

SLNO	RESOLUTION	Promoter/ Public	1 No. of shares held (1)	2 No. of votes polled (2)	3 % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	4 No. of Votes in favour (4)	5 No. of Votes against (5)	6 % of Votes in favour on votes polled (6)=[(4)/(2)]*100	7 % of Votes against on votes polled (7)=[(5)/(2)]*100
1	Adoption of Annual Financial Statements including statement of Profit & Loss, Balance Sheet, Cash Flow statement for the year ended 31st March, 2016, the Report of Board of Directors and Auditors' Report thereon. (Ordinary Resolution)	Promoter - E-Voting	3246117	3246117	100.000	3246117	-	100.000	-
		Promoter - Poll at AGM	-	-	-	-	-	-	-
		Promoetr - Ballot by Post	-	-	-	-	-	-	-
		Total (A)	32,46,117	32,46,117	100.000	32,46,117	-	100.000	-
		Public - Institutions - E-Voting	800	-	-	-	-	-	-
		Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
		Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (B)	800	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	1824983	200	0.011	200	-	100.000	-
		Public - Non Institutions - Poll at AGM	-	1009	0.055	1009	-	100.000	-
		Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (C)	18,24,983	1,209	0.066	1,209	-	100.000	-
		Total (A+B+C)	50,71,900	32,47,326	64.026	32,47,326	-	100.000	-
2	Appointment of Director Smt.Arthi Anand (DIN 07151584) who retires by rotation, being eligible offers herself for re-appointment. (Ordinary Resolution)	Promoter - E-Voting	3246117	3246117	100.000	3246117	-	100.000	-
		Promoter - Poll at AGM	-	-	-	-	-	-	-
		Promoetr - Ballot by Post	-	-	-	-	-	-	-
		Total (A)	32,46,117	32,46,117	100.000	32,46,117	-	100.000	-
		Public - Institutions - E-Voting	800	-	-	-	-	-	-
		Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
		Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (B)	800	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	1824983	200	0.011	100	100	50.000	50.000
		Public - Non Institutions - Poll at AGM	-	1009	0.055	1009	-	100.000	-
		Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (C)	18,24,983	1,209	0.066	1,109	100	91.729	8.271
		Total (A+B+C)	50,71,900	32,47,326	64.026	32,47,226	100	99.997	0.003
3	Appointment of M/s N.R.Doraiswami & Co. Chartered Accountants as Statutory Auditors for the financial year 2016-17 and to fix their remuneration. (Ordinary Resolution)	Promoter - E-Voting	3246117	3246117	100.000	3246117	-	100.000	-
		Promoter - Poll at AGM	-	-	-	-	-	-	-
		Promoetr - Ballot by Post	-	-	-	-	-	-	-
		Total (A)	32,46,117	32,46,117	100.000	32,46,117	-	100.000	-
		Public - Institutions - E-Voting	800	-	-	-	-	-	-
		Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
		Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (B)	800	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	1824983	200	0.011	200	-	100.000	-
		Public - Non Institutions - Poll at AGM	-	1009	0.055	1009	-	100.000	-
		Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (C)	18,24,983	1,209	0.066	1,209	-	100.000	-
		Total (A+B+C)	50,71,900	32,47,326	64.026	32,47,326	-	100.000	-

Company Secretary

4	Appointment of Sri.K.Narendra (DIN 00412219) as an Independent Director of the Company for a term of five consecutive years with effect from September 26, 2016. (Ordinary Resolution)	Promoter - E-Voting	3246117	3246117	100.000	3246117	-	100.000	-
		Promoter - Poll at AGM	-	-	-	-	-	-	-
		Promoetr - Ballot by Post	-	-	-	-	-	-	-
		Total (A)	32,46,117	32,46,117	100.000	32,46,117	-	100.000	-
		Public - Institutions - E-Voting	800	-	-	-	-	-	-
		Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
		Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (B)	800	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	1824983	200	0.011	200	-	100.000	-
		Public - Non Institutions - Poll at AGM	-	1009	0.055	1009	-	100.000	-
		Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (C)	18,24,983	1,209	0.066	1,209	-	100.000	-
Total (A+B+C)	50,71,900	32,47,326	64.026	32,47,326	-	100.000	-		

