ISO 9001 COMPANY

LIVE THE FUTURE

LLOYD ELECTRIC & ENGINEERING LIMITED

159, Okhla Industrial Estate, Phase - III, New Delhi-110 020 (INDIA)
Phone : +91-11-40627200, 40627300 Fax : +91-11-41609909
Website : www.lloydengg.com
CIN : L29120RJ1987PLC012841

July 13, 2015

The Manager, Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051
Fax No.:022-26598237 / 38
NSE Symbol : LLOYDELENG

The Manager, Listing Department
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Fax No.:022–22721919, 3121
BSE Scrip Code: 517518

Dear Sir,

Reg. Declaration of Voting Results of 28th Annual General Meeting (AGM) held on 10.07.2015 in pursuance of Clause 35 A of the Listing Agreement alongwith report of Scrutinizer.

This is with reference to the 28th AGM of the Company held on 10th July, 2015 at 09:30 am at Registered Office of the Company.

The Company had in pursuant to the provisions of Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 and clause 35B of the Listing Agreement, provided e-voting facility to the members to cast their votes electronically on the resolution set forth in the Notice convening AGM. The e-voting was open from 7th July, 2015 to 9th July 2015. The voting was conducted by means of poll for the members present in the AGM.

Mr. Sanjay Chugh, Practicing Company Secretary, was appointed as Scrutinizer for conducting the e-voting & poll in the AGM and submitted his consolidated report today.

Based on the Report of the Scrutinizer, the all the Resolutions as set out in the Notice of AGM has been duly approved by the Shareholders with requisite majority.

The voting Results in pursuance of Clause 35A of the Listing Agreement and Report of Scrutinizers are enclosed herewith for your information and record please.

Thanking you,
Sincerely yours,
For Lloyd Electric & Engineering Limited

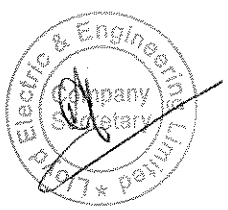
Anita K. Sharma
Company Secretary
Encl. As Above.
CC: 2. National Securities Depository Limited.
Trade World, 4th Floor,
Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel,
Mumbai – 400 013.

Details of Voting Results Pursuant to Clause 35 A

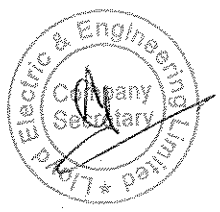
Date of the AGM/ ~~EGM~~	July 10, 2015
Total number of shareholders on record date	22,132
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	8
Public	25
No. of Shareholders attended the meeting through Video Conferencing	N.A.

Details in case of Poll/~~Postal ballot~~/E-voting:

Resolution	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
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*10
Resolution 1 Adoption of standalone & Consolidated Financial statements for the FY ended March 31, 2015 (Ordinary resolution)	Promoter and Group	1,76,52,396	1,76,52,396	100.00	1,76,52,396	-	100.00	-
	Public – Institutional holders	30,32,777	-	-	-	-	-	-
	Public- Others	1,46,35,087	4,77,727	3.26	4,77,727	-	100.00	-
	Total	**3,53,20,260**	**1,81,30,123**	**51.33**	**1,81,30,123**	**-**	**100.00**	**-**
Resolution 2 Declaration of Final Dividend (Ordinary resolution)	Promoter and Group	1,76,52,396	1,76,52,396	100.00	1,76,52,396	-	100.00	-
	Public – Institutional holders	30,32,777	-	-	-	-	-	-
	Public- Others	1,46,35,087	4,77,686	3.26	4,77,686	-	100.00	-
	Total	**3,53,20,260**	**1,81,30,082**	**51.33**	**1,81,30,082**	**-**	**100.00**	**-**
Resolution 3 Re-appointment of retiring director i.e. Mr. Achin Kumar Roy	Promoter and Group	1,76,52,396	1,76,52,396	100.00	1,76,52,396	-	100.00	-
	Public – Institutional holders	30,32,777	-	-	-	-	-	-



