



## Veejay Lakshmi Engineering Works Limited

VJLEW/BSE/2015-16

01-10-2015

### BSE Limited

Department of Corporate Services  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400001  
SCRIP CODE : 522267

Dear Sirs

### SUB: OUTCOME OF THE 40<sup>TH</sup> ANNUAL GENERAL MEETING

This is to inform that the 40<sup>th</sup> Annual General Meeting of the shareholders was held on Sept. 30, 2015 at Nani Palkivala Auditorium, Mani Higher Secondary School Premises, Pappanaickenpalayam, Coimbatore -641037 to transact business set out in the notice dated August 10, 2015.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Clause-35B(i) of the Listing Agreement entered into with Stock Exchange, the Company has arranged for remote e-voting through Central Depository Services (India) Limited. To enable those shareholders who have not availed the remote e-voting facility and present at the AGM, to participate in the voting process, the Company has also arranged for voting through ballot paper at the AGM.

Remote e-voting was made available to members for three days from 9.00AM on 27<sup>th</sup> September 2015 to 5.00PM on 29<sup>th</sup> September 2015.

We hereby inform that all the resolutions as stated in item No. 1 to 5 of the notice of AGM were passed with requisite majority.

S.No.	SUBJECTS TRANSACTED
01	Adoption of Financial Statements and related reports for the year ended March 31, 2015 -Ordinary Resolution
02	Re-appointment of Sri D. Ranganathan, Director who retires by rotation -Ordinary Resolution
03	Appointment of M/s.N.R.Doaraiswami & Co, Chartered Accountants, Coimbatore as Statutory Auditors and fixing their remuneration. -Ordinary Resolution
04	Appointment of Smt. Arthi Anand as a Director of the Company. -Ordinary Resolution
05	Reappointment of Sri V.J. Jayaraman as Chairman and Managing Director of the Company for a period of three years from 25/08/2015 to 24/08/2018 on terms and conditions as set out in the notice. – Special Resolution

The details of the voting results are attached.

Kindly acknowledge.

Yours faithfully

For VEEJAY LAKSHMI ENGINEERING WORKS LIMITED

  
Company Secretary



## Veejay Lakshmi Engineering Works Limited

### DETAILS OF VOTING RESULTS IN ACCORDANCE WITH CLAUSE 35A OF THE LISTING AGREEMENT

Date of the Annual General Meeting	30-09-2015	
Total number of shareholders as on the Record date	6255	
NUMBER OF SHAREHOLDERS PRESENT EITHER IN PERSON OR PROXY	Person	Proxy
Promoter and promoter group	3	Nil
Public	38	Nil
NUMBER OF SHAREHOLDERS ATTENDING THE MEETING THROUGH VIDEO CONFERENCING		
Promoter and promoter group	NA	
Public	NA	

#### ITEM NO.1

AGENDA WISE	
Details of Agenda	Adoption of audited financial statements for the year ended March 31, 2015 and the report of Directors and Auditors thereon.
Resolution required (Ordinary/Special)	Ordinary
Mode of voting	e-voting and ballot

#### ITEM NO.2

AGENDA WISE	
Details of Agenda	Reappointment of Sri D.Ranganathan, Director who retires by rotation
Resolution required (Ordinary/Special)	Ordinary
Mode of voting	e-voting and ballot

#### ITEM NO.3

AGENDA WISE	
Details of Agenda	Appointment of M/s.N.R.Doraiswami & Co, Chartered Accountants, Coimbatore as Statutory Auditors and fixing their remuneration
Resolution required (Ordinary/Special)	Ordinary
Mode of voting	e-voting and ballot

#### ITEM NO.4

AGENDA WISE	
Details of Agenda	Appointment of Smt. Arthi Anand as a Director
Resolution required (Ordinary/Special)	Ordinary
Mode of voting	e-voting and ballot

For VEEJAY LAKSHMI ENGINEERING WORKS LIMITED  
  
Company Secretary



## Veejay Lakshmi Engineering Works Limited

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### ITEM NO.5

AGENDA WISE	
Details of Agenda	Reappointment of Sri V.J.Jayaraman as Chairman and Managing Director and approval of terms and conditions of appointment.
Resolution required (Ordinary/Special)	Special
Mode of voting	e-voting and ballot

All the resolutions were passed with requisite majority.

