



Saturday, September 6, 2014.

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

Dear Sir/ Madam,

Sub: Disclosure of voting results of Postal Ballot – reg.

We wish to inform you that on the basis of report dated September 04, 2014, submitted by the scrutinizer in respect of special business mentioned in notice of postal ballot dated May 30, 2014, the result of postal ballot (including e-voting) was declared by the Chairman on September 05, 2014 at the registered office of the company.

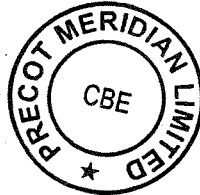
The agenda wise voting result and copy of the report of scrutinizer is enclosed herewith.

We request you to kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours truly,

R Nithya Prabhu
Company Secretary.



Encl: as above

PRECOT MERIDIAN LIMITED

Regd. Office : SUPREM, PB 7161, Green Fields, Puliakulam Road, Coimbatore - 641 045, Tamilnadu, India.
Tel : 0091 - 422 - 4321100 Fax : 0091 - 422 - 4321200 Website : www.precot.com



CIN - L17111TZ1962PLC001183

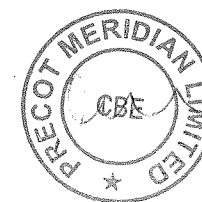
The agenda wise voting result in respect of special business mentioned in notice of postal ballot dated May 30, 2014 is as follows:

Creation of mortgage and/or charge over the movable and immovable properties of the company

Resolution required: Special

Mode of voting: Postal ballot (including E-voting)

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
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
			$[(2) / (1)] * 100$			$[(4) / (2)] * 100$	$[(5) / (2)] * 100$
Promoter and Promoter Group	7332137	7332137	100.00	7332137	-	100.00	-
Public - Institutional holders	663013	150	0.02	150	-	100.00	-
Public-Others	4004850	102530	2.56	102080	450	99.56	0.44
Total	12000000	7434817	61.96	7434367	450	99.99	0.01



No.60A, I Floor, School Road,
Krishnasamy Nagar,
Ramanathapuram, Coimbatore – 641045.
e-mail : vasudevanacs@gmail.com, vasu@viesva.com
Tel : 0422 - 4216903, Mob: 99449 37063.

4/09/2014

The Chairman
Precot Meridian limited,
Suprem, PB 7161, 737 Green Fields,
Puliakulam Road, Coimbatore-641015

Dear Sir,

Sub: Passing of Resolution through Postal Ballot.

Pursuant to the Resolution passed by the Board of Directors of M/s. Precot Meridian Limited on 30th May, 2014, I have been appointed as Scrutinizer to receive process and scrutinize the postal ballot papers in respect of following resolutions:

Resol ution Num ber	Reference to the Companies Act, 2013	Description of the Resolution	Type of Resolution
1.	Section 180 (1) (a)	To authorise the board of directors of the company to mortgage, create charges or hypothecation as may be necessary, on such of the assets of the company, both present and future, movable as well as immovable, including the undertaking of the company, under the provisions of section 180(1)(a) of the Companies Act, 2013. RESOLVED THAT in supersession of the resolution passed at the 45th Annual General Meeting of the members of the company held on August 10, 2007, the consent of the members of the company, be and is hereby accorded pursuant to the provisions of section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, to the board of directors of the company (hereinafter referred to as "the board" which term shall be deemed to include any committee of directors duly constituted by the board to exercise its powers conferred by this resolution) mortgaging and/or charging, by the board of directors of the company, of all the moveable and immoveable properties of	Special Resolution

		the company, present and future, and the whole of the undertaking of the company to or in favour of financial institutions / banks (lenders) or the trustees for the lenders of the company to secure the financial assistances granted / to be granted by the lenders up to an amount in the aggregate not exceeding Rs. 500 crore (increased from Rs. 300 crore), together with all interest thereon, commitment charge, costs, charges, expenses, including any increase as a result of devaluation/ revaluation/ fluctuation in the rates of foreign currencies involved and all other moneys payable by the company to the lenders in terms of the respective facility agreements entered into by the company in respect of the aforesaid assistances, on such terms and conditions as the board may consider necessary and expedient in the best interest of the company. RESOLVED FURTHER THAT the board be and is hereby authorized to finalize with the Lending Agencies/ Debenture Trustees/ Financial Institutions, the documents/ agreements/ under takings for creating the aforesaid mortgages, charges and/ or hypothecations and to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents/ agreements/ undertakings and to do all such acts and things and to execute all such documents, deeds and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in this regard as it may in its sole and absolute discretion deem fit and to delegate all or any of its powers herein conferred to any committee of directors and/ or director(s) and/ or officer(s) of the company, to give effect to this resolution.	
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We report that the Postal ballot notice dated 30th May, 2014 under Section 110 of the Companies Act, 2013 and Rule 22 of The Companies (Management and Administration) Rules, 2014, was issued individually to all the shareholders and the notices were dispatched on 1st August, 2014 through Courier. Further, all the shareholders have also been given an option of e-voting through e-voting website of Central Depository Services (India) Limited (<http://www.evotingindia.co.in>) as per the aforesaid Act and Rules and clause 35B of the Listing Agreement. We report that as stated in the notice sent to the shareholders, the Company has fixed 2nd September, 2014 as the last date for receipt of



Postal ballots. As stated in Rule22(3) of the Companies (Management and Administration) Rules, 2014 an advertisement was published by the Company in "**Malai Malar**" Tamil Daily Newspaper on 7th August, 2014 and "**Business Line**" English Daily Newspaper on 8th August 2014, informing about the dispatch of postal Ballot forms and other related matters mentioned therein.

