

Ref. No. :ET/SD/PBN-RST/14-15/71

Date: 7<sup>th</sup> January, 2015

To,  
General Manager (Listing)  
**BSE Ltd.**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort, Mumbai – 400 001  
**COMPANY CODE : 526608**

To,  
Listing Department  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, Bandra – Kurla Complex,  
Bandra (East), Mumbai – 400 051  
**COMPANY CODE : ELECTHERM**

Dear Sir,

**Subject :- Declaration of Result of Postal Ballot**

This is with reference to our Letter dated 8<sup>th</sup> December, 2014 with regard to passing of the Special Resolutions under section 180(1)(a), section 186 and section 13 of the Companies Act, 2013 through Postal Ballot in accordance with the provisions of section 110 and other applicable provisions, if any, of the Companies Act, 2013 read together with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) for seeking approval of members of the Company as set out in the Notice of Postal Ballot dated 15<sup>th</sup> November, 2014.

Based on the report of Mr. Dipak Rachchha, the Scrutinizer, the result of the Postal Ballot was declared today i.e. 7<sup>th</sup> January, 2015 at 4.00 p.m. by Mr. Shailesh Bhandari, Managing Director which is as under:

The scrutinizer has received 46 (Forty Six) postal ballot forms received, out of which 1 (One) forms representing 50 (Fifty) equity shares were found invalid and 23 (Twenty Three) e-voting, out of which 1 (One) form representing 1300 (One Thousand Three Hundred) equity shares were found invalid for the resolution no. 1 and 3.

Details of Postal ballot forms received / votes cast are as under:

**Resolution No. 1 - Special Resolution –  
Creation of Charge/security on properties of the Company**

| Particulars                                        | Aggregate of physical ballot forms and electronic voting | Number of votes cast | % of valid votes |
|----------------------------------------------------|----------------------------------------------------------|----------------------|------------------|
| Total number of Postal ballot forms received       | 46                                                       | 1135540              | -                |
| Less : Total number of invalid postal ballot forms | 1                                                        | 50                   | -                |
| (A) Total number of valid postal ballot forms      | 45                                                       | 1135490              | -                |
| Total votes received by electronic mode            | 22                                                       | 3770321              | -                |
| Less : Total number of invalid votes               | 0                                                        | 0                    | -                |

**ELECTROTHERM (India) Limited**

**HEAD OFFICE & WORKS:**

Survey No. 72, Palodia, (Via Thaltej, Ahmedabad), Gujarat-382115, India.

Phone: +91-2717-234553 – 7, 660550 Fax: +91-2717-234866

Email: ho@electrotherm.com

Website: www.electrotherm.com

**REGD. OFFICE:**

A-1, Skylark Apartment, Satellite Road,  
Satellite, Ahmedabad-380015.

Phone: +91-79-26768844, Fax: +91-79-26768855

CIN : L29249GJ1986PLC009126

Email: sec@electrotherm.com

**Other Offices:** • Angul • Bangalore • Bangladesh • Bellary • Chennai • Coimbatore • Delhi • Ghaziabad • Goa • Hyderabad • Jaipur • Jalna • Jalandhar • Jamnagar • Jamshedpur • Kanpur • Koderma • Kolhapur • Kolkata • Ludhiana • Mandi Gobindgarh • Mumbai • Nagpur • Nasik • Panaji • Pune • Raipur • Raigarh • Rajkot • Rourkela • Sambalpur

|                                                    |                                        |         |         |
|----------------------------------------------------|----------------------------------------|---------|---------|
| (B) Total number of valid votes                    | 22                                     | 3770321 | -       |
| Total valid postal ballot / Votes received (A + B) | 67                                     | 4905811 | 100.00% |
| Assented to resolution                             | 63                                     | 4905243 | 99.988% |
| Dissented to resolution                            | 4                                      | 568     | 0.012%  |
| <b>Result</b>                                      | <b>Carried with requisite majority</b> |         |         |

