Hindustan Unilever Limited

Hindustan Unilever Limited
Unilever House
B D Sawant Marg
Chakala, Andheri East
Mumbai 400 099

Tel: +91 (22) 3983 0000
Web: www.hul.co.in
CIN: L15140MH1933PLC002030

1st July, 2017

Stock Code: BSE: 500696;
NSE: HINDUNILVR
ISIN: INE030A01027

BSE Limited,
Corporate Relationship Department,
2nd Floor, New Trading Wing,
Rotunda Building, P.J. Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra – Kurla Complex,
Bandra (E),
Mumbai – 400 051

Dear Sirs,

Sub: Outcome of voting of 84th Annual General Meeting held on 30th June, 2017

This is with reference to our earlier communication regarding the Annual General Meeting of the Company. Please note that the 84th Annual General Meeting (AGM) of the Company was held 30th June, 2017 at the Registered Office of the Company.

As per the requirements of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility and e-voting facility at the AGM to its Shareholders for voting on the business transacted at the AGM. The Company had appointed Mr. S. N. Ananthasubramanian, Practising Company Secretary as the Scrutinizer for the remote e-voting and e-voting at the AGM. As per the Scrutinizer's report, all Resolutions as set out in the Notice of 84th Annual General Meeting have been duly approved by the Shareholders with requisite majority. The Scrutinizers' report is enclosed as Annexure 1.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the consolidated outcome of voting held through remote e-voting and e-voting at the 84th Annual General Meeting of the Company.

You are requested to kindly take above information on your records.

Thanking You.

Yours faithfully,
For Hindustan Unilever Limited

HINDUSTAN UNILEVER LIMITED MUMBAI

Dev Bajpai
Executive Director, Legal & Corporate Affairs
and Company Secretary
DIN : 00050516

Encl: As above

Hindustan Unilever Limited

Outcome of Voting at Annual General Meeting

(As per Regulation 44(3) of Listing Regulations)

Date of Annual General Meeting	30th June, 2017
Total number of shareholders as on book closure	3,21,579 shareholders as on 23rd June, 2017
No. of shareholders present in the meeting either in person or through proxy	
Promoters & Promoter Group	7
Public	633
No. of Shareholders attended the meeting through Video Conferencing	
Promoters & Promoter Group	Nil
Public	Nil

HINDUSTAN UNILEVER LIMITED MUMBAI

Hindustan Unilever Limited

Agenda wise disclosure:

Resolution required (Ordinary/Special)	**Ordinary Resolution** : Adoption of Financial Statements and Reports thereon, for the financial year ended 31st March, 2017
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	1454412858	1454412858	100.00	1454412858	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1454412858	1454412858	100.00	1454412858	0	100.00	0
Public - Institutions	E-Voting	412539033	285345595	69.17	285345595	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	412539033	285345595	69.17	285345595	0	100.00	0
Public – Non Institutions	E-Voting	297512638	12074136	4.06	12073925	211	99.99	0.01
	Poll		417803	0.14	417663	140	99.97	0.03
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	297512638	12491939	4.20	12491588	351	99.99	0.01
Total		2164464529	1752250392	80.96	1752250041	351	99.99	0.01

Shareholding as on 23rd June, 2017

HINDUSTAN UNILEVER LIMITED MUMBAI

Hindustan Unilever Limited

Resolution required (Ordinary/Special)	**Ordinary Resolution** : Confirmation of interim dividend and declaration of final dividend
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	1454412858	1454412858	100.00	1454412858	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1454412858	1454412858	100.00	1454412858	0	100.00	0
Public - Institutions	E-Voting	412539033	292831007	70.98	292831007	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	412539033	292831007	70.98	292831007	0	100.00	0
Public – Non Institutions	E-Voting	297512638	12074378	4.06	12074230	148	99.99	0.01
	Poll		417803	0.14	417663	140	99.97	0.03
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	297512638	12492181	4.20	12491893	288	99.99	0.01
Total		2164464529	1759736046	81.30	1759735758	288	99.99	0.01

