

Declaration in accordance with Regulation 44 of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 for the business transacted by the Company through Evoting

<b>Date of the AGM</b>	05 September 2017
<b>Total Number of shareholders on record date - As on 29 August 2017</b>	5956
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>	38
Promoters and Promoter Group:	2
Public:	36
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	-
Promoters and Promoter Group:	-
Public:	-

#### Agenda wise disclosure

Item no.1: Approval of Financial Statements for the year ended 31st March, 2017, the report of the board of directors and the report of the auditors thereon.

Resolution required (Ordinary/Special)							Ordinary		
Whether Promoter/Promoter Group interested in the agenda/resolution							No		
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes in against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	7333187	7311706	99.71	7311706	-	100.00	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
	Sub -Total	7333187	7311706	99.71	7311706	-	100.00	-	-
Public Institutions	E-Voting	1699	-	-	-	-	-	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
	Sub -Total	1699	-	-	-	-	-	-	-
Public Non Institutions	E-Voting	4665114	52450	1.12	52450	-	100.00	-	-
	Poll at AGM	-	7612	0.16	7612	-	100.00	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
	Sub -Total	4665114	60062	1.29	60062	-	100.00	-	-
<b>Grand Total</b>		<b>12000000</b>	<b>7371768</b>	<b>61.43</b>	<b>7371768</b>	<b>60062</b>	<b>100.00</b>	<b>100.00</b>	<b>-</b>

Note: Postal Ballot - Not Applicable



Item no.2 Retirement of director by rotation

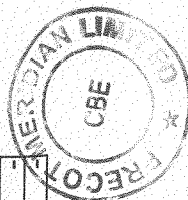
Resolution required (Ordinary/Special)									
Whether Promoter/Promoter Group interested in the agenda/resolution									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	Ordinary
									Yes
Promoter and Promoter Group	E-Voting	7333187	7311706	99.71	7311706	-	100.00	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
	Sub - Total	7333187	7311706	99.71	7311706	-	100.00	-	-
Public Institutions	E-Voting	1699	-	-	-	-	-	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
	Sub - Total	1699	-	-	-	-	-	-	-
Public Non Institutions	E-Voting	4665114	52450	1.12	52450	-	100.00	-	-
	Poll at AGM	-	7612	0.16	7612	-	100.00	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
	Sub - Total	4665114	60062	1.29	60062	-	100.00	-	-
Grand Total		12000000	7371768	61.43	7371768	-	100.00	-	-

Note: Postal Ballot - Not Applicable

Item no.3 Ratification of appointment of statutory auditors

Resolution required (Ordinary/Special)									
Whether Promoter/Promoter Group interested in the agenda/resolution									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes Polled on Outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	Ordinary
									No
Promoter and Promoter Group	E-Voting	7333187	7311706	99.71	7311706	-	100.00	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
	Sub - Total	7333187	7311706	99.71	7311706	-	100.00	-	-
Public Institutions	E-Voting	1699	-	-	-	-	-	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
	Sub - Total	1699	-	-	-	-	-	-	-
Public Non Institutions	E-Voting	4665114	52450	1.12	52450	-	100.00	-	-
	Poll at AGM	-	7612	0.16	7612	-	100.00	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
	Sub - Total	4665114	60062	1.29	60062	-	100.00	-	-
Grand Total		12000000	7371768	61.43	7371768	-	100.00	-	-

Note: Postal Ballot - Not Applicable



Item no. 4 Appointment of Mr Ashwin Chandran (DIN:00001884) as Chairman and Managing Director.

