

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

Regd.Office : Dare House, 234,N.S.C. Bose Road, Parrys Corner, Chennai 600 001, India.

Tel : 91.44.25306789 Fax : 91.44.25341609 / 25340858

CIN : L24211TN1975PLC006989

Website : www.eidparry.com

July 30, 2019

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

Sub: Intimation on the proceedings of the 44th Annual General Meeting held on July 29, 2019.

44th Annual General Meeting (**AGM**) of the members of the Company was held at 3.30 p.m on July 29, 2019 at The Music Academy, New No.168 (Old No 306), T.T.K Road, Royapettah, Chennai - 600014.

Mr.V.Ravichandran, Chairman, took the Chair and before calling the meeting to order, introduced the members of the Board, secretary and the Senior Management Team of the Company. The requisite quorum being present, the chairman called the meeting to order. The Chairman informed that e-voting facility is available at the venue of the AGM for those shareholders who have not exercised their vote through remote e-voting made available to them.

Further, Chairman informed that the Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which the Directors are interested, documents contained in the AGM Notice dated May 8, 2019 and a Certificate obtained from the Auditors of the Company confirming that the Company's ESOP Schemes have been implemented in accordance with the resolutions passed by shareholders, were available to the members for inspection at any time during the meeting.

Notice dated May 8, 2019 convening the AGM was taken as read with the consent of the members since it was already circulated to them.

Since the Auditors Report did not have any qualifications/observations, the same was not be read out at the meeting as per the provisions of Companies Act, 2013.

The Chairman in his speech gave an overview of the economic scenario, Sugar Industry Environment, Sustainability, Awards and Recognitions and the financial performance of the Company and its subsidiaries for the financial year ended March 31, 2019.

The Chairman invited the members to raise any queries or seek any clarifications on the operations of the company during the year 2018-19. Thereafter, the queries raised by the members were clarified by Mr.V.Ravichandran, Chairman and Mr.Suresh, Managing Director.

The shareholders who had not voted through remote e-voting, voted at the AGM venue on the resolutions given in the Notice of AGM dated May 8, 2019

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The Chairman informed the shareholders that Mr. R. Sridharan of M/s. R. Sridharan & Associates, Practicing Company Secretaries appointed as the Scrutinizer for conducting the remote e-voting and e-voting process at the AGM would be submitting consolidated Scrutinizer's Report.

The Chairman further informed the shareholders that the voting results would be placed on the website of the Company and also informed to the Stock Exchanges for dissemination.

There being no other agenda, the Chairman thanked the members present and declared the meeting as closed. The meeting concluded at 5.40 p.m.

In terms of the provisions of Regulation 44 of the SEBI (LODR) Regulations, 2015, the details of results of voting held through remote e-voting and e-voting at the AGM venue and the scrutiniser's report dated July 30, 2019 are enclosed.

We request you to please take the above on record.

Thanking you,

Yours faithfully,

For **E.I.D. - PARRY (INDIA) LIMITED**

BISWA MOHAN RATH
Company Secretary

Encl.: a/a



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	EID PARRY (INDIA) LIMITED
Date of the AGM/EGM	29-07-2019
Total number of shareholders on record date	55807
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	8
Public:	2680
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1								
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Standalone Financial Statements of the Company for the financial year ended March 31, 2019 and the Reports of the Board of Directors and the Auditors thereon.								
Whether promoter/ promoter group are 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 against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	7,92,09,752	7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
Public- Institutions	E-Voting	1,94,69,653	71,02,809	36.4814	71,02,809	0	100.0000	0.0000	1,29,436
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		71,02,809	36.4814	71,02,809	0	100.0000	0.0000	1,29,436
Public- Non Institutions	E-Voting	7,83,15,576	2,14,024	0.2733	2,14,022	2	99.9990	0.0009	0
	Poll		1,836	0.0023	1,646	190	89.6514	10.3485	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		2,15,860	0.2756	2,15,668	192	99.9111	0.0889	0
	Total	17,69,94,981	8,65,28,131	48.8673	8,65,27,939	192	99.9998	0.0002	1,29,436



Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 and the Report of the Auditors thereon.								
Whether promoter/ promoter group are 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 against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	7,92,09,752	7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
Public- Institutions	E-Voting	1,94,69,653	71,02,809	36.4814	71,02,809	0	100.0000	0.0000	1,29,436
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		71,02,809	36.4814	71,02,809	0	100.0000	0.0000	1,29,436
Public- Non Institutions	E-Voting	7,83,15,576	2,14,024	0.2733	2,14,021	3	99.9985	0.0014	0
	Poll		1,836	0.0023	1,646	190	89.6514	10.3485	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		2,15,860	0.2756	2,15,667	193	99.9106	0.0894	0
Total		17,69,94,981	8,65,28,131	48.8873	8,65,27,938	193	99.9998	0.0002	1,29,436



Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - Confirmation of Dividend paid during the financial year ended March 31, 2019.								
Whether promoter/ promoter group are 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 against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	7,92,09,752	7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
Public- Institutions	E-Voting	1,94,69,653	72,32,245	37.1462	72,32,245	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		72,32,245	37.1462	72,32,245	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting	7,83,15,576	2,14,024	0.2733	2,14,020	4	99.9981	0.0018	0
	Poll		1,836	0.0023	1,646	190	89.6514	10.3485	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		2,15,860	0.2756	2,15,666	194	99.9101	0.0899	0
Total		17,69,94,981	8,66,57,567	48.9605	8,66,57,373	194	99.9998	0.0002	0

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Resolution No.	4								
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of a Director in place of Mr. Ramesh K B Menon DIN 05275821 who retires by rotation and eligible for re-appointment.								
Whether promoter/ promoter group are 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 against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	7,92,09,752	7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
Public- Institutions	E-Voting	1,94,69,653	72,32,245	37.1462	68,85,609	3,46,636	95.2070	4.7929	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		72,32,245	37.1462	68,85,609	3,46,636	95.2071	4.7929	0
Public- Non Institutions	E-Voting	7,83,15,576	2,14,024	0.2733	2,13,878	146	99.9317	0.0682	0
	Poll		1,836	0.0023	1,646	190	89.6514	10.3485	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		2,15,860	0.2756	2,15,524	336	99.8443	0.1557	0
Total		17,69,94,981	8,66,57,567	48.9605	8,63,10,595	3,46,972	99.5996	0.4004	0

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Resolution No.	5								
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. V. Manickam DIN 00179715 as an Independent Director								
Whether promoter/ promoter group are 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 against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	7,92,09,752	7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
Public- Institutions	E-Voting	1,94,69,653	72,32,245	37.1462	72,32,245	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		72,32,245	37.1462	72,32,245	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting	7,83,15,576	2,14,024	0.2733	2,13,884	140	99.9345	0.0654	0
	Poll		1,836	0.0023	1,646	190	89.6514	10.3485	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		2,15,860	0.2756	2,15,530	330	99.8471	0.1529	0
Total		17,69,94,981	8,66,57,567	48.9605	8,66,57,237	330	99.9996	0.0004	0

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Resolution No.	6								
Resolution required: (Ordinary/ Special)	SPECIAL - Payment of Remuneration to Mr. S. Suresh, Managing Director for the period from April 1, 2018 to March 31, 2021								
Whether promoter/ promoter group are 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 against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	7,92,09,752	7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
Public- Institutions	E-Voting	1,94,69,653	59,09,107	30.3503	27,05,452	32,03,655	45.7844	54.2155	13,23,138
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		59,09,107	30.3503	27,05,452	32,03,655	45.7844	54.2156	13,23,138
Public- Non Institutions	E-Voting	7,83,15,576	2,14,024	0.2733	2,13,819	205	99.9042	0.0957	0
	Poll		1,836	0.0023	1,646	190	89.6514	10.3485	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		2,15,860	0.2756	2,15,465	395	99.8170	0.1830	0
Total		17,69,94,981	8,53,34,429	48.2129	8,21,30,379	32,04,050	96.2453	3.7547	13,23,138