(Ordinary resolution)	Public-Others	1,46,35,087	4,77,586	3.26	4,74,086	3,500	99.26	0.73
	Total	**3,53,20,260**	**1,81,29,982**	**51.33**	**1,81,26,482**	**3,500**	**99.98**	**0.02**
Resolution 4 Ratification of appointment of M/s. Suresh C. Mathur, Chartered Accountants as Statutory Auditors and fixation of remuneration (Ordinary resolution)	Promoter and Group	1,76,52,396	1,76,52,396	100.00	1,76,52,396	-	100.00	-
	Public – Institutional holders	30,32,777	-	-	-	-	-	-
	Public-Others	1,46,35,087	4,77,486	3.26	4,73,586	3,900	99.18	0.82
	Total	**3,53,20,260**	**1,81,29,882**	**51.32**	**1,81,25,982**	**3,900**	**99.98**	**0.02**
Resolution 5: Ratification of Remuneration of Cost Auditor (Ordinary resolution)	Promoter and Group	1,76,52,396	1,76,52,396	100.00	1,76,52,396	-	100.00	-
	Public – Institutional holders	30,32,777	-	-	-	-	-	-
	Public-Others	1,46,35,087	4,77,586	3.26	4,73,528	4,058	99.15	0.85
	Total	**3,53,20,260**	**1,81,29,982**	**51.33**	**1,81,25,924**	**4,058**	**99.98**	**0.02**
Resolution 6: Re-appointment of Mr. Mukat Behari Sharma as Whole Time Director for a period of 2 years w.e.f. 28.01.2015 (Ordinary Resolution)	Promoter and Group	1,76,52,396	1,76,52,396	100.00	1,76,52,396	-	100.00	-
	Public – Institutional holders	30,32,777	-	-	-	-	-	-
	Public-Others	1,46,35,087	477,586	3.26	4,76,386	1,200	99.75	0.25
	Total	**3,53,20,260**	**1,81,29,982**	**51.33**	**1,81,28,782**	**1,200**	**99.99**	**0.01**



Sanjay Chugh
B Com (H), F.C.S.
Company Secretary

317, Vardhman Plaza –I,
J Block Commercial Complex,
Rajouri Garden,
New Delhi-110 027
9810770237 (M), 011-41443668

SCRUTINIZER'S REPORT

Date: 13.07.2015

The Chairman
Lloyd Electric & Engineering Ltd.
A-146, B & C,
RIICO Industrial-Area, Bhiwadi,
Alwar, Rajasthan-301019

Dear Sir,

The Board of Directors of the Company at their meeting held on 28th May, 2015 had appointed me as a scrutinizer to conduct the e-voting process and to scrutinize the physical ballot forms in respect of the resolutions set out in the notice dated 28th May, 2015 to be passed at 28th Annual General Meeting of Lloyd Electric & Engineering Limited.

Arrangements of e-voting through electronic means were made with NSDL and voting was kept open for three days, from Tuesday, July 07, 2015 (9:00 am IST) to Thursday, July 09, 2015 (5:00 pm).

The shareholders holding shares as on July 03, 2015 were entitled to vote on the proposed resolutions as set out in the notice of Annual General Meeting of Lloyd Electric & Engineering Ltd.

The e-votes were duly unblocked in the presence of two witnesses and scrutinized and the shareholding was matched/confirmed with the Register of Members of the company/ list of beneficiaries as on July 03, 2015.

All the e-votes received up to the close of working hours on July 09, 2015 (5:00 pm), the last date and time fixed by the company to the cast the e-vote were considered for my scrutiny.

I hereby submit my report of e-voting as well as physical ballot as under:

Consolidated Results of E-Voting & Poll at the AGM

Item No. 1 -Adoption of Standalone and Consolidated Financial Statements-Ordinary Resolution:

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	10	58	68	283473	17846650	18130123	100.00%
Dissent	0	0	0	0	0	0	0
Total	10	58	68	283473	17846650	18130123	100.00%

SANJAY CHUGH ★ C.P. No. 3073 ★ COMPANY SECRETARY

Accordingly, out of 18130123, E- Votes and Poll Polled; 18130123 Votes were cast ASSENTING to the ordinary Resolution constituting 100.00% of the votes polled; 0 Votes were cast **DISSENTING** to the ordinary Resolution constituting 0.00% of the votes polled on the **Ordinary Resolution**.

