

August 9, 2018

National Stock Exchange of India Ltd Exchange Plaza, 5 th Floor Plot No. C/1, G. Block Bandra Kurla Complex, Bandra (E) Mumbai - 400 051 <u>Scrip Code: EIDPARRY</u>	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai - 400 001 <u>Scrip Code No: 500125</u>
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Dear Sir/Madam,

Sub: Intimation on the proceedings of the 43rd Annual General Meeting held August 8, 2018.

43rd Annual General Meeting (AGM) of the members of the Company was held at 3.30 p.m on August 8, 2018 at The Music Academy, New No.168 (Old No 306), T.T.K Road, Royapettah, Chennai - 600014.

Mr.V.Ravichandran, Chairman, took the Chair and before calling the meeting to order, introduced the members of the Board, secretary and the Senior Management Team of the Company. The requisite quorum being present, the chairman called the meeting to order. The Chairman informed that e-voting facility is available at the venue of the AGM for those shareholders who have not exercised their vote through remote e-voting made available to them.

Further, Chairman informed that the Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which the Directors are interested, documents contained in the AGM Notice dated May 9, 2018 and a Certificate obtained from the Auditors of the Company confirming that the Company's ESOP Schemes have been implemented in accordance with the resolutions passed by shareholders, were available to the members for inspection at any time during the meeting.

Notice dated May 9, 2018 convening the AGM was taken as read with the consent of the members since it was already circulated to them.

Since the Auditors Report did not have any qualifications/observations, the same was not be read out at the meeting as per the provisions of Companies Act, 2013.

The Chairman in his speech gave an overview of the economic scenario, Sugar Industry and the financial performance of each of the businesses of the Company and its subsidiaries for the financial year ended March 31, 2018.

The Chairman invited the members to raise any queries or seek any clarifications on the operations of the company during the year 2017-18. Thereafter, the queries raised by the members were clarified by Mr.V.Ravichandran, Chairman and Mr.Suresh, Managing Director.

The shareholders who had not voted through remote e-voting, voted at the AGM venue on the following resolutions given in the Notice of AGM dated May 9, 2018.



1. Adoption of Standalone Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Auditors and the Board of Directors thereon.
2. Adoption of Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Auditors thereon.
3. Declaration of Dividend of Rs. 3 Per equity share of Re 1 each for the year 2017-18.
4. Re-Appointment of Mr.V.Ravichandran (DIN: 00110086), Director, retire by rotation.
5. Appointment of Mr.C.K.Ranganathan (DIN: 00550501) as an Independent Director
6. Appointment of Mr.Ajay.B.Baliga (DIN: 00030743) as an Independent Director
7. Appointment of Mr.Ramesh K.B.Menon (DIN: 05275821), as a Director liable to retire by rotation.
8. Appointment of Mr.M.M.Venkatachalam (DIN: 00152619), as a Director liable to retire by rotation.
9. Ratification of the remuneration payable to M/s. Narasimha Murthy & Co, Cost auditors of the Company for the financial year ending March 31, 2019.
10. Approval for issue of redeemable non-convertible debentures of the Company aggregating to Rs. 300 Crore

The Chairman informed the shareholders that Mr.R.Sridharan of M/s Mr.R.Sridharan & Associates, Practicing Company Secretaries appointed as the Scrutinizer for conducting the remote e-voting and e-voting process at the AGM would be submitting consolidated Scrutinizer's Report.

The Chairman further informed the shareholders that the voting results would be placed on the website of the Company and also informed to the Stock Exchanges for dissemination.

There being no other agenda, the Chairman thanked the members present and declared the meeting as closed. The meeting concluded at 04.05 p.m.

In terms of the provisions of Regulation 44 of the SEBI (LODR) Regulations, 2015, the details of results of voting held through remote e-voting and e-voting at the AGM venue and the scrutiniser's report dated August 9, 2018 are enclosed.

We request you to please take the above on record.

Thanking you,

Yours faithfully,

For **E.I.D.- PARRY (INDIA) LIMITED**



G.JALAJA

Company Secretary

Encl. 



