

Sujana Universal Industries Limited T+91 40 2335 1882/85/87

Regd. & Corp. Office : 41, Nagarjuna Hills, Panjagutta, Hyderabad - 500 082, CIN : L29309TG1986PLC006714 T +91 40 2335 1882/85/8 F +91 40 2335 0766 E info.suil@sujana.com www.sujana.com

#### DECLARATION OF RESULTS OF E-VOTING AND POLL

25<sup>th</sup> Annual General Meeting of the Equity Shareholders of Sujana Universal Industries Limited held on Tuesday, the 30<sup>th</sup> day of September, 2014 at 'Kohinoor', Taj Deccan, Road No.1, Banjara Hills, Hyderabad-500034, Telangana.

As per the provisions of the Companies Act, 2013 and the Listing Agreement entered with the Stock Exchanges, the Company had provided the facility of e-voting to the members to enable them to cast their vote electronically on the resolutions specified in the Notice of the 25<sup>th</sup>Annual General Meeting (AGM). The e-voting was open from September 22, 2014 to September 24, 2014.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by Ministry of Corporate Affairs, voting by show of hands was not permitted at the General Meeting where e-voting has been offered to the members. Therefore, at the 25<sup>th</sup>AGM, voting was conducted by means of poll.

Shri Y. Ravi Prasada Reddy, Company Secretary in Practice, has been appointed as the Scrutinizer for conducting both the e-voting and the physical voting at the 25<sup>th</sup>AGM in a fair and transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to 6.00 pm on September 24, 2014 and votes cast through poll at the AGM and submitted his reports on September 27, 2014 and September 30, 2014 respectively.

The combined results of the voting (both e-voting and physical voting) on the following 10 resolutions as per the above said Scrutinizer Reports is as follows:

Item No	Resolutions to be passed at the AGM	Votes in favour		Votes against		Invalid/Abstained votes	
		No of Shares	%	No of Shares	%	No of Shares	%
1	Adoption of Financial Statements for the year ended 31 <sup>st</sup> March, 2014.	46636754	99.99957	200	0.000429	17589	0.037701
2	Re-appointment of Shri Y.S. Chowdary, who retires by rotation.	46636754	99.99957	200	0.000429	17589	0.037701
3	Re-appointment of M/s T. Raghavendra & Associates, Chartered Accountants, as Statutory Auditors of the Company.	46636754	99.99957	200	0.000429	17589	0.037701
4	Appointment of Dr. V. Malakonda Reddy as Independent Director.	46636754	99.99957	200	0.000429	17589	0.037701





5	Appointment of Shri J. Ramakrishnan as Independent Director.	46636754	99.99957	200	0.000429	17589	0.037701
6	Appointment of Dr. K. Srinivasa Rao as Independent Director.	46636754	99.99957	200	0.000429	17589	0.037701
7	Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for borrowing money upto Rs.2500 Crores over and above the aggregate of the paid up share capital and free reserves of the Company.	46636654	99.96166	300	0.000643	17589	0.037701
8	Special Resolution under Section 180(1)(a) of the Companies Act, 2013 to mortgage and/or charge any of movable and / or immovable properties of the Company.	46636454	99.96123	500	0.001072	17589	0.037701
9	Ordinary Resolution for adoption of new set of Articles pursuant to Section 14 of the Companies Act, 2013.	46636754	99.99957	200	0.000429	17589	0.037701
10	Ratification of remuneration of the Cost Auditor of the Company.	46636754	99.99957	200	0.000429	17589	0.037701

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 25<sup>th</sup>Annual General Meeting has been duly approved by the members with requisite majority.

Also declare that, all the queries raised by the Members at the meeting were completely resolved to their satisfaction.

G. Srinivasa Raju Managing Director

Date: 30<sup>th</sup> September, 2014

Place: Hyderabad



## CS Ravi Prasada Reddy .Y

B.Sc., FCS

Practising Company Secretary FCS No. 5783, CP No. 5360

#### COMBINED REPORT BY THE SCRUITNIZER FOR E-VOTING & BALLOT POLL

To
The Chairman
M/s. Sujana Universal Industries Limited
Plot No.41, Nagarjuna Hills
Panjagutta
Hyderabad – 500 082

Dear Sir,

Sub: Passing of Resolutions through electronic voting and poll conducted at the 25<sup>th</sup> Annual General Meeting ("AGM") of Sujana Universal Industries Limited held on Tuesday, the 30<sup>th</sup> day of September, 2014 at 'Kohinoor', Taj Deccan, Road No.1, Banjara Hills, Hyderabad-500034, Telangana.

