# RESULTS OF VOTING OF E.I.D.- PARRY (INDIA) LIMITED – 39<sup>TH</sup> Annual General Meeting held on 30<sup>th</sup> July, 2014 (Evoting and Physical Poll)

### Item No: 1

### Adoption of Financial Statements (Ordinary Resolution)

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

Number	of	Number	of	Number	of	Number	of	Total Nu	mber	% of	total
members		votes	cast	members/Pr	oxies	votes	cast	of votes	cast	numbe	er of
voted in	e-	(Shares)	— E	voted by Pol	1	(Shares) -	Poll	through	E-	valid	votes
voting		Voting						Voting	and	cast	
								Poll			
114		103459	927	69		38321	43	107292	070	99.	99%

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

NIL		NIL		12		6630	)	6630		0.0	1%
voting		Voting						Voting Poll	and	cast	
voted in	e-	(Shares)	— E	voted by Po	II	(Shares) -	Poll	through	E-	valid	votes
members		votes	cast	members/Pi	roxies	votes	cast	of votes	cast	numbe	er of
Number	of	Number	of	Number	of	Number	of	Total Nur	nber	% of	total

(iii) Invalid Votes:

Number	of	Number of votes	Number of	Number of votes	Total Number of
members		cast (Shares) – E	members/Proxies	cast (Shares) - Poll	votes cast through E-
voted in	e-	Voting	voted by Poll		Voting and Poll
voting					
NIL		NIL	10	2361408	2361408

### 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 in favour of the resolution with requisite majority.

### <u>Appointment of Mr. Anand Narain Bhatia as an Independent Director of the Company</u> (Ordinary Resolution)

Number of	Number	of	Number	of	Number	of	Total Num	ber	% of	total
members	votes c	cast	members/Pro	xies	votes	cast	of votes c	ast	numbe	r of
voted in e-	(Shares) –	·Ε	voted by Poll		(Shares) -	Poll	through	E-	valid	votes
voting	Voting						Voting a	and	cast	
							Poll			
109	10337673	39	74		38375	03	10721424	2	99.9	92%

### (i) Voted in **favour** of the resolution:

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

Number	of	Number	of	Number	of	Number	of	Total Nur	nber	% of	total
members		votes	cast	members/Pr	oxies	votes	cast	of votes	cast	numbe	er of
	e-	· ,	— E	voted by Pol	I	(Shares) -	Poll	through	E-	valid	votes
voting		Voting						Voting	and	cast	
								Poll			
5		8318	8	7		117	0	84358	3	0.0	8%

(iii) Invalid Votes:

Number members voted in voting	of e-	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) – Poll	Total Number of votes cast through E-Voting and Poll
NIL		NIL	10	2361508	2361508

### **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 in favour of the resolution with requisite majority.

## Appointment of Mr. M.B.N. Rao as an Independent Director of the Company (Ordinary Resolution)

Number o	of	Number	of	Number	of	Number	of	Total Nur	nber	% of	total
	e-	votes (Shares)	cast – E	members/Pr voted by Pol		votes (Shares) -	cast Poll	through	E-	valid	er of votes
voting		Voting						Voting Poll	and	cast	
86		100288	8083	71		36752	248	1039633	331	96.	89%

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

### (ii) Voted **against** the resolution:

28		31718	844	10		16342	25	33352	69	3.1	.1%
								Poll			
voting		Voting						Voting	and	cast	
voted in	e-	(Shares)	— E	voted by Pol	1	(Shares) -	Poll	through	E-	valid	votes
members		votes	cast	members/Pr	oxies	votes	cast	of votes	cast	numbe	er of
Number	of	Number	of	Number	of	Number	of	Total Nu	mber	% of	total

(iii) Invalid Votes:

Number of members voted in e-voting	Number of votes cast (Shares) – E Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E-Voting and Poll
NIL	NIL	10	2361508	2361508

### 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 in favour of the resolution with requisite majority.

### Appointment of Statutory Auditors (Ordinary Resolution)

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

Number o	of	Number	of	Number	of	Number	of	Total Num	nber	% of	total
members		votes	cast	members/Pr	oxies	votes	cast	of votes	cast	numbe	er of
voted in e	e-	(Shares)	— E	voted by Poll	l	(Shares) -	Poll	through	E-	valid	votes
voting		Voting						0	and	cast	
								Poll			
109		101911	.595	71		38358	53	1057474	48	98.	56%