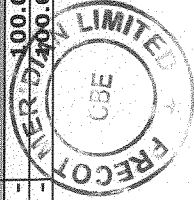
Resolution required (Ordinary/Special)									
Whether Promoter/Promoter Group interested in the agenda/resolution									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100	Special
Promoter and Promoter Group	E-Voting	7333187	7311706	99.71	7311706	-	100.00	-	Yes
	Poll at AGM	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
Public Institutions	Sub -Total	7333187	7311706	99.71	7311706	-	100.00	-	-
	E-Voting	1699	-	-	-	-	-	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
Public Non Institutions	Sub -Total	1699	-	-	-	-	-	-	-
	E-Voting	4665114	52450	1.12	52450	-	100.00	-	-
	Poll at AGM	-	7612	0.16	7612	-	100.00	-	-
Grand Total	Sub -Total	4665114	60062	1.29	60062	-	100.00	-	-
		12000000	7371768	61.43	7371768	-	100.00	-	-

Note: Postal Ballot - Not Applicable

Item no. 5 Appointment of Mr Prashanth Chandran (DIN:01909559) as Vice Chairman and Managing Director.

Resolution required (Ordinary/Special)									
Whether Promoter/Promoter Group interested in the agenda/resolution									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100	Special
Promoter and Promoter Group	E-Voting	7333187	7311706	99.71	7311706	-	100.00	-	Yes
	Poll at AGM	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
Public Institutions	Sub -Total	7333187	7311706	99.71	7311706	-	100.00	-	-
	E-Voting	1699	-	-	-	-	-	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
Public Non Institutions	Sub -Total	1699	-	-	-	-	-	-	-
	E-Voting	4665114	52450	1.12	52450	-	100.00	-	-
	Poll at AGM	-	7612	0.16	7612	-	100.00	-	-
Grand Total	Sub -Total	4665114	60062	1.29	60062	-	100.00	-	-
		12000000	7371768	61.43	7371768	-	100.00	-	-

Note: Postal Ballot - Not Applicable



Item no. 6 Appointment of Mr Sarath Chandran as Mentor.

Resolution required (Ordinary/Special)										Ordinary	
Whether Promoter/Promoter Group interested in the agenda/resolution										Yes	
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes in Favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100			
Promoter and Promoter Group	E-Voting	7333187	0	-	0	-	-	-			
	Poll at AGM		-	-	-	-	-	-			
	Postal Ballot										
	Sub -Total	7333187	0	-	0	-	-	-			
Public Institutions	E-Voting	1699	-	-	-	-	-	-			
	Poll at AGM		-	-	-	-	-	-			
	Postal Ballot										
	Sub -Total	1699	-	-	-	-	-	-			
Public Non Institutions	E-Voting	4665114	52450	1.12	52450	-	100.00	-			
	Poll at AGM		7612	0.16	7612	-	100.00	-			
	Postal Ballot										
	Sub -Total	4665114	60062	1.29	60062	-	100.00	-			
Grand Total		12000000	60062	0.50	60062	-	100.00	-			

Note: Postal Ballot - Not Applicable

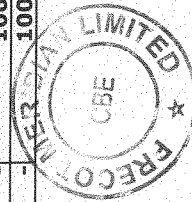
Note: Postal Ballot - Not Applicable

Item no. 7 Appointment of Mr T Kumar (DIN:07826033) as Executive Director.

Resolution required (Ordinary/Special)									
Whether Promoter/Promoter Group interested in the agenda/resolution									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes - in Favour (4)	No. of Votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100	Special
									No
Promoter and Promoter Group	E-Voting	7333187	7311706	99.71	7311706	-	100.00	-	-
	Poll at AGM			-		-	-	-	-
	Postal Ballot								
	Sub -Total	7333187	7311706	99.71	7311706	-	100.00	-	-
Public Institutions	E-Voting	1699	-	-	-	-	-	-	-
	Poll at AGM		-			-	-	-	-
	Postal Ballot								
	Sub -Total	1699	-	-	-	-	-	-	-
Public Non Institutions	E-Voting	4665114	52450	1.12	52450	-	100.00	-	-
	Poll at AGM		7612	0.16	7612	-	100.00	-	-
	Postal Ballot								
	Sub -Total	4665114	60062	1.29	60062	-	100.00	-	-
Grand Total		12000000	7371768	61.43	7371768	-	100.00	-	-

Note: Postal Ballot - Not Applicable

Note: Postal Ballot - Not Applicable



Item no. 8 Appointment of Mr P Vijay Raghunath (DIN:00002963) as Independent Director.