The voting results in the prescribed format is enclosed as an Annexure

For VEEJAY LAKSHMI ENGINEERING WORKS LIMITED

Company Secretary / Compliance Officer

**VEEJAY LAKSHMI ENGINEERING WORKS LIMITED**

Voting details for the business transacted at the Annual General meeting held on 30th September, 2015

	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
<b>Resolution No 1 - Ordinary Resolution</b>								
Adoption of Annual Financial Statements including statement of Profit & Loss, Balance Sheet, Cash Flow statement for the year ended 31st March, 2015, the Report of Board of Directors and Auditors' Report thereon.	Promoter and Promoter Group Public - Institutional holders Public - Others Grand Total	3203837 800 1867263 5071900	3203837 69402 3273239	100.000 3.717 64.537	3203837 69402 3273239	0	100.000 100.000 100.000	0.000
<b>Resolution No 2 - Ordinary Resolution</b>								
Approval for appointment of Director Sri D.Rajagenthian (DIN: 00137566) who retires by rotation, being eligible offers himself for re-appointment.	Promoter/ Public Promoter and Promoter Group Public - Institutional holders Public - Others Grand Total	3203837 800 1867263 5071900	3203837 69402 3273239	100.000 3.717 64.537	3203837 69402 3273239	0	100.000 100.000 100.000	0.000
<b>Resolution No 3 - Ordinary Resolution</b>								
Approval for appointment of M/s N.R. Doraiswami & Co. Chartered Accountants as Statutory Auditors to hold office till next AGM.	Promoter/ Public Promoter and Promoter Group Public - Institutional holders Public - Others Grand Total	3203837 800 1867263 5071900	3203837 69402 3273239	100.000 3.717 64.537	3203837 69402 3273239	0	100.000 100.000 100.000	0.000
<b>Resolution No 4 - Ordinary Resolution</b>								
Approval for appointment of Smt.Arthi Anand (DIN 07151584) as Director of the Company.	Promoter/ Public Promoter and Promoter Group Public - Institutional holders Public - Others Grand Total	3203837 800 1867263 5071900	3203837 69402 3273239	100.000 3.717 64.537	3203837 69402 3273239	0	100.000 100.000 100.000	0.000
<b>Resolution No 5 - Special Resolution</b>								
Approval for re-appointment of Sri V.J.Iyayaraman, as Chairman and Managing Director for the period of 3 years from 25/08/2015 to 24/08/2018 and fixation of remuneration	Promoter/ Public Promoter and Promoter Group Public - Institutional holders Public - Others Grand Total	3203837 800 1867263 5071900	3203837 69302 3273139	100.000 3.711 64.535	3203837 69302 3273139	0	100.000 100.000 100.000	0.000

**For VEEJAY LAKSHMI ENGINEERING WORKS LIMITED**



Company Secretary

September 30, 2015

**REPORT OF SCRUTINIZER**

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

The Chairman  
Veejay Lakshmi Engineering Works Limited  
Regd.office: Sengalipalayam  
N.G.G.O.Colony post  
Coimbatore – 641022

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 40<sup>th</sup> (Fortieth) Annual General Meeting of the Equity Shareholders of "**Veejay Lakshmi Engineering Works Limited**" held on 30<sup>th</sup> September 2015 at 10.00 am at the Nani Kalai Arangam, Mani Higher Secondary School, Coimbatore for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 28<sup>th</sup> August, 2015 to vote on the proposed 5 (Five) Resolutions as mentioned in the Notice of the Annual General Meeting of "Veejay Lakshmi Engineering Works Limited" (Item No.1 (One) to 5 (Five) of the Notice of Annual General Meeting of Veejay Lakshmi Engineering Works Limited. The Members holding equity shares as on the cut-off date i.e. 23<sup>rd</sup> September, 2015 were only considered for e-voting and for voting at the meeting venue.
2. The E-Voting period remained open from 09.00 AM on Sunday 27<sup>th</sup> September, 2015 up to 05.00 PM on Tuesday 29<sup>th</sup> September, 2015.
3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.