We report that we have received the Postal Ballot Forms from the Shareholders during the period starting from **4th August, 2014 to 2nd September, 2014**.

All the Postal Ballot forms received up to the closure of working hours (6.00 p.m) on 2nd September, 2014, the last date fixed by the Company for receipt of the forms, were considered for our scrutiny.

During the course of scrutiny of Postal Ballot Forms we have not come across any mutilated Postal Ballot Forms.

We report that all the Postal Ballot Forms were scrutinized and processed and register containing the Shareholders Name, Address, Folio Number, Postal Ballot Number, Number of Share held, Number of Votes voted, Assented, Dissented and Rejected was maintained in electronic format.

We report that out of **6135** Shareholders, we have received polled Ballot Forms from **138** Shareholders. Further, the option to vote through electronic mode was also been given to the Shareholders of the Company through e-voting portal of Central Depository Services (India) Limited (<http://www.evotingindia.co.in>). The details of polling are given below.

The Votes were unblocked at 6:15 PM on September 2, 2014 in the presence of Mr. G. Karthik and Mr. G. Ramakrishnan who are not the employees of the Company, and who have signed below as witness to the unblocking of the votes.

The votes polled through ballot received by the Scrutinizer till the closing hours of the e-voting were also opened and processed in the presence of aforesaid witnesses.

The E-voting results/list of Equity shareholders who have voted "For" and "Against" were downloaded from the e-voting website of Central Depository Services (India) Limited (<http://www.evotingindia.co.in>) and the same are being handed over to the Chairman.

Total number of Shareholders	6135 (as on 18 th July, 2014)
Total number of Shares (paid up)	120,00,000 (as on 18 th July, 2014)
Receipt of Postal Ballot Forms Received	4 th August, 2014 to 2 nd September, 2014
Total Postal Ballot Forms Received	138
Total Folios Voted through CDSL e-voting	8



Special Resolution, in respect of Resolution under Section 180 (1)(a) of the Companies Act, 2013 to authorise the board of directors of the company to mortgage, create charges or hypothecation as may be necessary, on such of the assets of the company, both present and future, movable as well as immovable, including the undertaking of the company.

Summary of the Results are given below:

Total Shareholding and Ballots Received through Post

Particulars	Number of Folios	Number of Shares (Votes)	Percentage (%) (Votes)
Total Shareholders.	6135	120,00,000	100.00%
Number of Ballots Received	138	74,33,976	61.95%
Number of Votes FOR	137	74,33,826	99.998%
Number of Votes AGAINST	1	150	0.002%
Break-up of voting details through e-voting and Voted in favour resolution			
Promoter/Promoters Group	12	73,32,137	98.63%
Public – Institutional	1	150	0.002%
Public – Others	124	101539	1.37%
Break-up of voting details through e-voting and Voted against resolution			
Promoter/Promoters Group	Nil	Nil	Nil
Public – Institutional	Nil	Nil	Nil
Public – Others	1	150	0.002%



Polled through e-voting

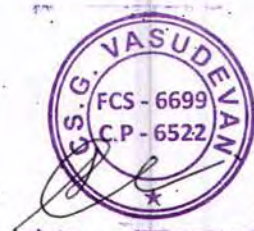
Particulars	Number of Ballots	Number of Shares (Votes)	Percentage (%) (Votes)
Total Folios voted through e-voting	8	841	100%
No. of Folios voted FOR	7	541	64.328%
No. of Folios voted AGAINST	1	300	35.67%
Break-up of voting details through e-voting and Voted in favour resolution			
Promoter/Promoters Group	Nil	Nil	Nil
Public – Institutional	Nil	Nil	Nil
Public – Others	7	541	64.328%
Break-up of voting details through e-voting and Voted against resolution			
Promoter/Promoters Group	Nil	Nil	Nil
Public – Institutional	Nil	Nil	Nil
Public – Others	1	300	35.67%

Total Votes Polled and Results

Particulars	Number of Ballots	Number of Shares (Votes)	Percentage (%) (Votes)
Total Folios voted through e-voting and Post	146	74,34,817	100%
No. of Folios voted FOR	144	74,34,367	99.994%
No. of Folios voted AGAINST	2	450	0.006%

RESULT

As the number of votes cast in respect of Special Resolution mentioned in the Notice of Postal Ballot was more than the three fourth of votes cast against it, I report that the Special Resolutions under section 180(1)(a) of the Companies Act, 2013 as set out in the Notice of Postal Ballot has been passed by the shareholders as Special Resolution.



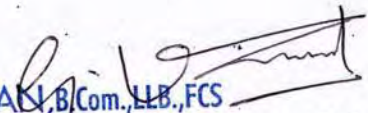
All relevant records of Electronic voting and ballot papers received from the members remain in our safe custody until the Chairman considers, approves and signs the minutes of the 52nd Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

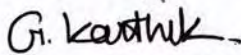
Place: Coimbatore

Dated: 4/9/2014

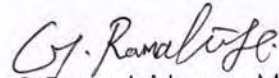

G.VASUDEVAN, B.Com., LL.B., FCS
COMPANY SECRETARY IN PRACTICE
FCS 6699 CP 6522

G Vasudevan
CP No.6522, M No. FCS 6699
Scrutinizer

We the undersigned witness that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (<http://www.evotingindia.co.in>) and also votes polled through ballot were opened and processed in our presence at 6:15 PM on September 2, 2014 at the office of the Scrutinizer.



G.Karthik B.Sc, ACS
12/257, Akumaran Nagar,
Ganesapuram PO,
SS Kulam via, Coimbatore-641107.



G Ramakrishnan, MBA
2/235, Jeeva Nagar,
Ottarapalayam Post
Annur - 641653