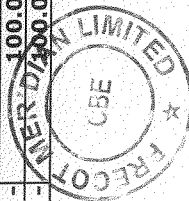
Resolution required (Ordinary/Special)									
Whether Promoter/Promoter Group interested in the agenda/resolution									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100	Ordinary No
Promoter and Promoter Group	E-Voting	7333187	7311706	99.71	7311706	-	100.00	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
Public Institutions	Sub -Total	7333187	7311706	99.71	7311706	-	100.00	-	-
	E-Voting	1699	-	-	-	-	-	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
Public Non Institutions	Sub -Total	1699	-	-	-	-	-	-	-
	E-Voting	4665114	52450	1.12	52450	-	100.00	-	-
	Poll at AGM	-	7612	0.16	7612	-	100.00	-	-
Grand Total	Sub -Total	4665114	60062	1.29	60062	-	100.00	-	-
		12000000	7371768	61.43	7371768	-	100.00	-	-

Note: Postal Ballot - Not Applicable

Item no. 9 Ratification of remuneration payable to cost auditor.

Resolution required (Ordinary/Special)									
Whether Promoter/Promoter Group interested in the agenda/resolution									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100	Ordinary No
Promoter and Promoter Group	E-Voting	7333187	7311706	99.71	7311706	-	100.00	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
Public Institutions	Sub -Total	7333187	7311706	99.71	7311706	-	100.00	-	-
	E-Voting	1699	-	-	-	-	-	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
Public Non Institutions	Sub -Total	1699	-	-	-	-	-	-	-
	E-Voting	4665114	52450	1.12	52450	-	100.00	-	-
	Poll at AGM	-	7612	0.16	7612	-	100.00	-	-
Grand Total	Sub -Total	4665114	60062	1.29	60062	-	100.00	-	-
		12000000	7371768	61.43	7371768	-	100.00	-	-

Note: Postal Ballot - Not Applicable

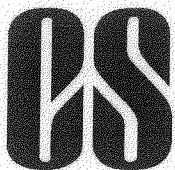


Item no. 10 Adoption of new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.

Resolution required (Ordinary/Special)									
Whether Promoter/Promoter Group interested in the agenda/resolution									
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of votes Polled on Outstanding Shares (3)=[(2)/(1)]* 100	No. of Votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes in against on votes polled (7)=[(5)/(2)]* 100	Special No
Promoter and Promoter Group	E-Voting	7333187	7311706	99.71	7311706	-	100.00	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-	-
Public Institutions	Sub -Total	7333187	7311706	99.71	7311706	-	100.00	-	-
	E-Voting	1699	-	-	-	-	-	-	-
	Poll at AGM	-	-	-	-	-	-	-	-
Public Non Institutions	Postal Ballot	-	-	-	-	-	-	-	-
	Sub -Total	1699	-	-	-	-	-	-	-
	E-Voting	-	-	-	-	-	-	-	-
Public Non Institutions	Poll at AGM	4665114	52450	1.12	52450	-	100.00	-	-
	Postal Ballot	-	7612	0.16	7612	-	100.00	-	-
	Sub -Total	4665114	60062	1.29	60062	-	100.00	-	-
Grand Total		12000000	7371768	61.43	7371768	-	100.00	-	-

Note: Postal Ballot - Not Applicable





**Gouri Shanker Mishra**  
B.Com, MBA, FCS, LLB  
**Practicing Company Secretary**  
M: +91 98842 53052; Email: gsmishra.1977@gmail.com

**CONSOLIDATED SCRUTINISER'S REPORT**

**[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]**

To,

The Chairman of 55<sup>th</sup> Annual General Meeting of Equity Shareholders of Precot Meridian Limited held on Tuesday, 5<sup>th</sup> September 2017 at 4.30 p.m.at Chamber Hall, Chamber Towers, 8/732, Avinashi Road, Coimbatore 641018.

