

N BALACHANDRAN B.Com, A.C.S.,
Company Secretary in Practice

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SCRUTINIZER'S REPORT

To
The Chairman
TVS Srichakra Limited
Chennai

Dear Sir,

Sub. Passing of Resolutions through Postal Ballot / E-voting

The Board of Directors of the Company at its meeting held on 03-07- 2014 has appointed me as Scrutinizer for conducting the postal ballot voting process.

I submit my report as under:

1. The company has completed the dispatch of postal ballot forms on 26th July 2014, along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Member/list of beneficiaries as on 21st July 2014. The said postal ballot forms contained the procedure for e-voting by members as required under the Listing Agreement.
2. Postal Ballot has been conducted in compliance with the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.
3. Particulars of all the Postal / electronic ballot forms received from the Members have been entered in a register separately maintained for the purpose.
4. All the postal / electronic ballot forms received up to the close of working hours (17:30 hrs) on 31st August 2014 the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny.
5. Postal Ballot forms, received after 31st August 2014, were not considered.
6. Postal ballot forms returned undelivered aggregated to 2262. These forms have been kept separately.
7. I did not find any defaced or mutilated ballot paper.
8. **A summary of the postal / electronic ballot forms received is given as an attachment to this report.**



9. I am handing over the postal ballot forms and other related papers/registers and records for safe custody.

You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

N. Balachandran
Company Secretary in practice
Scrutinizer
02-09-2014



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TVS SRICHAKRA LTD
Result of Postal Ballot - 1

The Board of Directors of the Company as decided in its meeting held on 03-07- 2014 had sought the consent of the Shareholders of the Company by way of Postal Ballot pursuant to Section 192A of the Companies Act, 1956, read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001, as amended from time to time, vide Postal Ballot Notice dated 03-07- 2014, for Resolution 1 with respect to Special Resolution under Section 180(1)(c) of the Companies Act, 2013, for according consent to borrow in excess of the aggregate of paid-up share capital and free reserves.

N BALACHANDRAN, a Practising Company Secretary, was appointed as the Scrutinizer for this process. Based on the Scrutinizers report dated 02 September, 2014, I, N BALACHANDRAN, PRACTISING COMPANY SECRETARY, hereby declare the result of the Postal Ballot as under:

Sl. No.	Particulars	No. of Ballot Forms	No. of Shares	% of total paid up equity capital	% of total votes polled
	Physical Mode:				
A	Total Postal Ballot Forms received	827	3678201	48.03	100
B	Less: Invalid Postal Ballot forms	101	19181	0.25	
C	Net Valid Postal Ballot in physical (A-B)	726	3659020	47.78	99.47
	Less voted	0	10	0.00	
	Electronic Mode				
D	Total Postal Ballot Forms received – E Voting	73	19862	0.26	
E	Less: Invalid Postal Ballot forms – E Voting	0	0		
E(1)	Less Voted	0	0		
F	Net Valid Postal Ballot in Electronic (D-E)	73	19862	0.26	
	Total Net Valid Postal Ballot in physical and electronic mode (C+F)	799	3678872	48.04	100
G	Postal Ballot Forms with Assent as Special Resolution _ Physical	702	3657058	47.76	99.40
H	Postal Ballot Forms with Assent as Special Resolution _ Electronic	67	19699	0.26	0.60
	Total Postal Ballot with ASSENT in physical and electronic mode	775	3676757	48.02	100.00
I	Postal Ballot Forms with Dissent as Special Resolution - Physical	24	1952	0.02	0,05
J	Postal Ballot Forms with Dissent as Special Resolution _ Electronic	6	163	0.00	0.00
	Total Postal Ballot with DISSENT in physical and electronic mode	30	2115	0.02	0.05
	In brief, Total Votes polled FOR-RESOLUTION is 100.00 % and total Votes polled Against Resolution is 0.00%				

Voted Assent and Dissent Cases Physical : 0 Electronic : 0

Accordingly, the Special Resolution as set out in the Postal Ballot Notice has been approved by the shareholders with requisite majority:

Place : Chennai

Date : 02 September, 2014



PRACTISING COMPANY SECRETARY



TVS SRICHAKRA LTD
Result of Postal Ballot - 2

The Board of Directors of the Company as decided in its meeting held on 03-07-2014 had sought the consent of the Shareholders of the Company by way of Postal Ballot pursuant to Section 192A of the Companies Act, 1956, read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001, as amended from time to time, vide Postal Ballot Notice dated 03-07-2014, for Resolution 2 with respect to Special Resolution under section 180(1)(a) of the Companies Act, 2013, for creation of mortgage / charges / hypothecation or otherwise of the assets of the Company.

N BALACHANDRAN, a Practising Company Secretary, was appointed as the Scrutinizer for this process. Based on the Scrutinizers report dated 02 September, 2014, I, N BALACHANDRAN, PRACTISING COMPANY SECRETARY, hereby declare the result of the Postal Ballot as under:

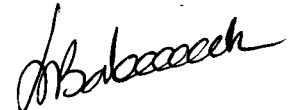
Sl. No.	Particulars	No. of Ballot Forms	No. of Shares	% of total paid up equity capital	% of total votes polled
	Physical Mode:				
A	Total Postal Ballot Forms received	827	3678201	48.03	100
B	Less: Invalid Postal Ballot forms	134	24543	0.32	
C	Net Valid Postal Ballot in physical (A-B)	693	3653658	47.71	99.33
	Less voted	0	10	0.00	
	Electronic Mode				
D	Total Postal Ballot Forms received – E Voting	74	19935	0.26	
E	Less: Invalid Postal Ballot forms – E Voting	0	0	0.00	
F	Net Valid Postal Ballot in Electronic (D-E)	74	19935	0.26	
	Total Net Valid Postal Ballot in physical and electronic mode (C+F)	767	3673583	47.97	100
G	Postal Ballot Forms with Assent as Special Resolution _ Physical	702	3651792	47.70	99.40
H	Postal Ballot Forms with Assent as Special Resolution _ Electronic	68	19648	0.25	0.60
	Total Postal Ballot with ASSENT in physical and electronic mode	770	3671440	47.95	100.00
I	Postal Ballot Forms with Dissent as Special Resolution - Physical	25	1856	0,02	0.05
J	Postal Ballot Forms with Dissent as Special Resolution _ Electronic	6	287	0.00	0.00
	Total Postal Ballot with DISSENT in physical and electronic mode	31	2143	0.02	0.05
	In brief, Total Votes polled FOR-RESOLUTION is 100.00 % and total Votes polled Against Resolution is 0.00%				

Voted Assent and Dissent Cases Physical : 0 Electronic : 0

Accordingly, the Special Resolution as set out in the Postal Ballot Notice has been approved by the shareholders with requisite majority.

Place : chennai

Date : 02 September, 2014



PRACTISING COMPANY SECRETARY