The Company had appointed me as a Scrutinizer to scrutinize the e-voting process and also for the Poll conducted at the 25<sup>th</sup>AGM of the Company held on 30<sup>th</sup> September, 2014.

The e-voting facility was available from 9.30 a.m. on 22<sup>nd</sup> September, 2014 to 24<sup>th</sup> September, 2014 till 6.00 p.m. (i.e.3 days).

The Company had appointed M/s Central Depository Services India Limited (CDSL) as the Service Provider, for providing the facility of electronic voting to the shareholders of the Company from 22<sup>nd</sup> September, 2014 till 24<sup>th</sup> September, 2014. M/s. Bigshare Services Private Limited ("BSPL") is the Registrar and Share Transfer Agent for the Company. The e-voting results were unblocked by me on 27<sup>th</sup> September, 2014 in the presence of two witnesses. For further details kindly refer my Report dated 27<sup>th</sup> September, 2014 attached herewith.

At the 25<sup>th</sup> AGM of the Company held on 30<sup>th</sup> September, 2014, the Chairman of the Meeting had suo-moto i.e., on his own motion ordered for a Poll under Section 109 of the Companies Act, 2013, to facilitate the members present in the AGM who could not participate in the evoting, to record their votes through poll process. The Chairman had appointed me as the Scrutinizer for the same. For further details kindly refer to my Report in the Form MGT 13 dated 30<sup>th</sup> September, 2014.

The results of the E-Voting and Poll conducted at the AGM are as under:

Number of members who have casted their votes through e-voting and Poll		Total Number of then	Total Number of invalid votes		
Electronically	Physically	Electronically	Physically		
12	14	44931137	1705817	0	
26		46636954			

Item No. 1 of the Notice – Adoption of financial statements for the year ended 31<sup>st</sup> March, 2014 (Ordinary Resolution)

Particulars of Business	Votes in favour of the Resolution		Votes against the Resolution		Invalid/ Abstained Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930937	96.3056	200	0.000429	0	0
Poll	1705817	3.656272	0	0	17589	0.037701
TOTAL	46636754	99.99957	200	0.000429	17589	0.037701

Item No. 2 of the Notice – Re-appointment of Shri Y.S. Chowdary, who retires by rotation (Ordinary Resolution)

Particulars of Business	Votes in favour of the Resolution		Votes against the Resolution		Invalid/ Abstained Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930937	96.3056	200	0.000429	0	(
Poll	1705817	3.656272	0	0	17589	0.037701
TOTAL	46636754	99.99957	200	0.000429	17589	0.037701



Item No. 3 of the Notice - Re-appointment of M/s T. Raghavendra & Associates, Chartered Accountants, as Statutory Auditors of the Company (Ordinary Resolution)

Particulars of Business	Votes in favour of the Resolution		Votes agai Resolu		Invalid/ Abstained Votes		
	Nos.	%age	Nos.	%age	Nos.	%age	
E-Voting	44930937	96.3056	200	0.000429	0	0	
Poll	1705817	3.656272	0	0	17589	0.037701	
TOTAL	46636754	99.99957	200	0.000429	17589	0.037701	

### Item No. 4 of the Notice -

Ordinary Resolution for appointment of Dr. V. Malakonda Reddy as an Independent Director for a term up to five consecutive years commencing from 28<sup>th</sup> August, 2014 to 27<sup>th</sup> August, 2019 under Section 149 of the Companies Act, 2013.

Particulars of Business	Votes in favour of the Resolution		Votes agai Resolu		Invalid/ Abstained Votes		
	Nos.	%age	Nos.	%age	Nos.	%age	
E-Voting	44930937	96.3056	200	0.000429	0	0	
Poll	1705817	3.656272	0	0	17589	0.037701	
TOTAL	46636754	99.99957	200	0.000429	17589	0.037701	

Item No. 5 of the Notice – Ordinary Resolution for appointment of Shri J. Ramakrishnan as an Independent Director for a term up to five consecutive years commencing from 30<sup>th</sup> September, 2014 to 29<sup>th</sup> September, 2019 under Section 149 of the Companies Act, 2013.