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

Number	of	Number	of	Number	of	Number	of	Total Nu	mber	% of	total
members		votes	cast	members/Pr	oxies	votes	cast	of votes	cast	numb	er of
voted in	e-	(Shares)	— E	voted by Pol	l	(Shares) -	Poll	through	E-	valid	votes
voting		Voting						Voting	and	cast	
								Poll			
4		15443	861	9		2220	)	15465	81	1.4	14%

### (iii) Invalid Votes:

Number of members voted in e-voting	Number of votes cast (Shares) – E Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E-Voting and Poll
NIL	NIL	11	2362108	2362108

### 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 in favour of the resolution with requisite majority.

## Appointment of Mrs. Shyamala Gopinath as an Independent Director of the Company (Ordinary Resolution)

total

of votes

107	102830946	73	3754056	106585002	99.41%
Number of members voted in e- voting	Number of votes cast (Shares) – E Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll	% of tot number valid vot cast

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

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

Number o	of	Number	of	Number	of	Number	of	Total Numb	ber	% of	total
members		votes	cast	members/Pr	oxies	votes	cast	of votes ca	ast	numbe	r of
voted in e voting	e-	(Shares) Voting	– E	voted by Pol	I	(Shares) -	Poll	through Voting a Poll	E- ind	valid cast	votes
7		6289	81	6		2227	7	631208		0.5	9%

(iii) Invalid Votes:

Number of members voted	Number of votes cast (Shares) – E		Number of votes cast (Shares) - Poll	Total Number of votes cast through
in e-voting	Voting	voted by Poll		E-Voting and Poll
NIL	NIL	12	2443898	2443898

### 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. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

## <u>Appointment of Mr. V. Manickam as an Independent Director of the Company</u> (Ordinary Resolution)

Number of members voted in e- voting	Number of votes cast (Shares) – E Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	of votes cast through E- Voting and	% of total number of valid votes cast
89	101095110	75	3757160	Poll 104852270	97.72%

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

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

Number of	Number	of	Number	of	Number	of	Total Nur	nber	% of	total
members	votes	cast	members/P	roxies	votes	cast	of votes	cast	numbe	er of
voted in e-	(Shares)	— E	voted by Po	11	(Shares) -	Poll	through	E-	valid	votes
voting	Voting						Voting	and	cast	
							Poll			
25	2364	817	5		8101	3	244583	80	2.2	8%

(iii) Invalid Votes:

Number of	Number of votes	Number of	Number of votes cast	Total Number of
members voted in e-voting	cast (Shares) – E Voting	members/Proxies voted by Poll	(Shares) – Poll	votes cast through E-Voting and Poll
NIL	NIL	11	2362008	2362008

### **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. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

### Appointment of Mr. V. Ramesh as a Director of the Company (Ordinary Resolution)

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

Number o	of	Number	of	Number	of	Number	of	Total Nur	nber	% of	total
members		votes	cast	members/Pr	oxies	votes	cast	of votes	cast	numbe	er of
voted in e	<u>-</u>	(Shares)	— E	voted by Poll	l	(Shares) -	Poll	through	E-	valid	votes
voting		Voting						Voting	and	cast	
								Poll			
112		103459	796	76		37556	606	1072154	402	10	0%

### (ii) Voted **against** the resolution:

Number o	of	Number	of	Number	of	Number	of	Total Nu	mber	% of	total
members		votes	cast	members/Pr	roxies	votes	cast	of votes	cast	numbe	er of
voted in e	e-	(Shares)	— E	voted by Pol	II	(Shares) -	Poll	through	E-	valid	votes
voting		Voting						Voting	and	cast	
								Poll			
2		131		5		167	7	1808	3	0	%

### (iii) Invalid Votes:

Number of	Number of votes	Number of	Number of votes	Total Number of
members voted in	cast (Shares) – E	members/Proxies	cast (Shares) – Poll	votes cast
e-voting	Voting	voted by Poll		through E-Voting
				and Poll
NIL	NIL	10	2442898	2442898