	EID PARRY (INDIA) LIMITED
Date of the AGM/EGM	08-08-2018
Total number of shareholders on record date	51487
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	386
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Standalone Financial Statements							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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	E-Voting	79607050	79182020	99.4661	79182020	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		79182020	99.4661	79182020	0	100.0000	0.0000
Public- Institutions	E-Voting	22144305	9564904	43.1935	9564904	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9564904	43.1935	9564904	0	100.0000	0.0000
Public- Non Institutions	E-Voting	75243626	25610	0.0340	25558	52	99.7969	0.2030
	Poll		6374	0.0085	6374	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31984	0.0425	31932	52	99.8374	0.1626
	Total	176994981	88778908	50.1590	88778856	52	99.9999	0.0001

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Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Consolidated Financial Statements							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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	E-Voting	79607050	79182020	99.4661	79182020	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		79182020	99.4661	79182020	0	100.0000	0.0000
Public- Institutions	E-Voting	22144305	9564904	43.1935	9564904	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9564904	43.1935	9564904	0	100.0000	0.0000
Public- Non Institutions	E-Voting	75243626	25610	0.0340	25558	52	99.7969	0.2030
	Poll		6374	0.0085	6374	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31984	0.0425	31932	52	99.8374	0.1626
Total	Total	176994981	88778908	50.1590	88778856	52	99.9999	0.0001

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Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Dividend							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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	E-Voting	79607050	79182020	99.4661	79182020	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		79182020	99.4661	79182020	0	100.0000	0.0000
Public- Institutions	E-Voting	22144305	9564904	43.1935	9564904	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9564904	43.1935	9564904	0	100.0000	0.0000
Public- Non Institutions	E-Voting	75243626	25610	0.0340	25560	50	99.8047	0.1952
	Poll		6374	0.0085	6374	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31984	0.0425	31934	50	99.8437	0.1563
Total	Total	176994981	88778908	50.1590	88778858	50	99.9999	0.0001

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Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of a Director in place of Mr.V. Ravichandran (DIN : 00110086) who retires by rotation and is eligible for reappointment							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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	E-Voting	79607050	79182020	99.4661	79182020	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		79182020	99.4661	79182020	0	100.0000	0.0000
Public- Institutions	E-Voting	22144305	9564904	43.1935	9432814	132090	98.6190	1.3809
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9564904	43.1935	9432814	132090	98.6190	1.3810
Public- Non Institutions	E-Voting	75243626	24960	0.0332	24507	453	98.1850	1.8149
	Poll		6374	0.0085	6374	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31334	0.0417	30881	453	98.5543	1.4457
Total	Total	176994981	88778258	50.1586	88645715	132543	99.8507	0.1493

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Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. C.K. Ranganathan (DIN : 00550501) as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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	E-Voting	79607050	79182020	99.4661	79182020	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		79182020	99.4661	79182020	0	100.0000	0.0000
Public- Institutions	E-Voting	22144305	9564904	43.1935	9413330	151574	98.4153	1.5846
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9564904	43.1935	9413330	151574	98.4153	1.5847
Public- Non Institutions	E-Voting	75243626	24960	0.0332	24510	450	98.1971	1.8028
	Poll		6374	0.0085	6374	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31334	0.0417	30884	450	98.5639	1.4361
Total		176994981	88778258	50.1586	88626234	152024	99.8288	0.1712

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Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Ajay B Baliga (DIN : 00030743) as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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	E-Voting	79607050	79182020	99.4661	79182020	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		79182020	99.4661	79182020	0	100.0000	0.0000
Public- Institutions	E-Voting	22144305	9564904	43.1935	9564904	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9564904	43.1935	9564904	0	100.0000	0.0000
Public- Non Institutions	E-Voting	75243626	24960	0.0332	24768	192	99.2307	0.7692
	Poll		6374	0.0085	6374	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31334	0.0417	31142	192	99.3872	0.6128
Total		176994981	88778258	50.1586	88778066	192	99.9998	0.0002

