



MANAPPURAM[®] FINANCE LIMITED



Make Life Easy

Ref: Sec/SE/ 411 /17-18
19th August 2017

BSE Ltd
PhirozeJeejeebhoy Towers
Dalal Street
Mumbai- 400001

National Stock Exchange of India Limited
5th Floor, Exchange Plaza
Bandra (East),
Mumbai – 400 051

Dear Sir/Madam

Sub: Declaration of Voting Results under Regulation 44 (3) of SEBI (LODR) Regulation 2015

We are enclosing herewith the voting results of Annual General Meeting held on 18th August 2017 under Regulation 44(3) of SEBI (LODR) Regulation 2015 along with scrutinizer's report in this regard.

Request you to take the same on your record.

Thanking you.

Yours Faithfully,

For Manappuram Finance Limited


Ramesh Periasamy
Company Secretary



India's First Listed and Highest Credit Rated Gold Loan Company

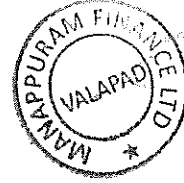
Corporate Office : (CIN-L65910KL1992PLC006623) IV/470A (old) W638A(New), Manappuram House, Valappad, Thrissur, Kerala - 680 567, India
Tel : 0487 - 3050100, 3050108 Fax : 0487 - 2399298 E mail : mail@manappuram.com Website : www.manappuram.com

Voting results	
Record date	11th August 2017
Total number of shareholders on record date	114344
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	6
b) Public	549
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	6

For Manappuram Finance Limited



Ramesh Periasamy
Company Secretary



MANAPPURAM FINANCE LIMITED
Voting Details for the Business Transacted at the Annual General Meeting held on 16th August, 2017

S/NO	RESOLUTION	1	2	3	4	5	6	7
		No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on (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
1	Premier - E-Voting	290050448	139637144	48.142	139637144	-	100.000	-
	Premier - Ballot by Post	-	-	-	-	-	-	-
	Premier - Poll at AGM	-	-	-	-	-	-	-
	Total (A)	290050448	139637144	48.14	139637144	-	100.00	-
	Public - Institutions - E-Voting	33773201	17284437	51.51	17284437	-	100.000	-
	Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
	Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
	Total (B)	33773201	17284437	51.52	17284437	-	100.00	-
	Public - Non Institutions - E-Voting	214161947	8933162	4.171	8933162	21869	99.754	0.246
	Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
Public - Non Institutions - Poll at AGM	-	-	-	-	-	-	-	
Total (C)	214161947	8933162	4.19	8933162	21869	99.76	0.24	
Total (A+B+C)	841925696	326904956	38.72	326904956	21869	99.99	0.01	
2	Premier - E-Voting	290050448	139637144	48.142	139637144	-	100.000	-
	Premier - Poll at AGM	-	-	-	-	-	-	-
	Premier - Ballot by Post	-	-	-	-	-	-	-
	Total (A)	290050448	139637144	48.14	139637144	-	100.00	-
	Public - Institutions - E-Voting	33773201	17284437	51.51	17284437	-	100.000	-
	Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
	Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
	Total (B)	33773201	17284437	51.52	17284437	-	100.00	-
	Public - Non Institutions - E-Voting	214161947	8933162	4.171	8933162	1209	99.846	0.154
	Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
Public - Non Institutions - Poll at AGM	-	-	-	-	-	-	-	
Total (C)	214161947	8933162	4.19	8933162	1209	99.98	0.02	
Total (A+B+C)	841925696	326904956	38.72	326904956	1209	99.99	0.01	
3	Premier - E-Voting	290050448	139637144	48.142	139637144	-	100.000	-
	Premier - Poll at AGM	-	-	-	-	-	-	-
	Premier - Ballot by Post	-	-	-	-	-	-	-
	Total (A)	290050448	139637144	48.14	139637144	-	100.00	-
	Public - Institutions - E-Voting	33773201	17284437	51.51	17284437	-	100.000	-
	Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
	Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
	Total (B)	33773201	17284437	51.52	17284437	-	100.00	-
	Public - Non Institutions - E-Voting	214161947	8933162	4.171	8933162	1011	99.889	0.111
	Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
Public - Non Institutions - Poll at AGM	-	-	-	-	-	-	-	
Total (C)	214161947	8933162	4.19	8933162	1011	99.99	0.01	
Total (A+B+C)	841925696	326904956	38.72	326904956	1011	99.97	0.03	
4	Premier - E-Voting	290050448	139637144	48.142	139637144	-	100.000	-
	Premier - Poll at AGM	-	-	-	-	-	-	-
	Premier - Ballot by Post	-	-	-	-	-	-	-
	Total (A)	290050448	139637144	48.14	139637144	-	100.00	-
	Public - Institutions - E-Voting	33773201	17284437	51.51	17284437	-	100.000	-
	Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
	Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
	Total (B)	33773201	17284437	51.52	17284437	-	100.00	-
	Public - Non Institutions - E-Voting	214161947	8933162	4.171	8933162	22569	99.747	0.253
	Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
Public - Non Institutions - Poll at AGM	-	-	-	-	-	-	-	
Total (C)	214161947	8933162	4.19	8933162	22569	99.75	0.25	
Total (A+B+C)	841925696	326904956	38.72	326904956	22569	99.99	0.01	
5	Premier - E-Voting	290050448	139637144	48.142	139637144	-	100.000	-
	Premier - Poll at AGM	-	-	-	-	-	-	-
	Premier - Ballot by Post	-	-	-	-	-	-	-
	Total (A)	290050448	139637144	48.14	139637144	-	100.00	-
	Public - Institutions - E-Voting	33773201	17284437	51.51	17284437	-	100.000	-
	Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
	Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
	Total (B)	33773201	17284437	51.52	17284437	-	100.00	-
	Public - Non Institutions - E-Voting	214161947	8933162	4.171	8933162	85	99.811	0.189
	Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
Public - Non Institutions - Poll at AGM	-	-	-	-	-	-	-	
Total (C)	214161947	8933162	4.19	8933162	85	99.99	0.01	
Total (A+B+C)	841925696	326904956	38.72	326904956	85	99.99	0.01	
6	Premier - E-Voting	290050448	139637144	48.142	139637144	-	100.000	-
	Premier - Poll at AGM	-	-	-	-	-	-	-
	Premier - Ballot by Post	-	-	-	-	-	-	-
	Total (A)	290050448	139637144	48.14	139637144	-	100.00	-
	Public - Institutions - E-Voting	33773201	17284437	51.51	17284437	-	100.000	-
	Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
	Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
	Total (B)	33773201	17284437	51.52	17284437	-	100.00	-
	Public - Non Institutions - E-Voting	214161947	8933162	4.171	8933162	15	99.970	0.030
	Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
Public - Non Institutions - Poll at AGM	-	-	-	-	-	-	-	
Total (C)	214161947	8933162	4.19	8933162	15	99.98	0.02	
Total (A+B+C)	841925696	326904956	38.72	326904956	15	99.98	0.02	