### **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 in favour of the resolution with requisite majority.

### Enhancement of Borrowing Limits of the Company up to Rs. 3000 Crores (Special Resolution)

Number	of	Number	of	Number	of	Number	of	Total Nur	nber	% of	total
members		votes	cast	members/Pr	oxies	votes	cast	of votes	cast	numbe	er of
voted in	e-	(Shares)	— E	voted by Pol	I	(Shares) -	Poll	through	E-	valid	votes
voting		Voting						Voting	and	cast	
								Poll			
108		103410	166	69		36737	'17	1070838	383	99.	95%

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

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

Number of	Number of	Number of	Number of	Total Number	% of total
members	votes cast	members/Proxies	votes cast	of votes cast	number of
voted in e-	(Shares) – E	voted by Poll	(Shares) - Poll	through E-	valid votes
voting	Voting			Voting and	cast
				Poll	
6	49761	10	2770	52531	0.05%

### (iii) Invalid Votes:

Number of	Number of votes	Number of	Number of votes cast	Total Number of
members voted	cast (Shares) – E	members/Proxies	(Shares) – Poll	votes cast through
in e-voting	Voting	voted by Poll		E-Voting and Poll
NIL	NIL	12	2523694	2523694

### **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 in favour of the resolution with requisite majority.

### <u>Creation of Mortgage/Charge on the movable and Immovable properties of the Company (Special</u> Resolution)

Number of	Number of	Number of	Number of	Total Number	% of total
members	votes cast	members/Proxies	votes cast	of votes cast	number of
voted in e-	(Shares) – E	voted by Poll	(Shares) - Poll	through E-	valid votes
voting	Voting			Voting and	cast
				Poll	
107	103410164	70	3673817	107083981	99.95%

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

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

Number c	of	Number	of	Number	of	Number	of	Total Nur	nber	% of	total
members		votes	cast	members/Pr	oxies	votes	cast	of votes	cast	numbe	er of
voted in e	<u>)</u> -	(Shares)	— E	voted by Pol	I	(Shares) -	Poll	through	E-	valid	votes
voting		Voting						Voting	and	cast	
								Poll			
7		4976	3	9		2670	D	52433	3	0.0	5%

(iii) Invalid Votes:

Number of	Number of votes	Number of	Number of votes	Total Number of
members voted	cast (Shares) – E	members/Proxies	cast (Shares) - Poll	votes cast
in e-voting	Voting	voted by Poll		through E-
				Voting and Poll
NIL	NIL	12	2523694	2523694

### **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 in favour of the resolution with requisite majority.

### **Remuneration of Cost Auditors (Ordinary Resolution)**

Number	of	Number	of	Number	of	Number	of	Total Nur	nber	% of	total
members		votes	cast	members/Pr	roxies	votes	cast	of votes	cast	numbe	er of
voted in	e-	(Shares)	– E	voted by Pol	I	(Shares) -	Poll	through	E-	valid	votes
voting		Voting						Voting	and	cast	
								Poll			
111		103459	735	69		36737	65	1071335	500	10	0%

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

### (ii) Voted **against** the resolution:

Number of	f	Number	of	Number	of	Number	of	Total Number	% of total
members		votes	cast	members/Pr	oxies	votes	cast	of votes cast	number of
voted in e	-	(Shares)	— E	voted by Pol	l	(Shares) -	Poll	through E-	valid votes
voting		Voting						Voting and	cast
								Poll	
3		192	2	10		2722	2	2914	0%

### (iii) Invalid Votes:

Number of	Number of	Number of	Number of votes cast	Total Number of
members voted in			(Shares) – Poll	votes cast through E-
e-voting	(Shares) – E Voting	es voted by Poll		Voting and Poll
	0			
NIL	NIL	12	2523694	2523694

### **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. 10 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

### Issue of Redeemable Non Convertible Debentures (Special Resolution)

Number o members voted in e voting	-	Number votes (Shares) Voting	of cast – E	Number members/Pro voted by Poll	Number votes (Shares) -	of cast Poll	Total Nur of votes through Voting Poll		% of numbe valid cast	
108		103410	214	70	36745	65	107084	779	99.	95%