5	Re-appointment of Sri J.Anand (DIN 00137425) as Managing Director of the Company for a period of three years from 01.10.2016 to 30.09.2019 and fixation of remuneration. (Ordinary Resolution)	Promoter - E-Voting	3246117	3246117	100.000	3246117	-	100.000	-
		Promoter - Poll at AGM	-	-	-	-	-	-	-
		Promoetr - Ballot by Post	-	-	-	-	-	-	-
		Total (A)	32,46,117	32,46,117	100.000	32,46,117	-	100.000	-
		Public - Institutions - E-Voting	800	-	-	-	-	-	-
		Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
		Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (B)	800	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	1824983	200	0.011	100	100	50.000	50.000
		Public - Non Institutions - Poll at AGM	-	1009	0.055	1009	-	100.000	-
		Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (C)	18,24,983	1,209	0.066	1,109	100	91.729	8.271
		Total (A+B+C)	50,71,900	32,47,326	64.026	32,47,226	100	99.997	0.003

6	Re-appointment of Sri.D.Ranganathan (DIN 00137566) as Whole time Director of the Company for a period of three years from 24.06.2016 to 23.06.2019 and fixation of remuneration (Ordinary Resolution)	Promoter - E-Voting	3246117	3246117	100.000	3246117	-	100.000	-
		Promoter - Poll at AGM	-	-	-	-	-	-	-
		Promoetr - Ballot by Post	-	-	-	-	-	-	-
		Total (A)	32,46,117	32,46,117	100.000	32,46,117	-	100.000	-
		Public - Institutions - E-Voting	800	-	-	-	-	-	-
		Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
		Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (B)	800	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	1824983	200	0.011	100	100	50.000	50.000
		Public - Non Institutions - Poll at AGM	-	1009	0.055	1009	-	100.000	-
		Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (C)	18,24,983	1,209	0.066	1,109	100	91.729	8.271
		Total (A+B+C)	50,71,900	32,47,326	64.026	32,47,226	100	99.997	0.003

7	Confirmation of Remuneration payable to Sri V.Sakthivel, Cost Auditor (Ordinary Resolution)	Promoter - E-Voting	3246117	3246117	100.000	3246117	-	100.000	-
		Promoter - Poll at AGM	-	-	-	-	-	-	-
		Promoetr - Ballot by Post	-	-	-	-	-	-	-
		Total (A)	32,46,117	32,46,117	100.000	32,46,117	-	100.000	-
		Public - Institutions - E-Voting	800	-	-	-	-	-	-
		Public - Institutions - Poll at AGM	-	-	-	-	-	-	-
		Public - Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (B)	800	-	-	-	-	-	-
		Public - Non Institutions - E-Voting	1824983	200	0.011	200	-	100.000	-
		Public - Non Institutions - Poll at AGM	-	1009	0.055	1009	-	100.000	-
		Public - Non Institutions - Ballot by Post	-	-	-	-	-	-	-
		Total (C)	18,24,983	1,209	0.066	1,209	-	100.000	-
		Total (A+B+C)	50,71,900	32,47,326	64.026	32,47,326	-	100.000	-

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For VEJAY LAKSHMI ENGINEERING WORKS LIMITED