Shareholding as on 23rd June, 2017

HINDUSTAN UNILEVER LIMITED MUMBAI

Hindustan Unilever Limited

Resolution required (Ordinary/Special)	**Ordinary Resolution** : Re-appointment of Mr. Harish Manwani as Director
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	1454412858	1454412858	100.00	1454412858	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1454412858	1454412858	100.00	1454412858	0	100.00	0
Public - Institutions	E-Voting	412539033	286281777	69.40	270516905	15764872	94.49	5.51
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	412539033	286281777	69.40	270516905	15764872	94.49	5.51
Public – Non Institutions	E-Voting	297512638	12063005	4.05	12051185	11820	99.90	0.10
	Poll		417253	0.14	417113	140	99.97	0.03
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	297512638	12480258	4.19	12468298	11960	99.90	0.10
Total		2164464529	1753174893	81.00	1737398061	15776832	99.10	0.90

Shareholding as on 23rd June, 2017

HINDUSTAN UNILEVER LIMITED MUMBAI

Hindustan Unilever Limited

Resolution required (Ordinary/Special)	**Ordinary Resolution** : Re-appointment of Mr. Pradeep Banerjee as Director
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	1454412858	1454412858	100.00	1454412858	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1454412858	1454412858	100.00	1454412858	0	100.00	0
Public - Institutions	E-Voting	412539033	292831007	70.98	286704772	6126235	97.91	2.09
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	412539033	292831007	70.98	286704772	6126235	97.91	2.09
Public – Non Institutions	E-Voting	297512638	12062993	4.05	12051645	11348	99.91	0.09
	Poll		417253	0.14	417103	150	99.96	0.04
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	297512638	12480246	4.19	12468748	11498	99.91	0.09
Total		2164464529	1759724111	81.30	1753586378	6137733	99.65	0.35

Shareholding as on 23rd June, 2017

HINDUSTAN UNILEVER LIMITED MUMBAI

Hindustan Unilever Limited

Resolution required (Ordinary/Special)	Ordinary Resolution : Re-appointment of Mr. P. B. Balaji as Director
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	1454412858	1454412858	100.00	1454412858	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1454412858	1454412858	100.00	1454412858	0	100.00	0
Public - Institutions	E-Voting	412539033	292831007	70.98	286671472	6159535	97.90	2.10
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	412539033	292831007	70.98	286671472	6159535	97.90	2.10
Public – Non Institutions	E-Voting	297512638	12062966	4.05	12045985	16981	99.86	0.14
	Poll		417253	0.14	417103	150	99.96	0.04
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	297512638	12480219	4.19	12463088	17131	99.86	0.14
Total		2164464529	1759724084	81.30	1753547418	6176666	99.65	0.35

Shareholding as on 23rd June, 2017

HINDUSTAN UNILEVER LIMITED MUMBAI

Hindustan Unilever Limited

Resolution required (Ordinary/Special)	**Ordinary Resolution** : Ratification of the appointment of M/s. B S R & Co. LLP, Statutory Auditors and to fix their remuneration for the financial year ending 31st March, 2018
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	1454412858	1454412858	100.00	1454412858	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1454412858	1454412858	100.00	1454412858	0	100.00	0
Public - Institutions	E-Voting	412539033	285749422	69.27	277385284	8364138	97.07	2.93
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	412539033	285749422	69.27	277385284	8364138	97.07	2.93
Public – Non Institutions	E-Voting	297512638	12064627	4.06	12053527	11100	99.91	0.09
	Poll		417253	0.14	417113	140	99.97	0.03
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	297512638	12481880	4.20	12470640	11240	99.91	0.09
Total		2164464529	1752644160	80.97	1744268782	8375378	99.52	0.48

