ADITYA BIRLA
TANFAC

SECY/S.E./L.A./2014-15/034

August 14, 2014

The Secretary,
Madras Stock Exchange Limited,
Exchange Building,
11, Second Line Beach,
CHENNAI - 600 001.

Dear Sirs,

Sub: Details regarding the voting results at our Annual General Meeting held on 13th August, 2014 – Clause 35A of the listing agreement – reg.

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We wish to inform that pursuant to clause 35A of the listing agreement, Members of the Company at their Annual General Meeting held on 13th August, 2014 transacted the business as contained in the Notice dated 29th May, 2014.

Sl. No.	Particulars	Remarks
1.	Date and time of Annual General Meeting	Wednesday the 13th August, 2014 at 2.45 P.M.
2.	Total number of Shareholders as on Record Date	16840
3.	No. Of Shareholders present at the meeting either in proxy or through proxy	38 (Thirty Eight)
	Promoter and Promoter Group	1
	Public	37
4.	Mode of voting conducted for all resolutions	e-Voting and Poll conducted at the meeting
5.	No. of Shareholders attended the meeting through video conferencing	N.A.

We are attaching herewith a separate sheet containing the details of resolutions passed at the Annual General Meeting with requisite majority along with Scrutinizer Report given by Mr. V. Raamanaathan, Company Secretary (C.P.No.3109) for your records.

Thanking you,

Yours faithfully,
For TANFAC INDUSTRIES LIMITED

(N.R. RAVICHANDRAN)
VICE PRESIDENT (FIN. & COMCL.)
AND COMPLIANCE OFFICER

Encl. : As above

TANFAC INDUSTRIES LIMITED
(Joint Sector Company with TIDCO)
Regd. Office & Factory : 14, SIPCOT Industrial Complex, Cuddalore - 607 005.
Tel : +91 - 4142 - 239001 - 5, Fax : +91 - 4142 - 239008,
Chennai Off : Oxford Centre, 1st Floor, 66, Sir C.P. Ramaswamy Road,
Alwarpet, Chennai - 600 018. INDIA.
Tel : +91 - 044 - 2499 0451 / 0561 / 0464, Fax : +91 - 044 - 2499 3583
Web : www.tanfac.com
CIN: L24117TN1972PLC006271

WINNER OF TPM AWARD 1999

DNV MGMT. SYS. RvA C024.C425
ISO-9001,14001 & OHSAS 18001 CERTIFIED FIRM
DNV Certification B.V., THE NETHERLANDS

ANNEXURE

I. DETAILS OF RESOLUTIONS PASSED THROUGH E-VOTING AND POLL CONDUCTED AT THE MEETING

Item No.	Description of Resolutions	Whether Ordinary/ Special Resolution	Mode of Voting (e-voting/Poll/ show of hands/ Postal Ballot)	Remarks
1.	Adoption of Accounts for the financial year 2013-14 and reports thereon	Ordinary	e-Voting and Poll	Passed with requisite majority
2.	Re-appointment of M/s. Khmiji Kunverji & Co. as Statutory Auditors	Ordinary	e-Voting and Poll	Passed with requisite majority
3.	Appointment of Shri Kannan K Unni as Director	Ordinary	e-Voting and Poll	Passed with requisite majority
4.	Remuneration to cost auditor for the financial year 2014-15	Ordinary	e-Voting and Poll	Passed with requisite majority
5.	Borrowings power under Section 180(1)(c) of The Companies Act, 2013	Special	e-Voting and Poll	Passed with requisite majority
6.	Powers to mortgage the assets of the Company under Section 180(1)(a) of The Companies Act, 2013	Special	e-Voting and Poll	Passed with requisite majority