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Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Ramesh K B Menon (DIN : 05275821) as a Director liable to retire by rotation							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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	E-Voting	79607050	79182020	99.4661	79182020	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		79182020	99.4661	79182020	0	100.0000	0.0000
Public- Institutions	E-Voting	22144305	9564904	43.1935	8900253	664651	93.0511	6.9488
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9564904	43.1935	8900253	664651	93.0511	6.9489
Public- Non Institutions	E-Voting	75243626	24960	0.0332	24765	195	99.2187	0.7812
	Poll		6374	0.0085	6374	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31334	0.0417	31139	195	99.3777	0.6223
Total		176994981	88778258	50.1586	88113412	664846	99.2511	0.7489

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Resolution No.	8							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. M M Venkatachalam (DIN: 00152619) as a Director liable to retire by rotation							
Whether promoter/ promoter group are Interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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	E-Voting	79607050	79182020	99.4661	79182020	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		79182020	99.4661	79182020	0	100.0000	0.0000
Public- Institutions	E-Voting	22144305	9564904	43.1935	8849710	715194	92.5227	7.4772
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9564904	43.1935	8849710	715194	92.5227	7.4773
Public- Non Institutions	E-Voting	75243626	24960	0.0332	24510	450	98.1971	1.8028
	Poll		6374	0.0085	6374	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31334	0.0417	30884	450	98.5639	1.4361
Total		176994981	88778258	50.1586	88062614	715644	99.1939	0.8061

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Resolution No.	9							
Resolution required: (Ordinary/ Special)	ORDINARY - Remuneration of Cost Auditors for the Financial Year ending March 31, 2019							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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	E-Voting	79607050	79182020	99.4661	79182020	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		79182020	99.4661	79182020	0	100.0000	0.0000
Public- Institutions	E-Voting	22144305	9564904	43.1935	9505777	59127	99.3818	0.6181
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9564904	43.1935	9505777	59127	99.3818	0.6182
Public- Non Institutions	E-Voting	75243626	24960	0.0332	24908	52	99.7916	0.2083
	Poll		6374	0.0085	6374	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31334	0.0417	31282	52	99.8340	0.1660
Total	Total	176994981	88778258	50.1586	88719079	59179	99.9333	0.0667

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Resolution No.	10							
Resolution required: (Ordinary/ Special)	SPECIAL - Issue of Non-Convertible Debentures aggregating upto Rs. 300 Crore							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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	E-Voting	79607050	79182020	99.4661	79182020	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		79182020	99.4661	79182020	0	100.0000	0.0000
Public- Institutions	E-Voting	22144305	9541793	43.0892	9541793	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		9541793	43.0892	9541793	0	100.0000	0.0000
Public- Non Institutions	E-Voting	75243626	24960	0.0332	24908	52	99.7916	0.2083
	Poll		6374	0.0085	6374	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		31334	0.0417	31282	52	99.8340	0.1660
Total	Total	176994981	88755147	50.1456	88755095	52	99.9999	0.0001

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Consolidated Scrutinizer's Report

9th August, 2018

The Chairman

E.I.D.-Parry (India) Limited,

"Dare House", Parrys Corner,
Chennai-600001.

Ref: 43rd Annual General Meeting (AGM) of the members of E.I.D.-Parry (India) Limited

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by the Managing Director of **E.I.D.-Parry (India) Limited**, vide letter dated 23rd May, 2018 pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 (as amended) and Rule 21 of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process held between Saturday, August 4, 2018 (9.00 AM) (IST) to Tuesday, August 7, 2018 (5.00 PM) (IST) and to conduct the Polling process through electronic voting system (Insta Poll) relating to the 43rd Annual General Meeting (AGM) of the members of the Company, held on Wednesday, the 8th August, 2018 at 3:30 p.m. at The Music Academy, New No.168 (old No.306), T.T.K Road, Royapettah, Chennai 600 014. The shareholders of the Company as on the "cut off" date i.e. Wednesday, 1st August, 2018 were entitled to vote as set out in the notice of the AGM

