



VISAKA INDUSTRIES LIMITED[®]

CIN: L52520TG1981PLC003072

CORP. OFF : "VISAKA TOWERS", 1-8-303/69/3, S.P. ROAD, SECUNDERABAD - 500 003.
TEL : +91-40-27813833, 27813835 **FAX :** +91-40-27813837, 27891833 **www.visaka.in** **e-mail :** vil@visaka.in

VISAKA INDUSTRIES LIMITED	
Date of the AGM/EGM	12-06-2018
Total number of shareholders on record date	22349
No. of shareholders present in the meeting either in	
Promoters and Promoter Group:	5
Public:	90
No. of Shareholders attended the meeting through	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No:	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To adopt the Financial Statement of the Company for the Financial Year ended March 31, 2018 and reports of Board of Directors of the Company and the statutory Auditor's thereon as on the date.							
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	6555273	6546343	99.8638	6546343	0	100.0000	0.0000
	Poll		8930	0.1362	8930	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6555273	100	6555273	0	100.0000	0.0000
Public- Institutions	E-Voting	1117995	686221	61.3796	686221	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		686221	61.3796	686221	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8207684	1407030	17.1428	1407030	0	100.0000	0.0000
	Poll		9576	0.1167	9576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1416606	17.2595	1416606	0	100.0000	0.0000
Total		15880952	8658100	54.5188	8658100	0	100.0000	0.0000



Regd. Office & Factory : A.C. Division I, Survey No. 315, Yelumala Village, R.C. Puram Mandal, Medak District - 502 300. T.S.
Factory : A.C. Division II : Behind Supa Gas Manikantham Village, Paramathi-Velur Taluq, Namakkala District - 637 207. Tamil Nadu.
Factory : A.C. Division III : 70/3A, 70/3, Sahajpur Industrial Area, Nandur Village, Daund Taluka, Pune District - 412 020. Maharashtra.
Factory : A.C. Division IV : Changsol Mouza, Bankibundh, G.P.No. 4, Saliboniblock, Midnapore West. W.B 721147
Factory : A.C. Division V : No. 27/1, G. Nagenahalli Village, Kora Hobli, Tumkur - 572138, Karnataka State
Factory : A.C. Division VI : Vill. Kannawan, PS Bachrawan, Tehsil Maharajgunji, Dist Raibareli, UP - 229 301
Factory : A.C. Division VII : Survey No. 385, 386, Jujjur Village, Veerullapadu Mandal, Near Kanchika Cherla, Krishna District - 521 181. A.P.
Factory : A.C. Division VIII : Plot No. 2006, 1994, Khata No. 450, At-Paramanapur Manejwan, Navamunda Village Sambalpur Dist - 768200
Factory : Textile Division : Survey No. 179 & 180, Chiruva Village, Mouda Taluk, Nagpur District, Maharashtra.
Factory : V-Boards Division I : Gajalapuram Village, Peddadevalapally Post, Tripuramam Mandal, Near Miryalaguda, Nalgonda Dist. - 508 207. T.S.
Factory : V-Boards Division II : Gate No : 262 to 269, Delwadi Village, Daund Taluq, Pune Dist, Maharashtra - 412 214.

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To declare Dividend for the Financial year ended March 31,2018							
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	6555273	6546343	99.8638	6546343	0	100.0000	0.0000
	Poll		8930	0.1362	8930	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6555273	100	6555273	0	100.0000	0.0000
Public- Institutions	E-Voting	1117995	737146	65.9346	737146	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		737146	65.9346	737146	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8207684	1407030	17.1428	1407030	0	100.0000	0.0000
	Poll		9576	0.1167	9576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1416606	17.2595	1416606	0	100.0000	0.0000
Total		15880952	8709025	54.8354	8709025	0	100.0000	0.0000

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of shri J.P. Rao (DIN: 03575950) who retires by rotation and being eligible, offers himself for reappointment.							
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	6555273	6546343	99.8638	6546343	0	100.0000	0.0000
	Poll		8930	0.1362	8930	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6555273	100	6555273	0	100.0000	0.0000
Public- Institutions	E-Voting	1117995	737146	65.9346	662638	74508	89.8923	10.1076
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		737146	65.9346	662638	74508	89.8924	10.1076
Public- Non Institutions	E-Voting	8207684	1407030	17.1428	1407025	5	99.9996	0.0003
	Poll		9576	0.1167	9576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1416606	17.2595	1416601	5	99.9996	0.0004
Total		15880952	8709025	54.8394	8634512	74513	99.1444	0.8556



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the appointment of Auditors of the Company for the year 2018-19							
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	6555273	6546343	99.8638	6546343	0	100.0000	0.0000
	Poll		8930	0.1362	8930	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6555273	100	6555273	0	100.0000	0.0000
Public- Institutions	E-Voting	1117995	737146	65.9346	737146	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		737146	65.9346	737146	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8207684	1407030	17.1428	1407005	25	99.9982	0.0017
	Poll		9576	0.1167	9576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1416606	17.2595	1416581	25	99.9982	0.0018
Total		15880952	8709025	54.8394	8709000	25	99.9997	0.0003

Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - To appoint Sri J.P Rao as a Wholetime Director of the Company effective from May 07, 2018 i.e., from the expiry of his present term of office to May 20, 2021.							
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	6555273	6546343	99.8638	6546343	0	100.0000	0.0000
	Poll		8930	0.1362	8930	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6555273	100	6555273	0	100.0000	0.0000
Public- Institutions	E-Voting	1117995	737146	65.9346	737146	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		737146	65.9346	737146	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8207684	1407005	17.1425	1407005	0	100.0000	0.0000
	Poll		9576	0.1167	9576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1416581	17.2592	1416581	0	100.0000	0.0000
Total		15880952	8709000	54.8393	8709000	0	100.0000	0.0000



Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the remuneration of cost Auditor for year 2018 – 19.							
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	6555273	6546343	99.8638	6546343	0	100.0000	0.0000
	Poll		8930	0.1362	8930	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		6555273	100	6555273	0	100.0000	0.0000
Public- Institutions	E-Voting	1117995	737146	65.9346	737146	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		737146	65.9346	737146	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8207684	1407030	17.1428	1407005	25	99.9982	0.0017
	Poll		9226	0.1124	9226	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		1416256	17.2552	1416231	25	99.9982	0.0018
Total		15880952	8708675	54.8372	8708650	25	99.9997	0.0003

For VISAKA INDUSTRIES LTD.


I. SRINIVAS
Vice President (Corporate Affairs)
& Company Secretary

B V Saravana Kumar

Company Secretary



Date: 13.06.2018

To
The Chairman
Visaka Industries Limited
CIN : L52520TG1981PLC003072

"Survey No.315, Yelumala Village,
R C Puram Mandal, Sanga Reddy Dist.,
Telangana – 502 300.

Dear Sir

At the outset, I would like to thank you for appointing our firm as Scrutinizer for the remote e-voting and e-voting by your members at the 36th Annual General Meeting (AGM) of your Company held on Tuesday, 12th June, 2018 at 11.30 A. M.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self explanatory in all respects.

B. V. Saravana Kumar

B V Saravana Kumar
M. No. 26944
C.P. No. 11727



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To
The Chairman
Visaka Industries Limited
CIN: L52520TG1981PLC003072

"Survey No.315, Yelumala Village,
R C Puram Mandal, Sanga Reddy Dist.,
Telangana – 502 300.

SCRUTINIZER REPORT

1. Appointment as Scrutinizer:

I, **B V Saravana Kumar**, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Visaka Industries Limited ("the Company") for the remote e-voting as well as the e-voting and Poll to be conducted at the 36th Annual General Meeting (AGM) of the Company held on Tuesday, June 12, 2018 at 11.30 AM at Survey No.315, Yelumala Village, Ramachandrapuram Mandal, Sanga Reddy District – 502 300, Telangana.

2. Dispatch of Notice convening the Meeting:

The Company has informed that, on the basis of the Register of Members maintained by the Register & Transfer Agents of the Company i.e Karvy Computershare Private Limited and the List of Beneficiary Owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the company completed dispatch of the Notice of the AGM:

- By e-mail to **15956** Members who had registered their email-ids with Depositories/ the Company
- By Registered Parcel to **5978** Members

3. Cut-off Date:

The Voting rights were reckoned as on Friday, June 8, 2018, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the AGM.

4. Remote E-voting:

4.1 Agency: The Company had appointed M/s. Karvy Computershare Private Limited (Karvy) as the agency for providing the remote e-voting platform.



4.2 Remote e-voting: Remote e-voting platform was open from 9 AM (IST) on Friday, June 8, 2018 to 5 PM (IST) on Monday, June 11, 2018 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions on the e-Voting platform provided by Karvy.

5. Voting at the AGM:

5.1 As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the AGM, I had access after closure of period of remote e-voting and before the start of AGM, to such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, Karvy, the e-voting Agency provided us with the names, DP id / folio numbers and shareholding of the members who had cast their votes through remote e-voting.

5.3 The Company had authorized Karvy to provide/ conduct Voting at the meeting though electronic means and also made arrangements for voting by Polling Paper. The e-voting facility was provided by Karvy.

6. Counting Process

6.1 On completion of voting at the AGM, Karvy provided me with the List of members who had cast their votes, with their holding details and details of vote on each of the Resolutions.

6.2 The votes were reconciled with the records maintained by the Company and Registrar & Share Transfer Agents with respect to the authorizations / proxies lodged with the Company.

6.3 I unblocked the remote e-voting results on the Karvy E-voting platform before two witnesses who are not in employment of the Company and downloaded the e-voting results. The witnesses have also signed this Report in confirmation of the votes being unblocked in their presence. Required data was provided by Karvy on the e-voting and Poll conducted at the AGM Venue

7. Results

7.1 I observed that:

- a) 80 Members/ Proxies have cast their votes through the e-voting facility provided at the Annual General Meeting and
- b) 56 Members had cast their votes through remote e-voting



7.2 The consolidated Results with respect to each item on the agenda as set out in the Notice of the 36th AGM dated May 7th 2018 is enclosed.



