

**E.I.D. - Parry (India) Limited**

Regd. Office : Dare House, 234, N.S.C. Bose Road, Parrys Corner, Chennai 600001, India.

Tel : 91.44 25306789 Fax : 91.44. 25341609 / 25340858

CIN : L24211TN1975PLC006989

Website : www.eidparry.com

February 23, 2018

National Stock Exchange of India Ltd., Exchange Plaza, 5 th Floor Plot No.C/1, G. Block Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 Scrip Code: EIDPARRY	BSE Ltd., Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai – 400 001. Scrip Code No: 500125
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Dear Sir/Madam,

Sub.: Results of Postal Ballot and E-Voting

In continuation of our letter dated January 23, 2018 titled "postal ballot notice", please find enclosed the voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Report of Scrutinizer dated February 23, 2018.

The resolutions in the postal ballot notice have been deemed to be approved and passed on February 22, 2018 being the last date of receipt of postal ballot forms.

The voting results along with the scrutinizer's report will also be made available on the Company's website at <http://www.eidparry.com/postal-ballot>

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,

For E.I.D.- Parry (India) Limited

G. Jalaja
Company Secretary

Company Name	E.I.D.- PARRY (INDIA) LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	54089
No. of shareholders present in the meeting either in person or through proxy :	
Promoters and Promoter Group :	58
Public :	471
No. of Shareholders attended the meeting through Video Conferencing :	
Promoters and Promoter Group :	0
Public :	0

Resolution required: (Ordinary/ Special)	ORDINARY - Approval for transfer of the bio pesticides business of the Company on a going concern by way of a slump sale to Coromandel International Ltd.							
Whether promoter/ promoter group are 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 against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	79607050	74926240	94.1201	74926240	0	100.0000	0.0000
	Poll	79607050	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	79607050	4030000	5.0624	4030000	0	100.0000	0.0000
Public- Institutions	E-Voting	27617067	14445627	52.3069	14445627	0	100.0000	0.0000
	Poll	27617067	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	27617067	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	69770864	84823	0.1216	84387	436	99.4859	0.5140
	Poll	69770864	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	69770864	357519	0.5124	356306	1213	99.6607	0.3392
	Total	176994981	93844209	53.0208	93842560	1649	99.9982	0.0018



Resolution required: (Ordinary/ Special)	ORDINARY - Approval for transfer of shares held by the Company in Parry America Inc to Coromandel International Ltd.							
Whether promoter/ promoter group are 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 against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	79607050	74926240	94.1201	74926240	0	100.0000	0.0000
	Poll	79607050	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	79607050	4030000	5.0624	4030000	0	100.0000	0.0000
Public- Institutions	E-Voting	27617067	14445627	52.3069	14445627	0	100.0000	0.0000
	Poll	27617067	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	27617067	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	69770864	84823	0.1216	84377	446	99.4741	0.5258
	Poll	69770864	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	69770864	357519	0.5124	357126	393	99.8900	0.1099
	Total	176994981	93844209	53.0208	93843370	839	99.9991	0.0009

For E.I.D.- Parry (India) Limited



V. RAVICHANDRAN
Chairman

22nd February, 2018

The Chairman
E.I.D.- Parry (India) Limited,
"Dare House",
Parrys Corner,
Chennai - 600 001.

Dear Sir,

Sub: Passing of Resolutions through Postal Ballot

Pursuant to the resolution passed by the Board of Directors of **E.I.D.-Parry (India) Limited** on 22nd December 2017, we have been appointed as Scrutinizer to receive, process and scrutinize the postal ballot papers and e-voting in respect of the following resolutions:

