



ROTO PUMPS LTD.

Regd. & Marketing Head Office :

ROTO HOUSE,

13, Noida Special Economic Zone,

Noida - 201 305, INDIA

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RPL/BSE/

September 30, 2014

BSE Ltd

Corporate Relationship Department,

1st Floor, New Trading Ring

Rotunda Building, P J Towers,

Dalal Street,

MUMBAI – 400 001

Dear Sir,

Sub.: **Submission of voting results at 39th AGM**

Ref.: **Scrip No. 517500**

The 39th Annual General Meeting of the Members of the Company was held on 29th September, 2014 at the Registered Office of the Company at Roto House, Noida Special Economic Zone, Noida – 201305 to transact the business mentioned in the notice of the Annual General Meeting dated 13th August, 2014.

In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Clause 35B of the Listing Agreement, the Company had provided e-voting facility to the Members to vote on the resolution contained in the notice of the Annual General Meeting. The e-voting was held between 23rd September, 20014 from 9.00 am to 25th September, 2014 to 5.00 pm at e-voting website of NSDL.

At the Annual General Meeting a voting by poll for all the resolutions mentioned in the notice was conducted and shareholders were given opportunity to vote.



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Overseas Branches : Manchester, UK Tel.: +44 161 4775511 Fax : +44 161 4747900 E-mail : sales@rotopumps.co.uk

Victoria, Australia : Tel.: +61 3 97945200 Fax: +61 3 97945900 E-mail : melb@rotopumps.co.au

Mr. Barinder Singh Maur, Practicing Company Secretary (Membership No. FCS 6544, CP No. 7401) was appointed as Scrutinizer for e-voting and ballot paper process. He has submitted his reports of voting reports to the Chairman. The chairman declared the results of voting informing *interalia* that the all the resolutions have been passed with the requisite majority and overwhelming majority.

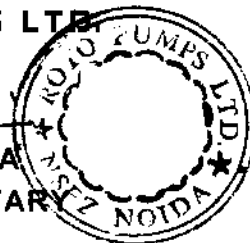
In terms of Clause 35 A of the Listing Agreement, please find attached details of the business transacted at the Annual General Meeting and results thereof for your kind information and record please.

Thanking you,

Yours faithfully,

For **ROTO PUMPS LTD**


ASHWANI K. VERMA
COMPANY SECRETARY



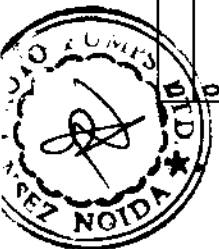
Encl.: A/a

Annexure		Date of Annual General Meeting		29.09.2014	
Total number of Shareholders as on Record date		2871		Members present in person : 17	
Number of Shareholders present in the meeting either in person or through proxy		Members present by proxy : NIL			
Promoters and Promoter Group		4			
Public		13			
Number of Shareholders attended the meeting through Video Conferencing					
Promoters and Promoter Group				No video conference facility was made available	
Public					

Resolution No. 1 : Ordinary Resolution . Receive, consider and adopt:

- a. the audited financial statement of the Company for the financial year ended 31st March, 2014 together with the Reports of Auditors and Directors thereon.
- b. the consolidated audited financial statement of the Company for the financial year ended 31st March, 2014.

Promoter/Public	No. of Shares held	Mode of Voting	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
A. Promoter and Promoter group	2154724	e-voting	0	0.0	0	0	0	0
		Poll	1535540	71.26	1535540	0	100	0
		Sub-total	1535540	71.26	1535540	0	100	0
B. Public – Institutional holders	53429	e-voting	0	0.0	0	0	0	0
		Poll	52029	97.4	52029	0	100	0
		Sub-total	52029	97.38	52029	0	100	0
Public-Others	882608	e-voting	1153	0.13	1153	0	100	0
		Poll	2787	0.32	2787	0	100	0
		Sub-total	3940	0.45	3940	0	100	0
Total	3090761		1591509	51.49	1591509	0	100	0