II. DETAILS OF VOTING RESULTS :

Item	Promoter/ Public	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 of votes polled (6) = (4)/(2)*100	%of votes against on votes polled (7) = (5)/(2)*100
1	Promoter & Promoter group	5084802	5083652	99.98	5083652	0	100.00	0
	Pub.Inst.holder	0	0	0	0	0	0	0
	Public-Others	4890198	2851	0.058	2851	0	100.00	
2	Promoter & Promoter group	5084802	5083652	99.98	5083652	0	100	0
	Pub.Inst.holder	0	0	0	0	0	0	0
	Public-Others	4890198	2851	0.058	2251	600	78.95	21.05
3	Promoter & Promoter group	5084802	5083652	99.98	5083652	0	100.00	0
	Pub.Inst.holder	0	0	0	0	0	0	0
	Public-Others	4890198	2851	0.058	2851	0	100.00	0
4	Promoter & Promoter group	5084802	5083652	99.98	5083652	0	100.00	0
	Pub.Inst.holder	0	0	0	0	0	0	0
	Public-Others	4890198	2851	0.058	2251	600	78.95	21.05
5	Promoter & Promoter group	5084802	5083652	99.98	5083652	0	100.00	0
	Pub.Inst.holder	0	0	0	0	0	0	0
	Public-Others	4890198	2851	0.058	2151	700	75.45	24.55
6	Promoter & Promoter group	5084802	5083652	99.98	5083652	0	100.00	0
	Pub.Inst.holder	0	0	0	0	0	0	0
	Public-Others	4890198	2851	0.058	2151	700	75.45	24.55

For TANFAC INDUSTRIES LIMITED

(N.R. RAVICHANDRAN)
VICE PRESIDENT (FIN. & COMCL)
AND COMPLIANCE OFFICER

V. RAAMANAATHAN
Company Secretary

New No. 48, Old No. 68,
First Floor, First Avenue
Indira Nagar, Adyar,
Chennai - 600 020.
Tel. : + 91 44 45511798
Mobile : + 91 77080 73441
E-mail : raamcs66@gmail.com
raam66@yahoo.com

FORM NO. MGT-13

Report of Scrutinizer

(Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014))

The Chairman

40th Annual General Meeting of the Equity Shareholders of TANFAC INDUSTRIES LIMITED, to be held on Wednesday the 13th August 2014 at 2.45 PM at No. 14, SIPCOT Industrial Complex, Kudikadu, Cuddalore – 607005.

Dear Sir,

I, V Raamanaathan, Practising Company Secretary (FCS No. 7388, CP No. 3109) having office at New No. 48, Old No. 68, First Floor, First Avenue, Indira Nagar, Adyar Chennai – 600 020. appointed as Scrutinizer for the purpose of poll taken on the below mentioned resolutions, at the 40th Annual General Meeting of the Equity Shareholders of the Company, to be held on Wednesday, 13th August 2014 at 2.45 PM at No. 14, SIPCOT Industrial Complex, Kudikadu, Cuddalore – 607 005, Tamil Nadu, hereby submit my report as under:

1. After the declaration of the poll, the Boxes kept for the polling were locked in the presence of the members and marked with due identification marks by me.

2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. National Securities Depository Limited, the Registrar and Transfer Agents of the Company, and the authorisations/proxies lodged with Company.

   Appropriate arrangement was made / actions were taken to eliminate duplicate voting i.e., e-voting as well as on poll. Details of the shareholders who had voted on e-voting through National Securities Depository Limited were obtained in advance and blocked for the purpose of issuing Ballot papers. Ballot papers were issued only to those members present at the Annual General Meeting, who had not voted through e-voting.

V. RAAMANAATHAN Company Secretary C.P. No. 3109 Chennai - 600 020

V. RAAMANAATHAN
Company Secretary

New No. 48, Old No. 68,
First Floor, First Avenue
Indira Nagar, Adyar,
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raam66@yahoo.com

3. The Ballot papers, which were incomplete and/ or which were otherwise found defective, have been treated as invalid and kept separately.

4. The results of the poll are as under:

Resolution No. 1, Ordinary Resolution

Adoption of Accounts for the financial year ended 31.03.2014.

(i) Voted **in favour** of the resolution

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
36	1050	100%

(ii) Voted **against** of the resolution

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

Resolution No. 2, Ordinary Resolution

To appoint M/s. Khimji Kunverji & Co., Chartered Accountants, Mumbai (Registration N0. 105146W) as Statutory Auditors.

V. RAAMANAATHAN Company Secretary C.P. No. 3109 Chennai - 600 020

V. RAAMANAATHAN
Company Secretary

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raam66@yahoo.com

(i) Voted **in favour** of the resolution

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
36	1050	100%

(ii) Voted **against** of the resolution

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

Resolution No. 3, Ordinary Resolution

Appointment of Shri. Kannan K Unni as an Independent Director.

