



## Granules India Limited

Regd. Off. :

2nd Floor, 3rd Block, My Home Hub, Madhapur, Hyderabad - 500 081. INDIA

Ph : +91-40-30660000, 66760000 Fax : +91-40-23115145

E-mail : mail@granulesindia.com URL : www.granulesindia.com

CIN : L24110TG1991PLC012471

Date: August 12, 2016

To,  
National Stock Exchange of India Limited  
Bombay Stock Exchange Limited  
Symbol: NSE: GRANULES; BSE: 532482

Dear Sir,

**Sub: Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015- Proceeding and details of the voting results of the 25<sup>th</sup> Annual General Meeting**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are submitting herewith the details regarding the proceedings of the 25<sup>th</sup> Annual General Meeting (AGM) of the Company held on Thursday, 11<sup>th</sup> August, 2016 at 4.00 PM at Taj Banjara, Road no. 1, Banjara Hills, Hyderabad – 500 034 (TS).

Further, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting through Insta-Poll at the AGM.

Request you to take the above information on record.

Thanking you,

Yours faithfully,

FOR GRANULES INDIA LIMITED

  
  
CHAITANYA TUMMALA  
(COMPANY SECRETARY &  
COMPLIANCE OFFICER)

Encl: As above



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## DETAILS OF THE PROCEEDINGS OF THE MEETING

Sl. No.	Particulars	Details
1.	Date of the AGM	Thursday, 11 <sup>th</sup> August, 2016.
2.	Total Number of Shareholders on record date	As of Cut-Off date i.e 4 <sup>th</sup> August 2016  67,707
3.	No. of Shareholders present in the meeting either in person or through proxy:  Promoters and Promoter Group:  Public:	  9  171
4.	No. of Shareholders present in the meeting through Video Conferencing:  Promoters and Promoter Group: Public:	  - -

FOR GRANULES INDIA LIMITED

*F. Chaitanya*



**CHAITANYA TUMMALA  
(COMPANY SECRETARY &  
COMPLIANCE OFFICER)**



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## RESULTS OF THE MEETING

Sr. no.	Agenda	Resolution required (ordinary/Special)	Mode of Voting	Remarks
1.	Consider and adopt Audited Financial Statement, Report of Board of Directors and Auditors.	Ordinary	Remote e-voting and Insta-Poll at the AGM	Passed with requisite majority
2.	Declaration of Final dividend of 20 paise per equity share and approval and ratification of interim dividend of 45 paise per equity share paid during the FY 2015-16.	Ordinary	Remote e-voting and Insta-Poll at the AGM	Passed with requisite majority
3.	To appoint a Director in place of Mr. Harsha Chigurupati (DIN: 01606477), who retires by rotation and, being eligible, seeks re-appointment.	Ordinary	Remote e-voting and Insta-Poll at the AGM	Passed with requisite majority
4.	Ratification of re-appointment of Statutory Auditors and fixing their remuneration.	Ordinary	Remote e-voting and Insta-Poll at the AGM	Passed with requisite majority

FOR GRANULES INDIA LIMITED

*G. Chaitanya*



CHAITANYA TUMMALA  
(COMPANY SECRETARY &  
COMPLIANCE OFFICER)

**Resolution No. 1:** Adoption of the Audited Financial Statement of the Company for the financial year ended March 31, 2016 together with the report of the Board of Directors and the Auditors thereon and the consolidated Audited Financial Statement of the Company for the financial year ended March 31, 2016 and report of Auditors thereon

Resolution required: (Ordinary/ Special)		<b>ORDINARY</b>									
Whether promoter/ promoter group are interested in the agenda/resolution?		<b>No</b>									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting	110,840,617	1,043,365	0.94	1,043,365	-	100.00	-			
	Insta-Poll	110,840,617	105,781,800	95.44	105,781,800	-	100.00	-			
Public- Institutions	E-Voting	18,809,048	6,435,849	34.22	6,435,849	-	100.00	-			
	Insta-Poll	18,809,048	-	0.00	-	-	0.00	-			
Public- Non Institutions	E-Voting	87,342,105	1,637,583	1.87	1,637,583	-	100.00	-			
	Insta-Poll	87,342,105	7,710,866	8.83	7,710,866	-	100.00	-			
<b>Total</b>		<b>216,991,770</b>	<b>122,609,463</b>	<b>56.50</b>	<b>122,609,463</b>	<b>-</b>	<b>100.00</b>	<b>-</b>			



