



Harrisons Malayalam Limited

24/1624, Bristow Road, Willingdon Island, Cochin 682003

CIN: L01119KL1978PLC002947

Website: www.harrisonsmalayalam.com Email id: secretarial@harrisonsmalayalam.com

Tel: 0484-2668023 Fax: 0484-2668024

August 4, 2017

The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex Bandra (E), Mumbai, Maharashtra – 400051 <u>Symbol: HARRMALAYA</u>	The Secretary Bombay Stock Exchange Limited Corporate Relationship Department 1st Floor, New Trading Ring, Rotunda Building P.J. Towers, Dalal Street, Fort, Mumbai Maharashtra – 400001 <u>Scrip Code: 500467</u>
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Dear Sir / Madam,

Sub: Submission of voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 40th Annual General Meeting of the Company held on 3rd August 2017

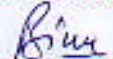
This is to inform that the 40th Annual General Meeting of the Company was duly held on Thursday the 3rd day of August, 2017 at 11:00 A:M at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin-682 016, Kerala, India and all the resolutions in the Notice of the Annual General Meeting dated 1st June, 2017 have been duly passed by the shareholders.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results, in the required format, in respect of the Remote E-voting and Poll conducted at the venue of AGM on the resolutions of Item Nos.1 to 5 as per the Notice dated 1st June, 2017 of the 40th Annual General Meeting of the Company held on 3rd August 2017. A copy of the combined Scrutinizer Report on remote e-voting and poll conducted at the venue of the 40th Annual General Meeting is also attached herewith.

The afore mentioned information is available on the web site of the Company at www.harrisonsmalayalam.com and on the web site of CDSL India Ltd. at www.evotingindia.com.

Kindly take this intimation on record.

For **HARRISONS MALAYALAM LIMITED**


BINU THOMAS
Company Secretary

Encl: As above



Format for Voting Results

Date of the AGM/EGM	03-08-2017
Total number of shareholders on record date	28,179
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	18
Public:	457
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	N.A
Public	

Item No.1: Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31 st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.								
Resolution required : (Ordinary/Special)						Ordinary Resolution		
Whether promoter/promoter group are interested in the agenda/resolution						No		
Category	Mode of Voting	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	E-Voting	9283615	9273615	99.89	9273615	0	100.00%	0
	Poll		0	0.00	0.00	0	0.00%	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		9273615	99.89	9273615	0	100.00%	0
Public Institutions	E-Voting	59033	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	9112757	690	0.01	540	150	78.26%	21.74%
	Poll		*3090	0.03	2787	77	90.19%	2.49%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		3780	0.04	3327	227	88.02%	6.01%
Total		18455405	9277395	50.27	9276942	227	100.00%	Negligible

* Includes 226 invalid votes

The above resolution was declared to have been passed with requisite majority as an Ordinary Resolution.

Item No.2: Re-appointment of Mr.Kaushik Roy (DIN:06513489) as a Director on retirement by rotation.								
Resolution required : (Ordinary/Special)						Ordinary Resolution		
Whether promoter/promoter group are interested in the agenda/resolution						No		
Category	Mode of Voting	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	E-Voting	9283615	9273615	99.89	9273615	0	100.00%	0
	Poll		0	0.00	0.00	0	0.00%	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		9273615	99.89	9273615	0	100.00%	0
Public Institutions	E-Voting	59033	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	9112757	690	0.01	510	180	73.91%	26.09%
	Poll		*3090	0.03	2784	80	90.10%	2.59%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		3780	0.04	3294	260	87.14%	6.88%
Total		18455405	9277395	50.27	9276909	260	100.00%	Negligible

* Includes 226 invalid votes



The above resolution was declared to have been passed with requisite majority as an Ordinary Resolution.

Item No.3 : Appointment of M/s. Walker Chandiok & Co LLP (Firm Registration No. 001076N/N500013), Chartered Accountants, Kochi as Statutory Auditors of the Company in place of retiring Auditors, M/s. Price Waterhouse, Chartered Accountants, for a period of Five years.

