



TIN No. 33980 640189
CST No. 33316 dt. 1.6.84
"EMPEE TOWER"
59 HARRIS ROAD
PUDUPET, CHENNAI - 600 002.



CIN No. L15511TN1983PLC010313

Tel : 28522510, 28523514, 28523865
28413151, 28413161, 28413191

Fax : 91 - 44 - 28555163

E-mail : info@empeegroup.co.in

26.6.2015

To
National Stock Exchange of India Ltd
Mumbai.

To
The Dept. of Corporate Services
Bombay Stock Exchange Ltd
Mumbai

Dear Sirs,

**Sub: Voting Results pursuant to Clause 35A of the Listing Agreement.
Annual General Meeting of Empee Distilleries Limited held on 25th June 2015.**

- Date of AGM** : Thursday, 25th June 2015.
- Total number of shareholders on record date**: 29039
- No of shareholder present in the meeting either in person or through proxy:**
Promoters and Promoter Group : 7
Public : 480
- No of shareholders attended the meeting through Video Conferencing:**
Promoters and Promoter Group : Not applicable
Public : Not applicable
- Details of the Agenda :**

Resolution No.	Resolutions Passed	Resolution required (Ordinary/Special)	Mode of Voting
1	Adoption and approval of Accounts for the year ended 31.3.2015.	Ordinary	Poll/E-voting
2	Appointment of Mr. Shaji Purushothaman, as Director who retires by rotation.	Ordinary	Poll/E-voting
3	Appointment of M/s. Venkatesh & Co, Chartered Accountants as Statutory Auditors.	Ordinary	Poll/E-voting



A UNIT OF

EMPEE

Regd. Office : "EMPEE TOWER" 59, Harris Road, Pudupet, Chennai - 600 002
Distillery : Mevalookuppam Village, Sriperumbudur Taluk, Kancheepuram District, Pincode - 602 105
Tel : 27156235, 27156239, 30901785, 30901787 Telefax : 27156231



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-2-

4	Ratification of remuneration payable to Mr. G. Sundaresan, Cost Accountant.	Ordinary	Poll/E-voting
5	Appointment of Mr. M K Mohan as an Independent Director.	Ordinary	Poll/E-voting
6	Appointment of Mr. T.S. Raghavan as an Independent Director.	Ordinary	Poll/E-voting
7	Appointment of appoint Mr. M P Mehrotra as Independent Director.	Ordinary	Poll/E-voting
8	Approval of related party transactions.	Special	Poll/E-voting
9	Appointment of Ms. Sheena Purushothaman as an ordinary Director.	Ordinary	Poll/E-voting
10	Appointment of Mr. Sheeju Purushothaman as an ordinary Director.	Ordinary	Poll/E-voting

All the resolutions were passed with requisite majority.

The result of the e-Voting and voting by Poll is enclosed.

We request you to take the above on record.

