

The Sandur Manganese & Iron Ores Limited

Registered Office: 'Satyalaya', Door No. 266 (Old No.80), Ward No.1
Behind Taluk Office, Sandur - 583 119, Ballari District
CIN:L85110KA1954PLC000759; Website: www.sandurgroup.com
Telephone: +91 8395 260301 Fax: +91 8395 260473

CORPORATE OFFICE:

No.1A & 2C, 'Redifice Signature'
No.6, Hospital Road, Shivajinagar
Bangalore - 560 001
Karnataka, India
✓ Tel: 080 - 4152 0176 - 180
Fax: 080 - 4152 0182



MINES OFFICE:

Deogiri - 583112
Sandur Taluq
Bellary District
Karnataka, India
Tel:08395-271025/28/29/40
Fax: 08395-271066

SMIORE / SEC / 170928 / 01

28 September 2017

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Dear Sir,

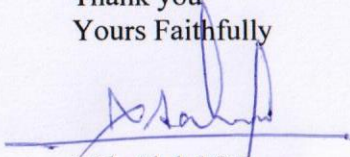
Dear Sir

Sub – Compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In compliance with provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith results of voting of the 63rd Annual General Meeting of the Company held on 26 September 2017.

We request you to take the same on record and kindly acknowledge the receipt

Thank you
Yours Faithfully


Md. Abdul Saleem
CS & CGM (Mines)

Encl: A/a

The Sandur Manganese & Iron Ores Limited

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Fax: 08395-271066

Format for Voting Results

Date of AGM/EGM	26 September 2017
Total Number of shareholders on Record	7877
No. of Shareholders present in the meeting either in person or through proxy	57
Promoters and Promoter Group	17
Public	40
Number of Shareholders attending the meeting via Video Conference	NA
Promoters and Promoter Group	NA
Public	NA

for The Sandur Manganese & Iron Ores Limited


Md. Abdul Saleem
CS & CGM (Mines)

Resolution No. 1		To consider, approve and adopt: a. Audited Financial Statements of the Company for the financial year ended 31 March 2016 together with the reports of the Auditors and the b. Audited Consolidated Financial Statements for the financial year ended 31 March 2016 together with the report of the Auditors thereon.							
Resolution Required: (Ordinary/Special)		Ordinary							
Whether promoter/ promoter group are interested in the Agenda /resolution?		No							
Sl. No.	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
1	Promoter and Promoter Group	E-voting		425805	6.72%	425805	0	100.00%	0.00%
		Poll		5907459	93.21%	5907459	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	6337564	6333264	99.93%	6333264	0	100.00%	0.00%
2	Public - Institution Holders	E-voting		0	0.00%	0	0	0.00%	0.00%
		Poll		0	0.00%	0	0	0.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	73950	0	0.00%	0	0	0.00%	0.00%
3	Public - Non Institution Holders	E-voting		1341	0.06%	1341	0	100.00%	0.00%
		Poll		9291	0.40%	9291	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	2338486	10632	0.45%	10632	0	100.00%	0.00%
4	Total	E-voting		427146	4.88%	427146	0	100.00%	0.00%
		Poll		5916750	67.62%	5916750	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	8750000	6343896	72.50%	6343896	0	100.00%	0.00%

for The Sandur Manganese & Iron Ores Limited

Md. Abdul Saleem
CS & CGM (Mines)

Resolution No. 2			To declare dividend OF ₹ 5 per equity share i.e., 50% of the paid up share capital including the interim dividend of ₹ 3 per share for the FY 2016-17						
Resolution Required: (Ordinary/Special)			Ordinary						
Whether promoter/ promoter group are interested in the Agenda /resolution?			No						
Sl. No.	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
1	Promoter and Promoter Group	E-voting		425805	6.72%	425805	0	100.00%	0.00%
		Poll		5907459	93.21%	5907459	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	6337564	6333264	99.93%	6333264	0	100.00%	0.00%
2	Public - Institution Holders	E-voting		0	0.00%	0	0	0.00%	0.00%
		Poll		0	0.00%	0	0	0.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	73950	0	0.00%	0	0	0.00%	0.00%
3	Public - Non Institution Holders	E-voting		1351	0.06%	1336	15	98.89%	1.11%
		Poll		9291	0.40%	9291	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	2338486	10642	0.46%	10627	15	99.86%	0.14%
4	Total	E-voting	0	427156	4.88%	427141	15	100.00%	0.00%
		Poll	0	5916750	67.62%	5916750	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	8750000	6343906	72.50%	6343891	15	100.00%	0.00%

for The Sandur Manganese & Iron Ores Limited

Md. Abdul Saleem
CS & CGM (Mines)