**Sub: Consolidated Scrutinizer's Report on remote e-voting and physical ballot forms conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting at the 55<sup>th</sup> Annual General Meeting of Precot Meridian Limited held on Tuesday, 5<sup>th</sup> September 2017 at 4.30 P.M.at Chamber Hall, Chamber Towers, 8/732, Avinashi Road, Coimbatore 641 018.**

Dear Sir,

I, Gouri Shankar Mishra, Practicing Company Secretary had been appointed as the Scrutinizer by the Board of Directors of Precot Meridian Limited (the Company) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at the 55<sup>th</sup> Annual General Meeting of the Company held on Tuesday, 5<sup>th</sup> September 2017 at 4.30 P.M.

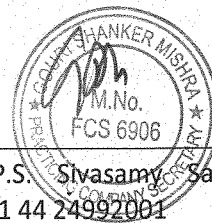
The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to the voting [i.e. by remote e-voting and voting by poll by means of the ballot papers at the Annual General Meeting] for the resolutions contained in the Notice. My responsibility as a scrutinizer for the voting process is restricted to make a consolidated scrutinizers report of the votes cast "in favour".

The Notice dated 26<sup>th</sup> May 2017 along with Explanatory Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the 55<sup>th</sup> Annual General Meeting of the Company.

The Company had availed the remote e-voting facility provided by the Central Depository Services (India) Limited (CDSL), the agency authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means.

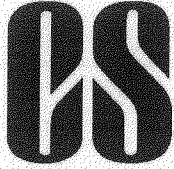
The Company had also provided voting facility to the shareholders present at the 55<sup>th</sup> Annual General Meeting and who had not casted their vote earlier through remote e-voting facility.

The shareholders holding equity shares as on the "Cut-off" date i.e. 29<sup>th</sup> August 2017 were entitled to vote for the resolutions proposed in the Notice of the 55<sup>th</sup> Annual General Meeting of the Company.



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Santacruz East, Mumbai – 400055; T: +91 22 26655691

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**Gouri Shanker Mishra**  
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**Practicing Company Secretary**  
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The Ballot Box which was kept for the purpose of voting through ballots was locked by me and was opened on the conclusion of the meeting in the presence of two witnesses, who were not in the employment of the company and all the ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company and Link Intime India Private Limited, the Registrar and Transfer Agents (R&TA) and by support of their staff.

The voting period for remote e-voting commenced on Saturday, 2<sup>nd</sup> September 2017 at 10.00 A.M. and ended on Monday 4<sup>th</sup> September 2017 at 5.00 P.M. and the CDSL e-voting platform was blocked thereafter. After the conclusion of the voting at the 55<sup>th</sup> Annual General Meeting the votes cast thereunder were counted also the data obtained from CDSL.

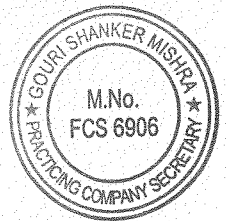
I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system.

As per the requirement of the Management, I am submitting herewith a consolidated report of the remote e-voting together with that of the voting through ballot at the venue of the meeting as given in Annexure 1.

The electronic data and all other relevant records relating to the remote e-voting and ballot are under my safe custody and will be handed over to the Company Secretary for preserving safety after the Chairman considers, approves and signs the minutes of the 55<sup>th</sup> Annual General Meeting.