Thanking you,

Yours faithfully
For Empee Distilleries Ltd


K. Murali
Company Secretary

Encl: a/a



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EMPEE DISTILLERIES LIMITED

**Voting Results pursuant to Clause 35A of the Listing Agreement
Annual General Meeting held on 25th June 2015.**

Resolution particulars	Promoter/Public	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
Adoption and approval of Accounts for the year ended 31.3.2015.	Promoter and Promoter Group	11758383	10746983	91.40	10746983	0	100	0
	Public - Institutional holders	13623	0	0	0	0	0	0
	Public - others	7236887	4113	0.06	4113	0	100.00	0.00
	Total	19008893	10751096	56.56	10751096	0	100.00	0
Appointment of Mr. Shaji Purushothaman, as Director who retires by rotation.	Promoter and Promoter Group	11758383	10746983	91.40	10746983	0	100	0
	Public - Institutional holders	13623	0	0	0	0	0	0
	Public - others	7236887	4112	0.06	3612	500	87.84	12.16
	Total	19008893	10751095	56.56	10750595	500	100.00	0
Appointment of M/s. Venkatesh & Co, Chartered Accountants as Statutory Auditors.	Promoter and Promoter Group	11758383	10746983	91.40	10746983	0	100	0
	Public - Institutional holders	13623	0	0	0	0	0	0
	Public - others	7236887	4112	0.06	4112	0	100.00	0.00
	Total	19008893	10751095	56.56	10751095	0	100.00	0
Ratification of remuneration payable to Mr. G. Sundaresan, Cost Accountant.	Promoter and Promoter Group	11758383	10746983	91.40	10746983	0	100	0
	Public - Institutional holders	13623	0	0	0	0	0	0
	Public - others	7236887	4112	0.06	3662	450	89.06	10.94
	Total	19008893	10751095	56.56	10750645	450	100.00	0
Appointment of Mr. M K Mohan as an Independent Director.	Promoter and Promoter Group	11758383	10746983	91.40	10746983	0	100	0
	Public - Institutional holders	13623	0	0	0	0	0	0
	Public - others	7236887	4112	0.06	3662	450	89.06	10.94
	Total	19008893	10751095	56.56	10750645	450	100.00	0
Appointment of Mr. T.S. Raghavan as an Independent Director.	Promoter and Promoter Group	11758383	10746983	91.40	10746983	0	100	0
	Public - Institutional holders	13623	0	0	0	0	0	0
	Public - others	7236887	4112	0.06	4112	0	100.00	0
	Total	19008893	10751095	56.56	10751095	0	100.00	0
Appointment of Mr. M P Mehrotra as Independent Director.	Promoter and Promoter Group	11758383	10746983	91.40	10746983	0	100	0
	Public - Institutional holders	13623	0	0	0	0	0	0
	Public - others	7236887	4112	0.06	4112	0	100.00	0
	Total	19008893	10751095	56.56	10751095	0	100.00	0.00
Approval of related party transactions.	Promoter and Promoter Group	11758383	0	0	0	0	0	0
	Public - Institutional holders	13623	0	0	0	0	0	0
	Public - others	7236887	4112	0.06	3162	950	76.90	23.10
	Total	19008893	4112	0.02	3162	950	76.90	23.10
Appointment of Ms. Sheena Purushothaman as an ordinary Director.	Promoter and Promoter Group	11758383	10746983	91.40	10746983	0	100	0
	Public - Institutional holders	13623	0	0	0	0	0	0
	Public - others	7236887	4112	0.06	2797	1315	68.02	31.98
	Total	19008893	10751095	56.56	10749780	1315	99.99	0.01
Appointment of Mr. Sheeju Purushothaman as an ordinary Director.	Promoter and Promoter Group	11758383	10746983	91.40	10746983	0	100	0
	Public - Institutional holders	13623	0	0	0	0	0	0
	Public - others	7236887	4112	0.06	3247	865	78.96	21.04
	Total	19008893	10751095	56.56	10750230	865	99.99	0.01



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Phone No. 044 - 4553 0256
4553 0257 / 4265 2127
E-mail: csdhanapal@gmail.com
website: www.csdhanapal.com

S Dhanapal & Associates **Practising Company Secretaries**

Partners

S. Dhanapal, B.Com., B.A.B.L., F.C.S
N. Ramanathan, B.Com., F.C.S
Smita Chirimar, M.Com., A.C.S, DCG (ICSI)
R. Pratheepa, B.C.S., A.C.S

Report of Scrutinizer

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and rule 20 & 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,

The Chairman

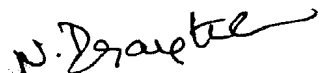
Thirtieth Annual General Meeting of the Equity Shareholders of
M/s. Empee Distilleries Limited

Held on 25th June, 2015 at P. Obul Reddy Hall, Sri Thyaga Brahma Gana Sabha,
Vani Mahal, G.N. Chetty Road, T.Nagar, Chennai 600 017

Dear Sir,

I, N.Ramanathan, Partner of M/s. S Dhanapal & Associates, a firm of Practising Company Secretaries, was appointed as Scrutinizer by the Board of Directors of M/s. Empee Distilleries Limited ("the Company") for the purpose of scrutinizing e-voting process (remote e-voting) & poll taken at the 30th Annual General Meeting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 30th Annual General meeting of the Equity Shareholders of M/s. Empee Distilleries Limited, held on Thursday, the 25th day of June, 2015 at P. Obul Reddy Hall, Sri Thyaga Brahma Gana Sabha, Vani Mahal, G.N. Chetty Road, T.Nagar, Chennai 600 017, submit our report as under:

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by using polling papers by the shareholders on the resolutions proposed in the Notice of the 30th Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of polling papers at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and the report generated electronically for voting by use of polling papers at the meeting.