SATHISH.V

B.COM, LLB, PGDT, ACMA, FCS
PRACTICING COMPANY SECRETARY

BI, I FLOOR, PERIPELLATH APARTMENTS
JAWAHAR – MAHATMA ROAD,
VYTTILA P.O, COCHIN - 682019

Phone: 0484 – 6002101; 9961333309 Email: vsathish.cs@gmail.com

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL

Name of the Company	MANAPPURAM FINANCE LIMITED
Meeting	25 th Annual General Meeting
Date & Time	Friday 18 th August 2017 at 10.30 a.m
Venue	Latha Convention Centre, Valappad P.O Thrissur - 680567

1. Appointment as Scrutinizer:

I, SATHISH V, Practising Company Secretary holding Membership No FCS 8005 and Certificate of Practice No: 8343, have been appointed by the Board of Directors of M/s Manappuram Finance Ltd as the Scrutinizer for the Electronic Voting of the resolutions included in the Notice calling the 25th Annual General Meeting of the Company held on 18th August 2017 at Latha Convention Centre, Valappad, Thrissur - 680567.

2. Dispatch of Notice Convening the 25th Annual General Meeting:

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the Depositories viz National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed the dispatch of the Notice of the Annual General Meeting as under:

- On 24.07.2017, by email to 1,00,663 members who had registered their email id's with the Company/ Depositories
- On 24.07.2017 by Post to 15,712 members in physical form

3. Cut-off Date

The voting rights were reckoned as on **Friday, 11th August 2017**, being the Cut-off date for the purpose of deciding the entitlements of members for the remote e-voting and voting at the 25th Annual General Meeting.





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4. Remote e-voting

4.1 Agency:

The Company had appointed M/s Central Depository Services (India) Limited (CDSL) as the agency for providing the remote e-voting platform to the shareholders of the company.

