



**9<sup>TH</sup> ANNUAL GENERAL MEETING**

**Scrutinizer's Report**

[On **E-Voting** pursuant to Section 108 of the Companies Act, 2013, rule 20 of the Companies (Management and Administration) Rules, 2014, **physical ballot** forms received from the shareholders who do not have access to e-voting and voting conducted by **Poll** process at the AGM venue as per the direction of the Chairman of the Meeting. ]

To

The Chairman,

M/s. Sree Rayalaseema Hi-Strength Hypo Limited

(CIN : L24110AP2005PLC045726)

Regd. Office : Gondiparla,

KURNOOL-518 004 (A.P.)

Dear Sir,

1. I, M. Nirmal Kumar Reddy, Practising Chartered Accountant, have been appointed as scrutinizer, by the Board of Directors of M/s.SREE RAYALASEEMA HI-STRENGTH HYPO LIMITED (CIN: L24110AP2005PLC045726 ), vide Board Resolution dated 30<sup>th</sup> May, 2014, to scrutinize the votes casted through e-voting, physical ballot(s) received by post and voting by poll process at the 9<sup>th</sup> Annual General Meeting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of Companies Act, 2013.



The 9<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company, was held on Monday, the 29<sup>th</sup> September, 2014 at Regd. Office : Gondiparla, Kurnool-518 004 (A.P) at 11.00 A.M.

2. *My responsibility as a scrutinizer for the e-voting, physical ballot processes and voting by poll, is restricted to make a Scrutinizer's report of the votes cast in "**favour**" or "**against**" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities engaged by the Company and physical ballots received by the Company by post and voting by poll process at the AGM venue as per the directions of the Chairman of the Meeting.*
3. The Chairman at the 9<sup>th</sup> Annual General Meeting, held on 29<sup>th</sup> September, 2014 announced that members, who have not exercised their votes either through e-voting or through physical ballot by post, can exercise their votes through polling process being conducted at the meeting.
4. The members of the Company as on the "cut-off" date i.e. 22<sup>nd</sup> August, 2014 were entitled to vote on the resolutions (item no. 1 to 12 as set out in the notice of the 9<sup>th</sup> Annual General meeting).
5. My combined report on the results of voting through e-voting, ballot received by post and voting conducted by poll, at the 9<sup>th</sup> Annual General meeting is as under:

Particulars	No. of Shares	%
Total No. of Votes eligible for voting as per Paid-up Capital	1,47,16,689	100.00
Total No. of votes casted	77,76,176	52.84





**Item No. 1:-**

To receive, consider, approve and adopt the Audited Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2014, the Balance Sheet as at that date and the Cash Flow Statement for the year ended on that date and the Reports of Directors' and Auditors; thereon. (Ordinary Resolution)

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	2313	2313	2313	0	100	0	----
Ballot received by post	428590	428524	428441	83	99.98	0.02	66
Voting by Poll	7345273	7345273	7345273	0	100	0	0
Total	7776176	7776110	7776027	83	99.99	0.01	66

\* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

**Item No. 2:-**

To Appoint M/s. S T Mohite &Co., Chartered Accountants, Hyderabad, as Statutory Auditors and to fix their Remuneration: (Ordinary Resolution)

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	2313	2313	2313	0	100	0	0
Ballot received by post	428590	428524	428499	25	99.99	0.01	66
Voting by Poll	7345273	7345273	7345273	0	100	0	0
Total	7776176	7776110	7776085	25	99.99	0.01	66

\* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

**Item No. 3:-**

To appoint Sri. N. Ramachandra Rao as Independent Director (Ordinary Resolution)

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	2313	2313	2312	1	99.96	0.04	0
Ballot received by post	428590	428561	428303	258	99.94	0.06	29
Voting by Poll	7345273	7345273	7345273	0	100	0	0
Total	7776176	7776147	7775888	259	99.97	0.03	29

\* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.



**Item No. 4:-**

To appoint Smt. D Sai Leela as Woman Director : (Ordinary Resolution)

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	2313	2313	2313	0	100	0	0
Ballot received by post	428590	428561	428528	33	99.99	0.01	29
Voting by Poll	7345273	7345273	7345273	0	100	0	0
Total	7776176	7776147	7776114	33	99.99	0.01	29

\* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

**Item No. 5:-**

To appoint Dr.A.H.Praveen as Independent Director : (Ordinary Resolution)

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	2313	2313	2313	0	100	0	0
Ballot received by post	428590	428590	428470	120	99.97	0.03	0
Voting by Poll	7345273	7345273	7345273	0	100	0	0
Total	7776176	7776176	7776056	120	99.99	0.01	0

\* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

**Item No. 6:-**

To appoint Sri.P.Ramachandra Gowd as Rotational Director: (Ordinary Resolution)

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	2313	2313	2313	0	100	0	0
Ballot received by post	428590	428561	428441	120	99.97	0.03	29
Voting by Poll	7345273	7345273	7345273	0	100	0	0
Total	7776176	7776147	7776027	120	99.99	0.01	29

\* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.