Reference to the Companies Act, 2013	Type and Description of the resolutions
Section 188 of the Companies Act, 2013	<p>ORDINARY RESOLUTION</p> <p>"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder including any statutory modification(s) or re-enactments thereof for the time being in force and in accordance with the Memorandum and Articles of Association of the Company and all other applicable statutes, rules, regulations and guidelines and subject to such other approvals, permissions and sanctions as may be necessary and upon such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof), approval of the Members of the Company be and is hereby accorded to sell and transfer the Bio Pesticides Business of the Company together with all its employees as well as assets and liabilities including all concerned licences, permits, consents and approvals whatsoever comprising of manufacturing, marketing and trading in Bio Pesticides Products ("Bio Pesticides Business") as a "going concern" and by way of a slump sale to Coromandel International Limited, a subsidiary of the Company with effect from April 1, 2018 or such date as may be agreed to by the Board ("Closing Date") for a lump sum consideration of Rs 302.61 crore subject to adjustment for working capital as on the Closing Date.</p> <p>RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof, and to take all such steps and do all such acts, deeds and things as may be considered necessary, expedient, usual, proper or incidental in relation to the said matter and take such actions and give such directions as they may consider as necessary or desirable to give effect to this Resolution and to settle any question that may arise in this regard and incidental thereto.</p>





	RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director or any Officer(s) / Authorised Representative(s) of the Company to give effect to the aforesaid resolution."
Section 188 of the Companies Act, 2013	<p>ORDINARY RESOLUTION</p> <p>RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, including any statutory modification(s) or re-enactment thereof for the time being in force, and all other applicable statutes, rules, regulations and guidelines and subject to such other approvals, permissions and sanctions as may be necessary and upon such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee thereof) approval of the Members of the Company be and is hereby accorded to sell 776.48 Common stock with par value of \$100 aggregating to \$77,648 held by the Company in Parry America Inc., constituting 100% of its issued share capital to Coromandel International Ltd., for a consideration of Rs 35.40 crore."</p>

WE REPORT that the Postal ballot notice dated 22nd December, 2017 under Section 110 of the Companies Act, 2013, ("the Act") (along with the Statement pursuant to Section 102 of the Act and Postal Ballot Form) was issued individually to all the members and the notices were despatched by Physical mode and Electronic mode through E-mails for those members who have provided e-mail ids on 22nd January, 2018.

We report that as stated in the notice sent to the members, the Company had fixed 22nd February, 2018 as the last date for receipt of Postal Ballots and E-Voting. As required under Rule 22 of the Companies (Management and Administration) Rules, 2014 an advertisement was published by the Company in "**BUSINESS STANDARD**" in 'English' on 23rd January, 2018 and "**MAKKAL KURAL**" in vernacular language 'Tamil' on 23rd January, 2018 informing about the despatch of the Postal Ballot forms, E-Voting and other related matters mentioned therein. We report that we have received the Postal Ballot forms and E-Voting particulars from the members during the period starting from **24th January, 2018 (9:00 a.m. IST)** to **22nd February, 2018 (5:00 p.m. IST)**. Karvy Computershare Private Ltd. had unblocked the members who had exercised the votes through e-voting after 5.00 P.M. on Thursday, 22nd February, 2018.

All the Postal Ballot forms and E-Voting particulars received upto the closure of working hours (**5:00 p.m. IST**) on Thursday, 22nd February, 2018, the last date fixed by the Company for receipt of the Postal Ballot forms and E-Voting, were considered for our scrutiny.

Envelopes containing Postal Ballot forms returned undelivered aggregated to 10 (Ten only). These envelopes were not opened and they are separately maintained.





During the course of scrutiny of Postal Ballot Forms we have not come across any mutilated Postal Ballot Forms.

We report that all the Postal Ballot forms and E-Voting particulars were scrutinized and processed and a computer statement containing the Shareholders Name, Address, Folio/Client ID Number, Postal Ballot Number, Number of Shares held, Number of Votes voted, Assented, Dissented and Rejected were generated.

We report that the ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company.

The ballot papers, which were found defective have been treated as invalid and kept separately.