Shareholding as on 23rd June, 2017

HINDUSTAN UNILEVER LIMITED MUMBAI

Hindustan Unilever Limited

Resolution required (Ordinary/Special)	**Special Resolution** : Increase in overall limits of Remuneration for Managing / Whole-time Director(s)
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	1454412858	1454412858	100.00	1454412858	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1454412858	1454412858	100.00	1454412858	0	100.00	0
Public - Institutions	E-Voting	412539033	246559467	59.77	246321183	238284	99.90	0.10
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	412539033	246559467	59.77	246321183	238284	99.90	0.10
Public – Non Institutions	E-Voting	297512638	12065350	4.06	11901038	164312	98.64	1.36
	Poll		417253	0.14	417093	160	99.96	0.04
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	297512638	12482603	4.20	12318131	164472	98.68	1.32
Total		2164464529	1713454928	79.16	1713052172	402756	99.98	0.02

Shareholding as on 23rd June, 2017

HINDUSTAN UNILEVER LIMITED MUMBAI

Hindustan Unilever Limited

Resolution required (Ordinary/Special)	**Ordinary Resolution** : Appointment and terms and conditions of appointment of Mr. Dev Bajpai as a Whole-time Director of the Company for a period of 5 years w.e.f. 23rd January, 2017
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	1454412858	1454412858	100.00	1454412858	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1454412858	1454412858	100.00	1454412858	0	100.00	0
Public - Institutions	E-Voting	412539033	292772443	70.97	285865342	6907101	97.64	2.36
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	412539033	292772443	70.97	285865342	6907101	97.64	2.36
Public – Non Institutions	E-Voting	297512638	12062893	4.05	12049066	13827	99.89	0.11
	Poll		417253	0.14	417103	150	99.96	0.04
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	297512638	12480146	4.19	12466169	13977	99.89	0.11
Total		2164464529	1759665447	81.30	1752744369	6921078	99.61	0.39

Shareholding as on 23rd June, 2017

HINDUSTAN UNILEVER LIMITED * MUMBAI

Hindustan Unilever Limited

Resolution required (Ordinary/Special)	**Ordinary Resolution** : Ratification of the remuneration of M/s. RA & Co., Cost Accountants for the financial year ending 31st March, 2018
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	1454412858	1454412858	100.00	1454412858	0	100.00	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1454412858	1454412858	100.00	1454412858	0	100.00	0
Public - Institutions	E-Voting	412539033	292831007	70.98	292592723	238284	99.92	0.08
	Poll			-	-	-	-	-
	Postal Ballot (if applicable)			-	-	-	-	-
	Total	412539033	292831007	70.98	292592723	238284	99.92	0.08
Public – Non Institutions	E-Voting	297512638	12068380	4.06	12057289	11091	99.91	0.09
	Poll		417253	0.14	417113	140	99.97	0.03
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	297512638	12485633	4.20	12474402	11231	99.91	0.09
Total		2164464529	1759729498	81.30	1759479983	249515	99.98	0.02

Shareholding as on 23rd June, 2017

HINDUSTAN UNILEVER LIMITED MUMBAI

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 ; Fax 2539 0292 – email sna@snaco.net; website www.snaco.net

30th June, 2017

To,

The Chairman/ Whole-time Director & Company Secretary

Hindustan Unilever Limited

CIN: L15140MH1933PLC002030

Unilever House, B D Sawant Marg,

Chakala, Andheri (East),

Mumbai – 400 099.

Dear Sir,

We would like to thank you for appointing us as the Scrutinizer for remote e-Voting and voting by your Members at the 84th Annual General Meeting (AGM) of your Company held on Friday, 30th June, 2017 at 3:30 p.m.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

FOR S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

S. N. ANANTHASUBRAMANIAN & CO. COMPANY SECRETARIES CP No.1774 THANE

S. N. Ananthasubramanian

S. N. ANANTHASUBRAMANIAN
PARTNER

C.P. No. 1774

Mumbai

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

SCRUTINIZER'S REPORT

NAME OF THE COMPANY	**Hindustan Unilever Limited**
MEETING	**84th Annual General Meeting**
DAY, DATE & TIME	**Friday, 30th June, 2017 at 3:30 p.m.**
VENUE	**Unilever House, B D Sawant Marg, Chakala, Andheri (East), Mumbai – 400 099.**

1. **Appointment as Scrutinizer**

We were appointed as the Scrutinizer for the remote e-Voting as well as the voting conducted at the 84th Annual General Meeting (AGM) of **Hindustan Unilever Limited** (hereinafter referred to as **the Company**) held on **Friday, 30th June, 2017 at 3:30 p.m.** at the venue.

