

AFL/SS/SE/48/2017-2018
16th September, 2017

The National Stock Exchange of India Ltd.
Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai 400 051

The BSE Ltd.
P.J. Towers
Dalal Street
Mumabi 400 001

Dear Sir / Madam,

Sub.: 22nd Annual General Meeting E-voting and Poll Results.

Dear Sir / Madam,

In compliance of the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the enclosed Voting Results along with Scrutinizer's Report on the resolutions passed at the 22nd Annual General Meeting held on 15th September, 2017.

Kindly acknowledge and take this into your records.

Thanking You,

Yours faithfully

For Accel Frontline Limited



S.Sundaramurthy
Company Secretary



Encl : as above

Accel Frontline Limited
Voting Results in accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the business transacted by the Company through the facility of remote e-voting & poll (electronically) are furnished below:

Date of the AGM/EGM	15-09-2017
Total number of shareholders on record date	7549
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	810
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1 - To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company as at 31st March, 2017, the reports of the Board of Directors and Auditors thereon.								
Resolution required: (Ordinary/ Special)	Ordinary								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	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
		17857125	17857125	100.0000	17857125	0	100.0000	0.0000	
			0	0.0000	00	0	0.0000	0.0000	
			0	0.0000	00	0	0.0000	0.0000	
		29890		0.0000	00	0	0.0000	0.0000	
				0.0000	00	0	0.0000	0.0000	
				0.0000	00	0	0.0000	0.0000	
				0.7156	84975	0	100.0000	0.0000	
				0.4996	59324	9	99.9848	0.0151	
		11874858							
				0.0000	00	0	0.0000	0.0000	
				1.2152	144299	9	99.9938	0.0062	
				60.4848	18001424	9	100.0000	0.0000	
		29761873			18001424				



Resolution No.	2 - To appoint a Director in place of Mr. Malcolm F. Mehta, (DIN: 03277490) who retires by rotation and, being eligible, offers himself for re-appointment.									
Resolution required: (Ordinary/ Special)	Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	E-Voting		17857125	100.0000	17857125	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		17857125	100	17857125	0	100	0		
Public- Institutions	E-Voting		0	0.0000	00	0	0.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		29890	0	00	0	0.0000	0.0000		
	Total		0	0.0000	0	0	0	0		
Public- Non Institutions	E-Voting		84975	0.7156	84745	230	99.7293	0.2706		
	Poll		59324	0.4996	59315	9	99.9848	0.0151		
	Postal Ballot (if applicable)		11874858	0	00	0	0.0000	0.0000		
	Total		144299	1.2152	144060	239	99.8344	0.1656		
	Total		29761873	18001424	60.4848	18001185	239	99.9987	0.0013	



Resolution No.	3 - Reappointment of Statutory Auditors M/s. Walker Chandiook & Co LLP, Chartered Accountants.	Ordinary											
Resolution required: (Ordinary/ Special)	Ordinary												
Whether promoter/ promoter group are interested in the agenda/resolution?	No												
Category	Mode of Voting	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	E-Voting		17857125	100.0000	17857125	0	100.0000	0.0000					
	Poll		0	0.0000	00	0	0.0000	0.0000					
	Postal Ballot (if applicable)	17857125	0	0.0000	00	0	0.0000	0.0000					
	Total		17857125	100	17857125	0	100	0					
Public- Institutions	E-Voting		0	0.0000	00	0	0.0000	0.0000					
	Poll	29890	0	0.0000	00	0	0.0000	0.0000					
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000					
	Total		0	0	0	0	0	0					
Public- Non Institutions	E-Voting		84975	0.7156	84945	30	99.9646	0.0353					
	Poll	11874858	59324	0.4996	59315	9	99.9848	0.0151					
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000					
	Total		144299	1.2152	144260	39	99.973	0.027					
	Total	29761873	18001424	60.4848	18001385	39	99.9998	0.0002					



