



VISAKA INDUSTRIES LIMITED[®]

CIN: L52520TG1981PLC003072.

CORP. OFF.: "VISAKA TOWERS" 1-8-303/69/3, S.P. ROAD, SECUNDERABAD - 500 003.

TEL : +91-40-27813833, 27813835, FAX : +91-40-27813837, 27891833 www.visaka.in e-mail : vil@visaka.in

Ref: VIL/SEC/NSE/PBR/07/2015 - 16

7th May, 2015

To,
Mr. Hari,
Vice President,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor, Plot No. C/1G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051.

Dear Sir,

Sub: Result of Postal Ballot - Clause 35A of the Listing Agreement - (Scrip Code – 509055)

Ref: Our letter Ref: VIL/SEC/BSE/HYC/02-15/2015-16 dated April 6, 2015

Further to our letter dated 6th April, 2015; we wish to inform you that the postal ballot process initiated by our Company for seeking the approval of shareholders to amend the clause 130(e) of Articles of Association of the Company was completed yesterday i.e. on May 6, 2015.

After completion of the said postal ballot process, based on the report received from Scrutinizer, today i.e. May 7, 2015, the chairman declared that the said resolution has been approved by shareholders.

Please find enclosed the details of voting results of the postal ballot pursuant to 35A read with 35B of the listing agreement along with copy of Scrutinizer's report.

The copy of the scrutinizer's report will also be available on the Company's website at www.visaka.in.

Thanking You,

Yours faithfully,

For VISAKA INDUSTRIES LIMITED

I SRINIVAS

Assistant Vice President (Corporate Affairs)
& Company Secretary



Regd. Office & Factory: (A.C. Division I), Survey No. 315, Yelumala Village, R.C. Puram Mandal, Medak District - 502 300 (A.P.)
Factory : (A.C. Division II) : Behind Supa Gas Manikantham Village, Paramathi-Velur Taluq, Namakkala District - 637 207 Tamil Nadu.
Factory : (A.C. Division III) : Changsol Mouza, Bankibundh, G.P.No. 4, Saliboniblock, Midnapore West (W.B.) 721147
Factory : (A.C. Division IV) : No. 27/1, G. Nagenahalli Village, Kora Hobli, Tumkur- 572138, (Karnataka State)
Factory : (A.C. Division V) : Vill. Kannawan, PS Bachrawan, Tehsil Maharaj'gunj, Dist Raibareli - UP-229 301
Factory : (A.C. Division VI) : Survey No. 385,386, Jujjur Village, Veerullapadu Mandal, Near Kanchika Cherla, Krishna District-521 181 (A.P.)
Factory : (A.C. Division VII) : 70/3A, 70/3, Sahajpur Industrial Area, Nandur (Village), Daund (Taluka), Pune District-412 020. Maharashtra.
Factory : (A.C. Division VIII) : Plot No.2006,1994 ,Khata No.450,At-Paramanapur Manejwan, Navamunda Village Sambalpur Dist.-768200
Factory : (Textile Division) : Survey No. 179 & 180, Chiruva Village, Mouda Taluk, Nagpur District, Maharashtra.
Factory : (V-Boards Division I) : Gajalapuram Village, Peddadevalapally Post, Tripuramam Mandal, Near Miryalaguda, Nalgonda Dist.-508 207
Factory : (V-Boards Division II) : Gate No: 262 to 269, Delwadi Village, Daund Taluq, Pune-Dist, Maharashtra-412214.



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Declaration of Postal Ballot Results by the Chairman in the Company's Board Meeting held on the Thursday, 07.05.2015 at the corporate office of the company situated at Visaka Towers, 1-8-303/69/3, S.P.Road, Secunderabad – 500003. With regard to resolutions proposed vide Company's Postal ballot notice dated 30.03.2015.

S.No.	Name of Resolution	Type of Resolution	% total Votes cast for	% total Votes cast against	Final Remarks by the scrutinizer	Results
1	To amend Clause 130(e) of Articles of Association of the Company	Special	99.97%	0.03%	In brief total votes polled for Special Resolution is 99.97% and total votes polled against special resolution is 0.03%	Passed with requisite majority.