Resolution required : (Ordinary/Special)						Ordinary Resolution		
Whether promoter/promoter group are interested in the agenda/resolution						No		
Category	Mode of Voting	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	E-Voting	9283615	9273615	99.89	9273615	0	100.00%	0
	Poll		0	0.00	0.00	0	0.00%	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	9283615	9273615	99.89	9273615	0	100.00%	0
Public Institutions	E-Voting	59033	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	59033	0	0	0	0	0	0
Public Non Institutions	E-Voting	9112757	890	0.01	535	155	77.54%	22.46%
	Poll		*3090	0.03	2633	231	85.21%	7.48%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	9112757	3780	0.04	3168	386	83.81%	10.21%
Total		18455405	9277395	50.27	9276783	386	99.94%	Negligible

* Includes 226 invalid votes

The above resolution was declared to have been passed with requisite majority as an Ordinary Resolution.

Item No.4: Re-appointment of Mr. N. Dharmaraj (DIN: 00912004) as the Whole-time Director of the Company from October 1, 2017 to September 30, 2018.

Resolution required : (Ordinary/Special)						Special Resolution		
Whether promoter/promoter group are interested in the agenda/resolution						No		
Category	Mode of Voting	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	E-Voting	9283615	9273615	99.89	9273615	0	100.00%	0
	Poll		0	0.00	0.00	0	0.00%	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	9283615	9273615	99.89	9273615	0	100.00%	0
Public Institutions	E-Voting	59033	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	59033	0	0	0	0	0	0
Public Non Institutions	E-Voting	9112757	690	0.01	515	175	74.64%	25.36%
	Poll		*3090	0.03	2785	79	90.13%	2.56%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	9112757	3780	0.04	3300	254	87.30%	6.72%
Total		18455405	9277395	50.27	9276915	254	99.99%	Negligible

* Includes 226 invalid votes

The above resolution was declared to have been passed with requisite majority as a Special Resolution.



Item No.5 : Ratification of the appointment and payment of remuneration to M/s. Shome & Banerjee (Firm Registration No.000001), Cost Accountants, Kolkata, as Cost Auditors of the Company for the financial year ending March 31, 2018.

Resolution required : (Ordinary/Special)						Ordinary Resolution		
Whether promoter/promoter group are interested in the agenda/resolution						No		
Category	Mode of Voting	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	E-Voting	9283615	9273615	99.89	9273615	0	100.00%	0
	Poll		0	0.00	0.00	0	0.00%	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	9283615	9273615	99.89	9273615	0	100.00%	0
Public Institutions	E-Voting	59033	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	59033	0	0	0	0	0	0
Public Non Institutions	E-Voting	9112757	690	0.01	535	155	77.54%	22.46%
	Poll		*3090	0.03	2636	228	85.31%	7.38%
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total	9112757	3780	0.04	3171	383	83.89%	10.13%
Total		18455405	9277395	50.27	9276786	383	99.99%	Negligible

* Includes 226 invalid votes

The above resolution was declared to have been passed with requisite majority as an Ordinary Resolution.

Yours faithfully,

For **HARRISONS MALAYALAM LIMITED**



BINU THOMAS
Company Secretary





MDS & Associates

Company Secretaries in Practice

M.D. Selvaraj M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsservices.in, Web : www.mdsservices.in

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL
(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule
21 of the Companies (Management and Administration) Rules, 2014 - as amended)

To

The Chairman

40th Annual General Meeting of the Equity Shareholders of

M/s. HARRISONS MALAYALAM LTD

(CIN: L01119KL1978PLC002947)

Held on Thursday the 3rd day of August, 2017 at 11:00 AM at

Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road,

Cochin-682 016, Kerala, India

Dear Sir,

Sub: Passing of Resolution through Remote E-voting Process and through Poll
conducted at the 40th Annual General Meeting of M/s. Harrisons Malayalam
Ltd held on 3rd August, 2017.

I, M D Selvaraj, FCS Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore have been appointed by the Board of Directors of M/s. HARRISONS MALAYALAM LTD ("the Company") as the Scrutinizer for the remote e-voting process held between Monday, the 31st day of July, 2017 at 9:00 A:M to Wednesday, the 2nd day of August 2017 till 5:00 P:M and for the poll taken at the 40th Annual General Meeting of the Company held on Thursday the 3rd day of August, 2017 at 11:00 A:M at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin-682 016, Kerala, India, on the Resolution(s) set out under Item No.1 to Item No.5 in the Notice convening the said 40th Annual General Meeting dated 1st June, 2017.