Resolution No.	4 - Reappointment of Whole Time Director Mr. Malcolm F. Mehta (DIN: 03277490) to be designated as the Chairman and Chief Executive Officer of the Company.							
Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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
	E-Voting	17857125	17857125	100.0000	17857125	0	100.0000	0.0000
Promoter and Promoter Group	Poll	17857125	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Total	17857125	17857125	100	17857125	0	100	0
	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	29890	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	Total	11874858	11874858	0	00	0	0.0000	0.0000
	E-Voting	84975	84975	0.7156	84644	331	99.6104	0.3895
	Poll	59324	59324	0.4996	59315	9	99.9848	0.0151
Total	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
	Total	144299	144299	1.2152	143959	340	99.7644	0.2356
Total	18001424	18001424	60.4848	18001084	340	99.9981	0.0019	



Resolution No.	5 - Appointment of Mr. Rajesh R. Muri (DIN: 00193522) as an Independent Director.									
Resolution required: (Ordinary/ Special)	Ordinary									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	E-Voting	17857125	17857125	100.0000	17857125	0	100.0000	0.0000	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0.0000	0.0000
	Total		17857125	100	17857125	0	100	0.0000	0.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	00	0	0.0000	0.0000	0.0000	0.0000
	Poll		29890	0.0000	00	0	0.0000	0.0000	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0.0000	0.0000
	Total		0	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting		84975	0.7156	83175	1800	97.8817	2.1182		
	Poll		59324	0.4996	59315	9	99.9848	0.0151		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		144299	1.2152	142490	1809	98.7464	1.2536		
	Total	29761873	18001424	60.4848	17999615	1809	99.9900	0.0100		



16th September, 2017

Sub: Declaration of Voting Results of the 22nd Annual General Meeting held on Friday, 15th September, 2017 at "THE MUSIC ACADEMY MINI HALL, TTK ROAD, ALWARPET, CHENNAI - 600 014" at 02:30 P.M.

The details are as follows:

Sl. No.	Notice Items	Resolutions (Ordinary / Special)	Mode of Voting - Remote e-voting / Poll (Electronically) at AGM hall
1.	To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company as at 31st March, 2017, the reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-voting & Poll (Electronically) at AGM hall
2.	To appoint a Director in place of Mr.Malcolm F. Mehta, (DIN: 03277490) who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary	
3.	Reappointment of Statutory Auditors M/s. Walker Chandiook & Co LLP, Chartered Accountants.	Ordinary	
4.	Reappointment of Whole Time Director Mr. Malcolm F. Mehta (DIN: 03277490) to be designated as the Chairman and Chief Executive Officer of the Company.	Special	
5.	Appointment of Mr. Rajesh R. Muni (DIN: 00193527) as an Independent Director.	Ordinary	

Based on the Report of the Scrutinizer, I hereby declare that the resolutions for the above-mentioned items have been passed with **requisite majority**.

Thanking you

For Accel Frontline Limited

M. Mehta

Malcolm F. Mehta
Chairman & Chief Executive Officer



CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman
Accel Frontline Limited
CIN: L30006TN1995PLC031736
75, Nelson Manickam Road,
Aminjikarai, Chennai-600029,

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended and Poll (electronically) taken at the venue of the 22nd Annual General Meeting (AGM) of Accel Frontline Limited held on Friday, September 15, 2017 at 02:30 p.m held at "The Music Academy Mini Hall, TTK Road, Alwarpet, Chennai - 600 014".

- 1. I, M. Alagar, Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Accel Frontline Limited ("the Company") on August 05, 2017 Pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended and subject to Regulation 44 of SEBI (LODR) Regulations, 2015 to conduct the remote e-voting process for passing the items on the agenda as contained in the AGM Notice dated August 05, 2017 and for the purpose of Poll (electronically) at the venue of the 22nd Annual General Meeting ("AGM") of the Equity Shareholders of the Company.**
- 2. The Notice dated August 05, 2017 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.**
- 3. The Company had availed the remote e-voting facility offered by National Securities Depository Limited (NSDL), for conducting remote e-voting, to enable the members to exercise their right to vote by electronic means.**
- 4. The Company had also provided the Poll (electronically) facility offered by Karvy Computershare Pvt. Ltd., for conducting voting at venue of the AGM to the shareholders who had not cast their vote earlier through remote e-voting facility. The Shareholders of the Company holding shares as on the "Cut-off" date (i.e. on Friday, September 08, 2017) were entitled to vote on the resolution as set out in the AGM Notice.**