2. **Dispatch of Notice convening the AGM**

The Company has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of the AGM as under:

- On **5th June, 2017** by **e-mail** to **1,68,689** members who had registered their email-ids with the Company/ RTA.
- On **5th June, 2017** by **Courier** to **1,53,897** members and by **Registered Post** to **1,196** members in physical form.

S. N. ANANTHASUBRAMANIAN & CO. CP No. 1774 THANE COMPANY SECRETARIES

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net; website www.snaco.net

3. Cut-off date

The Voting rights were reckoned as on **Friday, 23rd June, 2017,** being the cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and voting at the AGM.

4. Remote e-Voting Process

4.1 Agency

The Company has appointed **Karvy Computershare Private Limited (Karvy)** as the agency for providing the remote e-Voting platform.

4.2 Remote e-Voting Period

Remote e-Voting platform was open from **9:00 a.m. on Monday, 26th June, 2017** till **5:00 p.m. on Thursday, 29th June, 2017** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions, on the remote e-Voting platform provided by Karvy.

5. Voting at the AGM

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-Voting, such as their names, DP Id & Client Id/ folios, number of shares held but not the manner in which they have voted.

S. N. ANANTHASUBRAMANIAN & CO. CP No.1774 THANE COMPANY SECRETARIES

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

5.2 Accordingly, Karvy, the remote e-Voting agency provided us with the names, DP Id & Client ID/ folios and shareholding of the members who had cast their votes through remote e-Voting.

5.3 The Company had authorised Karvy to provide tab based e-Voting facility to the members who attended the AGM.

6. Counting Process

6.1 On completion of voting at the AGM, Karvy, the Registrar and Share Transfer Agent of the Company (RTA) provided us with the list of members who had cast their votes, their holding details and details of votes cast on the resolutions.

6.2 The votes were reconciled with the records maintained by the Company and RTA with respect to authorizations/ proxies lodged with the Company.

6.3 We unblocked the remote e-Voting results on the Karvy e-Voting platform in the presence of Ms. Radhika Patkar and Mr. Chandan Dhadange and downloaded the remote e-Voting results.

7. Results

7.1 I observed that

a) **287** Members had cast their votes at the AGM.

b) **1,265** Members had cast their votes through remote e-Voting.

7.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the AGM dated 17th May, 2017 is enclosed herewith.

S. N. ANANTHASUBRAMANIAN & CO. CP No. 1774 THANE COMPANY SECRETARIES

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

7.3 Based on the aforesaid results, we report that **Eight Ordinary Resolutions** as contained in Item No. 1 to Item No. 6, Item No. 8 and Item No. 9 and **One Special Resolution** as contained in Item No. 7 of the Notice of the AGM dated **17th May, 2017 have been passed with the requisite majority.**

FOR S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

S. N. Ananthasubramanian

S. N. ANANTHASUBRAMANIAN
PARTNER

C.P. No. 1774

30th June, 2017
Mumbai

Consolidated Results

1. **Adoption of audited financial statements (including consolidated financial statements) for the year ended 31st March, 2017 and the Reports of the Directors and Auditors thereon**

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,223	1,75,18,32,378	281	4,17,663	1,504	1,75,22,50,041	99.49
Dissent	10	211	6	140	16	351	0.00
Abstain	33	90,48,082	1	450	34	90,48,532	0.51
Total	*1,266	1,76,08,80,671	#288	4,18,253	1,554	1,76,12,98,924	100.00

* Votes in respect of one folio has not been cast in the same manner.