Particulars of Business	Votes in favour of the Resolution		Votes agai Resolu		Invalid/ Abstained Votes		
	Nos.	%age	Nos.	%age	Nos.	%age	
E-Voting	44930937	96.3056	200	0.000429	0	0	
Poll	1705817	3.656272	0	0	17589	0.037701	
TOTAL	46636754	99.99957	200	0.000429	17589	0.037701	



Item No. 6 of the Notice – Ordinary Resolution for appointment of Dr. K. Srinivasa Rao as an Independent Director for a term up to five consecutive years commencing from 30<sup>th</sup> September, 2014 to 29<sup>th</sup> September, 2019 under Section 149 of the Companies Act, 2013.

Particulars of Business	Votes in favour of the Resolution		Votes agai Resolu		Invalid/ Abstained Votes		
	Nos.	%age	Nos.	%age	Nos.	%age	
E-Voting	44930937	96.3056	200	0.000429	0	0	
Poll	1705817	3.656272	0	0	17589	0.037701	
TOTAL	46636754	99.99957	200	0.000429	17589	0.037701	

Item No. 7 of the Notice – Special Resolution under Section 180(1)(c) of the Companies Act,
2013 for borrowing money upto Rs.2500 Crores over and above
the aggregate of the paid up share capital and free reserves of the
Company

Particulars of Business	Votes in favour of the Resolution		Votes agai Resolu		Invalid/ Abstained Votes		
	Nos.	%age	Nos.	%age	Nos.	%age	
E-Voting	44930837	96.30538	300	0.000643	0	0	
Poll	1705817	3.656272	0	0	17589	0.037701	
TOTAL	46636654	99.96166	300	0.000643	17589	0.037701	

Item No. 8 of the Notice – Special Resolution under Section 180(1)(a) of the Companies Act, 2013 to mortgage and/or charge any of movable and / or immovable properties of the Company

Particulars of Business	Votes in favour of the Resolution		Votes against the Resolution		Invalid/ Abstained Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930837	96.30538	300	0.000643	0	0
Poll	1705617	3.655843	200	0.000429	17589	0.037701
TOTAL	46636454	99.96123	500	0.001072	17589	0.037701



Item No. 9 of the Notice – Ordinary Resolution for adoption of new set of Articles pursuant to Section 14 of the Companies Act, 2013

Particulars of Business	Votes in favour of the Resolution		Votes against the Resolution		Invalid/ Abstained Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930937	96.3056	200	0.000429	0	0
Poll	1705817	3.656272	0	0	17589	0.037701
TOTAL	46636754	99.99957	200	0.000429	17589	0.037701

Item No. 10 of the Notice – Ratification of remuneration of the Cost Auditor of the Company (Ordinary Resolution)

Particulars of Business	Votes in fav Resolu		Votes against the Resolution		Invalid/ Abstained Votes		
	Nos.	%age	Nos.	%age	Nos.	%age	
E-Voting	44930937	96.3056	200	0.000429	0	0	
Poll	1705817	3.656272	0	0	17589	0.037701	
TOTAL	46636754	99.99957	200	0.000429	17589	0.037701	

I hereby confirm that, I am maintaining the Registers received from the Service Provider both electronically land manually, in respect of the votes cast through e-Voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person as authorized by him in due course.

Thanking you, Yours faithfully,

Y. Ravi Prasada Reddy

Y. Ravi Prasada Reddy Company Secretary FCS NO : 5783, CP NO : 5360 Flat No.504, Balaji Vilia, 2-22-43, A. S. Raju Nagar, Kukatpally, Hyderabad - 500 072.

Place: Hyderabad

Date: 30th September, 2014

Chairman/Managing Director



## CS Ravi Prasada Reddy .Y

B.Sc., FCS

Practising Company Secretary FCS No. 5783, CP No. 5360

#### SCRUTINIZER REPORT FOR E-VOTING CARRIED OUT FOR SUJANA UNIVERSAL INDUSTRIES LIMITED

The Chairman M/s. Sujana Universal Industries Limited Plot No.41, Nagarjuna Hills Panjagutta, Hyderabad – 500 082

Dear Sir,

Sub: Passing of Resolutions mentioned in the notice of the 25<sup>th</sup> AGM of M/s. Sujana Universal Industries Limited held on Tuesday, the 30<sup>th</sup> September, 2014 through electronic voting pursuant to section 108 of the Companies Act, 2013 ("the Act") and Rule No.20 of the Companies (Management and Administration) Rules, 2014 ("Rules").