## Resolution No. 2 - Special Resolution

**To make loans or investments and to give guarantees or to provide security in connection with a loan**

| Particulars                                        | Aggregate of physical ballot forms and electronic voting | Number of votes cast | % of valid votes |
|----------------------------------------------------|----------------------------------------------------------|----------------------|------------------|
| Total number of Postal ballot forms received       | 46                                                       | 1135540              | -                |
| Less : Total number of invalid postal ballot forms | 1                                                        | 50                   | -                |
| (A) Total number of valid postal ballot forms      | 45                                                       | 1135490              | -                |
| Total votes received by electronic mode            | 23                                                       | 3771621              | -                |
| Less : Total number of invalid votes               | 0                                                        | 0                    | -                |
| (B) Total number of valid votes                    | 23                                                       | 3771621              | -                |
| Total valid postal ballot / Votes received (A + B) | 68                                                       | 4907111              | 100.000%         |
| Assented to resolution                             | 63                                                       | 4905243              | 99.961%          |
| Dissented to resolution                            | 5                                                        | 1868                 | 0.039%           |
| <b>Result</b>                                      | <b>Carried with requisite majority</b>                   |                      |                  |

## Resolution No. 3 - Special Resolution

**Change in Memorandum of Association of the Company**

| Particulars                                        | Aggregate of physical ballot forms and electronic voting | Number of votes cast | % of valid votes |
|----------------------------------------------------|----------------------------------------------------------|----------------------|------------------|
| Total number of Postal ballot forms received       | 46                                                       | 1135540              | -                |
| Less : Total number of invalid postal ballot forms | 1                                                        | 50                   | -                |
| (A) Total number of valid postal ballot forms      | 45                                                       | 1135490              | -                |
| Total votes received by electronic mode            | 22                                                       | 3770321              | -                |

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|                                                    |                                        |         |          |
|----------------------------------------------------|----------------------------------------|---------|----------|
| Less : Total number of invalid votes               | 0                                      | 0       | -        |
| (B) Total number of valid votes                    | 22                                     | 3770321 | -        |
| Total valid postal ballot / Votes received (A + B) | 67                                     | 4905811 | 100.000% |
| Assented to resolution                             | 65                                     | 4905793 | 99.999%  |
| Dissented to resolution                            | 2                                      | 18      | 0.001%   |
| <b>Result</b>                                      | <b>Carried with requisite majority</b> |         |          |

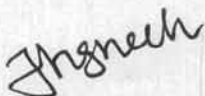
Hence, the above mentioned Special Resolutions are has been passed with requisite majority.

You are requested to please take the same on your record.

Thanking you,

Yours faithfully,

**For Electrotherm (India) Limited**

  
**Jigar Shah**  
Company Secretary



## **ELECTROTHERM (India) Limited**

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• Nagpur • Nasik • Panaji • Pune • Raipur • Raigarh • Rajkot • Rourkela • Sambalpur

Date : January 6, 2015

The Chairman,  
Electrotherm (India) Limited,  
A-1 Skylark Apartment,  
Satellite Road, Satellite,  
Ahmedabad - 380 015

Dear Sir,

**Sub : Report on e-voting and Postal Ballot**

This has reference to my appointment as Scrutinizer by the Board of Directors of the Company at their meeting held on November 15, 2014 in terms of Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, for voting by Electronic means and Postal Ballots received, in respect the Notice dated November 15, 2014 issued by Electrotherm (India) Limited (the Company) to all the shareholders of the Company.

In this connection, I hereby submit my report as under:

1. The Company had sent Postal Ballot Forms (PBFs) along with Notice pursuant to Section 110 of the Companies Act, 2013, read with rules made there under, to the members of the Company whose names appeared in the Register of Members as on November 21, 2014 and completed the dispatch on December 5, 2014:
  - a. In physical mode, the Postal Ballot Forms (PBFs) and the Notice (providing Electronic Voting Sequence Number (EVSN), User ID and Password), through courier to those shareholders whose email IDs are not registered with the Company and;
  - b. In electronic form, the Postal Ballot Forms (PBFs) and the Notice (providing Electronic Voting Sequence Number (EVSN), User ID and Password) by e mail through Link Intime India Private Limited, Registrar and Transfer Agent of the Company to those shareholders whose e mail IDs are registered with the Company.
2. Details of PBFs dispatched vide physical and electronic mode is given below:

| Particulars                   | Quantity |            |
|-------------------------------|----------|------------|
|                               | Physical | Electronic |
| No. of PBFs generated         | 3536     | 3794       |
| No. of Requests for Duplicate | 0        | 0          |
| No. of Undelivered cases      | 0        | 0          |

3. The Postal Ballot Forms received back from the members were kept under safe custody in sealed and tamper proof ballot boxes. All the envelopes received were serially numbered and dated before being put into the sealed ballot boxes.



