



August 2, 2019

The Manager
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No.C-1, Block G
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051

The Secretary
BSE Limited,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001

Symbol : CHOLAHLDNG

Scrip Code : 504973

Dear Sir / Madam,

Sub: Voting results - 70th Annual General Meeting (AGM)

We wish to inform you that the 70th AGM of the Company was held yesterday at 3.00 pm and the business stated in the notice dated May 3, 2019 were transacted.

In this regard, we enclose the following:

- Voting results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Report of scrutinizer dated August 2, 2019 pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014.

We request you to take the above on record.

Thanking you,
For **Cholamandalam Financial Holdings Limited**
(Formerly, TI Financial Holdings Limited)

A handwritten signature in blue ink, appearing to read "E Krithika", is written over the typed name.

E Krithika
Company Secretary

Encl: As above

Cholamandalam Financial Holdings Limited
(Formerly known as TI Financial Holdings Limited)

Dare House, 234, N.S.C Bose Road, Chennai - 600 001, India

Tel: 91.44.4217 7770-5 Fax: 91.44.4211 0404

Website: www.cholafhl.com

CIN - L65100TN1949PLC002905



murugappa

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General information about company

Scrip code	504973
NSE Symbol	CHOLAHLDNG
MSEI Symbol	
ISIN	INE149A01033
Name of the company	amandalam Financial Holdings Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	01-08-2019
Start time of the meeting	03:00 PM
End time of the meeting	03:30 PM

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Scrutinizer Details

Name of the Scrutinizer	R Sridharan
Firms Name	R Sridharan & Associates
Qualification	CS
Membership Number	4775
Date of Board Meeting in which appointed	03-05-2019
Date of Issuance of Report to the company	02-08-2019

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Voting results	
Record date	25-07-2019
Total number of shareholders on record date	21183
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	1762
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	Add Notes

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Resolution (2)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary No				
Description of resolution considered				ORDINARY- Confirmation of interim dividend paid on equity shares and approval of final dividend for the year ended March 31, 2019				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		89689592	98.6799	89689592	0	100.0000	0.0000
	Poll	90889469	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	90889469	89689592	98.6799	89689592	0	100.0000	0.0000
Public-Institutions	E-Voting		48957646	82.2764	48957646	0	100.0000	0.0000
	Poll	59503905	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	59503905	48957646	82.2764	48957646	0	100.0000	0.0000
Public- Non Institutions	E-Voting		645103	1.7288	645084	19	99.9971	0.0029
	Poll	37315630	4574	0.0123	4411	163	96.4364	3.5636
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37315630	649677	1.7410	649495	182	99.9720	0.0280
Total	Total	187709004	139296915	74.2090	139296733	182	99.9999	0.0001
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (3)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary Yes				
Description of resolution considered				ORDINARY- Re-appointment of Mr. M M Murugappan as director retiring by rotation				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		89689592	98.6799	88182072	1507520	98.3192	1.6808
	Poll	90889469	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	90889469	89689592	98.6799	88182072	1507520	98.3192	1.6808
Public-Institutions	E-Voting		46657731	78.4112	40398886	6258845	86.5856	13.4144
	Poll	59503905	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	59503905	46657731	78.4112	40398886	6258845	86.5856	13.4144
Public- Non Institutions	E-Voting		645103	1.7288	642824	2279	99.6467	0.3533
	Poll	37315630	4574	0.0123	4411	163	96.4364	3.5636
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37315630	649677	1.7410	647235	2442	99.6241	0.3759
Total	Total	187709004	136997000	72.9837	129228193	7768807	94.3292	5.6708
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (4)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Appointment of Mr. Ashok Kumar Barat as an Independent Director of the company						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		89689592	98.6799	89689592	0	100.0000	0.0000
	Poll	90889469	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	90889469	89689592	98.6799	89689592	0	100.0000	0.0000
Public- Institutions	E-Voting		45279324	76.0947	45105398	173926	99.6159	0.3841
	Poll	59503905	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	59503905	45279324	76.0947	45105398	173926	99.6159	0.3841
Public- Non Institutions	E-Voting		645103	1.7288	642824	2279	99.6467	0.3533
	Poll	37315630	4574	0.0123	4411	163	96.4364	3.5636
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37315630	649677	1.7410	647235	2442	99.6241	0.3759
Total	Total	187709004	135618593	72.2494	135442225	176368	99.8700	0.1300
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sridharan Rangarajan as a director liable to retire by rotation				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	90889469	89689592	98.6799	89689592	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		90889469	89689592	98.6799	89689592	0	100.0000
Public- Institutions	E-Voting	59503905	45279324	76.0947	45200468	78856	99.8258	0.1742
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		59503905	45279324	76.0947	45200468	78856	99.8258
Public- Non Institutions	E-Voting	37315630	645103	1.7288	642824	2279	99.6467	0.3533
	Poll		4574	0.0123	4411	163	96.4364	3.5636
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		37315630	649677	1.7410	647235	2442	99.6241
Total	Total	187709004	135618593	72.2494	135537295	81298	99.9401	0.0599
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