Resolution No. 3				To appoint a Director in place of Vatsala Watsa (DIN-02626457), who retires by rotation and being eligible, offers herself for re-appointment					
Resolution Required: (Ordinary/Special)				Ordinary					
Whether promoter/ promoter group are interested in the Agenda /resolution?				No					
Sl. No.	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 = $\frac{[(2)/(1)]}{*100}$	4	5	6 = $\frac{[(4)/(2)]}{*100}$	7 = $\frac{[(5)/(2)]}{*100}$
1	Promoter and Promoter Group	E-voting		425805	6.72%	425805	0	100.00%	0.00%
		Poll		5907459	93.21%	5907459	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	6337564	6333264	99.93%	6333264	0	100.00%	0.00%
2	Public - Institution Holders	E-voting		0	0.00%	0	0	0.00%	0.00%
		Poll		0	0.00%	0	0	0.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	73950	0	0.00%	0	0	0.00%	0.00%
3	Public - Non Institution Holders	E-voting		1351	0.06%	1326	25	98.15%	1.85%
		Poll		9291	0.40%	9291	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	2338486	10642	0.46%	10617	25	99.77%	0.23%
4	Total	E-voting	0	427156	4.88%	427131	25	99.99%	0.01%
		Poll	0	5916750	67.62%	5916750	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	8750000	6343906	72.50%	6343881	25	100.00%	0.00%

for The Sandur Manganese & Iron Ores Limited

Md. Abdul Saleem
CS & CGM (Mines)

Resolution No. 4			Appointment of M/s. R. Subramanian and Company LLP, Chartered Accountants, (ICAI Firm Registration No. 0041375), as Statutory Auditors of the Company.						
Resolution Required: (Ordinary/Special)			Ordinary						
Whether promoter/ promoter group are interested in the Agenda /resolution?			No						
Sl. No.	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
1	Promoter and Promoter Group	E-voting		425805	6.72%	425805	0	100.00%	0.00%
		Poll		5907459	93.21%	5907459	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	6337564	6333264	99.93%	6333264	0	100.00%	0.00%
2	Public - Institution Holders	E-voting		0	0.00%	0	0	0.00%	0.00%
		Poll		0	0.00%	0	0	0.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	73950	0	0.00%	0	0	0.00%	0.00%
3	Public - Non Institution Holders	E-voting		1351	0.06%	1336	15	98.89%	1.11%
		Poll		9291	0.40%	9291	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	2338486	10642	0.46%	10627	15	99.86%	0.14%
4	Total	E-voting	0	427156	4.88%	427141	15	100.00%	0.00%
		Poll	0	5916750	67.62%	5916750	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	8750000	6343906	72.50%	6343891	15	100.00%	0.00%

for The Sandur Manganese & Iron Ores Limited

Md. Abdul Saleem
CS & CGM (Mines)

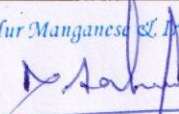
Resolution No. 5			Appointment of Nazim Sheikh (DIN – 00064275) as Managing Director of the Company for a period of 3 years with effect from 1 April 2017 Committee and approved by the Board of Directors.						
Resolution Required: (Ordinary/Special)			Ordinary						
Whether promoter/ promoter group are interested in the Agenda /resolution?			No						
Sl. No.	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 = $\frac{[(2)/(1)]}{*100}$	4	5	6 = $\frac{[(4)/(2)]}{*100}$	7 = $\frac{[(5)/(2)]}{*100}$
1	Promoter and Promoter Group	E-voting		425805	6.72%	425805	0	100.00%	0.00%
		Poll		5907459	93.21%	5907459	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	6337564	6333264	99.93%	6333264	0	100.00%	0.00%
2	Public - Institution Holders	E-voting		0	0.00%	0	0	0.00%	0.00%
		Poll		0	0.00%	0	0	0.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	73950	0	0.00%	0	0	0.00%	0.00%
3	Public - Non Institution Holders	E-voting		1341	0.06%	1316	25	98.14%	1.86%
		Poll		9291	0.40%	9291	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	2338486	10632	0.45%	10607	25	99.76%	0.24%
4	Total	E-voting	0	427146	4.88%	427121	25	99.99%	0.01%
		Poll	0	5916750	67.62%	5916750	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	8750000	6343896	72.50%	6343871	25	100.00%	0.00%

for The Sandur Manganese & Iron Ores Limited

Md. Abdul Saleem
CS & CGM (Mines)