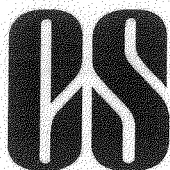
**Date:** 6<sup>th</sup> September 2017  
**Place:** Coimbatore

**Gouri Shankar Mishra**  
**(Practicing Company Secretary)**  
FCS 6906



Mumbai: Pecan, 9<sup>th</sup> Floor, Param House, Shanti Nagar,  
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**Gouri Shanker Mishra**  
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**Practicing Company Secretary**  
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**ANNEXURE 1**

**CONSOLIDATED REPORT OF THE REMOTE E-VOTING TOGETHER WITH THAT OF  
VOTING THROUGH BALLOT PROCESS AT THE VENUE OF THE MEETING**

**1. Adoption of Financial Statement:**

**Type of Business:** Ordinary Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	21	7364156
Total Number of Ballot Papers Received (Physical Voting)	22	8364
<b>Invalid Votes:</b>		
E-Voting	0	0
Physical Voting	3	752
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	21	7364156
No. of valid cast in favour of the Resolution (Physical Voting)	19	7612
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

**2. Retirement of Director by Rotation:**

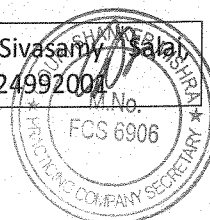
**Type of Business:** Ordinary Business

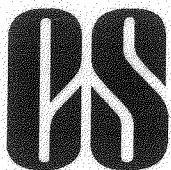
**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	21	7364156
Total Number of Ballot Papers Received (Physical Voting)	22	8364

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<b>Invalid Votes:</b>		
<b>E-Voting</b>	0	0
<b>Physical Voting</b>	3	752
<b>Out of the Above</b>		
<b>No. of valid cast in favour of the Resolution (E-Voting)</b>	21	7364156
<b>No. of valid cast in favour of the Resolution (Physical Voting)</b>	19	7612
<b>No. of valid cast in against of the Resolution (Both under E-Voting &amp; Physical Voting)</b>	0	0
<b>Percentage to the total valid vote received in favour of the resolution (Both under E-voting &amp; Physical Voting)</b>	<b>100%</b>	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

**3. Ratification of appointment of Statutory Auditor:**

**Type of Business:** Ordinary Business

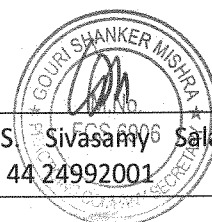
**Nature of Resolution:** Ordinary Resolution

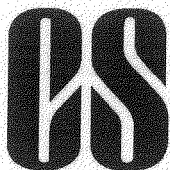
<b>Particulars</b>	<b>No. of Members</b>	<b>Representative No. of Shares</b>
<b>Total number of E-Voting option received (E-Voting)</b>	21	7364156
<b>Total Number of Ballot Papers Received (Physical Voting)</b>	22	8364
<b>Invalid Votes:</b>		
<b>E-Voting</b>	0	0
<b>Physical Voting</b>	3	752
<b>Out of the Above</b>		
<b>No. of valid cast in favour of the Resolution (E-Voting)</b>	21	7364156
<b>No. of valid cast in favour of the Resolution (Physical Voting)</b>	19	7612
<b>No. of valid cast in against of the Resolution (Both under E-Voting &amp; Physical Voting)</b>	0	0
<b>Percentage to the total valid vote received in favour of the resolution (Both under E-voting &amp; Physical Voting)</b>	<b>100%</b>	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

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**4. Appointment of Mr Ashwin Chandran (DIN: 00001884) as Chairman and Managing Director:**

**Type of Business:** Special Business

**Nature of Resolution:** Special Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	21	7364156
Total Number of Ballot Papers Received (Physical Voting)	22	8364
<b>Invalid Votes:</b>		
E-Voting	0	0
Physical Voting	3	752
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	21	7364156
No. of valid cast in favour of the Resolution (Physical Voting)	19	7612
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Special Resolution was received.

**5. Appointment of Mr Prashanth Chandran (DIN: 01909559) as Vice Chairman and Managing Director:**

**Type of Business:** Special Business

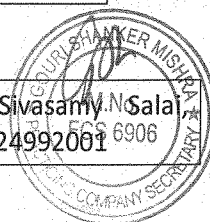
**Nature of Resolution:** Special Resolution

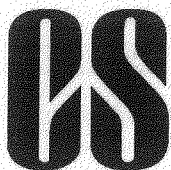
Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	21	7364156
Total Number of Ballot Papers Received (Physical Voting)	22	8364
<b>Invalid Votes:</b>		
E-Voting	0	0
Physical Voting	3	752
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	21	7364156
No. of valid cast in favour of the Resolution (Physical Voting)	19	7612
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Special Resolution was received.

