



Granules India Limited

Regd. Off. :

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E-mail : mail@granulesindia.com URL : www.granulesindia.com

CIN : L24110TG1991PLC012471

Dated August 25, 2015

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

Kind Attention: The General Manager

Dear Sir,

Sub: Intimation of proceedings of Extra-Ordinary General Meeting

Ref: Listing Agreement

Scrip Code: Granules

We wish to inform you that the shareholders of the Company have approved the issue of 1,86,56,000 warrants to be convertible into equity shares to M/s. Tyche Technologies Private Limited, a Promoter group Company on preferential basis as at the Extra- Ordinary General Meeting of the Company held on 24th August 2015.

The report of scrutinizer for e- voting, insta-poll and the combined report (for e- voting and insta-poll) are attached as annexures.

Kindly take the above information on record.

Thanking you,

Yours faithfully,

FOR, GRANULES INDIA LIMITED

Chaitanya Tummala

**(CHAITANYA TUMMALA)
COMPANY SECRETARY &
COMPLIANCE OFFICER**





CONSOLIDATED SCRUTINIZER'S REPORT

For remote e-voting and Insta-poll

(Pursuant to section 108 of The Companies Act, 2013 and Companies
(Management and Administration) Rules, 2014 as amended)

To,
Mr.C. Krishna Prasad,
The Chairman & Managing Director,
Granules India Limited.

Extra-Ordinary General Meeting (EGM) of the Equity Shareholders of Granules India Limited (the Company) held on Monday, August 24, 2015 at 04:00 P.M. at Hotel Taj Banjara, Road No.1, Banjara Hills, Hyderabad – 500 034 (TS), India.

Dear Sir,

1. I, Dhanunjaya Kumar Alla, a Practicing Chartered Accountant, Partner, M/s. Dhanunjaya and Haranath, Chartered Accountants, Hyderabad, have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of:
 - (i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) and,
 - (ii) Poll through electronic voting system (Insta-poll) under section 109 of the Companies Act, 2013 read with Rule 21 of the Rules, on the resolution contained in the notice to the EGM of the Equity Shareholders of the company, held on August 24, 2015 at 04:00 P.M. at Hotel Taj Banjara, Road No.1, Banjara Hills, Hyderabad – 500 034 (TS), India.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e., by remote e-voting and voting by poll by using an electronic voting system (Insta-poll) at the EGM] for the resolution contained in the Notice to the EGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means [i.e., by remote e-voting and Insta-poll at the EGM] is restricted to make consolidated Scrutinizers report of the votes cast "in favour" or "against" the resolution in the Notice, based on the reports generated from the e-voting system provided by Karvy Computer Share Private Limited (Karvy), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e- voting and Insta-poll at the EGM). The consolidated report is attached herewith as Annexure-A.
3. I have issued a separate Scrutinizer's Report dated August 25, 2015 on the remote e-voting and Insta- poll on the resolution contained in the notice to the EGM.



4. The electronic data and all other relevant records relating to the e-voting is under my 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 EGM.

Thanking you,

For DHANUNJAYA & HARANATH
Chartered Accountants
Firm Reg No. 014288S



DHANUNJAYA KUMAR ALLA
Partner
Mem. No.206446



Place : Hyderabad
Date : August 25, 2015

GRANULES INDIA LIMITED

RESULTS OF E-VOTING & INSTA POLL

Annexure - A

Resolution No. & Types of Resolution	Description	Total No. of votes cast	Votes in favour of the resolution			Votes against the resolution			Invalid / Abstained votes		
			No. of members voted (e-voting & Insta poll)	No. of votes cast in favour of resolution	% of total number of valid votes cast	No. of members voted (e-voting & Insta poll)	No. of votes cast against the resolution	% of total number of valid votes cast	No. of members voted (e-voting & Insta poll)	No. of invalid/abstained votes cast	% of total number of invalid/abstained votes cast
1. Ordinary Resolution (OR) & Special Resolution (SR)		1	2	3	4=(3)/(1-9)%	5	6	7=(6)/(1-9)%	8	9	10=(9)/(1)%
1.SR	Issue of warrants on preferential basis to M/s Tyche Technologies Private Limited, a Promoter Group Company.	109055311	102	109050175	99.9953%	5	5093	0.0047%	2	43	0.0000%





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 as amended)

To,
Mr. C. Krishna Prasad,
The Chairman & Managing Director,
Granules India Limited.

Extra-Ordinary General Meeting (EGM) of the Equity Shareholders of Granules India Limited (the Company) held on Monday, August 24, 2015 at 4:00 PM at Hotel Taj Banjara, Road No.1, Banjara Hills, Hyderabad – 500 034 (TS), India.

Dear Sir,

I, Dhanunjaya Kumar Alla, Partner, Dhanunjaya & Haranath Chartered Accountants, Hyderabad, appointed as Scrutinizer for the purpose of the poll taken on the resolution, at the EGM of the Equity shareholders of the Company held on Monday, August 24, 2015 at 4:00 PM at Hotel Taj Banjara, Road No.1, Banjara Hills, Hyderabad – 500 034 (TS), submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, report of the result of Insta poll was generated by the Registrar and Share Transfer Agents of the Company, M/s. Karvy Computer Share Pvt. Ltd. Hyderabad.
2. The Insta poll result was diligently scrutinized and was reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company, M/s. Karvy Computer Share Pvt. Ltd., Hyderabad and the authorizations/proxies lodged with the Company.
3. The Votes of Zero (0) no's, which were incomplete and/or otherwise found defective have been treated as invalid and were not considered.
4. The result of the Insta poll is attached herewith as Annexure 'B'
5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR","AGAINST" and those whose votes were declared invalid/abstain from voting for the resolution is enclosed.



