



# BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

21-08-2015

General Manager,  
Dept of Corporate Services,  
BSE Ltd,  
Floor I, P.J.Towers,  
Dalal Street,  
Mumbai – 400 001.

Dear Sir,

**Sub : 28<sup>th</sup> Annual General Meeting of the company held on 20<sup>th</sup> August, 2015 – Details regarding the voting results, pursuant to clause 35A of the Listing Agreement.**

Pursuant to clause 35A of the Listing Agreement, we submit hereunder details regarding the voting at our captioned Annual General Meeting.

Date of AGM : 20<sup>th</sup> August, 2015

Total number of shareholders on record date (14-08-2015) : 14,950.

No. of shareholders present in the meeting either in person or through proxy::

(a) In person

Promoters and Promoter Group : 19

Public : 47

(b) Through Proxy : 16

Total : 82

No shareholder attended the meeting through Video Conferencing.



**Regd. Office :** 143, Pudupakkam Village, Vandalur - Kelambakkam Road, Kelambakkam - 603 103, Kancheepuram District.

Phone : +91-44-67415590 / 91 / 93 / 94 CIN No. : L28931TN1986PLC012728

E-mail : gmal@butterflyindia.com Web : www.butterflyindia.com

**Corporate Office :** E-34, II Floor, Rajiv Gandhi Salai, Egattur Village, Navalur - 600 130, Kancheepuram District.

Phone : 044 - 4900 5100, 5120 E-mail : butterflyho@butterflyindia.com / butterflyco@butterflyindia.com

**Details of the Agenda:**

**Resolution required:**

**Resolution No. 1 – Ordinary Resolution : To Consider and adopt Audited Balance Sheet as on 31-03-2015 and the Profit & Loss Account and the Cash Flow Statement for the financial year ended on that date, and the report of the Board of Directors and the Auditors thereon.**

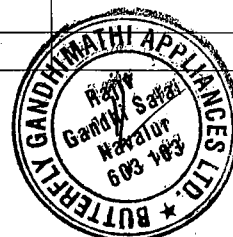
Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} * 100$	No. of Votes – in favour (4)	No. of Votes – against (5)	%of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} * 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	6801	0.1840	6801	0	100.0000	0.0000
Total	17879551	14189997		14189997			

**Resolution No. 2 – Ordinary Resolution: Reappointment of Mr.V.M.Seshadri, Director who retires by rotation**

Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} * 100$	No. of Votes in favour (4)	No. of Votes – against (5)	%of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} * 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	11644778	10393105	89.2512	10393105	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	6801	0.1840	6751	50	99.2648	0.7352
Total	17879551	12938324		12938274	50		



**Resolution No. 3 – Ordinary Resolution: Reappointment of Mr.V.M.Gangadharam, Director who retires by rotation**

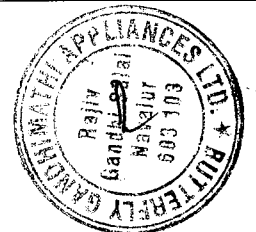
Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	11644778	11150695	95.7570	11150695	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	6801	0.1840	6751	50	99.2648	0.7352
<b>Total</b>	<b>17879551</b>	<b>13695914</b>		<b>13695864</b>	<b>50</b>		

**Resolution No. 4 – Ordinary Resolution : Appointment of M/s. Rudrakumar Associates as Statutory Auditors**

Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes – against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2451000	87418	96.5562	3.4438
Public-Others	3696355	6751	0.1826	6751	0	100.0000	0.0000
<b>Total</b>	<b>17879551</b>	<b>14189947</b>		<b>14102529</b>	<b>87418</b>		



**Resolution No. 5 – Ordinary Resolution : Appointment of Mrs. Maheshwari Mohan as Woman Independent Director**

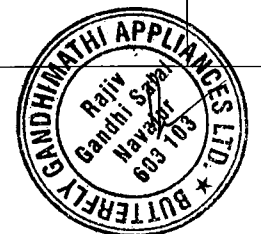
Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= $\{(2)/(1)\} * 100$	No. of Votes – in favour (4)	No. of Votes – against (5)	%of Votes in favour on votes polled (6)= $\{(4)/(2)\} * 100$	% of Votes against on votes polled (7)= $\{(5)/(2)\} * 100$
Promoter and Promoter Group	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	6801	0.1840	6751	50	99.2648	0.7352
Total	17879551	14189997		14189947	50		

**Resolution No. 6 – Special Resolution: Reappointment of Mr.V.M.Kumaresan, Executive Director- Technical**

Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= $\{(2)/(1)\} * 100$	No. of Votes – in favour (4)	No. of Votes – against (5)	%of Votes in favour on votes polled (6)= $\{(4)/(2)\} * 100$	% of Votes against on votes polled (7)= $\{(5)/(2)\} * 100$
Promoter and Promoter Group	11644778	11156974	95.8109	11156974	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	5308	0.1436	5258	50	99.0580	0.9420
Total	17879551	13700700		13700650	50		



**Resolution No. 7 – Ordinary Resolution : Approval of remuneration of the Cost Auditor**

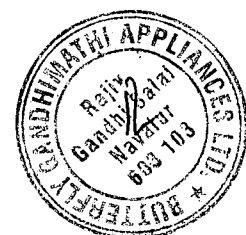
Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	6801	0.1840	6801	0	100.0000	0.0000
Total	17879551	14189997		14189997			

**Resolution No. 8 – Special Resolution : Amendment to Articles of Association of the Company**

Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	6801	0.1840	6801	0	100.0000	0.0000
Total	17879551	14189997		14189997			



**Resolution No. 9 – Special Resolution : Approval of Borrowing Powers to the Board of Directors**

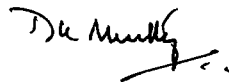
Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)={{(2)/(1)}*100	No. of Votes – in favour (4)	No. of Votes – against (5)	%of Votes in favour on votes polled (6)={{(4)/(2)}*100	% of Votes against on votes polled (7)={{(5)/(2)}*100
Promoter and Promoter Group	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	6801	0.1840	6801	0	100.0000	0.0000
<b>Total</b>	<b>17879551</b>	<b>14189997</b>		<b>14189997</b>			

Note : Kindly note that the Promoter's Group have availed the e-voting facility to exercise their votes and hence no votes were polled by them at the Annual General Meeting.

Thanking you,

Yours faithfully,  
For Butterfly Gandhimathi Appliances Limited



Executive Director-cum-Company Secretary