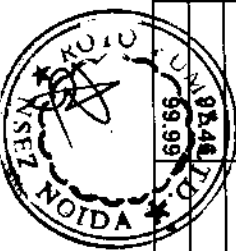


Resolution No. 2 : Declaration of dividend on Equity Shares

Promoter/Public	No. of Shares held	Mode of Voting	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour	No. of Votes against	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
A. Promoter and Promoter group	2154724	e-voting	0	0.0	0	0	0	0
		Poll	1535540	71.26	1535540	0	100	0
		Sub-total	1535540	71.26	1535540	0	100	0
B. Public – Institutional holders	53429	e-voting	0	0.0	0	0	0	0
		Poll	52029	97.4	52029	0	100	0
		Sub-total	52029	97.38	52029	0	100	0
Public-Others	882608	e-voting	1153	0.13	1153	0	100	0
		Poll	2787	0.32	2787	0	100	0
		Sub-total	3940	0.45	3940	0	100	0
Total	3090761		1591509	51.49	1591509	0	100	0

Resolution No. 3 : Appointment of Mr. Anurag Gupta as a Director

Promoter/Public	No. of Shares held	Mode of Voting	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour	No. of Votes against	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
A. Promoter and Promoter group	2154724	e-voting	0	0.0	0	0	0	0
		Poll	1535540	71.26	1535540	0	100	0
		Sub-total	1535540	71.26	1535540	0	100	0
B. Public – Institutional holders	53429	e-voting	0	0.0	0	0	0	0
		Poll	52029	97.4	52029	0	100	0
		Sub-total	52029	97.38	52029	0	100	0
Public-Others	882608	e-voting	1153	0.13	1053	100	91.33	8.67
		Poll	2787	0.32	2787	0	100	0
		Sub-total	3940	0.45	3840	100	99.99	2.54
Total	3090761		1591509	51.49	1591409	100	99.99	0.01

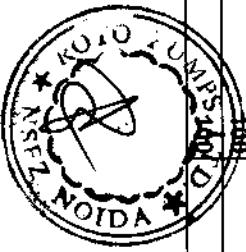


Resolution No. 4 :Appointment of Auditors

Promoter/Public	No. of Shares held	Mode of Voting	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour	No. of Votes against	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
A. Promoter and Promoter group	2154724	e-voting	0	0.0	0	0	0	0
		Poll	1535540	71.26	1535540	0	100	0
		Sub-total	1535540	71.26	1535540	0	100	0
B. Public – Institutional holders	53429	e-voting	0	0.0	0	0	0	0
		Poll	52029	97.4	52029	0	100	0
		Sub-total	52029	97.38	52029	0	100	0
Public-Others	882608	e-voting	1153	0.13	1153	0	100	0
		Poll	2787	0.32	2787	0	100	0
		Sub-total	3940	0.45	3940	0	100	0
Total	3090761		1591509	51.49	1591509	0	100	0

Resolution No. 5 : Appoint Branch Auditors at: a. Warehouse and Marketing Office in Australia. b. Warehouse and Marketing Office in U. K.

Promoter/Public	No. of Shares held	Mode of Voting	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour	No. of Votes against	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
A. Promoter and Promoter group	2154724	e-voting	0	0.0	0	0	0	0
		Poll	1535540	71.26	1535540	0	100	0
		Sub-total	1535540	71.26	1535540	0	100	0
B. Public – Institutional holders	53429	e-voting	0	0.0	0	0	0	0
		Poll	52029	97.4	52029	0	100	0
		Sub-total	52029	97.38	52029	0	100	0
Public-Others	882608	e-voting	1153	0.13	1153	0	100	0
		Poll	2787	0.32	2787	0	100	0
		Sub-total	3940	0.45	3940	0	100	0
Total	3090761		1591509	51.49	1591509	0	100	0

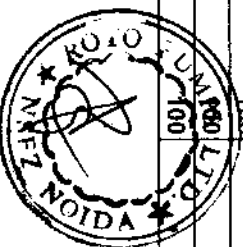


Resolution No. 6 :Appointment of Mrs. Annapurna Dixit as an Independent Director

Promoter/Public	No. of Shares held	Mode of Voting	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour	No. of Votes against	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
A. Promoter and Promoter group	2154724	e-voting	0	0.0	0	0	0	0
		Poll	1535540	71.26	1535540	0	100	0
		Sub-total	1535540	71.26	1535540	0	100	0
B. Public –								
Institutional holders	53429	e-voting	0	0.0	0	0	0	0
		Poll	52029	97.4	52029	0	100	0
		Sub-total	52029	97.38	52029	0	100	0
Public-Others	882608	e-voting	1153	0.13	1153	0	100	0
		Poll	2787	0.32	2787	0	100	0
		Sub-total	3940	0.45	3940	0	100	0
Total	3090761		1591509	51.49	1591509	0	100	0