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Resolution (6)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary No				
Description of resolution considered				Appointment of Mr. V Ravichandran as a director liable to retire by rotation				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		89689592	98.6799	89689592	0	100.0000	0.0000
	Poll	90889469	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	90889469	89689592	98.6799	89689592	0	100.0000	0.0000
Public-Institutions	E-Voting		45279324	76.0947	45279324	0	100.0000	0.0000
	Poll	59503905	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	59503905	45279324	76.0947	45279324	0	100.0000	0.0000
Public- Non Institutions	E-Voting		645103	1.7288	642824	2279	99.6467	0.3533
	Poll	37315630	4574	0.0123	4411	163	96.4364	3.5636
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37315630	649677	1.7410	647235	2442	99.6241	0.3759
Total	Total	187709004	135618593	72.2494	135616151	2442	99.9982	0.0018
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0



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Resolution (7)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary No				
Description of resolution considered				Appointment of Mr. Balasubramanyan Ramaratnam as an Independent Director of the company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		89689592	98.6799	89689592	0	100.0000	0.0000
	Poll	90889469	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	90889469	89689592	98.6799	89689592	0	100.0000	0.0000
Public-Institutions	E-Voting		45279324	76.0947	45279324	0	100.0000	0.0000
	Poll	59503905	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	59503905	45279324	76.0947	45279324	0	100.0000	0.0000
Public- Non Institutions	E-Voting		645103	1.7288	642824	2279	99.6467	0.3533
	Poll	37315630	4574	0.0123	4411	163	96.4364	3.5636
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37315630	649677	1.7410	647235	2442	99.6241	0.3759
Total	Total	187709004	135618593	72.2494	135616151	2442	99.9982	0.0018
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution (8)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Special Yes				
Description of resolution considered				SPECIAL - Approval of remuneration by way of commission to Non-Executive Directors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		89689592	98.6799	88182072	1507520	98.3192	1.6808
	Poll	90889469	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	90889469	89689592	98.6799	88182072	1507520	98.3192	1.6808
Public-Institutions	E-Voting		45279324	76.0947	45260572	18752	99.9586	0.0414
	Poll	59503905	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	59503905	45279324	76.0947	45260572	18752	99.9586	0.0414
Public- Non Institutions	E-Voting		645103	1.7288	642824	2279	99.6467	0.3533
	Poll	37315630	4574	0.0123	4411	163	96.4364	3.5636
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37315630	649677	1.7410	647235	2442	99.6241	0.3759
Total	Total	187709004	135618593	72.2494	134089879	1528714	98.8728	1.1272
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Consolidated Scrutinizer's Report

2nd August, 2019

The Chairman

**Cholamandalam Financial Holdings Limited,
(formerly TI Financial Holdings Limited)**

Dare House, 234, N S C Bose Road,
Chennai - 600 001

Ref: 70th Annual General Meeting (AGM) of the members of Cholamandalam Financial Holdings Limited.

Dear Sir,

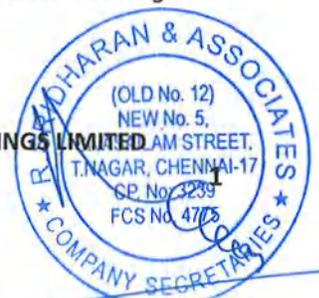
We, R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of **Cholamandalam Financial Holdings Limited (formerly TI Financial Holdings Limited)** vide resolution dated 03rd 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 Saturday, July 27, 2019 (9.00 AM) (IST) to Wednesday, July 31, 2019 (5.00 PM) (IST) and to conduct the voting process through electronic voting system at the AGM venue (Insta Poll) relating to the resolutions set out in the notice of the 70th AGM of the members of the Company, held on Thursday, 1st August, 2019 at 3.00 p.m. (IST) at T T K Auditorium, The Music Academy, New No 168, (Old No.306), TTK Road, Chennai - 600 014.