Pursuant to the Resolution passed by the Board of Directors of Sujana Universal Industries Limited (hereinafter referred to as "the Company") on 28<sup>th</sup> August, 2014, I, Y. Ravi Prasada Reddy, Practicing Company Secretary has been appointed as the Scrutinizer for the e-voting process as mentioned under Sub-Rule 3 (ix) of the Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of the 25<sup>th</sup> Annual General Meeting of the Company to be held on 30<sup>th</sup> September, 2014. I am familiar with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular CIR/CFD/POLICY CELL/2/2014 dated 17<sup>th</sup> April, 2014 amending clause 35B of the listing agreement issued in this regard.

The Company had appointed M/s. Central Depository Services India Limited (CDSL) as the Service Provider, for providing the facility of electronic voting to the shareholders of the Company from 22<sup>nd</sup> September, 2014 till 24th September, 2014. M/s. Bigshare Services Private Limited ("BSPL") is the Registrar and Share Transfer Agent for the Company. The Service Provider had provided the system to record the votes of the shareholders voted electronically through e-voting on all the items of the business of the AGM Notice dated 28<sup>th</sup> August, 2014, sought to be transacted in the AGM of the Company, which is scheduled to be held on 30<sup>th</sup> September, 2014. The Service Provider had set up e-voting facility on their website <a href="www.evotinginia.com">www.evotinginia.com</a>. The Company had also uploaded the Notice of the AGM which forms an integral part of the Annual Report for the financial year 2013-14 on the website of the Company i.e., <a href="www.sujana.com">www.sujana.com</a> and forwarded to its Service Provider to facilitate its shareholders to cast their votes through e-voting.

BSPL had on 6<sup>th</sup>September, 2014 sent the Notices of the AGM by email to 10,480 (Ten thousand four hundred and eighty) shareholders whose mail ids were made available by the two depositories. In respect of the balance 17,027 (Seventeen thousand and twenty seven) shareholders, the Notices were sent through courier and all the dispatches were completed by 6<sup>th</sup> September, 2014.

The Notice contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the above said Rules.

The cut-off date for the purpose of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was 12<sup>th</sup> September, 2014. As prescribed in the Rules, the e-voting facility was kept open for three days from 22<sup>nd</sup> September, 2014 to 24<sup>th</sup> September, 2014.

Flat No.504, Balaji Villa, 2-22-43, A.S. Raju Nagar, Kukatpally, Hyderabad - 500 072. Mobile : 99892 34576, Email : yravifcs@gmail.com As prescribed in Sub-Rule 3(v) of the above said Rules, the Company also released an advertisement, which was published more than 12 Days in advance from the date of beginning of the e-voting period in English in the Financial Express and in Telugu in Andhra Prabha dated 10<sup>th</sup> September, 2014. The notice published in the newspapers carried the required information as specified in Sub-Rule 3(v) (a) to (g) of the said Rules.

At the end of the voting period on 24<sup>th</sup> September, 2014, the voting portal of the Service Provider was blocked forthwith. On 27<sup>th</sup> September, 2014, the votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Shri S. Ravinder Reddy and Shri K. Shankar, who acted as the witnesses, as prescribed in Sub-Rule 3 (xi) of the said Rules.

As a Scrutinizer, the report of the e-voting carried out by the shareholders was duly compiled, the details of the results for the exercise so conducted is as follows:

Item No. 1 of the Notice – Adoption of financial statements for the year ended 31<sup>st</sup> March, 2014 (Ordinary Resolution)

Particulars of Business	Votes in fav Resolu		Resolution Abstaine		Inval Abstained	
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930937	99.9996	200	0.0004	0	0

Item No. 2 of the Notice – Re-appointment of Shri Y.S. Chowdary, who retires by rotation (OrdinaryResolution)

Particulars of Business	Votes in fav Resolu	The state of the s	Votes aga Resolu	CALL CONTRACTOR	Abstained Vote	
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930937	99.9996	200	0.0004	0	0

**Item No. 3 of the Notice** – Re-appointment of M/s T. Raghavendra & Associates, Chartered Accountants, as Statutory Auditors of the Company (Ordinary Resolution)

Particulars of Business	Votes in fav Resolu			Votes against the Inval Resolution Abstained		
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930937	99.9996	200	0.0004	0	(

Item No. 4 of the Notice -

Ordinary Resolution for appointment of Dr. V. Malakonda Reddy as an Independent Director for a term up to five consecutive years commencing from 28<sup>th</sup> August, 2014 to 27<sup>th</sup> August, 2019 under Section 149 of the Companies Act, 2013.