*anuja.*

**Resolution No. 2:** Declaration of final dividend of 20 paisa per equity share and to approve and ratify the interim dividend of 45 paisa per equity share, already paid during the year for the year ended March 31, 2016.

Resolution required: (Ordinary/  
Special)

**ORDINARY**

Whether promoter/ promoter group are interested in the agenda/resolution?

**No**

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	110,840,617	1,043,365	0.94	1,043,365	-	100.00	-
	Poll	110,840,617	105,781,800	95.44	105,781,800	-	100.00	-
Public- Institutions	E-Voting	18,809,048	6,435,849	34.22	6,435,849	-	100.00	-
	Poll	18,809,048	-	0.00	-	-	0.00	-
Public- Non Institutions	E-Voting	87,342,105	1,637,583	1.87	1,637,533	50	100.00	-
	Poll	87,342,105	7,710,866	8.83	7,710,866	-	100.00	-
	<b>Total</b>	<b>216,991,770</b>	<b>122,609,463</b>	<b>56.50</b>	<b>122,609,413</b>	<b>50</b>	<b>100.00</b>	<b>-</b>

*T. Viswanathaiah*





**Resolution No. 4: Ratification of re-appointment of M/s Kumar & Giri, Chartered Accountants as Statutory Auditors and fixing their remuneration.**

Resolution required: (Ordinary/Special)		ORDINARY									
Whether promoter/ promoter group are interested in the agenda/resolution?		NO									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting	110,840,617	1,043,365	0.94	1,043,365	-	100.00	-			
	Poll	110,840,617	105,781,800	95.44	105,781,800	-	100.00	-			
Public- Institutions	E-Voting	18,809,048	6,435,849	34.22	5,580,949	854,900	86.72	13.28			
	Poll	18,809,048	-	-	-	-	-	-			
Public- Non Institutions	E-Voting	87,342,105	1,637,583	1.87	1,637,550	33	100.00	-			
	Poll	87,342,105	7,710,866	8.83	7,710,846	20	100.00	-			
	<b>Total</b>	<b>216,991,770</b>	<b>122,609,463</b>	<b>56.50</b>	<b>121,754,510</b>	<b>854,953</b>	<b>99.30</b>	<b>0.70</b>			



*J. Chandrababu Naidu*



**CONSOLIDATED SCRUTINIZER'S REPORT**

**For Remote e-voting and Insta poll**

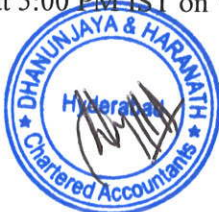
(Pursuant to section 108 of The Companies Act, 2013 and Companies  
(Management and Administration) Rules, 2014 as amended)

To,  
Mr. Krishna Prasad Chigurupati,  
The Chairman & Managing Director,  
Granules India Limited.

25<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of M/s. Granules India Limited (the Company) held on Thursday, August 11, 2016 at 04:00 P.M. at Hotel Taj Banjara, Road No.1, Banjara Hills, Hyderabad – 500 034 (TS), India.