(i) Voted **in favour** of the resolution

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
36	1050	100%

(ii) Voted **against** of the resolution

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0

V. RAAMANAATHAN Company Secretary C.P. No. 3199 Chennai - 600 020

V. RAAMANAATHAN
Company Secretary

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Chennai - 600 020.
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Mobile : + 91 77080 73441
E-mail : raamcs66@gmail.com
raam66@yahoo.com

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

Resolution No. 4, Ordinary Resolution

Remuneration to cost auditors for the financial year 2014 – 2015.

(i) Voted **in favour** of the resolution

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
36	1050	100%

(ii) Voted **against** of the resolution

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

V. RAAMANAATHAN ★ Company Secretary C.P. No. 3109 Chennai - 600 020 ★

V. RAAMANAATHAN
Company Secretary

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raam66@yahoo.com

Resolution No. 5, Special Resolution

Borrowing power under Section 180(1)(c) of The Companies Act, 2013.

(i) Voted **in favour** of the resolution

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
36	1050	100%

(ii) Voted **against** of the resolution

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

Resolution No. 6, Special Resolution

Powers to mortgage the assets of the Company under Section 180(1)(a) of The Companies Act, 2013.

(i) Voted **in favour** of the resolution

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
36	1050	100%

V. RAAMANAATHAN Company Secretary C.P. No. 3199 Chennai - 600 020

V. RAAMANAATHAN
Company Secretary

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raam66@yahoo.com

(ii) Voted **against** of the resolution

Number of members present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of votes cast by them
0	0

Thanking you,
Yours faithfully,

V. Raamanaathan

V. RAAMANAATHAN
Company Secretary
C.P No. 3109
Chennai - 600 020

V RAAMANAATHAN
Scrutinizer

Date: 13th August 2014

V. RAAMANAATHAN
COMPANY SECRETARY

New No. 48, Old No. 68, First Floor,
First Avenue, Indira Nagar, Adyar,
Chennai – 600 020.

Consolidated Results of E-Voting & Poll at the AGM on Item No. 1 – Ordinary Resolution

Particulars	Number of			Number of Votes contained in			Percentage
	Ballot Papers	E-Votes	Total	Ballot Papers	E-Votes	Total	
Received	36	14	50	1050	5085453	5086503	100%
Assent	36	14	50	1050	5085453	5086503	100%
Dissent	0	0	0	0	0	0	0

Accordingly, out of the 5086503 E-Votes and Ballot Forms polled; 5086503 votes were cast **ASSENTING** to the **Ordinary Resolution** constituting 100 % of the votes polled; - votes were cast **DISSENTING** to the **Ordinary Resolution** constituting - % of the votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 1 is passed with **requisite majority.**

V. Raamanaathan

V. RAAMANAATHAN ★ Company Secretary C.P. No. 3109 ★ Chennai - 600 020

V RAAMANAATHAN
COMPANY SECRETARY
Date: 13th August, 2014

V. RAAMANAATHAN
COMPANY SECRETARY

New No. 48, Old No. 68, First Floor,
First Avenue, Indira Nagar, Adyar,
Chennai – 600 020.

Consolidated Results of E-Voting & Poll at the AGM on Item No. 2 – Ordinary Resolution

Particulars	Number of			Number of Votes contained in			Percentage
	Ballot Papers	E-Votes	Total	Ballot Papers	E-Votes	Total	
Received	36	14	50	1050	5085453	5086503	100 %
Assent	36	12	48	1050	5084853	5085903	99.988 %
Dissent	0	2	2	0	600	600	0.012 %

Accordingly, out of the 5086503 E-Votes and Ballot Forms polled; 5085903 votes were cast **ASSENTING** to the **Ordinary Resolution** constituting 99.99 % of the votes polled; 600 votes were cast **DISSENTING** to the **Ordinary Resolution** constituting 0.01 % of the votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 2 is passed with **requisite majority.**

V. Raamanaathan

V RAAMANAATHAN
COMPANY SECRETARY
Date: 13th August, 2014

V. RAAMANAATHAN
Company Secretary
C.P. No. 3109
Chennai - 600 020

V. RAAMANAATHAN
COMPANY SECRETARY

New No. 48, Old No. 68, First Floor,
First Avenue, Indira Nagar, Adyar,
Chennai – 600 020.

