

General information about company	
Scrip code	522229
Name of the company	Taneja Aerospace & Aviation Limited
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	26-09-2017
Start time of the meeting	02:00 PM
End time of the meeting	02:30 PM

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Adoption of Standalone and Consolidated audited financial statements including Statement of Profit & Loss, Balance Sheet, report of Directors and Auditors for the financial year March 31, 2017					
Category	Mode of voting	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	E-Voting	12732016	12732016	100	12732016	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12732016	12732016	100	12732016	0	100
Public- Institutions	E-Voting	612077	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		612077	0	0	0	0	0
Public- Non Institutions	E-Voting	11586643	25308	0.2184	25308	0	100	0
	Poll		770	0.0066	765	5	99.3506	0.6494
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		11586643	26078	0.2251	26073	5	99.9808
Total		24930736	12758094	51.1742	12758089	5	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Statutory Auditors				
Category	Mode of voting	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	E-Voting	12732016	12732016	100	12732016	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	12732016	12732016	100	12732016	0	100	0
Public- Institutions	E-Voting	612077	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	612077	0	0	0	0	0	0
Public- Non Institutions	E-Voting	11586643	25308	0.2184	25308	0	100	0
	Poll		740	0.0064	735	5	99.3243	0.6757
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	11586643	26048	0.2248	26043	5	99.9808	0.0192
Total		24930736	12758064	51.174	12758059	5	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Resolved not to fill the vacancy for the time being caused by retirement of Mr. C S Kameswaran, Director, who retires by rotation and does not seek re-appointment.				
Category	Mode of voting	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	E-Voting	12732016	12732016	100	12732016	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12732016	12732016	100	12732016	0	100
Public- Institutions	E-Voting	612077	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		612077	0	0	0	0	0
Public- Non Institutions	E-Voting	11586643	25308	0.2184	25308	0	100	0
	Poll		770	0.0066	765	5	99.3506	0.6494
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		11586643	26078	0.2251	26073	5	99.9808
Total		24930736	12758094	51.1742	12758089	5	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

**T G JANAKIRAMAN, FCS LLB**  
Practicing Company Secretary

538, 7<sup>th</sup> cross, I-Stage,  
III-Block, HBR Layout,  
Bangalore-560 043  
Phone: 2544 5565

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**SCRUTINIZER REPORT – COMBINED (ON E-VOTING & POLL)**

To,  
The Chairman  
**M/s. TANEJA AEROSPACE AND AVIATION LIMITED**  
(CIN: L62200TZ1988PLC014460)  
Regd. Office: Belagondapalli Village, Thally Road  
Denkanikottai Taluk, Krishnagiri District, Belagondapalli – 635 114  
Tamil Nadu.

**Ref:** 28<sup>th</sup> Annual General Meeting of the members of M/s Taneja Aerospace And Aviation Limited held on September 26, 2017 at 2.00 pm at the Registered Office of the Company at Belagondapalli Village, Thally Road, Denkanikottai Taluk, Krishnagiri District, Belagondapalli – 635 114, Tamil Nadu.

Dear Sir,

I, **T G Janakiraman, Practising Company Secretary**, have been appointed as the Scrutinizer by:

- The Board of Directors of M/s. Taneja Aerospace And Aviation Limited vide resolution dated August 16, 2017 pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between September 23, 2017 (9.00 a.m. IST) to September 25, 2017 (5.00 p.m. IST) and
- The Chairman of the Annual General Meeting (AGM) on Poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 28<sup>th</sup> Annual General Meeting of the members of the Company, held on September 26, 2017 at 2.00 pm at the Registered Office of the Company at Belagondapalli, Tamil Nadu



The Company has availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The voting period for e-voting commenced on September 23, 2017 (9.00 a.m. IST) and ended on September 25, 2017 (5.00 p.m. IST) and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked by me on September 26, 2017 in the presence of two witnesses.

At the 28<sup>th</sup> Annual General Meeting of the members of the Company, held on September 26, 2017 at 2.00 pm at the Registered Office of the Company at Belagondapalli, Tamil Nadu, the Company had also provided facility for voting by ballot or polling paper to the members attending the meeting, who have not already cast their vote by remote E-voting.

Based on results of the poll conducted at the AGM Venue and based on the data downloaded from the official website of CDSL for the E-voting process, we now submit the combined report (E-Voting and Poll) as under:

(A) Resolution 1: To receive, consider and adopt

(a) the Audited Financial Statements of the Company for Financial Year ended March 31, 2017 including the Audited Balance Sheet as at March 31, 2017 and Statement of Profit and Loss for the year ended on that date and Reports of the Board of Directors and the Auditors thereon; and

(b) the Audited Consolidated Financial Statements of the Company for Financial Year ended March 31, 2017 including the Audited Consolidated Balance Sheet as at March 31, 2017 and the Consolidated Statement of Profit and Loss for the year ended on that date and the Report of the Auditors thereon (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast (shares) – E voting	Number of members/proxies voted – poll	Number of votes cast (shares) – poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
19	1,27,57,324	27	765	1,27,58,089	99.99%



(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast (shares) – E voting	Number of members/ proxies voted – poll	Number of votes cast (shares) - poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
0	0	01	05	05	0.01%

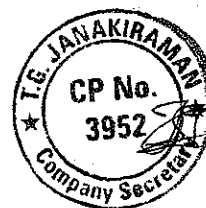
(iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (shares) – E voting	Number of members/ proxies voted – poll	Number of votes cast (shares) – poll	Total number of votes cast through E-voting and Poll
0	0	0	0	0

Vote cast in both E-voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.



(B) Resolution 2: Appointment of Statutory Auditors and to fix their remuneration (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast (shares) – E voting	Number of members/ proxies voted – poll	Number of votes cast (shares) – poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
19	1,27,57,324	26	735	1,27,58,059	99.99%

(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast (shares) – E voting	Number of members/ proxies voted – poll	Number of votes cast (shares) – poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
0	0	01	05	05	0.01%

(iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (shares) – E voting	Number of members/ proxies voted – poll	Number of votes cast (shares) – poll	Total number of votes cast through E-voting and Poll
0	0	0	0	0

Vote cast in both E-voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.



**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

(C) Resolution 3: Non-filing of vacancy caused by retirement of Mr. C S Kameswaran, Director (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast (shares) – E voting	Number of members/ proxies voted – poll	Number of votes cast (shares) – poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
19	1,27,57,324	27	765	1,27,58,089	99.99%

(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast (shares) – E voting	Number of members/ proxies voted – poll	Number of votes cast (shares) - poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
0	0	01	05	05	0.01%





(iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast (shares) – E voting	Number of members/ proxies voted – poll	Number of votes cast (shares) - poll	Total number of votes cast through E-voting and Poll
0	0	0	0	0

Vote cast in both E-voting and Poll at the AGM by the same shareholder are considered as Invalid and only the votes casted in E-voting are taken into account in respect of such shareholder.

**RESULT:**

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

The list of equity shareholders who voted "FOR"/ "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The relevant records relating to E- Voting and Poll were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

  
(T G Janakiraman)

CP: 3952

T.G. JANAKIRAMAN  
COMPANY SECRETARY

CP. NO. 3952



C.S. Kameswaran  
Chairman of the Annual General Meeting

Place : Bangalore

Dated : September 26, 2017