N. Ramanathan

S Dhanapal & Associates

Practising Company Secretaries

The result of the voting is as under:

(a) Resolution No. 1 - Adoption of Balance Sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial year ended 31st March, 2015 (Ordinary Business) (Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	10751096	27
Less: Invalid votes	0	0
Net Valid votes cast	10751096	27
Votes cast in favour	10751096	27
Votes Cast against	0	0

% of total valid votes cast in favour of the resolution: 100%

% of total valid votes cast against the resolution: NIL.

(b) Resolution No. 2 - Appointment of a director in place of Shri. Shaji Purushothaman, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Business) (Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	10751095	26
Less: Invalid votes	0	0
Net Valid votes cast	10751095	26
Votes cast in favour	10750595	24
Votes Cast against	500	2

% of total valid votes cast in favour of the resolution: 99.99%

% of total valid votes cast against the resolution: 0.01%

(c) Resolution No. 3 - Appointment of M/s. Venkatesh & Co., Chartered Accountants, as the auditors of the Company (Ordinary Business) (Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	10751095	26
Less: Invalid votes	0	0
Net Valid votes cast	10751095	26
Votes cast in favour	10751095	26
Votes Cast against	0	0

% of total valid votes cast in favour of the resolution: 100%

% of total valid votes cast against the resolution: NIL

S. Dhanapal



S Dhanapal & Associates

Practising Company Secretaries

(d) Resolution No. 4 – Ratification of Remuneration payable to Cost Auditor (Special Business) (Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	10751095	26
Less: Invalid votes	0	0
Net Valid votes cast	10751095	26
Votes cast in favour	10750645	25
Votes Cast against	450	1

% of total valid votes cast in favour of the resolution: **99.99%**
 % of total valid votes cast against the resolution: **0.01%**

(e) Resolution No. 5 - Appointment of Shri. M.K.Mohan as an Independent Director (Special Business) (Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	10751095	26
Less: Invalid votes	0	0
Net Valid votes cast	10751095	26
Votes cast in favour	10750645	25
Votes Cast against	450	1

% of total valid votes cast in favour of the resolution: **99.99%**
 % of total valid votes cast against the resolution: **0.01%**

(f) Resolution No. 6 - Appointment of Shri. T.S.Raghavan as - an Independent Director (Special Business) (Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	10751095	26
Less: Invalid votes	0	0
Net Valid votes cast	10751095	26
Votes cast in favour	10751095	26
Votes Cast against	0	0

% of total valid votes cast in favour of the resolution: **100%**
 % of total valid votes cast against the resolution: **NIL**

T.S. Raghavan

S Dhanapal & Associates

Practising Company Secretaries

(g) Resolution No. 7 - Appointment of Shri. M.P.Mehrotra as an Independent Director (Special Business) (Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	10751095	26
Less: Invalid votes	0	0
Net Valid votes cast	10751095	26
Votes cast in favour	10751095	26
Votes Cast against	0	0

% of total valid votes cast in favour of the resolution: 100%

% of total valid votes cast against the resolution: NIL

(h) Resolution No. 8 - Approval for related party transactions (Special Business) (Special Resolution)

	No. of Shares	No. of Members
Total Votes Cast	10751095	26
Less: Invalid votes	10746983	8
Net Valid votes cast	4112	18
Votes cast in favour	3162	15
Votes Cast against	950	3

% of total valid votes cast in favour of the resolution: 76.90%

% of total valid votes cast against the resolution: 23.10%

(i) Resolution No. 9 - Appointment of Ms. Sheena Purushothaman as Director (Special Business) (Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	10751095	26
Less: Invalid votes	0	0
Net Valid votes cast	10751095	26
Votes cast in favour	10749780	22
Votes Cast against	1315	4

% of total valid votes cast in favour of the resolution: 99.99%

% of total valid votes cast against the resolution: 0.01%

N. Dhanapal

S Dhanapal & Associates

Practising Company Secretaries

(j) Resolution No. 10 – Appointment of Mr. Sheeju Purushothaman as Director (Special Business) (Ordinary Resolution)

	No. of Shares	No. of Members
Total Votes Cast	10751095	26
Less: Invalid votes	0	0
Net Valid votes cast	10751095	26
Votes cast in favour	10750230	23
Votes Cast against	865	3

% of total valid votes cast in favour of the resolution: 99.99%

% of total valid votes cast against the resolution: 0.01%

Thanking you,

Place: Chennai
Dated: 26.06.2015

Yours faithfully,
For S Dhanapal & Associates
(A firm of Practising Company Secretaries)



N. Ramanathan
Partner

Membership # F6665
CP # 11084