4. We have considered, for the purpose of our Report, all the Postal Ballot Forms received up to the close of working hours on January 03, 2015 and votes cast through electronic mode up to 6.00 P.M. on January 03, 2015, the last date and time fixed by the Company for receipt of the Postal Ballot Forms and voting by electronic means respectively.
5. Reports for voting for each resolution have been generated from the e-voting website of CDSL (Central Depository Services (India) Ltd.), by unblocking the data after 6.00 P.M. on January 03, 2015 in presence of two witnesses.
6. All the Postal Ballot Forms received up to the close of working hours on January 03 2015, the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were scrutinized and the signatures were verified with the specimen signatures recorded with the Company or details furnished by National Securities Depository Limited / Central Depository Services (India) Limited to the Company and the particulars thereof were entered in the Register of Postal Ballot.
7. Till the time of submitting this report, no further postal ballot forms have been received after the last date fixed for receiving such forms.
8. The Postal Ballot Forms and all other related papers are kept under my safe custody. I shall return them in due course by a separate letter for safe preservation till the resolution is given effect to.
9. Details of Postal ballot forms received / votes cast are as under:

**Resolution No. 1 - Special Resolution –  
Creation of Charge/security on properties of the Company**

| Particulars                                        | Aggregate of physical ballot forms and electronic voting | Number of votes cast | % of valid votes |
|----------------------------------------------------|----------------------------------------------------------|----------------------|------------------|
| Total number of Postal ballot forms received       | 46                                                       | 1135540              | -                |
| Less : Total number of invalid postal ballot forms | 1                                                        | 50                   | -                |
| (A) Total number of valid postal ballot forms      | 45                                                       | 1135490              | -                |
| Total votes received by electronic mode            | 22                                                       | 3770321              | -                |
| Less : Total number of invalid votes               | 0                                                        | 0                    | -                |
| (B) Total number of valid votes                    | 22                                                       | 3770321              | -                |
| Total valid postal ballot / Votes received (A + B) | 67                                                       | 4905811              | 100.00%          |
| Assented to resolution                             | 63                                                       | 4905243              | 99.988%          |
| Dissented to resolution                            | 4                                                        | 568                  | 0.012%           |
| <b>Result</b>                                      | <b>Carried with requisite majority</b>                   |                      |                  |



**Resolution No. 2 - Special Resolution**

To make loans or investments and to give guarantees or to provide security in connection with a loan

| Particulars                                        | Aggregate of physical ballot forms and electronic voting | Number of votes cast | % of valid votes |
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| Dissented to resolution                            | 5                                                        | 1868                 | 0.039%           |
| <b>Result</b>                                      | <b>Carried with requisite majority</b>                   |                      |                  |

**Resolution No. 3 - Special Resolution**

Change in Memorandum of Association of the Company

| Particulars                                            | Aggregate of physical ballot forms and electronic voting | Number of votes cast | % of valid votes |
|--------------------------------------------------------|----------------------------------------------------------|----------------------|------------------|
| Total number of Postal ballot forms received           | 46                                                       | 1135540              | -                |
| Less : Total number of invalid postal ballot forms     | 1                                                        | 50                   | -                |
| (A) Total number of valid postal ballot forms          | 45                                                       | 1135490              | -                |
| Total votes received by electronic mode                | 22                                                       | 3770321              | -                |
| Less : Total number of invalid votes                   | 0                                                        | 0                    | -                |
| (B) Total number of valid votes                        | 22                                                       | 3770321              | -                |
| Total valid postal ballot / Votes received *** (A + B) | 67                                                       | 4905811              | 100.000%         |
| Assented to resolution                                 | 65                                                       | 4905793              | 99.999%          |
| Dissented to resolution                                | 2                                                        | 18                   | 0.001%           |
| <b>Result</b>                                          | <b>Carried with requisite majority</b>                   |                      |                  |



10. The Register giving full particulars of all Postal Ballot Forms received / votes cast by electronic means is enclosed for your perusal and record.

You may accordingly declare the result of the Shareholders' voting by Postal Ballots, in respect of the Resolutions given in the Notice dated November 15, 2014 issued under Section 110 of the Companies Act, 2013 and Rules made there under.

Place : Ahmedabad  
Date : 06/01/2015



Yours faithfully,  
*Rachchha*  
Dipak Rachchha  
CP. 2191  
FCS 3878

Encl.: As above.