We now submit our consolidated Report as under:

1. The Company has availed remote e-voting system and electronic voting system at the AGM Venue (Insta Poll) from Karvy Computershare Private Limited for enabling the members to cast their vote under the provisions of the said sections and the Rules made there under.
2. We have scrutinized and reviewed the remote e-voting system, electronic voting system at the AGM Venue (Insta Poll) at the conclusion of AGM. We have unblocked the votes cast by the members through electronic voting system (Insta Poll) at the AGM venue and subsequently we unblocked the votes cast through remote e-voting in the presence of Mr K Satheesh and Ms. Srinidhi Sridharan, who are the witnesses and not in the employment of the Company. The votes tendered therein in respect of the remote e-voting system and voting at the AGM venue are based on the data downloaded from the official website of Karvy Computershare Private Limited.
3. Based on the data downloaded from the Official website of Karvy Computershare Private Limited for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system (Insta Poll) conducted at the AGM Venue, we now submit our consolidated report (Remote E-Voting, Electronic Voting System (Insta Poll)) as under:





Item No. 1 - Adoption of Standalone Financial Statements, Board's Report & Auditors Report for the year ended 31st March, 2018 (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
158	88772482	24	6374	88778856	99.9999

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
3	52	0	0	52	0.0001

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
0	0	1	389500	389500

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 2 - Adoption of Consolidated Financial Statements & Auditors Report for the year ended 31st March, 2018 (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
158	88772482	24	6374	88778856	99.9999

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
3	52	0	0	52	0.0001

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
0	0	1	389500	389500

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 3 –Declaration of Dividend (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
159	88772484	24	6374	88778858	99.9999

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
2	50	0	0	50	0.0001

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
0	0	1	389500	389500

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 4 – Re-appointment of Mr.V.Ravichandran (DIN:00110086) as Director who is retire by rotation (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
149	88639341	24	6374	88645715	99.8507

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
11	132543	0	0	132543	0.1493

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
0	0	1	389500	389500

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 5 – Appointment of Mr. C K Ranganathan (DIN: 00550501) as an Independent Director of the Company (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
151	88619860	24	6374	88626234	99.8288

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
9	152024	0	0	152024	0.1712

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
0	0	1	389500	389500

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 6 – Appointment of Mr. Ajay B Baliga (DIN: 00030743) as an Independent Director of the Company (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
156	88771692	24	6374	88778066	99.9998

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
4	192	0	0	192	0.0002

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
0	0	1	389500	389500

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 7 – Appointment of Mr. Ramesh K B Menon (DIN: 05275821) as a Director of the Company (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
143	88107038	24	6374	88113412	99.2511

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
17	664846	0	0	664846	0.7489

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll
0	0	1	389500	389500

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 8 – Appointment of Mr. M M Venkatachalam (DIN: 00152619) as a Director of the Company (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
140	88056240	24	6374	88062614	99.1939

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
20	715644	0	0	715644	0.8061

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
0	0	1	389500	389500

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 9 – Ratification of Remuneration of the Cost Auditors for the financial year ending March 31, 2019 (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
156	88712705	24	6374	88719079	99.9333

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
4	59179	0	0	59179	0.0667

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
0	0	1	389500	389500

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No.9 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 10 – Issue of non-convertible debentures aggregating upto Rs. 300 crores on a private placement basis (Special Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
156	88748721	24	6374	88755095	99.9999

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
3	52	0	0	52	0.0001

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
0	0	1	389500	389500

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 10 as set out in the Notice of the AGM is passed with requisite majority.





4. A Compact Disc (CD) containing a list of equity shareholders who voted "**FOR**", "**AGAINST**" and those whose votes were declared invalid for each resolution is enclosed.

5. The electronic data relating to remote e-voting and electronic voting system (Insta Poll) and all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,
Yours faithfully,

For R. Sridharan & Associates
Company Secretaries


CS R. Sridharan
CP No. 3239
FCS No. 4775

