappan as an Independent Director.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	28	29949538	98.66
Postal ballot (in lieu of e-voting at the AGM)	79	395837	1.30
Total Voting	107	30345375	99.96

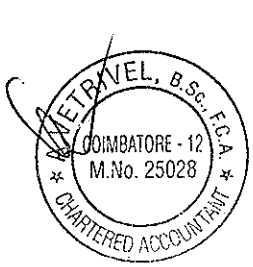
VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	0	0	-
Postal ballot (in lieu of e-voting at the AGM)	8	8	Negligble
Total Voting	8	8	

ABSTAIN VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	5	27	Negligible
Total Voting	6	337	

INVALID VOTES: NIL



Item No.7

Special Resolution

To appoint Sri. M. J. Vijayaraaghavan as an Independent Director.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	28	29949538	98.66
Postal ballot (in lieu of e-voting at the AGM)	79	395837	1.30
Total Voting	107	30345375	99.96

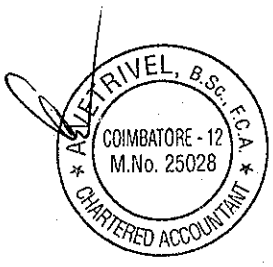
VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	0	0	-
Postal ballot (in lieu of e-voting at the AGM)	8	8	Negligible
Total Voting	8	8	

ABSTAIN VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	5	27	Negligible
Total Voting	6	337	

INVALID VOTES: NIL



Item No.8

Special Resolution

To appoint Sri. K. N. V. Ramani as an Independent Director.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	28	29949538	98.66
Postal ballot (in lieu of e-voting at the AGM)	79	395837	1.30
Total Voting	107	30345375	99.96

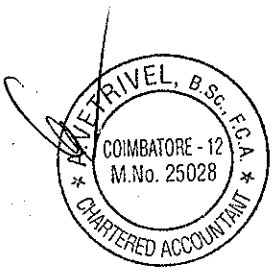
VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	0	0	-
Postal ballot (in lieu of e-voting at the AGM)	8	8	Negligible
Total Voting	8	8	

INVALID VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	5	27	Negligible
Total Voting	6	337	

INVALID VOTES: NIL



Item No.9

Special Resolution

To appoint Sri. A. M. Palanisamy as an Independent Director.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	21	29541538	97.32
Postal ballot (in lieu of e-voting at the AGM)	78	395812	1.30
Total Voting	99	29937350	98.62

[rounded off]

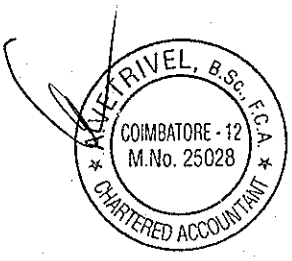
VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	7	408000	1.08
Postal ballot (in lieu of e-voting at the AGM)	9	33	Negligible
Total Voting	16	408033	1.08

ABSTAIN VOTES

Mode of Voting	Number of Members who Votesd ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	5	27	Negligible
Total Voting	6	337	

INVALID VOTES: NIL



Item No.10

Special Resolution

To appoint Sri. C. Thirumurthy as an Independent Director.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	28	29949538	98.66
Postal ballot (in lieu of e-voting at the AGM)	77	395637	1.30
Total Voting	105	30345175	99.96

[rounded off]

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	0	0	-
Postal ballot (in lieu of e-voting at the AGM)	9	33	Negligible
Total Voting	9	33	

ABSTAIN VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	6	202	Negligible
Total Voting	7	512	

INVALID VOTES : NIL

A.SELVARIVEL, B.Sc., F.C.A. * COIMBATORE - 12 M.No. 25028 * CHARTERED ACCOUNTANT

Item No.11

Special Resolution

According consent to the Board for Borrowings u/s 180 (1)(c) of the Companies Act, 2013

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	20	29080410	95.80
Postal ballot (in lieu of e-voting at the AGM)	78	395812	1.30
Total Voting	98	29476222	97.10

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	8	869128	2.31
Postal ballot (in lieu of e-voting at the AGM)	9	33	Negligible
Total Voting	17	869161	2.31

ABSTAIN VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	5	27	Negligible
Total Voting	6	337	

INVALID VOTES: NIL



Item No.12

Special Resolution

Authorising the Board to create security for Borrowings u/s 180 (1)(a) of the Companies Act, 2013

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	20	29080410	95.80
Postal ballot (in lieu of e-voting at the AGM)	78	395812	1.30
Total Voting	98	29476222	97.10

[rounded off]

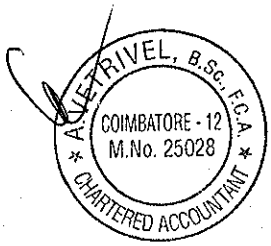
VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	8	869128	2.86
Postal ballot (in lieu of e-voting at the AGM)	9	33	Negligible
Total Voting	17	869161	2.86

ABSTAIN VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	5	27	Negligible
Total Voting	6	337	

INVALID VOTES: NIL



Item No.13

Special Resolution

Re-appointment of Sri. K. P. Ramasamy as Executive Chairman at a remuneration.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	27	29486728	97.13
Postal ballot (in lieu of e-voting at the AGM)	80	395847	1.30
Total Voting	107	29882575	98.43

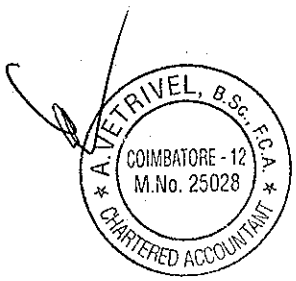
VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	462810	1.52
Postal ballot (in lieu of e-voting at the AGM)	8	8	Negligible
Total Voting	9	462818	1.52

ABSTAIN VOTES

Mode of Voting	Number of Members whos Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	4	17	Negligible
Total Voting	5	327	

INVALID VOTES: NIL



Item No.14

Special Resolution

Re-appointment of Sri. KPD Sigamani as Managing Director at a Remuneration.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	27	29486728	97.13
Postal ballot (in lieu of e-voting at the AGM)	80	395847	1.30
Total Voting	107	29882575	98.43

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	462810	1.52
Postal ballot (in lieu of e-voting at the AGM)	8	8	Negligible
Total Voting	9	462818	1.52

ABSTAIN VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	4	17	Negligible
Total Voting	5	327	

INVALID VOTES: NIL



Item No.15

Special Resolution

Re-appointment of Sri. P. Nataraj as Managing Director at a Remuneration.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	27	29486728	97.13
Postal ballot (in lieu of e-voting at the AGM)	80	395847	1.30
Total Voting	107	29882575	98.43

VOTES CASTED AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and postal ballot (in lieu of e-voting at the AGM)	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	462810	1.52
Postal ballot (in lieu of e-voting at the AGM)	8	8	Negligible
Total Voting	9	462818	1.52

ABSTAIN VOTES

Mode of Voting	Number of Members who Voted ABSTAIN	Number of votes casted	Percentage of Total Number of Votes Casted
E-voting	1	310	Negligible
Postal ballot (in lieu of e-voting at the AGM)	4	17	Negligible
Total Voting	5	327	

INVALID VOTES: NIL

25/8/2014

A.VETRIVEL, B.Sc., F.C.A.
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