

ELGI ULTRA INDUSTRIES LIMITED

CIN: U29253TZ1981PLC001104

Regd. Office : INDIA HOUSE, 1443/1, Trichy Road, Coimbatore - 641 018, Tamilnadu, India.

Phone : +91 422 2304141 Fax : +91 422 2301377

Website : www.elgiultra.com E-mail : info@elgiultra.com



Declaration of results of the voting on resolutions set out in the notice of the 37th Annual General Meeting of the Company held on 27th July, 2018.

The 37th Annual General Meeting of the company was convened on Friday, the 27th Day of July, 2018 at 4.45 p.m. at "ARDRA" Convention Centre, "Kaanchan", No 9, North Huzur Road, Coimbatore 641 018, Tamil Nadu, India, to seek the approval of the members on the resolutions as set out in the notice dated 8th June, 2018.

Further, pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 (as amended) the company had provided the members the facility to vote electronically and also by poll on the aforesaid resolutions and had appointed Mr.M.D.Selvaraj, FCS, Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore as scrutinizer to conduct the voting in a fair and transparent manner.

The scrutinizer has submitted his report on e-voting and poll which has been attached hereto.

Accordingly, based on the report of the scrutinizer dated 28th July, 2018, Resolutions No. 1 to 6 as set out in the notice dated 8th June, 2018 as detailed below have been unanimously passed by the shareholders.

1.	Detail of the Agenda: Resolution Required: Mode of voting:	Adoption of the Audited Financial Statement of the Company for the financial year ended 31st March, 2018, and the Reports of the Board of Directors and the Auditors thereon. Ordinary Resolution Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
2.	Detail of the Agenda: Resolution Required: Mode of voting:	Re-appointment of Sri.Sudarsan Varadaraj (DIN 00133533) as a Director on retirement by rotation. Ordinary Resolution Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
3.	Detail of the Agenda: Resolution Required: Mode of voting:	Declaration of dividend for the year ended 31st March 2018. Ordinary Resolution Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
4.	Detail of the Agenda: Resolution Required: Mode of voting:	Ratification of the appointment of M/s. Johendar & Co (Firm Registration No. 001344S), Chartered Accountants as Statutory Auditors of the Company for the financial year 2018- 2019. Ordinary Resolution Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.



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5.	Detail of the Agenda: Resolution Required: Mode of voting:	Ratification of the payment of remuneration to M/s. STR & Associates (Firm Registration No.000029), Cost Auditors of the Company for the financial year 2018- 2019. Ordinary Resolution Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
6.	Detail of the Agenda: Resolution Required: Mode of voting:	Appointment of Sri.P.Vijay Raghunath (DIN 00002963) as an Independent Director of the Company for a period of 5 years with effect from 25.09.2017. Ordinary Resolution Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.

Date: 28.07.2018

For Elgi Ultra Industries Limited


Jairam Varadaraj
Director
DIN 00058056





MDS & Associates
Company Secretaries in Practice

M.D. Selvaraj M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028.

Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsservices.in, Web : www.mdsservices.in

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL
(Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule
21 of the Companies (Management and Administration) Rules, 2014 - as amended)

To

The Chairman

37th Annual General Meeting of the Equity Shareholders of
M/s. ELGI ULTRA INDUSTRIES LIMITED
(U29253TZ1981PLC001104)

Held on Friday the 27th day of July, 2018 at 4:45 PM at
"ARDRA" Convention Centre, "Kaanchan"
No 9, North Huzur Road,
Coimbatore 641 018,
Tamil Nadu, India.

Dear Sir,

Sub: Passing of Resolution through Remote E-voting Process and through Poll
conducted at the 37th Annual General Meeting of M/s. ELGI ULTRA
INDUSTRIES LIMITED held on 27th July, 2018.

I, M D Selvaraj, FCS Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore have been appointed by the Board of Directors of M/s. ELGI ULTRA INDUSTRIES LIMITED ("the Company") as a Scrutinizer for the remote e-voting process held between Tuesday, the 24th day of July, 2018 at 9:00 AM to Thursday, the 26th day of July 2018 till 5:00 PM and for the poll taken at the 37th Annual General Meeting of the Company held on Friday the 27th day of July, 2018 at 4:45 PM at "ARDRA" Convention Centre, "Kaanchan", No 9, North Huzur Road, Coimbatore 641 018, Tamil Nadu, India on the Resolution(s) set out under Item No.1 to Item No.6 in the Notice convening the said 37th Annual General Meeting dated 8th June, 2018.