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

Item No. 2- Declaration of dividend-Ordinary Resolution:

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	10	58	68	283473	17846609	18130082	100.00%
Dissent	0	0	0	0	0	0	0.00
Total	10	58	68	283473	17846609	18130082	100.00%

Accordingly, out of 18130082, E- Votes and Poll Polled; 18130082 Votes were cast ASSENTING to the ordinary Resolution constituting 100.00% of the votes polled; 0 Votes were cast **DISSENTING** to the ordinary Resolution constituting 0.00% of the votes polled on the **Ordinary Resolution**.

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

Item No. 3- -Re-appointment of Mr. Achin Kumar Roy (DIN: 01475456) as a Director- Ordinary Resolution:

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	10	56	66	283473	17843009	18126482	99.98%
Dissent	0	2	2	0	3500	3500	0.02%
Total	10	58	68	283473	17846509	18129982	100.00%

Accordingly, out of 18129982, E- Votes and Poll Polled; 18126482 Votes were cast ASSENTING to the ordinary Resolution constituting 99.98% of the votes polled; 3500 Votes were cast **DISSENTING** to the ordinary Resolution constituting 0.02% of the votes polled on the **Ordinary Resolution**.

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

Item No. 4- Ratification of appointment of M/s Suresh C Mathur & Co., Chartered Accountants (FRN 000891N) as Statutory Auditors of the Company and fixation of remuneration -Ordinary Resolution:

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	10	54	64	283473	17842509	18125892	99.98%
Dissent	0	3	3	0	3900	3900	0.02%
Total	10	57	67	283473	17846409	18129882	100.00%

SANJAY CHUGH ★ C.P. No. 3073 ★ COMPANY SECRETARY

Accordingly, out of 18129882, E- Votes and Poll Polled; 18125892 Votes were cast ASSENTING to the ordinary Resolution constituting 99.98% of the votes polled; 3900 Votes were cast **DISSENTING** to the ordinary Resolution constituting 0.02% of the votes polled on the **Ordinary Resolution**.

Thus, accordingly **Ordinary Resolution** as contained in Item No. 4 passed unanimously.

Item No. 5- Ratification of remuneration of Cost Auditors -Ordinary Resolution:

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	10	54	64	283473	17842451	18125924	99.98%
Dissent	0	4	4	0	4058	4058	0.02%
Total	10	58	68	283473	17846509	18129982	100.00%

Accordingly, out of 18129982, E- Votes and Poll Polled; 18125924 Votes were cast ASSENTING to the ordinary Resolution constituting 99.98% of the votes polled; 4058 Votes were cast **DISSENTING** to the ordinary Resolution constituting 0.02% of the votes polled on the **Ordinary Resolution**.

Thus, accordingly **Ordinary Resolution** as contained in Item No. 5 passed with requisite majority.

Item No. 6- Re-appointment of Mr. Mukat B. Sharma (DIN : 02942036) as Whole Time Director for a period of 2 years w.e.f. January 28, 2015-Ordinary Resolution:

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	10	57	67	283473	17845309	18128782	99.99%
Dissent	0	1	1	0	1200	1200	0.01%
Total	10	58	68	283473	17846509	18129982	100.00%

Accordingly, out of 18129982, E- Votes and Poll Polled; 18128782 Votes were cast ASSENTING to the ordinary Resolution constituting 99.99% of the votes polled; 1200 Votes were cast **DISSENTING** to the ordinary Resolution constituting 0.01% of the votes polled on the **Ordinary Resolution**.

Thus, accordingly **Ordinary Resolution** as contained in Item No. 6 passed with requisite majority.

Based on the above resolutions mentioned at serial no. 1 to 6 have been passed with requisite majority.

SANJAY CHUGH ★ C.P. No. 3073 ★ COMPANY SECRETARY

The Register and all other papers and relevant records relating to electronic voting and physical mode shall remain in 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 aforesaid Annual General Meeting.

Results of the above may accordingly be declared by the Chairman of the Company.

Thanking you,
Yours Sincerely

SANJAY CHUGH ★ C.P. No. 3073 ★ COMPANY SECRETARY

Sanjay Chugh
Company Secretary
C.P. 3073