ISO 9001 COMPANY

LIVE THE FUTURE

LLOYD ELECTRIC & ENGINEERING LIMITED

159, Okhla Industrial Estate, Phase - III, New Delhi-110 020 (INDIA)
Phone : +91-11-40627200, 40627300 Fax : +91-11-41609909
Website : www.lloydengg.com
CIN : L29120RJ1987PLC012841

1st October, 2014

To,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai- 400001 Maharashtra

BSE Code: 517518

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051, Maharashtra
NSE Code: LLOYDELENG

Subject- Result of Postal Ballot Process conducted by the Company vide Postal Ballot Notice dated August 8, 2014

Dear Sir,

Further to the captioned matter, please find attached herewith the results of Postal Ballot Process conducted by the Company under clause 35A of the Listing Agreement.

In regard to this, please note that Mr. Sanjay Chugh, Practicing Company Secretary, the Scrutinizer has submitted his report to the Chairman & Managing Director on 30th September, 2014. Based on the Scrutinizers' Report, Mr. Brij Raj Punj, Chairman & Managing Director of the Company has declared the results of the Postal Ballot Process today i.e. 1st October, 2014. Scrutinizer's report is attached herewith for your reference.

We are pleased to inform you that the matters as stated in the Postal Ballot Notice have been passed by shareholders of the Company with requisite majority.

Kindly take the above information on record and oblige.

Thanking You

For Lloyd Electric & Engineering Limited

For Lloyd Electric & Engineering Limited

Company Secretary

Anita K. Sharma
Company Secretary
Encl: as above

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Results of the Postal Ballot Process

Details under clause 35A of the Listing Agreement executed with the Stock Exchanges in respect of Postal Ballot Process conducted by the Company vide Postal Ballot Notice dated August 8, 2014

S. No.	Particulars	Details
1.	Declaration of Postal Ballot Results	1st October, 2014
2.	Total number of shareholders as on record date	20150
3.	No. of Shareholders who participated in the Postal Ballot Process either through e-voting or through Ballot Papers ➢ Promoters and Promoter Group ➢ Public	 13 147

Agenda Wise

The mode of voting for all resolutions was through e-voting or through Ballot Papers.

Resolution No. 1- Special Resolution

Special Resolution under Section 180(1)(c) of the Companies Act, 2013 and the Rules made thereunder pertaining to the borrowing limits of the Board of Directors of the Company.

Promoter/ Public	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
Promoter and Promoter Group	17652396	17652396	49.98	17652396	0	100	0
Public- Institutional holders	455975	-	-	-	-	-	-
Public- Others	17211889	4374941	12.39	4323437	51504	98.82%	1.18%
Total	35320260	22027337	62.36	21975833	51504	99.77%	0.23%

For Lloyd Electric & Engineering Limited

Company Secretary

For Lloyd Electric & Engineering Ltd.

Chairman & Managing Director

Resolution No. 2- Special Resolution

Special Resolution under Section 180(1)(a) of the Companies Act, 2013 and the Rules made thereunder pertaining to the authorization for creation of Charge/mortgage over the assets of the Company.

Promoter/ Public	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
Promoter and Promoter Group	17652396	17652396	49.98	17652396	0	100	0
Public- Institutional holders	455975	-	-	-	-	-	-
Public- Others	17211889	4374941	12.39	4208186	166755	96.19%	3.81%
Total	35320260	22027337	62.37	21860582	166755	99.24%	0.76%

Resolution No. 3- Special Resolution

Special Resolution under Section 14 of the Companies Act, 2013 and the Rules made thereunder pertaining to alteration of Articles of Association of the Company in conformity with the provisions of the Companies Act, 2013.

Promoter/ Public	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
Promoter and Promoter Group	17652396	17652396	49.98	17652396	0	100	0
Public- Institutional holders	455975	-	-	-	-	-	-
Public- Others	17211889	4374704	12.39	4372486	2218	99.95%	0.05%
Total	35320260	22027100	62.37	22024882	2218	99.99%	0.01%

Result: Based on the above, all the resolutions set out in the Notice of the Postal Ballot dated August 8, 2014 (Resolutions No. 1 to 3) have been duly passed by the members of the Company as Special Resolution.

For Lloyd Electric & Engineering Limited

Company Secretary

For Lloyd Electric & Engineering Limited

For Lloyd Electric & Engineering Ltd.