4.2 Remote e-Voting:

Remote e-voting platform was open from Tuesday 15th August 2017 at 9:00 a.m IST to Thursday 17th August 2017 at 5:00 p.m and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special resolutions, on the e-voting platform provided by CDSL.

5. Voting at the AGM:

5.1 In accordance with the Companies (Management and Administration) Amendment Rules 2015, M/s CDSL provided the names, DP ID/ Client folios and shareholding of the members who had cast their votes through remote e-voting. Accordingly, it was ensured that members who have cast their votes through remote e-voting did not vote again, at the general meeting.

5.2 The company provided insta e-voting facility to the members who attended the 25th Annual General Meeting, who could not participate in the remote e-voting, to cast their votes on the resolutions contained in the Notice to the AGM.

6. Counting Process:

6.1 On completion of voting at the meeting, M/s CDSL provided me with the List of members who had cast their votes through remote e-voting including their holding details and details of vote cast on the resolution





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: 3 :

- 6.2 The votes were reconciled with the records maintained by the Company and M/s CDSL with respect to the authorisation/ proxies lodged with the company.
- 6.3 The insta e-voting facility was unblocked by me at around 1 p.m. after conclusion of voting at the 25th AGM, in the presence of two witnesses who are not the employees of the company and the insta e-voting results / list of equity shareholders who have voted for and against were generated.

7. Results:

- 7.1 The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means (ie by remote e-voting and through insta e-voting at the venue of the AGM for the resolutions contained in the Notice to the 25th AGM. My responsibility as a Scrutinizer for the voting process is to make a consolidated Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated hereunder based on the reports generated from the e-voting system provided by M/s CDSL, the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities through electronic means and of the insta e-voting facility provided by the Company at the venue of AGM.
- 7.2 I observed that
- a) 555 Members had exercised their votes through insta e-voting at the 25th AGM.
 - b) 196 Members had cast their votes through remote e-voting

The combined voting results are as detailed in the Annexure A





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VYTTILA P.O. COCHIN - 682019

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: 4 :

As required under Rule 20 (xii), A Register has been maintained in electronic form recording the assent or dissent received, the particulars of name, address, folio number or Client ID of the shareholders, number of shares held by them and the nominal value of such shares. None of these shares have any differential voting rights. All the relevant records of electronic voting, will remain in our safe custody until the Chairman considers, approves and signs the Minutes of the 25th Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you

Yours Faithfully

Place: Cochin
Date: 19.08.2017



SATHISH V
Practising Company Secretary
FCS – 8005; CP – 8343

The following is the summary of combined e voting results of
M/s MANAPPURAM FINANCE LIMITED
 [CIN: L65910KL1992PLC006623]
relevant to the 25th Annual General Meeting of the company held on 18.08.2017

Resolution No	SUBJECT MATTER OF THE RESOLUTION	MODE OF VOTING	TOTAL VOTES	VOTES IN FAVOUR		VOTES AGAINST	
				NO OF VOTES	%	NO OF VOTES	%
1	ORDINARY BUSINESS Adoption of Annual Accounts for 2016 - 2017	WEB	17,74,34,650	17,74,34,650	100.00	-	-
		VENUE	14,85,70,306	14,85,48,337	99.99	21,969	0.01
		TOTAL	32,60,04,956	32,59,82,987	99.993	21,969	0.01
2	Declaration of Dividend	WEB	17,74,34,650	17,74,34,650	100.00	-	-
		VENUE	14,85,70,306	14,85,69,097	100.00	1,209	0.00
		TOTAL	32,60,04,956	32,60,03,747	100.00	1,209	0.00
3	Appointment of Mr E A Kshirsagar as Director	WEB	17,74,34,643	16,20,04,483	91.30	1,54,30,160	8.70
		VENUE	14,85,70,306	14,85,69,295	100.00	1,011	0.00
		TOTAL	32,60,04,949	31,05,73,778	95.27	1,54,31,171	4.73



The following is the summary of combined e voting results of
M/s MANAPPURAM FINANCE LIMITED
 [CIN: L65910KL1992PLC006623]
relevant to the 25th Annual General Meeting of the company held on 18.08.2017