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

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

Number of	Number of	Number of	Number of	Total Number	% of total
members	votes cast	members/Proxies	votes cast	of votes cast	number of
voted in e- voting	(Shares) – E Voting	voted by Poll	(Shares) - Poll	through E- Voting and Poll	valid votes cast
6	49713	8	1917	51630	0.05%

(iii) Invalid Votes:

Number of	Number of votes	Number of	Number of votes cast	Total Number of
members voted	cast (Shares) – E	members/Proxies	(Shares) - Poll	votes cast through
in e-voting	Voting	voted by Poll		E-Voting and Poll
NIL	NIL	13	2523699	2523699

### **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. 11 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

### Payment of Commission to Non Whole time Directors of the Company (Special Resolution)

Number of members voted in e- voting	Number of votes cast (Shares) – E Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll	% of total number of valid votes cast
108	103459553	68	3754707	107214260	100%

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

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

Number	of	Number	of	Number	of	Number	of	Total Nu	mber	% of	total
members		votes	cast	members/Pro	oxies	votes	cast	of votes	cast	numbe	er of
voted in	e-	(Shares)	— E	voted by Poll		(Shares) -	Poll	through	E-	valid	votes
voting		Voting						Voting	and	cast	
								Poll			
6		374	•	13		4170	D	4544	•	0	%

(iii) Invalid Votes:

Number of	Number of	Number of	Number of votes cast	Total Number of
members voted in e-voting	votes cast (Shares) – E Voting		(Shares) – Poll	votes cast through E-Voting and Poll
NIL	NIL	10	2441304	2441304
NIL	NIL	10	2441304	2441304

### **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. 12 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

New No. 5, (Old No.12), Sivasailam Street T.Nagar, Chennai - 600 017. Phone : 42166988, 43502997, 42555587 Telefax : 044-42137082 email : sribhav@aryes.in sridharan.r@aryes.in

**Report of Scrutinizer - Combined** 

31<sup>st</sup> July,2014

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

Ref: The Thirty Ninth Annual General Meeting of the Equity Shareholders of Messrs. E.I.D.-Parry (India) Limited held on 30<sup>th</sup> July, 2014 at 4.00 PM at Tamil Isai Sangam, Rajah Annamalai Mandram, 5, Esplanade Road, Chennai – 600108.

Dear Sir,

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

- The Board of Directors of Messrs. E.I.D.-Parry (India) Limited vide resolution dated 29<sup>th</sup> April 2014, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 23<sup>rd</sup> July, 2014 at 9.00 AM IST to 25<sup>th</sup> July, 2014 at 6.00 PM IST.
- The Chairman of the Annual General Meeting (AGM) on Poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 66<sup>th</sup> AGM of the members of the Company, held on 30<sup>th</sup> July, 2014 at Narada Gana Sabha Trust, "Mini Hall", No 314, TTK Road, Chennai 600 018.

We now submit our combined Report as under:

1. After the time fixed for closing of the poll by the Chairman, three ballot boxes kept for polling were locked in our presence with due identification marks placed by me.

2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

39<sup>th</sup> AGM – Scrutinizer's Combin

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E.I.D- Parry (India) Limited

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We have scrutinized and reviewed the voting done through electronic means and by means of Poll taken at the venue of the AGM. The votes tendered therein in respect of the e voting system are based on the data downloaded from the Official website of the Central Depository Services (India) Limited [CDSL].

4. The combined result (E-voting and poll) of the said Resolutions are as under:

### Item No: 1

### Adoption of Financial Statements (Ordinary Resolution)

(i) Votes in favour of the resolution:

114		103459	927	69		383214	3	107292	070	99.	99%
members	e-	votes (Shares) Voting	cast	members/Pr voted by Pol	roxies		cast	of votes		numbe valid cast	
Number	of	Number	of	Number	of	Number	of	Total Nu	mher	% of	total

(ii) Votes against the resolution:

Number members voted in voting	of e-	Number votes (Shares) Voting	cast	Number of members/Proxies voted by Poll		Total Number of votes cast through E- Voting and	% of total number of valid votes cast
NIL		NI	L	12	6630	Poll 6630	0.01%

(iii) Invalid Votes:

members voted in voting	e-	cast (Shares) – E Voting	voted by Poll		votes cast through E- Voting and Poll
NIL		NIL	10	2361408	2361408

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 in favour of the resolution with requisite majority.