**B. Krishnamoorthi B.Sc., F.C.A.**  
Chartered Accountant

4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.
5. The Votes cast through E-Voting were unblocked on 30<sup>th</sup> September, 2015 around 12.10 pm in the presence of two witnesses, namely Mr.K.Marimuthu and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions contained in the instructions given for e-voting sent along with the Notice dated 10<sup>th</sup> August, 2015, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Ballot Form.
7. No Ballot Forms were incomplete and/ or were otherwise defective.
8. I have collated the votes received through E-Voting process and Physical Ballot forms voted at venue and the same have been furnished hereunder.

	Resolution	Mode	For			Against		
			No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
1	Adoption of Annual Financial Statements including statement of Profit & Loss, Balance Sheet, Cash Flow statement for the year ended 31 <sup>st</sup> March, 2015, the Report of Board of Directors and Auditors' Report thereon. (Ordinary resolution)	E-Voting	11	3204607	100.000	0	0	0.000
		Ballot form at the AGM	31	68632	100.000	0	0	0.000
		<b>Total</b>	<b>42</b>	<b>3273239</b>	<b>100.000</b>	<b>0</b>	<b>0</b>	<b>0.000</b>
2	Approval for appointment of Director Sri.D.Ranganathan (DIN 00137566) who retires by rotation, being eligible offers himself for re-appointment. (Ordinary resolution)	E-Voting	11	3204607	100.000	0	0	0.000
		Ballot form at the AGM	31	68632	100.000	0	0	0.000
		<b>Total</b>	<b>42</b>	<b>3273239</b>	<b>100.000</b>	<b>0</b>	<b>0</b>	<b>0.000</b>
3	Approval for appointment of M/s N.R.Doraiswami & Co. Chartered Accountants as Statutory Auditors to hold office till next AGM. (Ordinary resolution)	E-Voting	11	3204607	100.000	0	0	0.000
		Ballot form at the AGM	31	68632	100.000	0	0	0.000
		<b>Total</b>	<b>42</b>	<b>3273239</b>	<b>100.000</b>	<b>0</b>	<b>0</b>	<b>0.000</b>



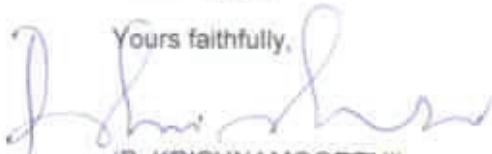
**B. Krishnamoorthi** B.Sc., F.C.A.  
Chartered Accountant

4	Approval for appointment of Smt.Arthi Anand (DIN 07151584) as Director of the Company. (Ordinary resolution)	E-Voting	11	3204607	100.000	0	0	0.000
		Ballot form at the AGM	29	68630	100.000	0	0	0.000
		<b>Total</b>	<b>40</b>	<b>3273237</b>	<b>100.000</b>	<b>0</b>	<b>0</b>	<b>0.000</b>
5	Approval for re-appointment of Sri V.J.Jayaraman, as Chairman and Managing Director for the period of 3 years from 25/08/2015 to 24/08/2018 and fixation of remuneration (Special resolution)	E-Voting	11	3204607	100.000	0	0	0.000
		Ballot form at the AGM	30	68532	100.000	0	0	0.000
		<b>Total</b>	<b>41</b>	<b>3273139</b>	<b>100.000</b>	<b>0</b>	<b>0</b>	<b>0.000</b>

9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 40<sup>th</sup> Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of Veejay Lakshmi Engineering Works Limited, for safe custody.

Thanking you,

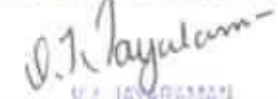
Yours faithfully,



(B. KRISHNAMOORTHI)  
SCRUTINIZER

**S.KRISHNAMOORTHI, F.C.A.,**  
Chartered Accountant  
Membership No.: 20439

FOR VEEJAY LAKSHMI ENGINEERING WORKS LTD



V.J. JAYARAMAN  
CHAIRMAN-CUM-MANAGING DIRECTOR