Resolution No	SUBJECT MATTER OF THE RESOLUTION	MODE OF E VOTING	TOTAL VOTES	VOTES IN FAVOUR		VOTES AGAINST	
				NO OF VOTES	%	NO OF VOTES	%
4	Appointment of M/s Deloitte Haskins and Sells, LLP as Statutory Auditors	WEB	17,74,34,650	17,74,34,526	100.00	124	0.00
		VENUE	14,85,70,306	14,85,47,737	99.98	22,569	0.02
		TOTAL	32,60,04,956	32,59,82,263	99.99	22,693	0.01
SPECIAL BUSINESS							
5	Re - appointment of Mr V P Nandakumar as Managing Director and CEO	WEB	17,74,34,650	17,54,43,860	98.88	19,90,790	1.12
		VENUE	14,85,70,306	14,85,69,295	100.00	1,011	0.00
		TOTAL	32,60,04,956	32,40,13,155	99.39	19,91,801	0.61
6	Raising of funds through private placement of Redeemable Non Convertible Debentures (NCD)	WEB	17,74,34,650	17,22,17,871	97.06	52,16,779	2.94
		VENUE	14,85,70,306	14,85,68,395	100.00	1,911	0.00
		TOTAL	32,60,04,956	32,07,86,266	98.40	52,18,690	1.60

NOTE WEB: Refers to Remote Electronic Voting at website www.evotingindia.com during the period 15/08/2017 to 17/08/2017
 VENUE: Refers to Electronic Voting at the Venue of 25th Annual General Meeting of the Company held on 18/08/2017 at Latha Convention Centre, Valappad.



Sathish V
 .. 19/8/2017
SATHISH.V
B.Com, LLB, PGDT, ACMA, FCS
PRACTISING COMPANY SECRETARY
B1, PERIELLATH APARTMENTS
JAWAHAR- MAHATMA ROAD
VYTTILA, COCHIN-682019



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JAWAHAR – MAHATMA ROAD,
VYTHILA P.O. COCHIN - 682019

Phone: 0484 – 6002101; 9961333309 Email: vsathish.cs@gmail.com

To,
The Chairman
M/s Manappuram Finance Ltd
(CIN - L65910KL1992PLC006623)
Regd Office IV/470 A (old) W638A (New)
Manappuram House
Valappad P.O
Thrissur – 680567

Dear Sir,

Sub: Report of the Scrutinizer on Remote Electronic Voting

I, SATHISH V, Practising Company Secretary holding Membership No FCS 8005 and Certificate of Practice No: 8343, have been appointed by the Board of Directors of M/s Manappuram Finance Ltd as the Scrutinizer for the Electronic Voting of the resolutions included in the Notice calling the 25th Annual General Meeting of the Company held on 18th August 2017 at Latha Convention Centre, Valappad, Thrissur - 680567.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules, 2014, as amended, the above remote electronic voting remained open to the members from Tuesday 15th August 2017 (9:00 A.M) to Thursday 17th August 2017 (5:00 P.M). Further the remote e-voting period was completed on the date preceding the date of the 25th Annual General Meeting.





SATHISH.V

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On completion of the remote e-voting period, in compliance with the provisions of Rule 20(4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on 18th August 2017, in the presence of two witnesses, who were not the employees of the Company.

The following is the summary of remote e-voting result:

ORDINARY BUSINESS: ORDINARY RESOLUTION

No	Subject Matter		In Favour	Against	Total
1.	Adoption of Financial Statements for the year ended 31 st March 2017	Number of Votes Cast	17,74,34,650	0	17,74,34,650
		% of Valid Votes Cast	100	0	100
2.	Declaration of Dividend	Number of Votes Cast	17,74,34,650	0	17,74,34,650
		% of Valid Votes Cast	100	0	100
3.	To appoint Mr E A Kshirsagar as Director of the company	Number of Votes Cast	16,20,04,483	1,54,30,160	17,74,34,643
		% of Valid Votes Cast	91.3%	8.7	100
4.	Appointment of M/s Deloitte Haskins and Sells, LLP as Statutory Auditors	Number of Votes Cast	17,74,34,526	124	17,74,34,650
		% of Valid Votes Cast	100	0	100





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SPECIAL BUSINESS: ORDINARY RESOLUTION					
5.	Re-appointment of Mr V P Nandakumar as Managing Director and CEO	Number of Votes Cast	17,54,43,860	19,90,790	17,74,34,650
		% of Valid Votes Cast	98.88%	1.12%	100
SPECIAL BUSINESS: SPECIAL RESOLUTION					
6.	Raising of Fund through Private Placement of Redeemable Non-Convertible Debentures (NCD)	Number of Votes Cast	17,22,17,871	52,16,779	17,74,34,650
		% of Valid Votes Cast	97.06	2.94	100

All resolutions stand passed under remote E voting as Ordinary/ Special Resolutions with requisite majority as specified under the Companies Act 2013.