We report that out of **54089** Shareholders, we have received valid polled Ballot forms and E-Voting from **522** Shareholders and the details of polling results are given below:

Receipt of Postal Ballot Forms and E-Voting	24th January, 2018 (9:00 a.m. IST) to 22nd February, 2018 (5:00 p.m. IST)		
Total No. of Shareholders	54089		
Total No. of Shares	176994981		
Particulars	As per Postal Ballot	As per E-Voting	Total
Postal Ballot Forms Received	323	206	529
Less: Invalid Forms*	7	-	7
Net Valid Forms	316	206	522

**Invalid Postal Ballot was not taken into account for the voting.*

ITEM 1 - Approval for transfer of the Bio Pesticides business of the Company as a going concern basis, by way of a slump sale to Coromandel International Ltd. (Ordinary Resolution)

(i) Votes in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) - E-Voting	Number of members/ Proxies voted by Postal Ballot	Number of votes cast (Shares) - Postal Ballot	Total Number of votes cast through E-Voting and Postal Ballot	% of total number of valid votes cast
200	89456254	307	4386306	93842560	99.9982

(ii) Votes against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) - E-Voting	Number of members/ Proxies voted by Postal Ballot	Number of votes cast (Shares) - Postal Ballot	Total Number of votes cast through E-Voting and Postal Ballot	% of total number of valid votes cast
5	436	9	1213	1649	0.0018





(iii) Invalid Votes:

Number of members voted in E-Voting	Number of votes cast (Shares) - E-Voting	Number of members/ Proxies voted by Postal Ballot	Number of votes cast (Shares) - Postal Ballot	Total Number of votes cast through E-Voting and Postal Ballot
-	-	7	1054	1054

RESULT:

As the number of votes cast in favour of the resolution was not less than the number of votes cast against, we report that the Ordinary Resolution under Section 188 of the Companies Act, 2013, with regard to Item 1 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.

ITEM 2 - Approval for transfer of shares held by the Company in Parry America Inc., to Coromandel International Ltd (Ordinary Resolution).

(i) Votes in favour of the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) - E-Voting	Number of members/ Proxies voted by Postal Ballot	Number of votes cast (Shares) - Postal Ballot	Total Number of votes cast through E-Voting and Postal Ballot	% of total number of valid votes cast
199	89456244	308	4387126	93843370	99.9991

(ii) Votes against the resolution:

Number of members voted in E-Voting	Number of votes cast (Shares) - E-Voting	Number of members/ Proxies voted by Postal Ballot	Number of votes cast (Shares) - Postal Ballot	Total Number of votes cast through E-Voting and Postal Ballot	% of total number of valid votes cast
6	446	8	393	839	0.0009

(iii) Invalid Votes:

Number of members voted in E-Voting	Number of votes cast (Shares) - E-Voting	Number of members/ Proxies voted by Postal Ballot	Number of votes cast (Shares) - Postal Ballot	Total Number of votes cast through E-Voting and Postal Ballot
-	-	7	1054	1054

RESULT:

As the number of votes cast in favour of the resolution was not less than the number of votes cast against, we report that the Ordinary Resolution under Section 188 of the Companies Act, 2013, with regard to Item No.2 as set out in the Notice of Postal Ballot is passed in favour of the resolution with requisite majority.





We further report that as per the notice of Postal Ballot dated 22nd December, 2017 approved by the Board of Directors on 22nd December, 2017 the Chairman or any Director of the Company may declare and confirm the above results of voting by postal ballot and e-voting in respect of the resolutions referred to herein on Friday, 23rd February, 2018 at the Registered Office of the Company. The results of the postal ballot will also be displayed at the registered office and posted on the Company's website - www.eidparry.com and on the Karvy's website - www.evoting.karvy.com besides being communicated to the Stock Exchanges where the Company's shares are listed. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

We further report that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has complied with all the provisions of the Rules. We further report that as per the said Rules, the records maintained by us such as postal ballot papers including voting by electronic means, the computer register (to record the consent or otherwise received from the shareholders, which includes all the particulars of the shareholders such as the name, address, folio number, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares abstained, number of shares rejected), are in our safe custody which will be handed over to the Company Secretary after the Chairman of the meeting considers, approves and signs the minutes of the meeting.

We thank you for the opportunity given to us to act as Scrutinizer for the above Postal Ballot & E-Voting.

Thanking You

Yours faithfully,

**For R. SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES**

CS R SRIDHARAN

FCS No. 4775

C P No. 3239

Place: Chennai

Encl.: a/a