7.3 Based on the aforesaid results, 6 Ordinary Resolutions as contained in Item No, 1 to 4 and 6 and Special Resolution as contained in Item No. 5 of the Notice dated May 7, 2018, have been passed with Requisite majority.

7.4 Soft copy of the List of members, for both voting at the AGM as well as remote e-voting containing the details of members who voted "FOR", "AGAINST" and those whose votes were considered as invalid for each resolution will be emailed to the Company Secretary, after the announcement of the Results of the Company.

Witnesses:


1. 
P. Rachika
w/o. P. Adithya
R/o. Hyderabad


B V Saravana Kumar

Date: June 13, 2018.

Place: Yelamala, Sanga Reddy



2. 
K.H.A.P. Vyasa Raj
S/O K. Raghavendra Rao
Hyderabad.

Item No. 1-Adoption of Audited Financial Statements for the financial year 2017-18

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/P roxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/P roxy)	Total	
No. of votes cast in favour/ Assent	56	80	136	8639594	18506	8658100	99.42%
No. of votes cast against / Dissent	0	0	0	0	0	0	0.00%
No. of votes abstained*	0	0	0	50925	0	50925	0.58%
Total	56	80	136	8690519	18506	8709025	100.00%

* includes votes which were abstained

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the AGM Notice of the Company dated May 7, 2018 has been passed with Requisite majority

B V Saravana Kumar

Date : June 13th, 2018
Place : Yelumala



Item No. 2 –Declaration of Dividend for the year ended March 31, 2018

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/P roxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/P roxy)	Total	
No. of votes cast in favour/ Assent	56	80	136	8690519	18506	8709025	100.00%
No. of votes cast against / Dissent	0	0	0	0	0	0	0.00%
No. of votes abstained*	0	0	0	0	0	0	0.00%
Total	56	80	136	8690519	18506	8709025	100.00%

* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the AGM Notice of the Company dated May 7, 2018 has been passed with Requisite majority.

B V Saravana Kumar

Date : June 13th, 2018

Place : Yelumala



Item No. 3 – Appointment of Mr. J P Rao (DIN:03575950), who retires by rotation

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/P roxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/P roxy)	Total	
No. of votes cast in favour/ Assent #	53	80	133	8616006	18506	8634512	99.14%
No. of votes cast against / Dissent #	4	0	4	74513	0	74513	0.86%
No. of votes abstained*	0	0	0	0	0	0	0.00%
Total	57	80	137	8690519	18506	8709025	100.00%

* includes votes which were not cast 'For' or 'Against' the Resolution.

1 Shareholder partially voted in favour and voted against the resolution.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 3 of the AGM Notice of the Company dated May 7, 2018 has been passed with Requisite majority.



B V Saravana Kumar

Date : June 13th, 2018

Place : Yelumala



Item No. 4 – Ratification of appointment of M/s Price Waterhouse & Co Chartered Accountants LLP (FRN 304026E/E-300009), Hyderabad as Statutory Auditors

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/P roxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/P roxy)	Total	
No. of votes cast in favour/ Assent	55	80	135	8690494	18506	8709000	100.00%
No. of votes cast against / Dissent	1	0	1	25	0	25	0.00%
No. of votes abstained*	0	0	0	0	0	0	0.00%
Total	56	80	136	8690519	18506	8709025	100.00%

* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 4 of the AGM Notice of the Company dated May 7, 2018 has been passed with Requisite majority


B V Saravana Kumar

Date : June 13th, 2018
Place : Yelumala



Item No. 5 – To appoint Sri J.P Rao as a Wholetime Director of the Company effective from May 07, 2018 i.e., from the expiry of his present terms of office to May 20, 2021

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/P roxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/P roxy)	Total	
No. of votes cast in favour/ Assent	55	80	135	8690494	18506	8709000	100.00%
No. of votes cast against / Dissent	0	0	0	0	0	0	0.00%
No. of votes abstained*	1	0	1	25	0	25	0.00%
Total	56	80	136	8690519	18506	8709025	100.00%

* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Special Resolution as contained in Item No.5 of the AGM Notice of the Company dated May 7, 2018 has been passed with Requisite majority


B V Saravana Kumar

Date : June 13th, 2018
Place : Yelumala



Item No. 6 – Ratification of remuneration of M/s. Sagar & Associates., Cost Auditors for Financial year 2018-2019

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/P roxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/P roxy)	Total	
No. of votes cast in favour/ Assent	55	78	133	8690494	18156	8708650	100.00%
No. of votes cast against / Dissent	1	0	1	25	0	25	0.00%
No. of votes abstained*	0	2	2	0	350	350	0.00%
Total	56	80	136	8690519	18506	8709025	100.00%

* includes votes which were not cast 'For' or 'Against' the Resolution.

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 6 of the AGM Notice of the Company dated May 7, 2018 has been passed with Requisite majority.



B V Saravana Kumar

Date : June 13th, 2018

Place : Velumala