Thanking you

Yours Faithfully

SATHISH V

Practising Company Secretary
FCS – 8005; CP – 8343

Place: Cochin
Date: 19.08.2017





SATHISH.V
B.COM, LLB, PGDT, ACMA, FCS
PRACTICING COMPANY SECRETARY

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FORM No. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
25th Annual General Meeting of the Equity Shareholders of
Manappuram Finance Limited
(CIN - L65910KL1992PLC006623)
Held on Tuesday 9th Day of August 2016
at Latha Convention Centre (*formerly known as Anugraha Auditorium*),
Valappad at 10.30 a.m

Dear Sir,

I, **SATHISH V**, Practising Company Secretary holding Membership No FCS 8005 and Certificate of Practice No: 8343, was appointed as Scrutinizer for the purpose of scrutinizing the poll taken on the below mentioned resolution(s), at the 25th Annual General meeting of the Equity Shareholders of Manappuram Finance Limited, held on 18th August 2017 at Latha Convention Centre (*formerly known as Anugraha Auditorium*), Valappad at 10.30 a.m.

I submit my report as under:

1. All the shareholders, who did not exercise their votes at the website evotingindia.com, were offered the electronic voting facility at the venue of the AGM.
2. After the time fixed for closing of the poll by the Chairman, the insta e-voting process at the AGM venue was concluded at 1.00 p.m. The votes cast 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. There were no invalid votes.





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4. The results of the Poll is as under:

RESOLUTION			VOTING		
No	Subject Matter	Type		In Favour	Against
ORDINARY BUSINESS					
1.	Adoption of Financial Statements for the year ended 31 st March 2017	O	Number of Members Present and voting (In Person & Proxy)	550	5
			Number of Votes Cast	14,85,48,337	21,969
			% of Valid Votes Cast	99.99%	0.01%
2.	Declaration of Dividend	O	Number of Members Present and voting (In Person & Proxy)	550	5
			Number of Votes Cast	14,85,69,097	1,209
			% of Valid Votes Cast	100%	0.00%
3.	To appoint Mr E A Kshirsagar as Director of the company	O	Number of Members Present and voting (In Person & Proxy)	550	5
			Number of Votes Cast	14,85,69,295	1,011
			% of Valid Votes Cast	100%	0%
4.	Appointment of M/s Deloitte Haskins and Sells, LLP as Statutory Auditors	O	Number of Members Present and voting (In Person & Proxy)	549	6
			Number of Votes Cast	14,85,47,737	22,569
			% of Valid Votes Cast	99.98%	0.02%
SPECIAL BUSINESS					
5.	Re-appointment of Mr V P Nandakumar as Managing Director and CEO	O	Number of Members Present and voting (In Person & Proxy)	550	5
			Number of Votes Cast	14,85,69,295	1,011
			% of Valid Votes Cast	100%	0%
6.	Raising of Fund through Private Placement of Redeemable Non-Convertible Debentures (NCD)	S	Number of Members Present and voting (In Person & Proxy)	549	6
			Number of Votes Cast	14,85,68,395	1,911
			% of Valid Votes Cast	100%	0%

Note: Type of Resolution O – Ordinary Resolution; S – Special Resolution

- All Resolutions stand passed under the poll as Ordinary/ Special resolutions with requisite majority as specified under the Companies Act 2013.
- A Compact Disc (CD) containing a list of equity shareholders who voted “FOR” and “AGAINST”, for each resolution is enclosed.





SATHISH.V
B.COM, LLB, PGDT, ACMA, FCS
PRACTICING COMPANY SECRETARY

B1, 1 FLOOR, PERIELLATH APARTMENTS
JAWAHAR – MAHATMA ROAD,
VYTTILA P.O, COCHIN - 682019

Phone: 0484 – 6002101; 9961333309 Email: vsathish.cs@gmail.com

7. The electronic voting facility at the venue of AGM was arranged by the Company through CDSL

Thanking you

Place: Cochin
Date: 19.08.2017



Yours Faithfully

SATHISH V
Practising Company Secretary
FCS – 8005; CP – 8343