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Resolution No.	7								
Resolution required: (Ordinary/ Special)	ORDINARY - Remuneration of Cost Auditors for the financial year ending March 31, 2020								
Whether promoter/ promoter group are 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 against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	7,92,09,752	7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
Public- Institutions	E-Voting	1,94,69,653	72,32,245	37.1462	72,32,245	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		72,32,245	37.1462	72,32,245	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting	7,83,15,576	2,14,023	0.2733	2,14,018	5	99.9976	0.0023	0
	Poll		1,836	0.0023	1,646	190	89.6514	10.3485	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		2,15,859	0.2756	2,15,664	195	99.9097	0.0903	0
Total		17,69,94,981	8,66,57,566	48.9605	8,66,57,371	195	99.9998	0.0002	0

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Resolution No.	8								
Resolution required: (Ordinary/ Special)	SPECIAL - Issue of Non-Convertible Debentures aggregating upto Rs. 300 Crore								
Whether promoter/ promoter group are 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 against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid
Promoter and Promoter Group	E-Voting	7,92,09,752	7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		7,92,09,462	99.9996	7,92,09,462	0	100.0000	0.0000	0
Public- Institutions	E-Voting	1,94,69,653	72,32,245	37.1462	72,32,245	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		72,32,245	37.1462	72,32,245	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting	7,83,15,576	2,14,004	0.2733	2,13,999	5	99.9976	0.0023	20
	Poll		1,836	0.0023	1,646	190	89.6514	10.3485	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		2,15,840	0.2756	2,15,645	195	99.9097	0.0903	20
Total		17,69,94,981	8,66,57,547	48.9605	8,66,57,352	195	99.9998	0.0002	20

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Resolution No.	9								
Resolution required: (Ordinary/ Special)	SPECIAL - Payment of Commission to Non-Whole time Directors of the Company from April 1, 2019 to March 31, 2024								
Whether promoter/ promoter group are 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 against on votes polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	7,92,09,752	7,92,09,462	99.9996	7,84,61,532	7,47,930	99.0557	0.9442	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		7,92,09,462	99.9996	7,84,61,532	7,47,930	99.0558	0.9442	0
Public- Institutions	E-Voting	1,94,69,653	72,32,245	37.1462	72,32,245	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		72,32,245	37.1462	72,32,245	0	100.0000	0.0000	0
Public- Non Institutions	E-Voting	7,83,15,576	2,14,022	0.2733	2,13,037	985	99.5397	0.4602	2
	Poll		1,836	0.0023	1,646	190	89.6514	10.3485	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		2,15,858	0.2756	2,14,683	1,175	99.4557	0.5443	2
	Total	17,69,94,981	8,66,57,565	48.9605	8,59,08,460	7,49,105	99.1356	0.8644	2

for



Consolidated Scrutinizer's Report

30th July, 2019

The Chairman
E.I.D.-Parry (India) Limited,
"Dare House", Parrys Corner,
Chennai-600001.

Ref: 44th Annual General Meeting (AGM) of the members of E.I.D.-Parry (India) Limited

Dear Sir,

We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of **E.I.D.-Parry (India) Limited** vide resolution dated 8th May, 2019 pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 (as amended) and Rule 21 of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process held between Thursday, July 25, 2019 (9.00 AM) (IST) to Sunday, July 28, 2019 (5.00 PM) (IST) and to conduct the Polling process through electronic voting system (Insta Poll) relating to the 44th Annual General Meeting (AGM) of the members of the Company, held on Monday, the 29th July, 2019 at 3:30 p.m. at The Music Academy, Madras, New No.168 (Old No.306), T.T.K Road, Royapettah, Chennai 600 014. The shareholders of the Company as on the "cut off" date i.e. Monday, 22nd July, 2019 were entitled to vote as set out in the notice of the AGM.