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E.I.D- Parry (India) Limited

39<sup>th</sup> AGM – Scrutinizer's Corr

### Item No: 2

## Appointment of Mr. Anand Narain Bhatia as an Independent Director of the Company (Ordinary Resolution)

(i) Voted in favour of the resolution:

voting 109		Voting 103376	5739	74		38375	03	Voting Poll 107214	and	cast 	32%
members voted in	e-	votes (Shares)	cast E	members/Pr voted by Pol		votes (Shares) -	cast Poll	through	cast E-	numbe valid	r of votes
Number	of	Number	of	Number	of	Number	of	Total Nu		% of	tota

(ii) Voted against the resolution:

Number	of	Number	- 김 영화가 사용	Number of	Number of	Total Number	% of total
members		votes	cast	members/Proxies	votes cast	of votes cast	number of
voted in	e-	(Shares)	- E	voted by Poll	(Shares) - Poll	through E-	valid votes
voting		Voting				Voting and	cast
						Poll	
5		831	8 <b>8</b>	7	1170	84358	0.08%

(iii) Invalid Votes:

Number members	of	Number of votes cast (Shares) – E		Number of votes cast (Shares) – Poll	Total Number of votes cast through
voted in voting	e-		voted by Poll		E-Voting and Poll
NIL		NIL	10	2361508	2361508

### 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 in favour of the resolution with requisite majority.

39<sup>th</sup> AGM – Scrutinizer's Com

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#### Item No: 3

#### Appointment of Mr. M.B.N. Rao as an Independent Director of the Company (Ordinary Resolution)

### (i) Voted in favour of the resolution:

Number members voted in voting	of e-	Number votes (Shares) Voting	of cast – E	Number members/Province voted by Poll	Number votes (Shares) -	of cast Poll			% oʻ numb valid cast	
86		100288	8083	71	 36752	48	103963	331	96.	89%

#### (ii) Voted against the resolution:

Number members voted in voting	of e-	Number votes (Shares) Voting	cast	Number of members/Proxies voted by Poll	<ul> <li>Light Mathematical Control of Automatical</li> </ul>	Total Number of votes cast through E- Voting and Poll	% of total number of valid votes cast
28		31718	B44	10	163425	3335269	3.11%

(iii) Invalid Votes:

Number of members voted in e-voting	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) - Poll	Total Number of votes cast through E-Voting and Poll
NIL	NIL	10	2361508	2361508

### 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 in favour of the resolution with requisite majority.

### Item No: 4

#### **Appointment of Statutory Auditors (Ordinary Resolution)**

(i) Voted in favour of the resolution:

Number members voted in voting	of e-	Number votes (Shares) Voting	of cast – E	Number members/Pr voted by Po	Number votes (Shares) -	cast	Total Nu of votes through Voting Poll		% of numbe valid cast	
109		101911	595	71	 38358	153	105747	448	98.	56%

(ii) Voted against the resolution:

Number	of	Number		Number of	이 집에 가지 않는 것이 가지 않는 것이 없다.	Total Number	% of total number of
members voted in	e-	votes (Shares)		members/Proxies voted by Poll	votes cast (Shares) - Poll	of votes cast through E-	number of valid votes
voting	C.	Voting	-	Noted by Your		Voting and Poll	cast
4		1544	361	9	2220	1546581	1.44%

(iii) Invalid Votes:

				T
Number of	Number of votes	Number of	Number of votes	Total Number of
members voted	cast (Shares) – E	members/Proxies	cast (Shares) - Poll	votes cast through
in e-voting		voted by Poll		E-Voting and Poll
NIL	NIL	11	2362108	2362108

### **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 in favour of the resolution with requisite majority.



E.I.D- Parry (India) Limited

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#### Item No: 5

## Appointment of Mrs. Shyamala Gopinath as an Independent Director of the Company (Ordinary Resolution)

(i) Voted in favour of the resolution:

members	of e-	Number votes (Shares) Voting	of cast E	Number members/Pr voted by Pol	Number votes (Shares) -	of cast Poll	Total Nu of votes through Voting Poll		% of numbe valid cast	
107		1028309	946	73	37540	56	106585	002	99,	41%