We now submit our consolidated Report as under:

1. The Company has engaged services of Karvy Fintech Private Limited (Karvy) to provide remote e-voting facility and electronic voting facility at the AGM venue, for members to cast their votes 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 31, 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 Mr. Naveenraj N, 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.
3. Based on the data downloaded from the Official website of Karvy 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 and Electronic Voting System (Insta Poll)) as under:

70TH AGM – CONSOLIDATED SCRUTINIZER'S REPORT – CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED





Item No. 1 - Adoption of Audited Standalone and Consolidated Financial Statements, Reports of the Board of Directors' & Auditors for the financial year ended 31st March, 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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
193	139228845	19	4411	139233256	99.9999

(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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
1	19	1	163	182	0.0001

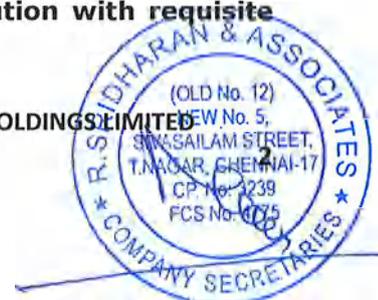
(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and 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 in favour of the resolution with requisite majority.

70TH AGM – CONSOLIDATED SCRUTINIZER'S REPORT – CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED





Item No. 2 – Confirmation of interim dividend paid on equity shares and approval of final dividend for the 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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
194	139292322	19	4411	139296733	99.9999

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

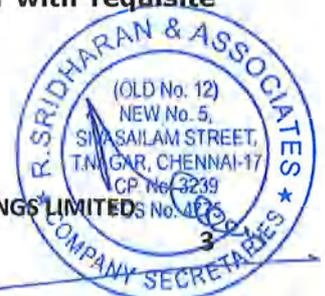
Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
1	19	1	163	182	0.0001

(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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and 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 in favour of the resolution with requisite majority





Item No. 3 – Re-appointment of Mr. M M Murugappan, director retiring by rotation. (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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
157	129223782	19	4411	129228193	94.3292

(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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
35	7768644	1	163	7768807	5.6708

(ii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E- Voting	Number of members/Proxies voted by Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through Remote E- Voting and 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 in favour of the resolution with requisite majority.



Item No. 4 – Appointment of Mr. Ashok Kumar Barat as an Independent Director of the company. (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 Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
182	135437814	19	4411	135442225	99.8700

(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 Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
8	176205	1	163	176368	0.1300

(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 Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through Remote E- Voting and 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 in favour of the resolution with requisite majority.



**Item No. 5 – Appointment of Mr. Sridharan Rangarajan as a director liable to retire by rotation. (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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
186	135532884	19	4411	135537295	99.9401

(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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
4	81135	1	163	81298	0.0599

(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 Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through Remote E- Voting and 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. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



Item No. 6 – Appointment of Mr. V Ravichandran as a director liable to retire by rotation. (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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
188	135611740	19	4411	135616151	99.9982

(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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
2	2279	1	163	2442	0.0018

(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 Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through Remote E- Voting and 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. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



Item No. 7 – Appointment of Mr. B Ramaratnam as an Independent Director of the company. (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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
188	135611740	19	4411	135616151	99.9982

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

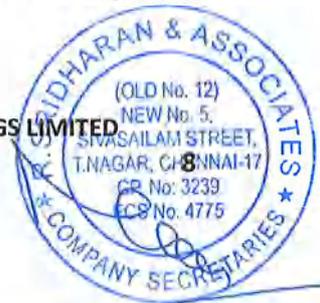
Number of members voted in Remote E- Voting	Number of votes cast (Shares) – Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
2	2279	1	163	2442	0.0018

(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 Poll	Number of votes cast (Shares) – Poll	Total Number of votes cast through Remote E- Voting and 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 in favour of the resolution with requisite majority.





Item No. 8 – Remuneration by way of commission to Non-Executive Directors. (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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
185	134085468	19	4411	134089879	98.8728

(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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
5	1528551	1	163	1528714	1.1272

(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 Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and 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 in favour of the resolution 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 all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman of the meeting 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