07.05.2015
Secunderabad.

B. M. Cherit
Chairman

Regd. Office & Factory: (A.C. Division I), Survey No. 315, Yelumala Village, R.C. Puram Mandal, Medak District - 502 300 (A.P.)
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REPORT OF THE SCRUTINIZER

CONFIDENTIAL

To
The Chairman
VISAKA INDUSTRIES LTD.,
"VISAKA TOWERS",
1-8-303/69/3, S.P.ROAD,
SECUNDERABAD – 500 003

Respected Sir,

1. I, P.V.Ramana Kumar, a Chartered Accountant in Practice, have been appointed as a scrutinizer for Postal ballot and E-Voting by the Board of Directors of Visaka Industries Limited for the purpose of Scrutinizing the Postal ballot and E-voting Process under the Provisions of the Companies Act 2013.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to e-voting and postal ballot on the special resolutions contained in the Notice. My responsibility as a scrutinizer for the e-voting and poll is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated, based on the reports generated from the e-voting system provided by Karvy Computershare Private limited (Karvy), the authorized agency engaged by the company to provide e-voting facilities for e-voting.

The Board of Directors of the Company has appointed me as the scrutinizer to conduct Postal Ballot process and e-voting in respect of the following resolution.

Resolution No.1 Special Resolution to amend Clause 130 (E) of Articles of Association of the Company.

I submit my report as under:

1. The Company completed the dispatch of postal ballot forms on 06th April, 2014 along with the prepaid business reply envelope to its Members whose names appeared on the Register of Members as on 27th March 2015.
2. The Particulars of all postal ballot forms received from the Members have been entered in a separate Register maintained for the purpose.



3. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms
4. The postal ballot boxes were opened after business hours on Wednesday 06th May 2015 in my presence.
5. The postal Ballot forms were scrutinized in my presence and details of shareholders were matched with the Register of members of the Company.
6. All postal ballot forms received up to the close of working hours on 06th May 2015, the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny and none of the envelopes containing the postal ballot forms received after the business hours on 06th May, 2015.
7. I did not find any defaced or mutilated ballot paper.
8. The summary report of ASSENT and DESSENT received for the Special Resolutions through the e-voting system adopted by the shareholders through the service provided by Karvy Computershare Private limited (Karvy), the authorized agency engaged by the company were considered.
9. A summary of the postal ballot papers and e-voting received is given below.
10. I have reckoning the voting rights of the shareholders on the basis of the paid up value of the shares registered in their names found that total percentage of assent of total votes in respect of the resolution is as under:

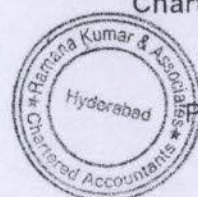


RESULT OF SPECIAL RESOLUTION-1

Sl No	Particulars	No of Postal Ballot Forms	No.of Shares	% of total paid up equity capital	% of total Votes polled
	Physical Mode				
A	Total Postal Ballot Forms received	217	59550	0.37%	
B	Less: Invalid Postal Ballot forms	16	5260	0.03%	
C	Net Valid Postal Ballot in physical (A-B)	201	54290	0.34%	
	Electronic Mode				
D	Total Postal Ballot Forms received	16	8220060	51.76%	
E	Less:- Invalid Postal Ballot forms	0	0	0.00%	
F	Net Valid Postal Ballot in Electronic (D-E)	16	8220060	51.76%	
	Total Net Valid Postal Ballot in Physical and electronic mode (C+F)	217	8274350	52.10%	100.00%
G	Postal Ballot Forms with assent as Special Resolution- Physical	186	52260	0.33%	
H	Postal Ballot Forms with assent as Special Resolution- Electronic	15	8220010	51.76%	
	Total Postal Ballot Forms with assent in Physical and electronic mode	201	8272270	52.09%	99.97%
I	Postal Ballot Forms with dissent as Special Resolution- Physical	15	2030	0.01%	
J	Postal Ballot Forms with dissent as Special Resolution- Electronic	1	50	0.00%	
	Total Postal Ballot Forms with dissent in Physical and electronic mode	16	2080	0.01%	0.03%
	In brief Total votes polled for Special Resolution is 99.97% and total votes polled against special resolution is 0.03%				

Date: 06/05/2015
Place: Hyderabad

For Ramana Kumar & Associates.,
Chartered Accountants



P. V. Ramana Kumar
M.No.207493

POSTAL BALLOT RESULTS (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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	5961255	5961255	100	5961255	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	2313095	2313095	100	2311015	2030	99.97	0.03
Total	8274350	8274350	100	8272270	2030	99.97	0.03