Particulars of Business		res in favour of the Resolution Resolution		inst the ition	Invalid/ Abstained Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930937	99.9996	200	0.0004	0	C



**Item No. 5 of the Notice** — Ordinary Resolution for appointment of Shri J. Ramakrishnan as an Independent Director for a term up to five consecutive years commencing from 30<sup>th</sup> September, 2014 to 29<sup>th</sup> September, 2019 under Section 149 of the Companies Act, 2013.

Particulars of Business	Votes in fav Resolu		Votes against the Resolution		Invalid/ Abstained Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930937	99.9996	200	0.0004	0	0

Item No. 6 of the Notice – Ordinary Resolution for appointment of Dr. K. Srinivasa Rao as an Independent Director for a term up to five consecutive years commencing from 30<sup>th</sup> September, 2014 to 29<sup>th</sup> September, 2019 under Section 149 of the Companies Act, 2013.

Particulars of Business	Votes in fav Resolu		Votes against the Resolution		Invali Abstained	
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930937	99.9996	200	0.0004	0	0

#### Item No. 7 of the Notice -

Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for borrowing money upto Rs.2500 Crores over and above the aggregate of the paid up share capital and free reserves of the Company

Particulars of Business	Votes in fav Resolu	A STATE OF THE PARTY OF THE PAR	Votes against the Invalid Resolution Abstained			
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930837	99.9993	300	0.0007	0	0

#### Item No. 8 of the Notice -

Special Resolution under Section 180(1)(a) of the Companies Act, 2013 to mortgage and/or charge any of movable and / or immovable properties of the Company

'Particulars of Business	Votes in fav Resolu		Votes against the Resolution		Invali Abstained	
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930837	99.9993	300	0.0007	0	0

### Item No. 9 of the Notice -

Ordinary Resolution for adoption of new set of Articles pursuant to Section 14 of the Companies Act, 2013

Particulars of Business	Votes in favour of the Resolution		Votes against the Resolution		Inval Abstained	
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930937	99.9996	200	0.0004	0	0

Item No. 10 of the Notice – Ratification of remuneration of the Cost Auditor of the Company (Ordinary Resolution)

Particulars of Business	Votes in fav Resolu		Votes aga Resolu		Invalid/ Abstained Votes	
	Nos.	%age	Nos.	%age	Nos.	%age
E-Voting	44930937	99.9996	200	0.0004	0	0



I hereby confirm that, I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-Voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course.

Thanking you, Yours faithfully,

Y. Ravi Prasada Reddy
Company Secretary
FCS NO : 5783, CP NO : 5360
Flat No.504, Balaji Vilia, 2-22-43, A. S. Raju Nagar,
Kukatpally, Hyderabad - 500 072.

Place: Hyderabad

Date: 27<sup>th</sup> September, 2014

Witness 1: Shri S. Ravinder Reddy



# CS Ravi Prasada Reddy .Y

B.Sc., FCS

Practising Company Secretary FCS No. 5783, CP No. 5360

#### 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]

The Chairman M/s. Sujana Universal Industries Limited Plot No.41, Nagarjuna Hills Panjagutta Hyderabad – 500082

Dear Sir,

25<sup>th</sup> Annual General Meeting of the Equity Shareholders of Sujana Universal Industries Limited held on Tuesday, the 30<sup>th</sup> day of September, 2014 at 'Kohinoor', Taj Deccan, Road No.1, Banjara Hills, Hyderabad-500034, Telangana.

- I, Y. Ravi Prasada Reddy, appointed as Scrutinizer(s) for the purpose of poll taken on the below mentioned resolutions, at the 25<sup>th</sup> Annual General meeting of the Equity Shareholders of Sujana Universal Industries Limited, held on Tuesday, the 30<sup>th</sup> day of September, 2014 at 'Kohinoor', Taj Deccan, Road No.1, Banjara Hills, Hyderabad 500 034, Telangana, hereby submit my report as under:
- After announcement by the Chairman about Poll, One (1) ballot box was kept for polling and locked in my presence.
- The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
- The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the Poll is as under:

Item No. 1 of the Notice -

Adoption of financial statements for the year ended 31<sup>st</sup> March, 2014 (Ordinary Resolution)

Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
(i) Voted in favour of the resolution:	14	1705817	100	
(ii) Voted against the resolution:	0	0	0	
Total number of members (i votes were declare		Total number of votes cast by them/abstained from voting		
iii) Invalid 27		17589		