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**6. Appointment of Mr Sarath Chandran as Mentor:**

**Type of Business:** Special Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	14	52450
Total Number of Ballot Papers Received (Physical Voting)	22	8364
<b>Invalid Votes:</b>		
E-Voting	0	0
Physical Voting	3	752
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	14	52450
No. of valid cast in favour of the Resolution (Physical Voting)	19	7612
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

**7. Appointment of Mr T Kumar (DIN: 07826033) as Executive Director**

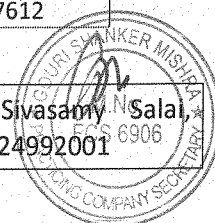
**Type of Business:** Special Business

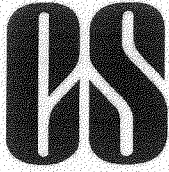
**Nature of Resolution:** Special Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	21	7364156
Total Number of Ballot Papers Received (Physical Voting)	22	8364
<b>Invalid Votes:</b>		
E-Voting	0	0
Physical Voting	3	752
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	21	7364156
No. of valid cast in favour of the Resolution (Physical Voting)	19	7612

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No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Special Resolution was received.

**8. Appointment of Mr P Vijay Raghunath (DIN: 00002963) as Independent Director**

**Type of Business:** Special Business

**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	21	7364156
Total Number of Ballot Papers Received (Physical Voting)	22	8364
<b>Invalid Votes:</b>		
E-Voting	0	0
Physical Voting	3	752
<b>Out of the Above</b>		
No. of valid cast in favour of the Resolution (E-Voting)	21	7364156
No. of valid cast in favour of the Resolution (Physical Voting)	19	7612
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

**9. Ratification of remuneration payable to Cost Auditor:**

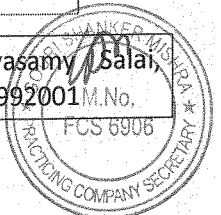
**Type of Business:** Special Business

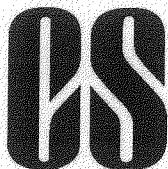
**Nature of Resolution:** Ordinary Resolution

Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	21	7364156
Total Number of Ballot Papers Received (Physical Voting)	22	8364
<b>Invalid Votes:</b>		
E-Voting	0	0

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Physical Voting	3	752
Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	21	7364156
No. of valid cast in favour of the Resolution (Physical Voting)	19	7612
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

**Result:** The resolution requiring requisite majority for passing as Ordinary Resolution was received.

**10. Adoption of new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013**

**Type of Business:** Special Business

**Nature of Resolution:** Special Resolution


Particulars	No. of Members	Representative No. of Shares
Total number of E-Voting option received (E-Voting)	21	7364156
Total Number of Ballot Papers Received (Physical Voting)	22	8364
Invalid Votes:		
E-Voting	0	0
Physical Voting	3	752
Out of the Above		
No. of valid cast in favour of the Resolution (E-Voting)	21	7364156
No. of valid cast in favour of the Resolution (Physical Voting)	19	7612
No. of valid cast in against of the Resolution (Both under E-Voting & Physical Voting)	0	0
Percentage to the total valid vote received in favour of the resolution (Both under E-voting & Physical Voting)	100%	

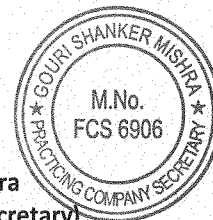
**Result:** The resolution requiring requisite majority for passing as Special Resolution was received.

You may kindly take note of the details of voting and declare the result based on same.

**Date:** 6<sup>th</sup> September 2017

**Place:** Coimbatore

  
**Gouri Shanker Mishra**  
(Practicing Company Secretary)  
FCS 6906



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