Company Secretary

B. Krishnamoorthi B.Sc., F.C.A.

Chartered Accountant

September 26, 2016

REPORT OF SCRUTINIZER

[Pursuant to the section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To

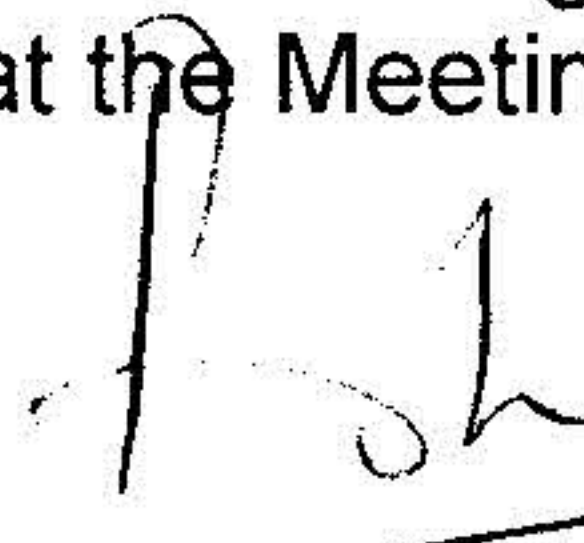
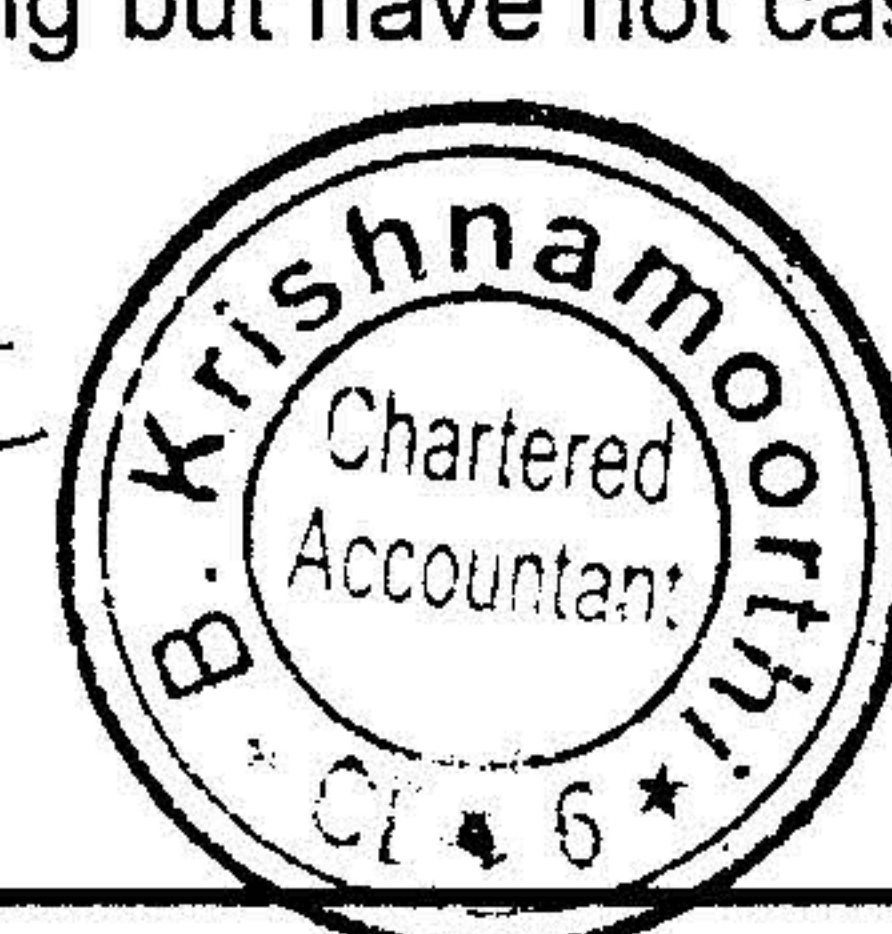
The Chairman
Veejay Lakshmi Engineering Works Limited
Regd.office: Sengalipalayam
N.G.G.O.Colony post
Coimbatore – 641022

Dear Sir,

I, B. Krishnamoorthi, BSc, FCA Practicing Chartered Accountant, Coimbatore was appointed as Scrutinizer for the 41st (Forty First) Annual General Meeting of the Equity Shareholders of “**Veejay Lakshmi Engineering Works Limited**” held on 26th September 2016 at 10.00 am at the Nani Kalai Arangam, Mani Higher Secondary School, Coimbatore for the purpose of scrutinizing the E-Voting process and Physical Ballot voting at the venue in a fair and transparent manner and ascertaining the requisite majority on E-Voting and Physical Ballot voting at venue carried out as per section 108 of the Companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the resolutions referred to in this report.