Consolidated Results of E-Voting & Poll at the AGM on Item No. 3 – Ordinary Resolution

Particulars	Number of			Number of Votes contained in			Percentage
	Ballot Papers	E-Votes	Total	Ballot Papers	E-Votes	Total	
Received	36	14	50	1050	5085453	5086503	100%
Assent	36	14	50	1050	5085453	5086503	100%
Dissent	0	0	0	0	0	0	0

Accordingly, out of the 5086503 E-Votes and Ballot Forms polled; 5086503 votes were cast **ASSENTING** to the **Ordinary Resolution** constituting 100 % of the votes polled; – votes were cast **DISSENTING** to the **Ordinary Resolution** constituting – % of the votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 3 is passed with **requisite majority.**

V. Raamanaathan

V. RAAMANAATHAN
Company Secretary
C.P. No. 3109
Chennai - 600 020

V RAAMANAATHAN
COMPANY SECRETARY
Date: 13th August, 2014

V. RAAMANAATHAN
COMPANY SECRETARY

New No. 48, Old No. 68, First Floor,
First Avenue, Indira Nagar, Adyar,
Chennai – 600 020.

Consolidated Results of E-Voting & Poll at the AGM on Item No. 4 – Ordinary Resolution

Particulars	Number of			Number of Votes contained in			Percentage
	Ballot Papers	E-Votes	Total	Ballot Papers	E-Votes	Total	
Received	36	14	50	1050	5085453	5086503	100%
Assent	36	12	48	1050	5084853	5085903	99.988%
Dissent	0	2	2	0	600	600	0.014%

Accordingly, out of the 5086503 E-Votes and Ballot Forms polled; 5085903 votes were cast **ASSENTING** to the **Ordinary Resolution** constituting 99.99 % of the votes polled; 600 votes were cast **DISSENTING** to the **Ordinary Resolution** constituting 0.01 % of the votes polled on the **Ordinary Resolution**.

Thus, the **Ordinary Resolution** as contained in Item No. 4 is passed with **requisite majority.**

V. Raamanaathan

V RAAMANAATHAN
COMPANY SECRETARY
Date: 13th August, 2014

V. RAAMANAATHAN Company Secretary C.P. No. 3109 Chennai - 600 020

V. RAAMANAATHAN
COMPANY SECRETARY

New No. 48, Old No. 68, First Floor,
First Avenue, Indira Nagar, Adyar,
Chennai – 600 020.

Consolidated Results of E-Voting & Poll at the AGM on Item No. 5 – Special Resolution

Particulars	Number of			Number of Votes contained in			Percentage
	Ballot Papers	E-Votes	Total	Ballot Papers	E-Votes	Total	
Received	36	13	49	1050	5085403	5086453	100.%
Assent	36	11	47	1050	5084703	5085753	99.986%
Dissent	0	2	2	0	700	700	0.014%

Accordingly, out of the 5086453 E-Votes and Ballot Forms polled; 5085753 votes were cast **ASSENTING** to the **Special Resolution** constituting 99.99 % of the votes polled; 700 votes were cast **DISSENTING** to the **Special Resolution** constituting 0.01 % of the votes polled on the **Special Resolution**.

Thus, the **Special Resolution** as contained in Item No. 5 is passed with **requisite majority.**

V. Raamanaathan

V. RAAMANAATHAN ★ Company Secretary C.P. No. 3109 ★ Chennai - 600 020

V RAAMANAATHAN
COMPANY SECRETARY
Date: 13th August, 2014

V. RAAMANAATHAN
COMPANY SECRETARY

New No. 48, Old No. 68, First Floor,
First Avenue, Indira Nagar, Adyar,
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Consolidated Results of E-Voting & Poll at the AGM on Item No. 6 – Special Resolution

Particulars	Number of			Number of Votes contained in			Percentage
	Ballot Papers	E-Votes	Total	Ballot Papers	E-Votes	Total	
Received	36	14	50	1050	5085453	5086503	100%
Assent	36	12	48	1050	5084753	5085803	99.986%
Dissent	0	2	2	0	700	700	0.014%

Accordingly, out of the 5086503 E-Votes and Ballot Forms polled; 5085803 votes were cast **ASSENTING** to the **Special Resolution** constituting 99.99 % of the votes polled; 700 votes were cast **DISSENTING** to the **Special Resolution** constituting 0.01 % of the votes polled on the **Special Resolution**.

Thus, the **Special Resolution** as contained in Item No. 6 is passed with **requisite majority.**

V. Raamanaathan

V. RAAMANAATHAN * Company Secretary C.P. No. 3109 * Chennai - 600 020

V RAAMANAATHAN
COMPANY SECRETARY
Date: 13th August, 2014