(ii) Voted against the resolution:

Number	of	Number	1000000000000	Number of	Number of	Total Number	% of total
members		votes	cast	members/Proxies	votes cast	of votes cast	number of
voted in	e-	(Shares)	- E	voted by Poll	(Shares) - Poll	through E-	valid votes
voting		Voting				Voting and Poll	cast
7		62898	31	6	2227	631208	0.59%

(iii) Invalid Votes:

	_		
Number of members voted in e-voting	Number of votes cast (Shares) – E Voting	Number of votes cast (Shares) - Poll	Total Number of votes cast through E-Voting and Poll

### **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. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

E.I.D- Parry (India) Limited



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NEW No. 5

Item No: 6

## Appointment of Mr. V. Manickam as an Independent Director of the Company (Ordinary Resolution)

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

Number of members voted in e- voting	Number of votes cast (Shares) – E Voting	members/Proxies	Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and	% of total number of valid votes cast
89	101095110	75	3757160	Poll 104852270	97.72%

(ii) Voted against the resolution:

Number	of	Number	of	Number of	Number of	Total Number	% of total
members		votes	cast	members/Proxies	votes cast	of votes cast	number of
voted in	e-	(Shares)	E	voted by Poll	(Shares) - Poll	through E-	valid votes
voting		Voting				Voting and	cast
						Poll	
25		2364	817	5	81013	2445830	2.28%

(iii) Invalid Votes:

Number of members voted in e-voting	Number of votes cast (Shares) – E Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-Voting
				and Poll
NIL	NIL	11	2362008	2362008

#### **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. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

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E.I.D- Parry (India) Limited

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New No. 5, (Old No.12), Sivasailam Street T.Nagar, Chennai - 600 017. Phone : 42166988, 43502997, 42555587 Telefax : 044-42137082 email : sribhav@aryes.in sridharan.r@aryes.in

### Item No: 7

Appointment of Mr. V. Ramesh as a Director of the Company (Ordinary Resolution)

(i) Voted in favour of the resolution:

voted in e- voting 112	(Shares) Voting 103459	- E	voted by Poll	 (Shares) -		through Voting Poll <b>107215</b> 4	E- and	valid cast	votes
Number of members	votes	of cast	Number members/Pro	Number votes	of cast	Total Nu of votes	cast	% of numbe	er of

(ii) Voted against the resolution:

		votes cast of votes cast (Shares) - Poll through E-	
	res) – E voted by Poll	(Shares) - Poll through E-	valid votes
Voting			, , , , , , , , , , , , , , , , , , , ,
voting voti	ng	Voting and	cast
		Poll	
2	131 5	1677 1808	0%

(iii) Invalid Votes:

NIL	NIL	10	2442898	2442898
				and Poll
-voting	Voting	voted by Poll		through E-Voting
nembers voted in	cast (Shares) - E	members/Proxies	cast (Shares) – Poll	votes cast
umber of	Number of votes		Number of votes	Total Number of
umber of	Number of votes	Number of	Number of votes	т

### **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 in favour of the resolution with requisite majority.

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#### Item No: 8

### Enhancement of Borrowing Limits of the Company up to Rs. 3000 Crores (Special Resolution)

(i) Voted in favour of the resolution:

108		103410	166	69		36737	17	Poll 107083	883	99.	95%
voted in voting	e-	(Shares) Voting	E	voted by Pol		(Shares) -	Poll	through Voting	E- and	valid cast	votes
Number members	of	Number votes	of cast	Number members/Pr	of oxies	Number votes	of cast	Total Nu of votes		% of numbe	

(ii) Voted against the resolution:

Number	of			Number of	<ul> <li>And Annual Contract Contract</li> </ul>	Total Number	
members		votes	cast	members/Proxies	votes cast	of votes cast	number of
voted in	e-	(Shares)	— E	voted by Poll	(Shares) - Poll	through E-	valid votes
voting		Voting				Voting and	cast
						Poll	
6		497	61	10	2770	52531	0.05%

(iii) Invalid Votes:

Number of members voted in e-voting	Number of votes cast (Shares) – E Voting		Number of votes cast (Shares) – Poll	Total Number of votes cast through E-Voting and Poll
NIL	NIL	12	2523694	2523694