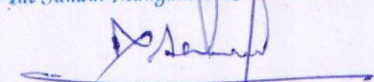
Resolution No. 6			Appointment of U. R. Acharya (DIN – 00135676) as Director (Commercial) of the Company for a period of 1 year with effect from 1 April 2017						
Resolution Required: (Ordinary/Special)			Ordinary						
Whether promoter/ promoter group are interested in the Agenda /resolution?			No						
Sl. No.	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
1	Promoter and Promoter Group	E-voting		425805	6.72%	425805	0	100.00%	0.00%
		Poll		5907459	93.21%	5907459	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	6337564	6333264	99.93%	6333264	0	100.00%	0.00%
2	Public - Institution Holders	E-voting		0	0.00%	0	0	0.00%	0.00%
		Poll		0	0.00%	0	0	0.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	153267	0	0.00%	0	0	0.00%	0.00%
3	Public - Non Institution Holders	E-voting		1341	0.06%	1326	15	98.88%	1.12%
		Poll		9291	0.40%	9291	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	2338486	10632	0.45%	10617	15	99.86%	0.14%
4	Total	E-voting	0	427146	4.84%	427131	15	100.00%	0.00%
		Poll	0	5916750	67.01%	5916750	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	8829317	6343896	71.85%	6343881	15	100.00%	0.00%

for The Sandur Manganese & Iron Ores Limited


Md. Abdul Saleem
CS & CGM (Mines)

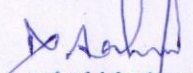
Resolution No. 7			Re-designation of K.V. Ramarathnam (DIN – 00097892) as Independent Director of the Company						
Resolution Required: (Ordinary/Special)			Ordinary						
Whether promoter/ promoter group are interested in the Agenda /resolution?			No						
Sl. No.	Category	Mode of Voting	No. of Shares 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
1	Promoter and Promoter Group	E-voting		425805	6.72%	425805	0	100.00%	0.00%
		Poll		5907459	93.21%	5907459	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	6337564	6333264	99.93%	6333264	0	100.00%	0.00%
2	Public - Institution Holders	E-voting		0	0.00%	0	0	0.00%	0.00%
		Poll		0	0.00%	0	0	0.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	73950	0	0.00%	0	0	0.00%	0.00%
3	Public - Non Institution Holders	E-voting		1341	0.06%	1326	15	98.88%	1.12%
		Poll		9291	0.40%	9291	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	2338486	10632	0.45%	10617	15	99.86%	0.14%
4	Total	E-voting	0	427146	4.88%	427131	15	100.00%	0.00%
		Poll	0	5916750	67.62%	5916750	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	8750000	6343896	72.50%	6343881	15	100.00%	0.00%

for The Sandur Manganese & Iron Ores Limited


Md. Abdul Saleem
CS & CGM (Mines)

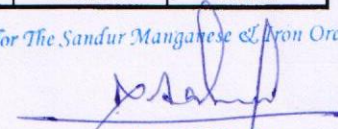
Resolution No. 8			Appointment of G. P. Kundargi (DIN – 02256515) as an Independent Director of the Company						
Resolution Required: (Ordinary/Special)			Ordinary						
Whether promoter/ promoter group are interested in the Agenda /resolution?			No						
Sl. No.	Category	Mode of Voting	No. of Shares 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
1	Promoter and Promoter Group	E-voting		425805	6.72%	425805	0	100.00%	0.00%
		Poll		5907459	93.21%	5907459	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	6337564	6333264	99.93%	6333264	0	100.00%	0.00%
2	Public - Institution Holders	E-voting		0	0.00%	0	0	0.00%	0.00%
		Poll		0	0.00%	0	0	0.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	73950	0	0.00%	0	0	0.00%	0.00%
3	Public - Non Institution Holders	E-voting		1341	0.06%	1326	15	98.88%	1.12%
		Poll		9291	0.40%	9291	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	2338486	10632	0.45%	10617	15	99.86%	0.14%
4	Total	E-voting	0	427146	4.88%	427131	15	100.00%	0.00%
		Poll	0	5916750	67.62%	5916750	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	8750000	6343896	72.50%	6343881	15	100.00%	0.00%

for The Sandur Manganese & Iron Ores Limited


Md. Abdul Saleem
CS & CGM (Mines)