5. The remote e-voting commenced on Monday, September 11, 2017 at 9:00 a.m.(IST) and ended on Thursday, September 14, 2017 at 5:00 p.m. (IST) and members were requested to cast their votes electronically conveying their Assent or Dissent in respect of the Ordinary/Special Resolutions, on remote e-voting platform provided by NSDL, and thereafter the NSDL remote e-voting platform was blocked.
6. At the 22nd AGM, the Chairman announced the availability of Poll (electronically) facility offered by Karvy Computershare Pvt. Ltd., for the shareholders who have not casted their vote through remote e-voting. At the venue of AGM, after declaration of voting by use of Poll (electronically) by the Chairperson, the facility offered for voting by poll was conducted in my presence.
7. After conclusion of Poll (electronically) at the venue of the AGM, the remote e-voting facility offered by National Securities Depository Limited (NSDL) was unblocked at 4.30 p.m on September 15, 2017 in the presence of Mr.D.Saravanan and Ms.R.Jayalakhsmi, who are not the employees of the company.
8. The consolidated e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of "NSDL" (<https://www.evoting.nsd.com>) and based on report generated by Karvy Computershare Pvt. Ltd., the result of the remote e-voting and poll (electronically) at the AGM is as under.

- A. **Resolution No.1 - To receive, consider and adopt the Standalone and Consolidated Audited Financial Statement of the Company as at March 31, 2017 together with the Reports of the Board of Directors and Auditors thereon(Ordinary Resolution) is given below:**

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - remote e-voting	17942100	17942100	0
2.	Total of number of valid votes -by Poll (electronically) at AGM venue	59324	59315	9
3.	Total of above (1+2)	18001424	18001415	9
4.	% of valid votes cast		100.0000	0.0000

- B. **Resolution No.2 - To appoint a Director in place of Mr. Malcolm F. Mehta, (DIN: 03277490) who retires by rotation and, being eligible, offers himself for re-appointment (Ordinary Resolution) is given below:**

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - remote e-voting	17942100	17941870	230
2.	Total of number of valid votes -by Poll (electronically) at AGM venue	59324	59315	9
3.	Total of above (1+2).	18001424	18001185	239
4.	% of valid votes cast		99.9987	0.0013



- C. Resolution No.3 -Reappointment of M/s.Walker Chandiok & Co LLP, Chartered Accountants, Chennai (Firm Registration No. 001076N/N500013) as Statutory Auditors of the Company from the conclusion of this AGM till the conclusion of 24th AGM (Ordinary Resolution) is given below:**

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - remote e-voting	17942100	17942070	30
2.	Total of number of valid votes -by Poll (electronically) at AGM venue	59324	59315	9
3.	Total of above (1+2)	18001424	18001385	39
4.	% of valid votes cast		99.9998	0.0002

- D. Resolution No.4-Reappointment of Whole Time Director Mr. Malcolm F. Mehta (DIN: 03277490) to be designated as the Chairman and Chief Executive Officer of the Company (Special Resolution) is given below:**

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - remote e-voting	17942100	17941769	331
2.	Total of number of valid votes -by Poll (electronically) at AGM venue	59324	59315	9
3.	Total of above (1+2)	18001424	18001084	340
4.	% of valid votes cast		99.9981	0.0019

- E. Resolution No.5 - Appointment of Mr. Rajesh R. Muni (DIN: 00193527) as an Independent Director of the Company (Ordinary Resolution) is given below:**

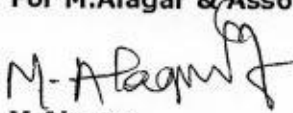
S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - remote e-voting	17942100	17940300	1800
2.	Total of number of valid votes -by Poll (electronically) at AGM venue	59324	59315	9
3.	Total of above (1+2)	18001424	17999615	1809
4.	% of valid votes cast		99.9900	0.0100



You may accordingly declare the result of the remote e-voting and Poll (electronically) at the venue of AGM.

9. The Register, all other papers and relevant records relating to remote e-voting and Poll (electronically) at the 22nd AGM shall remain in our safe custody until the chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe keeping.

Thanking you,
Yours truly,
For M.Alagar & Associates



M.Alagar
F.C.S. - 7488
C.P No. 8196



Date: 16/09/2017
Place: Chennai

Counter Signed

For Accel Frontline Limited


Malcolm F. Mehta
Chairman & Chief Executive Officer