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through remote e-voting process and through poll process on the Resolution(s) as set out in the Notice convening the 40th Annual General Meeting dated 1st June, 2017.



Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 40th Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No(s).1 to Item No.5 in the Notice convening the 40th Annual General Meeting, based on the reports generated from the e-voting portal provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 40th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 4th August, 2017 on the remote e-voting process and also a separate Scrutinizer's Report dated 4th August, 2017 in the prescribed Form No.MGT-13 on the Poll taken at the 40th Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), as under;



Ordinary Business

Resolution No: 1

Ordinary resolution

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	27	92,74,155	100.00
Poll	61	2,787	97.31
Total Voting	88	92,76,942	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	150	Negligible
Poll	5	77	2.69
Total Voting	6	227	Negligible

INVALID VOTES

Mode of Voting	Total Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	9	226
Total Voting	9	226



Ordinary Business

Resolution No: 2

Ordinary resolution

Re-appointment of Mr.Kaushik Roy (DIN: 06513489) as a Director on retirement by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	25	92,74,125	100.00
Poll	58	2,784	97.21
Total Voting	83	92,76,909	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	3	180	Negligible
Poll	8	80	2.79
Total Voting	11	260	Negligible

INVALID VOTES

Mode of Voting	Total Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	9	226
Total Voting	9	226



Ordinary Business

Resolution No: 3

Ordinary resolution

Appointment of M/s. Walker Chandio & Co LLP (Firm Registration No. 001076N/N500013), Chartered Accountants, Kochi as Statutory Auditors of the Company in place of retiring Auditors, M/s. Price Waterhouse, Chartered Accountants, for a period of Five years.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	26	92,74,150	100.00
Poll	57	2,633	91.93
Total Voting	83	92,76,783	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	155	Negligible
Poll	9	231	8.07
Total Voting	11	386	Negligible

INVALID VOTES

Mode of Voting	Total Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	9	226
Total Voting	9	226



Special Business

Resolution No: 4

Special resolution

Re-appointment of Mr. N. Dharmaraj (DIN: 00912004) as the Whole-time Director of the Company from October 1, 2017 to September 30, 2018.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	26	92,74,130	100.00
Poll	60	2,785	97.24
Total Voting	86	92,76,915	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Ballots received through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	175	Negligible
Poll	6	79	2.76
Total Voting	8	254	Negligible

INVALID VOTES

Mode of Voting	Total Number of Ballots which were declared INVALID	Number of votes cast
E-voting	0	0
Poll	9	226
Total Voting	9	226



Special Business

Resolution No: 5

Ordinary resolution

Ratification of the appointment and payment of remuneration to M/s. Shome & Banerjee (Firm Registration No.000001), Cost Accountants, Kolkata, as Cost Auditors of the Company for the financial year ending March 31, 2018.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	26	92,74,150	100.00
Poll	59	2,636	92.04
Total Voting	85	92,76,786	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	155	Negligible
Poll	7	228	7.96
Total Voting	9	383	Negligible

INVALID VOTES

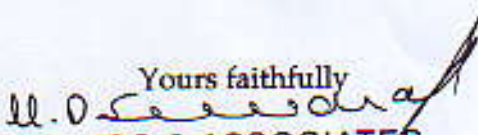
Mode of Voting	Total Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	9	226
Total Voting	9	226

Place : Coimbatore

Date : 4th August, 2017

Based on the Scrutinizer's Report For **HARRISONS MALAYALAM LTD.**
Resolution(s) No(s).1 to 5 have been
passed with requisite majority


N. DHARMARAJ
Whole Time Director

Yours faithfully

MDS & ASSOCIATES
Prop : M.D.SELVARAJ M.Com, MBA,FCS,
COMPANY SECRETARY IN PRACTICE
FCS - 960, CP - 411
"SURYA" 35, MAYFLOWER AVENUE
SOWRIPALAYAM ROAD, COIMBATORE - 641 028