Resolution No. 9				To consider and fix the borrowing powers of the Board of Directors pursuant to Section 180(1)(c) of the Companies Act, 2013					
Resolution Required: (Ordinary/Special)				Ordinary					
Whether promoter/ promoter group are interested in the Agenda /resolution?				No					
Sl. No.	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 = $[(5)/(2)] * 100$
1	Promoter and Promoter Group	E-voting		425805	6.72%	425805	0	100.00%	0.00%
		Poll		5907459	93.21%	5907459	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	6337564	6333264	99.93%	6333264	0	100.00%	0.00%
2	Public - Institution Holders	E-voting		0	0.00%	0	0	0.00%	0.00%
		Poll		0	0.00%	0	0	0.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	73950	0	0.00%	0	0	0.00%	0.00%
3	Public - Non Institution Holders	E-voting		1341	0.06%	1271	70	94.78%	5.22%
		Poll		9291	0.40%	9291	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	2338486	10632	0.45%	10562	70	99.34%	0.66%
4	Total	E-voting	0	427146	4.88%	427076	70	99.98%	0.02%
		Poll	0	5916750	67.62%	5916750	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	8750000	6343896	72.50%	6343826	70	100.00%	0.00%

for The Sandur Manganeese & Iron Ores Limited


Md. Abdul Saleem
CS & CGM (Mines)

Resolution No. 10			To ratify the remuneration payable to M/s. Kamalakara & Co. for the cost audit for the financial year 2017-18						
Resolution Required: (Ordinary/Special)			Ordinary						
Whether promoter/ promoter group are interested in the Agenda /resolution?			No						
Sl. No.	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
1	Promoter and Promoter Group	E-voting		425805	6.72%	425805	0	100.00%	0.00%
		Poll		5907459	93.21%	5907459	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	6337564	6333264	99.93%	6333264	0	100.00%	0.00%
2	Public - Institution Holders	E-voting		0	0.00%	0	0	0.00%	0.00%
		Poll		0	0.00%	0	0	0.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	73950	0	0.00%	0	0	0.00%	0.00%
3	Public - Non Institution Holders	E-voting		1341	0.06%	1271	70	94.78%	5.22%
		Poll		9291	0.40%	9291	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	2338486	10632	0.45%	10562	70	99.34%	0.66%
4	Total	E-voting	0	427146	4.88%	427076	70	99.98%	0.02%
		Poll	0	5916750	67.62%	5916750	0	100.00%	0.00%
		Postal ballot (if Applicable)		NA	NA	NA	NA	NA	NA
		Total	8750000	6343896	72.50%	6343826	70	100.00%	0.00%

for The Sandur Manganese & Iron Ores Limited

Md. Abdul Saleem
CS & CGM (Mines)

T. Sathya Prasad

LL.M, PGDPL, ACS

ADVOCATE

FORM No. MGT-13

Report of Scrutinizer(s)

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

CONSOLIDATED SCRUTINIZER'S REPORT

To,
The Chairman
63rd Annual General Meeting of the Equity Shareholders of
THE SANDUR MANGANESE & IRON ORES LIMITED
held on 26 September 2017 at Sandur - 583 119

Dear Sir,

Sub: Consolidated Scrutinizer's Report

I, **T Sathya Prasad**, Advocate, Bangalore have been appointed as a Scrutinizer by the Board of Directors of **THE SANDUR MANGANESE & IRON ORES LIMITED** (the "Company") for the purpose of the scrutinising the e-voting and poll taken on the below mentioned resolution(s), set out in the notice convening the 63rd Annual General Meeting of the Equity Shareholders, held on September 26, 2017 at 11:00 A. M. at the at Golden Jubilee Hall, Sandur Residential School, Palace Road, Shivapur, Sandur - 583 119.

Responsibility of the Management of the Company

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made thereunder in relation to exercising of voting rights through e-voting and poll in relation to resolutions proposed to be passed at the ensuing Annual General meeting of the Company.

Responsibility as Scrutinizers

My responsibility as Scrutinizer for the polling process at the 63rd AGM is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" the resolution(s) set out in the notice convening the Annual General Meeting, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL) and the ballot papers and records of the Company.

I have issued a separate Scrutinizer's Report dated 28 September 2017 on the e-voting on the resolutions set out in the notice of the AGM; and

I have further issued a separate Scrutinizer's Report dated 28 September 2017 on the poll taken at the AGM venue on the resolutions as set out in the notice of the AGM.