**Item No. 7:-**

To appoint Sri.krishnamoorthy Chandraiah Naik as Rotational Director:  
(Ordinary Resolution)

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	2313	2313	2313	0	100	0	0
Ballot received by post	428590	428561	428348	213	99.95	0.05	29
Voting by Poll	7345273	7345273	7345273	0	100	0	0
Total	7776176	7776147	7775934	213	99.98	0.02	29

\* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

**Item No. 8:-**

To ratify the remuneration payable to Cost Auditor for the year 2014-15 :  
(Ordinary Resolution)

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	2313	2313	2313	0	100	0	0
Ballot received by post	428590	428439	428123	316	99.93	0.07	151
Voting by Poll	7345273	7345273	7345273	0	100	0	0
Total	7776176	7776025	7775709	316	99.98	0.02	151

\* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.





**Item No. 9:-**

## Delegation of Borrowing Powers of the Board: (Special Resolution)

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	2313	2313	2313	0	100	0	0
Ballot received by post	428590	428468	428222	246	99.94	0.06	122
Voting by Poll	7345273	7345273	7345273	0	100	0	0
Total	7776176	7776054	7775808	246	99.98	0.02	122

\* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

**Item No. 10:-**

## To continue and provide security in favour of Financial Institutions and Banks : (Special Resolution)

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	2313	2313	2313	0	100	0	0
Ballot received by post	428590	428561	428203	358	99.92	0.08	29
Voting by Poll	7345273	7345273	7345273	0	100	0	0
Total	7776176	7776147	7775789	358	99.97	0.03	29

\* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

**Item No. 11:-**

## To carry out modifications and changes in Articles of Association: (Special Resolution)

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	2313	2313	2313	0	100	0	0
Ballot received by post	428590	428435	428010	425	99.90	0.10	155
Voting by Poll	7345273	7345273	7345273	0	100	0	0
Total	7776176	7776021	7775596	425	99.97	0.03	155

\* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.




**Item No. 12:-**

To Increase remuneration of Chairman & Managing Director Sri T G Bharath subject to the approval of the Central Government . (Special Resolution)

Particulars	No of Shares held	No of Shares cast	No of Votes in Favor	No of Votes against	% of votes*		No of Invalid Votes
					Favor	Against	
E-Voting	2313	2313	2313	0	100	0	0
Ballot received by post	428590	428557	427599	958	99.78	0.22	33
Voting by Poll	7345273	7345273	7345273	0	100	0	0
Total	7776176	7776143	7775185	958	99.93	0.07	33

\* Percentage of votes of 'favour' and 'against' are calculated on the basis of valid votes.

- The list containing details of equity shareholders who voted "FOR", or "AGAINST" and those whose votes were declared invalid for each resolution under the e-voting, Ballot received by post, and voting conducted by poll process at the AGM is enclosed.
- The relevant records relating to e-voting, Ballot received by post, and voting conducted by poll process at the Annual General Meeting is handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,



Yours faithfully,

**M. NIRMAL KUMAR REDDY, FCA**

Place: Kurnool

Date: 29<sup>th</sup> September, 2014

Practicing Chartered Accountant - Scrutinizer

F.C.A. No. 211032

**ANNOUNCEMENT OF CONSOLIDATED RESULTS OF E-VOTING , POSTAL BALLOT AND POLL CONDUCTED WITH RESPECT TO 9<sup>TH</sup> ANNUAL GENERAL MEETING OF SREE RAYALASEMMA HI-STRENGTH HYPO LIMITED HELD ON MONDAY, 29<sup>TH</sup> SEPTEMBER, 2014 .**

Pursuant to provisions of Section 108 and 109 of the Companies Act, 2013 read with Rules prescribed there under and Clause 35B of Listing Agreement , the Company has provided the e-voting and postal ballot facility to its members to cast their vote/s on all the resolutions mentioned in the Notice of the 9<sup>th</sup> Annual General Meeting .

The members attending the AGM either in person or through proxy and who have not casted their vote either through electronic mode or postal ballot were provided the facility to cast their vote through poll at the meeting on all resolutions.

Based on scrutinizer's report , I, T.G.Bharath, Chairman of the meeting declare the resolutions contained in the Notice of the 9<sup>th</sup> Annual General Meeting are passed with requisite majority.



Cont..2



The details of the results are furnished below.

Resolution No.	Type of resolution	Total votes cast by E-voting, postal ballot, Physical Poll)	No. of Votes in favour		No. of Votes against	
			Number	%	Number	%
1	Ordinary	7776110	7776027	99.99	83	0.01
2	Ordinary	7776110	7776085	99.99	25	0.01
3	Ordinary	7776147	7775888	99.97	259	0.03
4	Ordinary	7776147	7776114	99.99	33	0.01
5	Ordinary	7776176	7776056	99.99	120	0.01
6	Ordinary	7776147	7776027	99.99	120	0.01
7	Ordinary	7776147	7775934	99.98	213	0.02
8	Ordinary	7776025	7775709	99.98	316	0.02
9	Special	7776054	7775808	99.98	246	0.02
10	Special	7776147	7775789	99.97	358	0.03
11	Special	7776021	7775596	99.97	425	0.03
12	Special	7776143	7775185	99.93	958	0.07

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



**T.G. BHARATH**  
**CHAIRMAN AND MANAGING DIRECTOR**  
**DIN : 00125087**