

Best & Crompton Engg. Limited

Regd Off : 28A, Industrial Estate (North), Ambattur, Chennai-600098

CIN No. L29221TN1956PLC000204

Voting Results pursuant to Clause 35A of the Listing Agreement

Annual General Meeting of Best & Crompton Engg. Limited held on March 19, 2015.

1. **Date of AGM** : March 19, 2015

2. **Total number of shareholders on record date** :

The Register of Members and Share Transfer Books of the Company were closed from March 12, 2015 to March 19, 2015 (both days inclusive).

Total number of shareholders on February 10, 2015 (the cutoff date taken for e-voting) – 17,013

Total number of shareholders as of March 11, 2015. – 17,216

3. **No. of Shareholders present in the meeting either in person or through proxy** :

Promoters and Promoter Group : 2*

Public : 789

*Attended through authorized representative

4. **No. of Shareholders attended the meeting through Video conferencing**

Promoters and Promoter Group : Not applicable

Public : Not applicable



5. Particulars of Resolutions passed :

1. To adopt Balance Sheet as of March 31, 2013, Profit and Loss Account for the same period, the Report of the Auditors thereon and the Report of the Directors.

Type of Resolution : Ordinary Resolution

Voting : E-voting and Poll

Promoter / Public	No. of Shares held	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
	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	80344086	80344086	100.00	80344086	0	100.00	0.00
Public – Institutional holders	382023	0	0	0	0	0.00	0.00
Public – Others	43114406	33679356	78.12	33679342	14	99.99	0.00
Total	123840515	114023442	92.07	114023428	14	99.99	0.00

2. To Reappoint Director Mr.M.Sinivasan (DIN No. 05330943) who retires by rotation at the Annual General Meeting.

Type of Resolution : Ordinary Resolution

Voting : E-voting and Poll

Promoter / Public	No. of Shares held	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
	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	80344086	80344086	100	80344086	0	100.00	0.00
Public – Institutional holders	382023	0	0.00	0	0	0.00	0.00
Public – Others	43114406	33679406	78.12	33679393	13	99.99	0.00
Total	123840515	114023492	92.07	114023479	13	99.99	0.00



3. To appoint CNGSN & Associates LLP, as auditors for the Financial year 2013-2014 i.e. to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

Type of Resolution : Ordinary Resolution
Voting : E-voting and Poll

Promoter / Public	No. of Shares held	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
	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	80344086	80344086	100	80344086	0	100	0.00
Public – Institutional holders	382023	0	0	0	0	0	0.00
Public – Others	43114406	15403249	35.73	15403234	15	99.99	0.00
Total	123840515	95747335	77.32	95747320	15	99.99	0.00

4. To appoint Mr. S.V.Venkatesan (DIN No. 00004010) as an Independent Director to hold office for five consecutive years upto 31st March 2019.

Type of Resolution : Ordinary Resolution
Voting : E-voting and Poll

Promoter / Public	No. of Shares held	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
	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	80344086	80344086	100	80344086	0	100	0.00
Public – Institutional holders	382023	0	0	0	0	0	0.00
Public – Others	43114406	33679405	78.12	33679391	14	99.99	0.00
Total	123840515	114023491	92.07	114023477	14	99.99	0.00



5. To appoint Mr. K.Prakash (DIN No.01206592) as an Independent Director to hold office for five consecutive years upto 31st March 2019.

Type of Resolution : Ordinary Resolution
Voting : E-voting and Poll

Promoter / Public	No. of Shares held	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
	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	80344086	80344086	100.00	80344086	0	100	0.00
Public – Institutional holders	382023	0	0.00	0.00	0	0.00	0.00
Public – Others	43114406	33679406	78.12	33679391	15	99.99	0.00
Total	123840515	114023492	92.07	114023477	15	99.99	0.00

6. To appoint Mr. Ravindranath Gupta (DIN No.06591309) as an independent Director for five consecutive years upto 31st March 2019.

Type of Resolution : Ordinary Resolution
Voting : E-voting and Poll

Promoter / Public	No. of Shares held	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
	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	80344086	80344086	100.00	80344086	0	100	0.00
Public – Institutional holders	382023	0	0.00	0.00	0	0.00	0.00
Public – Others	43114406	33679406	78.12	33679391	15	99.99	0.00
Total	123840515	114023492	92.07	114023477	15	99.99	0.00



7. To Voluntarily Delist the equity shares of the Company on Madras Stock Exchange

Type of Resolution : Special Resolution

Voting : E-voting and Poll

Promoter / Public	No. of Shares held	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
	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	80344086	80344086	100	80344086	0	100	0.00
Public – Institutional holders	382023	0	0	0	0	0.00	0.00
Public – Others	43114406	33679406	78.12	33679376	30	99.99	0.00
Total	123840515	114023492	92.07	114023462	30	99.99	0.00

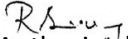
All the resolutions were passed with requisite majority

The Result of e-voting and physical voting is also included in this report

We request you to kindly take above on the records.

Thanking you,

Yours truly,
For Best & Crompton Engg. Limited


Authorised Signatory