I submit my report as under:

1. The Notice was sent to all the Members, whose names appeared in the Register of Members as on 19th August, 2016 to vote on the proposed 7 (Seven) Resolutions as mentioned in the Notice of the Annual General Meeting of “Veejay Lakshmi Engineering Works Limited” (Item No.1 (One) to 7 (Seven) of the Notice of Annual General Meeting of Veejay Lakshmi Engineering Works Limited. The Members holding equity shares as on the cut-off date i.e. 19th September, 2016 were only considered for e-voting and for voting at the meeting venue.
2. The E-Voting period remained open from 09.00 AM on Friday 23th September, 2016 up to 05.00 PM on Sunday 25th September, 2016.
3. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting venue to all those members who were present at the Meeting but have not cast their votes by availing the remote e-voting.

Office : 'Kanapathy Towers' III Floor, No. 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006

Phone : 0422 4039900 Fax : 0422 - 2536673 E-mail : bkcacbe@gmail.com


Resi : "Shreekara" No. 9, Right House, Rajarajeshwari Estates, Mullai Nagar, Marudhamalai Road, Coimbatore 641 041, Phone : 0422 4512371

B. Krishnamoorthi B.Sc., F.C.A.**Chartered Accountant**

4. After the conclusion of the Meeting, the Ballot Boxes were opened in my presence and the physical ballot forms were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company. I thereafter first counted the votes cast at the Meeting through these Ballot Forms.
5. The Votes cast through E-Voting were unblocked on 26th September, 2016 around 12.22 pm in the presence of two witnesses, namely Mr.K.Marimuthu and Mr.R.Sasidharan, who are not in employment of the Company.
6. In tune with the Instructions contained in the instructions given for e-voting sent along with the Notice dated 19th May, 2016, in respect of members who have voted in both modes (i.e. E-Voting and Physical Ballot form voted at the venue), I have considered only E-Voting by not reckoning the voting done through Ballot Form.
7. No Ballot Forms were incomplete and/ or were otherwise defective.
8. I have collated the votes received through E-Voting process and Physical Ballot forms voted at venue and the same have been furnished hereunder.

Resolution		Mode	For			Against		
			No.of Members	No.of Votes	%	No.of Members	No.of Votes	%
1	Adoption of Annual Financial Statements including statement of Profit & Loss, Balance Sheet, Cash Flow statement for the year ended 31 st March, 2016, the Report of Board of Directors and Auditors' Report thereon. (Ordinary Resolution)	E-Voting	8	3246317	100.000	0	0	0.000
		Ballot form at the AGM	27	1009	100.000	0	0	0.000
		Total	35	3247326	100.000	0	0	0.000
2	Appointment of Director Smt.Arthi Anand (DIN 07151584) who retires by rotation, being eligible offers herself for re-appointment. (Ordinary Resolution)	E-Voting	7	3246217	99.997	1	100	0.003
		Ballot form at the AGM	27	1009	100.000	0	0	0.000
		Total	34	3247226	99.997	1	100	0.003
3	Appointment of M/s N.R.Doraiswami & Co. Chartered Accountants as Statutory Auditors for the financial year 2016-17 and to fix their remuneration. (Ordinary Resolution)	E-Voting	8	3246317	100.000	0	0	0.000
		Ballot form at the AGM	27	1009	100.000	0	0	0.000
		Total	35	3247326	100.000	0	0	0.000

[Signature]



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B. Krishnamoorthi B.Sc., F.C.A.