Resolution No. 7 :Appointment of Mr. B S Ramaswamy as an Independent Director

Promoter/Public	No. of Shares held	Mode of Voting	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour	No. of Votes against	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
A. Promoter and Promoter group	2154724	e-voting	0	0.0	0	0	0	0
		Poll	1535540	71.26	1535540	0	100	0
		Sub-total	1535540	71.26	1535540	0	100	0
B. Public –								
Institutional holders	53429	e-voting	0	0.0	0	0	0	0
		Poll	52029	97.4	52029	0	100	0
		Sub-total	52029	97.38	52029	0	100	0
Public-Others	882608	e-voting	1153	0.13	1153	0	100	0
		Poll	2787	0.32	2787	0	100	0
		Sub-total	3940	0.45	3940	0	100	0
Total	3090761		1591509	51.49	1591509	0	100	0

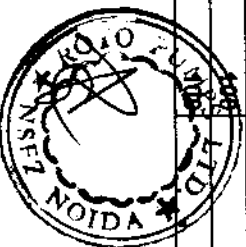


Resolution No. 8 :Appointment of Dr. Ramesh Chandra Vaish as an Independent Director

Promoter/Public	No. of Shares held	Mode of Voting	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
A. Promoter and Promoter group	2154724	e -voting	0	0.0	0	0	0	0
		Poll	1535540	71.26	1535540	0	100	0
		Sub-total	1535540	71.26	1535540	0	100	0
B. Public –								
Institutional holders	53429	e -voting	0	0.0	0	0	0	0
		Poll	52029	97.4	52029	0	100	0
		Sub-total	52029	97.38	52029	0	100	0
Public-Others	882608	e -voting	1153	0.13	1153	0	100	0
		Poll	2787	0.32	2787	0	100	0
		Sub-total	3940	0.45	3940	0	100	0
Total	3090761		1591509	51.49	1591509	0	100	0

Resolution No. 9 :Appointment of Mr. Anand Bordia as an Independent Director

Promoter/Public	No. of Shares held	Mode of Voting	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
A. Promoter and Promoter group	2154724	e -voting	0	0.0	0	0	0	0
		Poll	1535540	71.26	1535540	0	100	0
		Sub-total	1535540	71.26	1535540	0	100	0
B. Public –								
Institutional holders	53429	e -voting	0	0.0	0	0	0	0
		Poll	52029	97.4	52029	0	100	0
		Sub-total	52029	97.38	52029	0	100	0
Public-Others	882608	e -voting	1153	0.13	1153	0	100	0
		Poll	2787	0.32	2787	0	100	0
		Sub-total	3940	0.45	3940	0	100	0
Total	3090761		1591509	51.49	1591509	0	100	0



Resolution No. 10: Appointment of Mr. Vijay Kumar as an Independent Director

Promoter/Public	No. of Shares held	Mode of Voting	No. of votes polled	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes in favour	No. of Votes against	% of Votes in favour on Votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
A. Promoter and Promoter group	2154724	e -voting	0	0.0	0	0	0	0
		Poll	1535540	71.26	1535540	0	100	0
		Sub-total	1535540	71.26	1535540	0	100	0
B. Public – Institutional holders	53429	e -voting	0	0.0	0	0	0	0
		Poll	52029	97.4	52029	0	100	0
		Sub-total	52029	97.38	52029	0	100	0
Public-Others	882608	e -voting	1153	0.13	1153	0	100	0
		Poll	2787	0.32	2787	0	100	0
		Sub-total	3940	0.45	3940	0	100	0
Total	3090761		1591509	51.49	1591509	0	100	0

Resolution No. 11 : Sub-division of Shares

Promoter/Public	No. of Shares held	Mode of Voting	No. of votes polled	% of Votes Polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of Votes in favour	No. of Votes against	% of Votes in favour on Votes polled $(6)=[(4)/(2)]*100$	% of Votes against on votes polled $(7)=[(5)/(2)]*100$
A. Promoter and Promoter group	2154724	e -voting	0	0.0	0	0	0	0
		Poll	1535540	71.26	1535540	0	100	0
		Sub-total	1535540	71.26	1535540	0	100	0
B. Public – Institutional holders	53429	e -voting	0	0.0	0	0	0	0
		Poll	52029	97.4	52029	0	100	0
		Sub-total	52029	97.38	52029	0	100	0
Public-Others	882608	e -voting	1153	0.13	1153	0	100	0
		Poll	2787	0.32	2787	0	100	0
		Sub-total	3940	0.45	3940	0	100	0
Total	3090761		1591509	51.49	1591509	0	100	0