Chairman & Managing Director

Brij Raj Punjor
Chairman & Managing Director

Place: Bhiwadi
Date: October 1, 2014

For Lloyd Electric & Engineering Limited

Company Secretary

Sanjay Chugh
B Com (H), F.C.S.
Company Secretary

317, Vardhman Plaza –I,
J Block Commercial Complex,
Rajouri Garden,
New Delhi-110 027
9810770237 (M), 011-41443668

SCRUTINIZER'S REPORT

Date: September 30, 2014

The Chairman
Lloyd Electric and Engineering Ltd.
A-146, B And C,
RIICO Industrial-Area, Bhiwadi,
Alwar, Rajasthan-301019

Dear Sir,

1. The Board of Directors of the Company by means of the resolution dated 8th August, 2014 has appointed me as Scrutinizer for conducting the postal ballot voting process.

2. I submit my report as under;

2.1 The company has completed on 27th August, 2014 the dispatch of postal ballots along Postage pre-paid business reply envelopes to its Members whose name(s) appeared on Register of Members as on 8th August, 2014.

2.2 Particulars of all the postal ballots received from the Members have been entered in a Register separately maintained for the purpose.

2.3 The postal ballots were kept under safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballots.

2.4 The ballot box was opened on 29th September, 2014 in the presence of Two Witnesses not in the employment of the Company.

2.5 The postal ballots were duly opened in my presence and scrutinized and the shareholdings were matched / confirmed with the Register of Members of the Company as on 8th August, 2014.

2.6 All postal ballots received up to 6.00 P.M. on 27th September, 2014, the last date and time fixed by the Company for receipt of the ballots , were considered for scrutiny.

SANJAY CHUGH ★ COMPANY SECRETARY ★ C.P. No. 3073

3. A summary of the votes polled through e-voting and postal ballot papers:

(1) Resolution No. 1 –Special Resolution

Consolidated Results of E-Voting &Voting through Postal Ballot papers on item No. 1 of Postal Ballot Notice dated 08.08.2014-Special Resolution

Re-confirmation of the Borrowing Powers of the Company under Section 180(1)(c) of the Companies Act, 2013

Particulars	Number of			Number of votes contained in			Percentage
	Poll through postal ballot	E-Votes	Total	Poll through postal ballot	E-Votes	Total	
Assent	8	133	141	53725	21922108	21975833	99.77%
Dissent	1	18	19	100	51404	51504	0.23%
Total	9	151	160	53825	21973512	22027337	100.00%

Accordingly, out of 22027337, E- Votes and Poll Polled though ballot paper; 21975833 Votes were cast ASSENTING to the Special Resolution constituting 99.77% of the votes polled; 51504 Votes were cast DISSENTING to the Special Resolution constituting 0.23% of the votes polled on the Special Resolution.

Thus, accordingly Special Resolution as contained in Item No. 1 passed with requisite majority.

(2) Resolution No. 2 – Special Resolution

To create a charge on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013

Particulars	Number of			Number of votes contained in			Percentage
	Poll through postal ballot	E-Votes	Total	Poll through postal ballot	E-Votes	Total	
Assent	8	125	133	53725	21806857	21860582	99.24%
Dissent	1	26	27	100	166655	166755	0.76%
Total	9	151	160	53825	21973512	22027337	100.00%

Accordingly, out of 22027337, E- Votes and Poll Polled though ballot paper; 21860582 Votes were cast ASSENTING to the Special Resolution constituting 99.24% of the votes polled; 166755 Votes were cast DISSENTING to the Special Resolution constituting 0.76% of the votes polled on the Special Resolution.

SANJAY CHUGH ★ COMPANY SECRETARY ★ C.P. No. 3073

Thus, accordingly Special Resolution as contained in Item No. 2 passed with requisite majority.

(3) Resolution No. 3 – Special Resolution

To adopt new set of Articles of Association of the Company under Section 14 of the Companies Act, 2013

Particulars	Number of			Number of votes contained in			Percentage
	Poll through postal ballot	E-Votes	Total	Poll through postal ballot	E-Votes	Total	
Assent	8	144	152	53725	21971157	22024882	99.99%
Dissent	1	6	7	100	2118	2218	0.01%
Total	9	150	159	53825	21973275	22027100	100.00%

Accordingly, out of 22027100, E- Votes and Poll Polled though ballot paper; 22024882 Votes were cast ASSENTING to the Special Resolution constituting 99.99% of the votes polled; 2218 Votes were cast DISSENTING to the Special Resolution constituting 0.01 % of the votes polled on the Special Resolution.

Thus, accordingly Special Resolution as contained in Item No. 3 passed with requisite majority.

Based on the above, resolutions mentioned at serial no. 1 to 3 have been passed with requisite majority.

Further note that there was no invalid ballot paper.

Results of the above voting may accordingly be declared by the Chairman of the Company.

Thanking you,

Yours Sincerely

SANJAY CHUGH ★ C.P. No. 3073 ★ COMPANY SECRETARY

Sanjay Chugh
Company Secretary
C.P. 3073