### **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 in favour of the resolution with requisite majority.

E.I.D- Parry (India) Limited

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### Item No: 9

## <u>Creation of Mortgage/Charge on the movable and Immovable properties of the Company</u> (Special Resolution)

### (i) Voted in favour of the resolution:

107		103410	164	70		36738	17	Poll 107083	981	99.	95%
voting		Voting	_	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	.,	(onurco)		Voting	and	cast	voies
voted in	e-	(Shares)	- E	voted by Pol		(Shares) -	cast Poll	of votes through	Cast E-	numbo valid	er of votes
Number members	of	Number votes	of cast	Number members/Pi	of	Number votes	of			% of	

(ii) Voted against the resolution:

Number members voted in voting	of e-	· ·	cast	Number of members/Proxies voted by Poll	<ul> <li>A. S. Margara M. Margara and A. S. Margara.</li> </ul>	Total Number of votes cast through E- Voting and Poll	% of total number of valid votes cast
7		4976	3	9	2670	52433	0.05%

(iii) Invalid Votes:

Number of members voted in e-voting	Number of votes cast (Shares) – E Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll
NIL	NIL	12	2523694	2523694

### 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 in favour of the resolution with requisite majority.



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### Item No : 10

### Remuneration of Cost Auditors (Ordinary Resolution)

### (i) Voted in **favour** of the resolution:

members	of e-	Number votes (Shares) Voting	of cast E	Number members/Pro voted by Poll	Number votes (Shares) -	cast	Total Number of votes cast through E- Voting and Poll	% of total number of valid votes cast
111		103459	735	69	 36737	65	107133500	100%

(ii) Voted against the resolution:

members	of e-	Number votes (Shares) Voting	cast	Number of members/Proxies voted by Poll	Number of votes cast (Shares) = Poll	Total Number of votes cast through E- Voting and Poll	% of total number of valid votes cast
3		19:	2	10	2722	2914	0%

(iii) Invalid Votes:

NIL	NIL	12	2523694	2523694
Number of members voted in e-voting	1		Number of votes cast (Shares) – Poll	Total Number of votes cast through E- Voting and Poll

### **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. 10 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

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#### Item No: 11

### Issue of Redeemable Non Convertible Debentures (Special Resolution)

(i) Voted in favour of the resolution:

voting 108		Voting 103410						Voting Poll	and	cast	
Number members voted in	of e-	Number votes (Shares)	of cast – E	Number members/Prox voted by Poll	of ies	Number votes (Shares) - P	cast	Total Nu of votes through		% of numbe valid	

(ii) Voted against the resolution:

Number of members voted in e- voting	votes cast	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E- Voting and Poll	% of total number of valid votes cast
6	49713	8	1917	51630	0.05%

(iii) Invalid Votes:

Number of members voted in e-voting	Number of votes cast (Shares) – E Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through E-Voting and Poll
NIL	NIL	13	2523699	2523699

#### 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. 11 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

E.I.D- Parry (India) Limited

### Item No: 12

### Payment of Commission to Non Whole time Directors of the Company (Special Resolution)

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

Number		<b>b</b> 1	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~			Y			Y
Number	of	Number	of	Number	of	Number	of	Total Number	% of tota
members		votes	cast	members/Pro	xies	votes	cast	of votes cast	number o
voted in	e-	(Shares)	E	voted by Poll		(Shares) -	Poll	through E-	valid vote
voting		Voting						Voting and	cast
							1990 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 - 1997 -	Poll	
						전 문화		. 1	
108		103459	553	68		37547	07	107214260	100%
				N 2017		in the second		No.	

(ii) Voted against the resolution:

members	of e-	Number votes (Shares) Voting	cast	per of bers/Proxies by Poll	Number votes (Shares) -	cast	Total Nu of votes through Voting Poll			total r of votes
6		374	8	13	417(	)	4544	ļ	09	%

(iii) Invalid Votes:

Number of members voted in e-voting		Number of members/Proxies voted by Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through E-Voting and Poll
NIL	NIL	10	2441304	2441304

### 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. 12 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

E.I.D- Parry (India) Limited

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5. 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.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

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Thanking you, Yours faithfully,