CP NO.537.0

Flat No.504, Balaji Villa, 2-22-43, A.S. Raju Nagar, Kukatpally, Hyderabad - 500 072 Mobile : 99892 34576, Email : yravifcs@gmail.com

Item No. 2 of the Notice – Re-appointment of Shri Y.S. Chowdary, who retires by rotation (Ordinary Resolution)

Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution:	14	1705817	100
(ii) Voted against the resolution:	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid/abstained			of votes cast by ed from voting
(iii) Invalid votes/Abstained :	27	17589	

**Item No. 3 of the Notice** – Re-appointment of M/s T. Raghavendra & Associates, Chartered Accountants, as Statutory Auditors of the Company (Ordinary Resolution)

Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
<ul><li>(i) Voted in favour of the resolution:</li></ul>	14	1705817	100
(ii) Voted against the resolution:	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid/abstained		Total number of votes cast by them/abstained from voting	
(iii) Invalid votes/Abstained :	27	17589	

### Item No. 4 of the Notice -

Ordinary Resolution for appointment of Dr. V. Malakonda Reddy as an Independent Director for a term up to five consecutive years commencing from 28<sup>th</sup> August, 2014 to 27<sup>th</sup> August, 2019 under Section 149 of the Companies Act, 2013.

Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution:	14	1705817	100
(ii) Voted against the resolution:	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid/abstained		Total number of votes cast by them/abstained from voting	
(iii) Invalid votes/Abstained :	27	17589	



Item No. 5 of the Notice – Ordinary Resolution for appointment of Shri J. Ramakrishnan as an Independent Director for a term up to five consecutive years commencing from 30<sup>th</sup> September, 2014 to 29<sup>th</sup> September, 2019 under Section 149 of the Companies Act, 2013.

Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
<ul><li>(i) Voted in favour of the resolution:</li></ul>	14	1705817	100
(ii) Voted against the resolution:	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid/abstained		Total number of votes cast by them/abstained from voting	
(iii) Invalid votes/Abstained :	27	17589	

Item No. 6 of the Notice – Ordinary Resolution for appointment of Dr. K. Srinivasa Rao as an Independent Director for a term up to five consecutive years commencing from 30<sup>th</sup> September, 2014 to 29<sup>th</sup> September, 2019 under Section 149 of the Companies Act, 2013.

Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
<ul><li>(i) Voted in favour of the resolution:</li></ul>	14	1705817	100
<ul><li>(ii) Voted against the resolution:</li></ul>	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid/abstained		Total number of votes cast by them/abstained from voting	
(iii) Invalid votes/Abstained :	27	17589	

### Item No. 7 of the Notice -

Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for borrowing money upto Rs.2500 Crores over and above the aggregate of the paid up share capital and free reserves of the Company

Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution:	14	1705817	100
(ii) Voted against the resolution:	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid/abstained			of votes cast by ed from voting
(iii) Invalid votes/Abstained :	27	17589	



### Item No. 8 of the Notice -

Special Resolution under Section 180(1)(a) of the Companies Act, 2013 to mortgage and/or charge any of movable and / or immovable properties of the Company

Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution:	13	1705617	99.98828
(ii) Voted against the resolution:	1	200	0.01172
Total number of members (in person or by proxy) whose votes were declared invalid/abstained		Total number of votes cast by them/abstained from voting	
(iii) Invalid votes/Abstained :	27	17589	

Item No. 9 of the Notice -

Ordinary Resolution for adoption of new set of Articles pursuant to Section 14 of the Companies Act, 2013

Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution:	14	1705817	100
<ul><li>(ii) Voted against the resolution:</li></ul>	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid/abstained		Total number of votes cast by them/abstained from voting	
(iii) Invalid votes/Abstained :	27	17589	

**Item No. 10 of the Notice** – Ratification of remuneration of the Cost Auditor of the Company (Ordinary Resolution)

Description	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution:	14	1705817	100
(ii) Voted against the resolution:	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid/abstained		Total number of votes cast by them/abstained from voting	
(iii) Invalid votes/Abstained :	27	17589	



- A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Chairman for safe keeping.

Thanking you, Yours faithfully,

Y. RAVI PRASADA REDDY

Y. Ravi Prasada Raddy Company Secretary FCS NO. 5783, CP NO: 5350 Flat No.504, Balaji Villa, 2-22-43, A. S. Raju Nagar, Kukatpally, Hyderabad - 500 072.

Place: Hyderabad

Dated: 30<sup>th</sup> September, 2014

Chairman/Managing Director