



## Taneja Aerospace and Aviation Limited

Thally Road, Denkanikottai, Krishnagiri Dist.,

Belagondapalli - 635 114, Tamil Nadu

Tel.: + 91 04347 233509

Fax: + 91 04347 233414

E-mail: [secretarial@taal.co.in](mailto:secretarial@taal.co.in)

Website: [www.taal.co.in](http://www.taal.co.in)

TAAL/SEC/18-19

October 01, 2018

To,  
Corporate Relationship Department  
**BSE Limited**

Dear Sirs,

**Subject: Voting Results of 29<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 29, 2018**

Pursuant to Regulation 44(3) of the SEBI (LODR) Regulations, 2015, we submit herewith the details of Results of e-voting as well as Poll conducted at 29<sup>th</sup> AGM held on Saturday, September 29, 2018 at 2.00 P.M. at Registered office of the Company.

All the resolutions contained in Notice dated August 14, 2018 of the AGM were approved by the requisite majority of shareholders through e-voting and poll conducted at the AGM.

Kindly take the same on your record and oblige.

With Kind Regards

For **Taneja Aerospace and Aviation Limited**

  
Sysha Kumar  
Company Secretary  
Membership No. F 8150



**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

---

**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:** 29<sup>th</sup> Annual General Meeting of the members of M/s Taneja Aerospace And Aviation Limited held on September 29, 2018 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 14, 2018 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 26, 2018 (9.00 a.m. IST) to September 28, 2018 (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 29<sup>th</sup> Annual General Meeting of the members of the Company, held on September 29, 2018 at 2.00 pm at the Registered Office of the Company at Belagondapalli, Tamil Nadu

-1-



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 26, 2018 (9.00 a.m. IST) and ended on September 28, 2018 (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 29, 2018 in the presence of two witnesses.

At the 29<sup>th</sup> Annual General Meeting of the members of the Company, held on September 29, 2018 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, 2018 including the Audited Balance Sheet as at March 31, 2018 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, 2018 including the Audited Consolidated Balance Sheet as at March 31, 2018 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
36	1,27,57,577	23	1,73,462	1,29,31,039	100%



(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	0	0	0	0%

(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: To appoint a Director in place of Mr. Salil Taneja (DIN: 00328668), who retires by rotation and being eligible, offers himself for re-appointment (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
34	1,27,54,077	23	1,73,462	1,29,27,539	100%

(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	0	0	0	0%

(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: Appointment of Mrs. Rahael Shobhana Joseph as Non-Executive director liable to retire by rotation. (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
33	1,27,53,777	23	1,73,462	1,29,27,239	100%

(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
01	300	0	0	300	0.00%



(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.

(D) Resolution 4: Appointment of Dr. Prahlada Ramarao as an Independent 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
35	1,27,57,277	23	1,73,462	1,29,30,739	100%



(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	0	0	0	0%

(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. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.





(E) Resolution 5: Appointment of Mr. Muralidhar Chitteti Reddy as Director liable to retire by rotation. (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
36	1,27,57,577	23	1,73,462	1,29,31,039	100%

(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	0	0	0	0%

(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. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

(F) Resolution 6: Appointment of Mr. Arvind Nanda as an Independent 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
35	1,27,57,277	23	1,73,462	1,29,30,739	100%

(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
01	300	0	0	300	0.00%



(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. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

(G) Resolution 7: Appointment of Mr. Muralidhar Chitteti Reddy as Whole Time Director designated as Managing Director. (Special 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
36	1,27,57,577	23	1,73,462	1,29,31,039	100%



(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	0	0	0	0%

(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 75% of the total number of votes cast, we report that the Special Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed in favour of the resolution.



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



Place : Bangalore

Dated : September 29, 2018

-12-





SALIL TANEJA  
CHAIRMAN OF THE ANNUAL  
GENERAL MEETING