Votes in respect of one folio has not been cast in the same manner.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 1** of the Notice of the AGM dated **17th May, 2017** has been **passed with requisite majority.**

S. N. Ananthasubramanian

S. N. ANANTHASUBRAMANIAN & CO. CP No.1774 THANE COMPANY SECRETARIES

S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

30th June, 2017
Mumbai

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net; website www.snaco.net

Consolidated Results

2. **Confirmation of payment of Interim Dividend and declaration of Final Dividend on equity shares for the financial year ended 31st March, 2017**

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,248	1,75,93,18,095	281	4,17,663	1,529	1,75,97,35,758	99.89
Dissent	7	148	6	140	13	288	0.00
Abstain	10	19,66,269	1	450	11	19,66,719	0.11
Total	1,265	1,76,12,84,512	#288	4,18,253	1,553	1,76,17,02,765	100.00

Votes in respect of one folio has not been cast in the same manner.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 2** of the Notice of the AGM dated **17th May, 2017** has been **passed with requisite majority.**

S. N. ANANTHASUBRAMANIAN & CO. CP No.1774 THANE COMPANY SECRETARIES

S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

30th June, 2017
Mumbai

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net; website www.snaco.net

Consolidated Results

3. Re-appointment of Mr. Harish Manwani (DIN: 00045160) as a Director, liable to retire by rotation

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,118	1,73,69,80,948	280	4,17,113	1,398	1,73,73,98,061	98.83
Dissent	118	1,57,76,692	6	140	124	1,57,76,832	0.90
Abstain	34	47,89,354	2	1,000	36	47,90,354	0.27
Total	*1,270	1,75,75,46,994	#288	4,18,253	1,558	1,75,79,65,247	100.00

* Votes in respect of five folios have not been cast in the same manner.

Votes in respect of one folio has not been cast in the same manner.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 3** of the Notice of the AGM dated **17th May, 2017** has been **passed with requisite majority.**

S. N. Ananthasubramanian

S. N. ANANTHASUBRAMANIAN & CO. CP No. 1774 THANE COMPANY SECRETARIES

S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

30th June, 2017
Mumbai

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net; website www.snaco.net

Consolidated Results

4. Re-appointment of Mr. Pradeep Banerjee (DIN: 02985965) as a Director, liable to retire by rotation

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,205	1,75,31,69,275	279	4,17,103	1,484	1,75,35,86,378	99.54
Dissent	43	61,37,583	7	150	50	61,37,733	0.35
Abstain	23	19,77,640	2	1,000	25	19,78,640	0.11
Total	*1,271	1,76,12,84,498	#288	4,18,253	1,559	1,76,17,02,751	100.00

* Votes in respect of six folios have not been cast in the same manner.

Votes in respect of one folio has not been cast in the same manner.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 4** of the Notice of the AGM dated **17th May, 2017** has been **passed with requisite majority.**

S. N. Ananthasubramanian

S. N. ANANTHASUBRAMANIAN & CO. CP No.1774 THANE COMPANY SECRETARIES

S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

30th June, 2017
Mumbai

Consolidated Results

5. Re-appointment of Mr. P. B. Balaji (DIN: 02762983) as a Director, liable to retire by rotation

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,202	1,75,31,30,315	279	4,17,103	1,481	1,75,35,47,418	99.54
Dissent	44	61,76,516	7	150	51	61,76,666	0.35
Abstain	24	19,77,674	2	1,000	26	19,78,674	0.11
Total	*1,270	1,76,12,84,505	#288	4,18,253	1,558	1,76,17,02,758	100.00

* Votes in respect of five folios have not been cast in the same manner.