Dear Sir,

1. I, Dhanunjaya Kumar Alla, a Practicing Chartered Accountant, Partner, M/s. Dhanunjaya and Haranath, Chartered Accountants, Hyderabad, have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of Scrutinizing the e-voting process (remote e-voting) and voting process for the 25<sup>th</sup> Annual General Meeting (AGM) of the company, pursuant to the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended (the Rules), on the resolutions contained in the notice of the AGM of the Equity Shareholders of the company, held on August 11, 2016 at 04:00 P.M. at Hotel Taj Banjara, Road No.1, Banjara Hills, Hyderabad – 500 034 (TS), India and also for ascertaining the requisite majority for the resolutions proposed therein.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means [i.e., by remote e-voting and voting by poll by using an electronic voting system (Insta Poll) at the AGM] for the resolutions contained in the Notice to the AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means [i.e., by remote e-voting and Insta poll at the AGM] is restricted to make consolidated Scrutinizers 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 Karvy Computer Share Private Limited (Karvy), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e- voting and Insta poll at the AGM). The consolidated report is attached herewith as **Annexure-A**.
3. In accordance with the notice of the 25<sup>th</sup> AGM sent to the members and the advertisement published pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the remote e-voting period was open from 9:00 AM IST on Monday, August 8, 2016 and was closed at 5:00 PM IST on Wednesday, August 10, 2016.





4. The Equity Shareholders holding shares as on Thursday, August 4, 2016, "Cut-off date", were entitled to vote on the resolutions stated in the notice of the 25<sup>th</sup> AGM of the Company.
5. The Company has also provided voting facility to the Shareholders present at the AGM and who had not cast their vote earlier through Remote e-voting facility.
6. The votes cast were unblocked from the e-voting website of Karvy Computer Share Pvt Ltd (<http://evoting.karvy.com>) on Thursday, August 11, 2016 around 05:00 PM in the presence of two witnesses, Mr.Mangaraju.D and Ms.Hemalatha.M who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

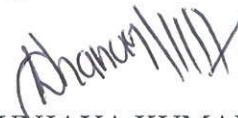
  
Mangaraju.D

  
Hemalatha.M

7. I have scrutinized and reviewed the remote e-voting and voting through Insta poll at the AGM and votes tendered therein based on the data downloaded from KARVY e-voting system.
8. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

For DHANUNJAYA & HARANATH  
Chartered Accountants  
Firm Reg No. 014288S



DHANUNJAYA KUMAR ALLA  
Partner  
Mem. No.206446



Place : Hyderabad  
Date : August 12, 2016

**GRANULES INDIA LIMITED**

**CONSOLIDATED RESULTS (REMOTE E-VOTING & INSTA POLL)**

Annexure - A

Resolution No. & Types of Resolution Ordinary Resolution (OR) & Special Resolution (SR)	Description	Total No. of votes cast	Votes in favour of the resolution			Votes against the resolution			Invalid / Abstained votes	
			No. of members voted (e-voting & Insta poll)	No. of votes cast in favour of resolution	% of total number of valid votes cast	No. of members voted (e-voting & Insta poll)	No. of votes cast against the resolution	% of total number of valid votes cast	No. of members voted (e-voting & Insta poll)	No. of invalid/abstained votes cast
1.OR	Consider and adopt Audited Financial Statement, Report of Board of Directors and Auditors for the F.Y 2015-16.	1	2	3	4=(3)/(1-9)%	5	6	7=(6)/(1-9)%	8	9
2.OR	Declaration of final dividend of 20 paise per equity share and approval and ratification of interim dividend of 45 paise per equity share paid during the FY 2015-16.	122739463	215	122609463	100.0000%	0	0	0.0000%	1	130000
3.OR	To appoint a Director in place of Mr. Harsha Chigurupati (DIN: 01606477), who retires by rotation and, being eligible, seeks re-appointment.	122739463	174	10531632	66.7222%	32	5252666	33.2778%	11	106955165
4.OR	Ratification of re-appointment of Auditors and fixing their remuneration.	122739463	208	121754510	99.3027%	8	854953	0.6973%	1	130000

**Note:** Related/Interested parties were required to abstain from voting on their respective resolutions. If the related/interested parties have voted on such resolutions, their votes have been accordingly treated as "abstain/invalid".