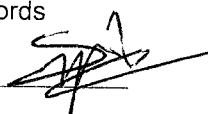
Now as requested by the management, I hereby submit a consolidated report on the results of e-voting and the poll taken at the AGM as under:

1. After declaration of the poll by the Chairman, ballot box kept for polling was marked by identification mark placed on it.
2. On completion of Polling process by the members of the Company at the AGM, the ballot box was opened in my presence and poll papers were diligently scrutinized then unblocked the remote e-voting, in presence of two witnesses. The poll papers and the e-votes were reconciled with the records

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maintained by the Company/Registrar and Transfer Agent (R&TA) of the Company and the authorizations lodged with the Company.

3. There was no polling paper which was incomplete or found defective.
4. The consolidated result of the e-voting and Poll is as under:

(a) Resolution No. 1 – Ordinary Resolution

To consider, approve and adopt:

- a. Audited Financial Statements of the Company for the financial year ended 31 March 2017 together with the reports of the Auditors and the Directors' thereon.
- b. Audited Consolidated Financial Statements for the financial year ended 31 March 2017 together with the report of the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
72	6343896	100%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
0	0	Not Applicable

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(b) Resolution No. 2 – Ordinary Resolution

To declare dividend on equity shares.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
73	6343906	100%

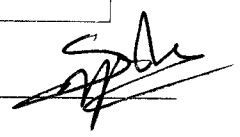
(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(c) Resolution No. 3 – Ordinary Resolution

Re-Appointment of Vatsala Watsa (DIN: 02626457), who retires by rotation and being eligible, offers herself for re-appointment

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
71	6343881	100% (Rounded off)

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	25	0% (Rounded off)

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(d) Resolution No. 4 – Ordinary Resolution

Appointment of M/s. R. Subramanian and Company LLP, Chartered Accountants, (ICAI Firm Registration No. 004137S), as Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
72	6343891	100% (Rounded off)

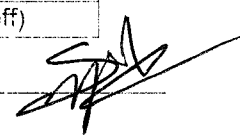
(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	15	0% (Rounded off)

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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(e) Resolution No. 5 – Ordinary Resolution

Appointment of Nazim Sheikh (DIN – 00064275) as Managing Director of the Company for a period of 3 years with effect from 1 April 2017

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
70	6343871	100% (Rounded off)

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2	25	0% (Rounded off)

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(f) Resolution No. 6 – Ordinary Resolution

Appointment of U. R. Acharya (DIN – 00135676) as Director (Commercial) of the Company for a period of 1 year with effect from 1 April 2017

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
71	6343881	100% (Rounded off)

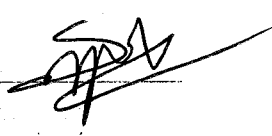
(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	15	0% (Rounded off)

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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(g) Resolution No. 7 – Ordinary Resolution

Re-designation of K.V. Ramarathnam (DIN – 00097892) as Independent Director of the Company

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
71	6343881	100% (Rounded off)

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	15	0% (Rounded off)

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(h) Resolution No. 8 – Ordinary Resolution

Appointment of G. P. Kundargi (DIN – 02256516) as an Independent Director of the Company

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
71	6343881	100% (Rounded off)

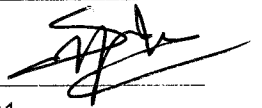
(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1	15	0% (Rounded off)

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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(i) Resolution No. 9 – Ordinary Resolution

To consider and fix the borrowing powers of the Board of Directors pursuant to Section 180(1)(c) of the Companies Act, 2013

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
69	6343826	100% (Rounded off)

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
3	70	0% (Rounded off)

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

(i) Resolution No. 10 – Ordinary Resolution

To ratify the remuneration payable to M/s. Kamalakara & Co. for the cost audit for the financial year 2017-18

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
69	6343826	100% (Rounded off)

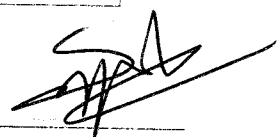
(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
3	70	0% (Rounded off)

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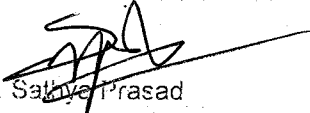
(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

5. A soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been submitted to the authorized representative of the Company.
6. The poll papers and all other relevant records were sealed and handed over to the authorized representatives of the Company.

Thanking you,

Yours faithfully,


T. Sathya Prasad
Advocate

Place: Bengaluru

Dated: 28 September 2017

Witness: *


1 A.G. SURESH

B1-923, Govindum Complex

8th Mile Kemakuru Road

Dodanahalli

Bangalore - 560062

* 
2 U. MURALI

FLAT No. 001, SAI TEJA
SANCTUARY
DOOPANA HALLI
INDIRA NAGAR
HAL II STAGE
BANGALORE - 8

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