Responsibility of the Management

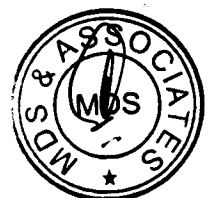
The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 37th Annual General Meeting dated 8th June, 2018.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 37th Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No.1 to Item No.6 in the Notice convening the 37th Annual General Meeting, based on the reports generated from the e-voting portal provided by the Link Intime India Private Limited (LI IPL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 37th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 28th July, 2018 on the remote e-voting process and also a separate Scrutinizer's Report dated 28th July, 2018 in the prescribed Form No.MGT-13 on the Poll taken at the 37th Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), as under;



Ordinary Business

Resolution No: 1

Ordinary resolution

Adoption of the Audited Financial Statement of the Company for the financial year ended 31st March, 2018, and the Reports of the Board of Directors and the Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	9	14,61,500	100.00
Poll	*14	*4,460	100.00
Total Voting	23	14,65,960	100.00

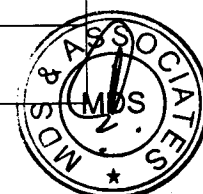
VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

*1 Shareholder holding 25 shares abstained from Voting for 15 shares



Ordinary Business

Resolution No: 2

Ordinary resolution

Re-appointment of Sri.Sudarsan Varadaraj (DIN 00133533) as a Director on retirement by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	*8	*10,98,000	100.00
Poll	**14	*4,460	100.00
Total Voting	22	11,02,460	100.00

VOTES CAST AGAINST THE RESOLUTION

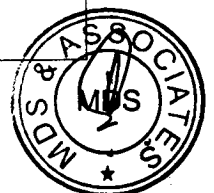
Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

*1 Shareholder holding 3,63,500 shares abstained from Voting

**1 Shareholder holding 25 shares abstained from Voting for 15 shares



Ordinary Business

Resolution No: 3

Ordinary resolution

Declaration of dividend for the year ended 31st March 2018.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	9	14,61,500	100.00
Poll	*14	*4,460	100.00
Total Voting	23	14,65,960	100.00

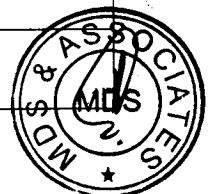
VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

*1 Shareholder holding 25 shares abstained from Voting for 15 shares



Ordinary Business

Resolution No: 4

Ordinary resolution

Ratification of the appointment of M/s. Johendar & Co (Firm Registration No. 001344S), Chartered Accountants as Statutory Auditors of the Company for the financial year 2018- 2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	9	14,61,500	100.00
Poll	*14	*4,460	100.00
Total Voting	23	14,65,960	100.00

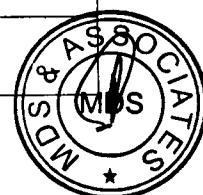
VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

*1 Shareholder holding 25 shares abstained from Voting for 15 shares



Special Business

Resolution No: 5

Ordinary resolution

Ratification of the payment of remuneration to M/s. STR & Associates (Firm Registration No.000029), Cost Auditors of the Company for the financial year 2018-2019.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	9	14,61,500	100.00
Poll	*14	*4,460	100.00
Total Voting	23	14,65,960	100.00

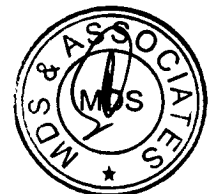
VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

*1 Shareholder holding 25 shares abstained from Voting for 15 shares



Special Business

Resolution No: 6

Ordinary resolution

Appointment of Sri.P.Vijay Raghunath (DIN 00002963) as an Independent Director of the Company for a period of 5 years with effect from 25.09.2017.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	9	14,61,500	100.00
Poll	*14	*4,460	100.00
Total Voting	23	14,65,960	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	0	0
Total Voting	0	0

*1 Shareholder holding 25 shares abstained from Voting for 15 shares

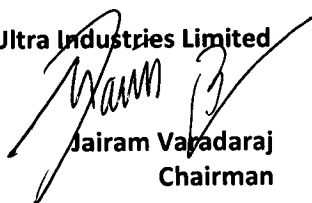
Place : Coimbatore

Date : 28th July, 2018

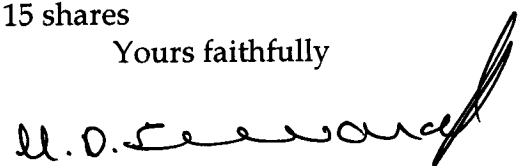
Based on the Scrutinizer's Report

Resolution nos 1- 6 have been passed unanimously

For Elgi Ultra Industries Limited


Jairam Vajadaraj
Chairman

Yours faithfully



MDS & ASSOCIATES

Prop : M.D.SELVARAJ M.Com, MBA,FCS,
COMPANY SECRETARY IN PRACTICE

FCS - 960, CP - 411

"SURYA" 35, MAYFLOWER AVENUE
SOWRIPALAYAM ROAD, COIMBATORE - 641 028