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### SUMMARY OF PROCEEDINGS OF THE 25TH ANNUAL GENERAL MEETING

The 25<sup>th</sup> Annual General Meeting (AGM) of the members of **GRANULES INDIA LIMITED** ('the Company') was held on Thursday, 11 August 2016 at 4.00 PM at Taj Banjara, Road no. 1, Banjara Hills, Hyderabad – 500 034 (TS) India. The following Directors were present:

#### **Directors Present:**

- |                                   |   |
|-----------------------------------|---|
| 1. Mr. Krishna Prasad Chigurupati | Chairman and Managing Director and Member |
| 2. Mr. L. S. Sarma                | Independent Director and Member           |
| 3. Mr. C. Parthasarathy           | Independent Director and Member           |
| 4. Mr. A. Arun Rao                | Independent Director and Member           |
| 5. Mr. K. B. Sankar Rao           | Non-Executive Director and Member         |
| 6. Mrs. Uma Devi Chigurupati      | Executive Director and Member             |
| 7. Mr. Harsha Chigurupati         | Non-Executive Director and Member         |

#### **In Attendance**

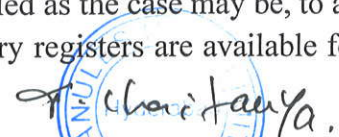
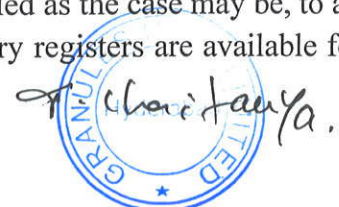
- |                               |   |
|-------------------------------|---|
| 8. Mr. VVS Murthy             | Chief Financial Officer and Member                        |
| 9. Ms. Chaitanya Tummala      | Company Secretary   |
| 10. Mr. J. Bhadra Kumar       | Representative of M/s. Kumar and Giri, Statutory Auditors |
| 11. Mr. Saurabh Poddar        | Secretarial Auditor                                       |
| 12. Mr. Dhanunjaya Kumar Alla | Partner, M/s. Dhanunjaya & Haranath (Scrutinizer)         |

#### **Members Present:**

In person & by proxy, 180 representing 114046733 shares

Pursuant to Article 64 of Articles of Association of the Company, Mr. Krishna Prasad Chigurupati, the Chairman of the Board took the chair and conducted the proceedings of the Meeting. The requisite quorum being present, the meeting was called to order. The Chairman delivered his speech.

The Shareholders were informed that the copies of audited financial statement for the year ended March 31, 2016, Board's and Auditor's report has been posted /emailed as the case may be, to all the Members and that the original documents along with the statutory registers are available for

inspection. The shareholders were further informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the meeting through Insta-Poll.

Members sought certain clarifications / information, which were appropriately responded to.

The following items of business, as per the Notice of the 25<sup>th</sup> AGM dated 11<sup>th</sup> August 2016 were transacted at the meeting:

1. Adoption of the Audited Financial Statement of the Company for the financial year ended March 31, 2016 together with the report of the Board of Directors and the Auditors thereon and the consolidated Audited Financial Statement of the Company for the financial year ended March 31, 2016 and report of Auditors thereon. (Ordinary Resolution).
2. Declaration of final dividend of 20 paise per equity share and to approve and ratify the interim dividend of 45 paise per equity share, already paid during the year for the year ended March 31, 2016.(Ordinary Resolution).
3. Appointment of Mr. Harsha Chigurupati, who retires by rotation, and being eligible, offers himself for the re-appointment.(Ordinary Resolution).
4. Ratification of re-appointment of M/s Kumar & Giri, Chartered Accountants as Statutory Auditors and fixing their remuneration. (Ordinary Resolution).

The Chairman informed the shareholders that Mr. Dhanunjaya Kumar Alla, Partner of M/s. Dhanunjaya & Haranath Chartered Accountants, Practicing Chartered Accountant, Hyderabad was appointed as the Scrutinizer for the voting and remote e-voting process in a fair and transparent manner and to report on the voting results for items as per the notice of the 25<sup>th</sup> AGM. The Scrutinizers' Report was received and accordingly all the resolutions as set out in the Notice of the 25<sup>th</sup> AGM were declared as passed by requisite majority.

**FOR GRANULES INDIA LIMITED**

*T. Chaitanya*  


**CHAITANYA TUMMALA  
(COMPANY SECRETARY &  
COMPLIANCE OFFICER)**