Votes in respect of one folio has not been cast in the same manner.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 5** of the Notice of the AGM dated **17th May, 2017** has been **passed with requisite majority.**

S. N. Ananthasubramanian

CP No.1774 THANE S. N. ANANTHASUBRAMANIAN & CO. * COMPANY SECRETARIES *

S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

30th June, 2017
Mumbai

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

Consolidated Results

6. Ratification of appointment of M/s. BSR & Co. LLP as Statutory Auditors of the Company for the financial year ending 31st March, 2018

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,143	1,74,38,51,669	280	4,17,113	1,423	1,74,42,68,782	99.01
Dissent	80	83,75,238	6	140	86	83,75,378	0.48
Abstain	44	90,57,609	2	1,000	46	90,58,609	0.51
Total	*1,267	1,76,12,84,516	#288	4,18,253	1,555	1,76,17,02,769	100.00

* Votes in respect of two folios have not been cast in the same manner.

Votes in respect of one folio has not been cast in the same manner.

Based on the aforesaid results, we report that the **Ordinary Resolution** as contained in **Item No. 6** of the Notice of the AGM dated **17th May, 2017** has been **passed with requisite majority.**

S. N. Ananthasubramanian

S. N. ANANTHASUBRAMANIAN & CO. CP No.1774 THANE COMPANY SECRETARIES

S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

30th June, 2017
Mumbai

Consolidated Results

7. **Increase in Managerial Remuneration to Managing and Whole-time Directors of the Company**

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,123	1,71,26,35,079	278	4,17,093	1,401	1,71,30,52,172	97.24
Dissent	93	4,02,596	8	160	101	4,02,756	0.02
Abstain	53	4,82,46,841	2	1,000	55	4,82,47,841	2.74
Total	*1,269	1,76,12,84,516	#288	4,18,253	1,557	1,76,17,02,769	100.00

* Votes in respect of four folios have not been cast in the same manner.

Votes in respect of one folio has not been cast in the same manner.

Based on the aforesaid results, we report that the **Special Resolution** as contained in **Item No. 7** of the Notice of the AGM dated **17th May, 2017** has been **passed with requisite majority.**

S. N. Ananthasubramanian

S. N. ANANTHASUBRAMANIAN & CO. * COMPANY SECRETARIES * CP No. 1774 THANE

S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

30th June, 2017
Mumbai

Consolidated Results

8. **Appointment of Mr. Dev Bajpai (DIN: 00050516) as a Director and Whole-time Director of the Company, for a period of 5 (five) years with effect from 23rd January, 2017, liable to retire by rotation**

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,189	1,75,23,27,266	279	4,17,103	1,468	1,75,27,44,369	99.49
Dissent	50	69,20,928	7	150	57	69,21,078	0.39
Abstain	28	20,36,321	2	1,000	30	20,37,321	0.12
Total	*1,267	1,76,12,84,515	#288	4,18,253	1,555	1,76,17,02,768	100.00

* Votes in respect of two folios have not been cast in the same manner.

Votes in respect of one folio has not been cast in the same manner.

Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in **Item No. 8** of the Notice of the AGM dated **17th May, 2017** has been **passed with requisite majority.**

S. N. Ananthasubramanian

S. N. ANANTHASUBRAMANIAN & CO. CP No. 1774 THANE * COMPANY SECRETARIES *

S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

30th June, 2017
Mumbai

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net; website www.snaco.net

Consolidated Results

9. Ratification of the remuneration payable to M/s. RA & Co., Cost Accountants, Cost Auditors of the Company for the financial year ending 31st March, 2018

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,202	1,75,90,62,870	280	4,17,113	1,482	1,75,94,79,983	99.87
Dissent	40	2,49,375	6	140	46	2,49,515	0.01
Abstain	27	19,72,268	2	1,000	29	19,73,268	0.11
Total	*1,269	1,76,12,84,513	#288	4,18,253	1,557	1,76,17,02,766	100.00

* Votes in respect of four folios have not been cast in the same manner.

Votes in respect of one folio has not been cast in the same manner.

Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in **Item No. 9** of the Notice of the AGM dated **17th May, 2017** has been **passed with requisite majority.**

S.N. Ananthasubramanian

S. N. ANANTHASUBRAMANIAN
C.P. No. 1774

30th June, 2017
Mumbai