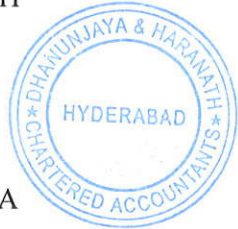
6. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.

Thanking You,

DHANUNJAYA & HARANATH
Chartered Accountants
Firm Reg No. 014288S



DHANUNJAYA KUMAR ALLA
Partner
Mem No: 206446



Place: Hyderabad
Date : August 25, 2015



Witness 1: MANGARAJU.D



Witness 2: SUNIL KUMAR REDDY.N

GRANULES INDIA LIMITED
RESULTS OF INSTA POLL

Annexure - B

Resolution No. & Types of Resolution Ordinary Resolution (OR) & Special Resolution (SR)	Description	Total No. of votes cast	Votes in favour of the resolution			Votes against the resolution			Invalid / Abstained votes		
			No. of members voted (Insta poll)	No. of votes cast in favour of resolution	% of total number of valid votes cast	No. of members voted (Insta poll)	No. of votes cast against the resolution	% of total number of valid votes cast	No. of members voted (Insta poll)	No. of invalid/abstained votes cast	% of total number of invalid/abstained votes cast
1.SR	Issue of warrants on preferential basis to M/s Tyche Technologies Private Limited, a Promoter Group Company.	98089576	2	3	4=(3)/(1-9)%	5	6	7=(6)/(1-9)%	8	9	10=(9)/(1)%
			67	98089576	100.00000%	-	-	-	-	-	-





SCRUTINIZER'S REPORT ON REMOTE E-VOTING

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) (xi)
of the Companies (Management and Administration) Rules, 2014 as amended]

To
Mr.C.Krishna Prasad,
The Chairman and Managing Director,
Granules India Limited.

Dear Sir,

I, Dhanunjaya Kumar Alla, Partner, Dhanunjaya & Haranath Chartered Accountants, Hyderabad, have been appointed by the Board of Directors of Granules India Limited (the Company) as scrutinizer for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of The Companies Act, 2013, read with Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014 as amended for the resolution as contained in the Notice of the Extra-Ordinary General Meeting (EGM) of the members of the company, held on Monday, August 24, 2015 at 4.00 P.M at Hotel Taj Banjara, Road No.1, Banjara Hills, Hyderabad – 500 034 (TG), India.

The management of the company is responsible to ensure the compliance with the requirements of The Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice to the EGM of the members of the company. Our responsibility as a scrutinizer for the e-voting process is restricted to make a report on the votes cast “in favour” or “against” the said resolutions, based on the reports generated from the e-voting system provided by Karvy Computer Share Pvt Ltd, the authorized agency to provide e-voting facilities, engaged by the company.

We submit our report as under:

1. The remote e-voting period remained open from Friday, August 21, 2015 (9:00 AM IST) to Sunday, August 23, 2015 (5:00 PM IST).
2. The members of the company as on the “cut-off” date i.e., Monday, August 17, 2015 were entitled to vote as set out in the Notice of the EGM of the company.



3. The votes cast were unblocked from the remote e-voting website of Karvy Computer Share Pvt. Ltd (<http://www.evoting.karvy.com>) on Monday, August 24, 2015 around 05:00 PM in the presence of two witnesses, Mr.Mangaraju.D and Mr.Sunil Kumar Reddy.N who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

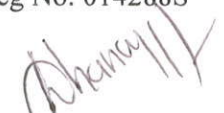

Mangaraju.D


Sunil Kumar Reddy.N

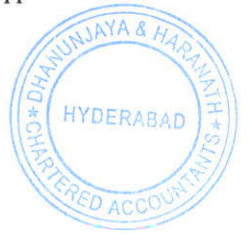
4. Thereafter, the details containing inter alia, list of shareholders, who voted “for” or “against” the resolution as set out in the notice of the EGM of the company that were put to vote, were generated from the e-voting website of Karvy Computer Share Pvt Ltd and based upon such reports generated, the result of the e-voting is attached herewith as Annexure-C.

Thanking You,

For DHANUNJAYA & HARANATH
Chartered Accountants
Firm Reg No. 014288S


DHANUNJAYA KUMAR ALLA
Partner
Mem. No.206446

Place : Hyderabad
Date : August 25, 2015



GRANULES INDIA LIMITED
RESULTS OF E-VOTING

Annexure - C

Resolution No. & Types of Resolution Ordinary Resolution (OR) & Special Resolution (SR)	Description	Total No. of votes cast	Votes in favour of the resolution			Votes against the resolution			Invalid / Abstained votes		
			No. of members voted (e-voting)	No. of votes cast in favour of resolution	% of total number of valid votes cast	No. of members voted (e-voting)	No. of votes cast against the resolution	% of total number of valid votes cast	No. of members voted (e-voting)	No. of invalid/abstained votes cast	% of total number of invalid/abstained votes cast
		1	2	3	4=(3)/(1-9)%	5	6	7=(6)/(1-9)%	8	9	10=(9)/(1)%
1.SR	Issue of warrants on preferential basis to M/s Tyche Technologies Private Limited, a Promoter Group Company.	10965735	35	10960599	99.9536%	5	5093	0.0464%	2	43	0.0004%