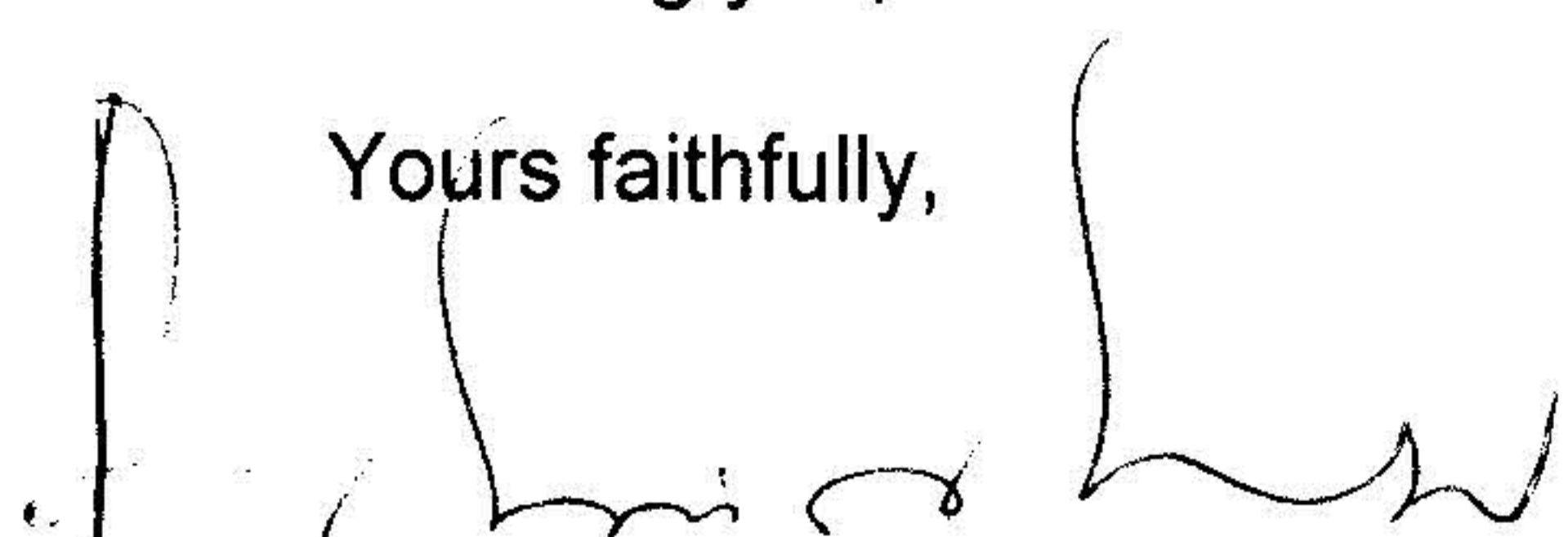
Chartered Accountant

4	Appointment of Sri.K.Narendra (DIN 00412219) as an Independent Director of the Company for a term of five consecutive years with effect from September 26, 2016. (Ordinary Resolution)	E-Voting	8	3246317	100.000	0	0	0.000
		Ballot form at the AGM	27	1009	100.000	0	0	0.000
		Total	35	3247326	100.000	0	0	0.000
5	Re-appointment of Sri J.Anand (DIN 00137425) as Managing Director of the Company for a period of three years from 01.10.2016 to 30.09.2019 and fixation of remuneration. (Ordinary Resolution)	E-Voting	7	3246217	99.997	1	100	0.003
		Ballot form at the AGM	27	1009	100.000	0	0	0.000
		Total	34	3247226	99.997	1	100	0.003
6	Re-appointment of Sri.D.Ranganathan (DIN 00137566) as Whole time Director of the Company for a period of three years from 24.06.2016 to 23.06.2019 and fixation of remuneration (Ordinary Resolution)	E-Voting	7	3246217	99.997	1	100	0.003
		Ballot form at the AGM	27	1009	100.000	0	0	0.000
		Total	34	3247226	99.997	1	100	0.003
7	Confirmation of Remuneration payable to Sri V.Sakthivel, Cost Auditor (Ordinary Resolution)	E-Voting	8	3246317	100.000	0	0	0.000
		Ballot form at the AGM	27	1009	100.000	0	0	0.000
		Total	35	3247326	100.000	0	0	0.000

9. All relevant records of electronic voting and ballot forms will remain in my custody until the Chairman considers, approves and signs the minutes of the 41st Annual General Meeting and thereafter the said records will be handed over to the Company Secretary of Veejay Lakshmi Engineering Works Limited, for safe custody.

Thanking you,

Yours faithfully,


(B. KRISHNAMOORTHI)
SCRUTINIZER

B.KRISHNAMOORTHI, F.C.A.,
Chartered Accountant
Membership No: 20439

For VEEJAY LAKSHMI ENGINEERING WORKS LTD


V.J. JAYARAMAN
CHAIRMAN-CUM-MANAGING DIRECTOR

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