We now submit our consolidated Report as under:

- 1.The Company has availed remote e-voting system and electronic voting system at the AGM Venue (Insta Poll) from Karvy Fintech Private Limited for enabling the members to cast their vote under the provisions of the said sections and the Rules made there under.
2. We have scrutinized and reviewed the remote e-voting system, electronic voting system at the AGM Venue (Insta Poll) at the conclusion of AGM. We had unblocked the list of members who had exercised the votes through remote e-voting after 5.00 P.M. on July 28, 2019. Further, we have unblocked the votes cast by the members at the AGM venue through electronic voting system (Insta Poll) in the presence of Mr. K Satheesh and Ms. R Geethanjali, who are the witnesses and not in the employment of the Company. The votes tendered therein in respect of the remote e-voting system and voting at the AGM venue (Insta Poll) are based on the data downloaded from the official website of Karvy Fintech Private Limited.
3. Based on the data downloaded from the Official website of Karvy Fintech Private Limited for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system (Insta Poll) conducted at the AGM Venue, we now submit our consolidated report (Remote E-Voting, Electronic Voting System (Insta Poll)) as under:



Item No. 1 - Adoption of Standalone Financial Statements of the Company for the financial year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
141	86526293	19	1646	86527939	99.9998

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
1	2	4	190	192	0.0002

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 2 - Adoption of Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 and the Report of Auditors thereon. (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
141	86526292	19	1646	86527938	99.9998

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
1	3	4	190	193	0.0002

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 3 -Confirmation of Dividend paid during the financial year ended March 31, 2019.(Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
142	86655727	19	1646	86657373	99.9998

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
1	4	4	190	194	0.0002

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 4 – Appointment of Mr. Ramesh K B Menon (DIN:05275821) as a Director, who retires by rotation and being eligible for re-appointment. (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
133	86308949	19	1646	86310595	99.5996

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
9	346782	4	190	346972	0.4004

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 5 – Re-Appointment of Mr. V. Manickam (DIN: 00179715) as an Independent Director of the Company (Special Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
141	86655591	19	1646	86657237	99.9996

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
1	140	4	190	330	0.0004

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item No.5 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 6 - Payment of Remuneration to Mr. S Suresh (DIN: 06999319), Managing Director for the period from April 1, 2018 to March 31, 2021.(Special Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
103	82128733	19	1646	82130379	96.2453

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
39	3203860	4	190	3204050	3.7547

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item No.6 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 7 – Remuneration of the Cost Auditors for the financial year ending March 31, 2020 (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
141	86655725	19	1646	86657371	99.9998

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
2	5	4	190	195	0.0002

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No.7 as set out in the Notice of the AGM is passed with requisite majority.



**Item No. 8- Issue of Non-Convertible Debentures aggregating upto Rs. 300 Crores.
(Special Resolution)**

(i) Votes in favour of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
140	86655706	19	1646	86657352	99.9998

(ii) Votes against the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
2	5	4	190	195	0.0002

(iii) Invalid Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item No.8 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 9- Payment of Commission to Non- Whole time Directors of the Company from April 1, 2019 to March 31, 2024 (Special Resolution)

(I) Votes in favour of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
135	85906814	19	1646	85908460	99.1356

(II) Votes against the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E-Voting and Insta Poll	% of total number of valid votes cast
7	748915	4	190	749105	0.8644

(iii) Invalid Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll	Number of votes cast (Shares) - Insta Poll	Total Number of votes cast through Remote E- Voting and Insta Poll
NIL	NIL	NIL	NIL	NIL

RESULT:

As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item No.9 as set out in the Notice of the AGM is passed with requisite majority.

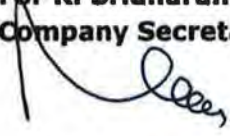





4. A Compact Disc (CD) containing a list of equity shareholders who voted "**FOR**" and "**AGAINST**" for each resolution is enclosed.
5. The electronic data relating to remote e-voting and electronic voting system (Insta Poll) and all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,
Yours faithfully,

For R. Sridharan & Associates
Company Secretaries


CS R. Sridharan
CP No. 3239
FCS No. 4775

