

# Elpro International Ltd

17th Floor, Nirmal, Nariman Point  
Mumbai 400 021, India

T +91 22 2202 3075, +91 22 4029 9000  
F +91 22 2202 7995

CIN : L51505MH1962PLC012425

October 1, 2014

Corporate Service Department  
**Bombay Stock Exchange Limited**  
Jeejeebhoy Towers, Dalal Street, Mumbai - 400023  
Fax No. 022 2272 2037 / 2272 3719  
Scrip Code: 504000

Dear Sirs,

**Ref.: Clause 35A of the Listing Agreement**

**Sub.: Revised Voting results and proceeding of the 51<sup>st</sup> Annual General Meeting**

With reference to above, due to typographical error in voting results submitted with you, we furnish below the revised details regarding the voting results in respect of all the resolutions as set out in the Notice dated May 28, 2014 convening the 51<sup>st</sup> Annual General Meeting (AGM) of the Company held in order on September 29, 2014 at 9:30 a.m. at The National Sports Club Of India, Lala Lajpatrai Marg, Worli, Mumbai - 400 018, in the format prescribed under Clause 35A of the Listing Agreement.

You are requested to take note of the same and bring it to the notice of all concerned.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,

For Elpro International Limited

  
Rashmi Patkar  
Company Secretary



Encl.: As above

CC:

**Central Depository Services (India) Ltd**  
Phiroze Jeejeebhoy Towers, 16th Floor,  
Dalal Street, Mumbai - 400 023  
Fax: 022 22723199, 22722072

**National Securities Depositories Ltd.**  
Trade World, 4th Floor,  
Senapati Bapat Marg, Lower Parel,  
Mumbai - 400013  
Fax: 022 24972993, 24976351

**Sharex Dynamic (India) Pvt Ltd**

Unit No. 1, Luthra Indl Premises, Andheri Kurla Road Safed Pool, Andheri East, Mumbai  
400 072, Fax: 2851 2885

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**Name of the Company** : ELPRO INTERNATIONAL LIMITED

**Date of the Annual General Meeting** : Monday, September 29, 2014

**Total number of shareholders on record date  
(Cut-off date for e-voting - August 29, 2014)** : 2481

**No. of shareholders present in the meeting either in person or through proxy**

**Promoters and Promoter Group** : 4 (Four)

**Public** : 21 (Twenty One)

**No. of Shareholders attended the meeting through Video Conferencing**

**Promoters and Promoter Group** : NIL

**Public** : NIL

**Details of the Agenda** :

Item No.	Detail of Agenda / Resolution	Type of Resolution	Mode of Voting	Remarks
1.	Adoption of the Audited Balance Sheet as at March 31, 2014 and the Profit and Loss Account for the year ended on that date together with the reports of Directors and Auditors thereon	Ordinary	E-voting & through ballot/Poll at AGM	Passed Unanimously
2.	Re-appointment of Mr. Surbhit Dabriwala as a Director of the Company, liable to retire by rotation	Ordinary	=do=	Passed Unanimously
3.	Regularisation of appointment of Mr. Madhav Venkatesa Srinivasan as a Director of the Company	Ordinary	=do=	Passed Unanimously
4.	Regularisation of appointment of Ms. Samira Rathod as a Director of the Company	Ordinary	=do=	Passed Unanimously
5.	Appointment of M/s Todarwal & Todarwal, Chartered Accountants as Auditor of the Company	Ordinary	=do=	Passed Unanimously
6.	Appointment of Mr. Ashok Kumar Jain, an Independent Director of the Company, not liable to retire by rotation	Ordinary	=do=	Passed Unanimously
7.	Appointment of Mr. Narayan T Atal, as an Independent Director of the Company, not liable to retire by rotation	Ordinary	=do=	Passed Unanimously
8.	Approval on Remuneration of Mr. R. S. Dabariwala, Managing Director	Ordinary	=do=	Passed Unanimously
9.	Approval on borrowing limits of the Company	Special	=do=	Passed Unanimously
10.	Creation of Charges	Special	=do=	Passed Unanimously

For details of the said results pursuant to e-voting and through ballot/Poll at AGM, please refer annexure attached in the prescribed format.



1. Adoption of the Audited Balance Sheet as at March 31, 2014 and the Profit and Loss Account for the year ended on that date together with the reports of Directors and Auditors thereon

Promoter/ Public	No. of shares held	No. of votes polled/ e-voting	% of Votes Polled / e- voting on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled/ e-voting (6)=[(4)/(2)] *100	% of Votes against on votes polled/ e-voting (7)=[(5)/(2)] *100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	3027748	2938616	97.06%	2938616	-	100%	-
Public - Institutional Holders	1031059	292088	28.33%	292088	-	100%	-
Public-Others	552870	389	0.07%	389	-	100%	-
<b>Total</b>	<b>4611677</b>	<b>3231093</b>	<b>70.06%</b>	<b>3231093</b>	<b>-</b>	<b>100%</b>	<b>-</b>

2. Re-appointment of Mr. Surbhit Dabriwala as a Director of the Company, liable to retire by rotation

Promoter/ Public	No. of shares held	No. of votes polled/ e-voting	% of Votes Polled / e- voting on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled/ e-voting (6)=[(4)/(2)] *100	% of Votes against on votes polled/ e-voting (7)=[(5)/(2)] *100
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Public-Others	552870	389	0.07%	389	-	100%	-
<b>Total</b>	<b>4611677</b>	<b>3231093</b>	<b>70.06%</b>	<b>3231093</b>	<b>-</b>	<b>100%</b>	<b>-</b>



3. Regularisation of appointment of Mr. Madhav Venkatesa Srinivasan as a Director of the Company

Promoter/ Public	No. of shares held	No. of votes polled/ e-voting	% of Votes Polled/ e- voting on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled/ e-voting (6)=[(4)/(2)] *100	% of Votes against on votes polled/ e-voting (7)=[(5)/(2)] *100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	3027748	2938616	97.06%	2938616	-	100%	-
Public - Institutional Holders	1031059	292088	28.33%	292088	-	100%	-
Public-Others	552870	389	0.07%	389	-	100%	-
<b>Total</b>	<b>4611677</b>	<b>3231093</b>	<b>70.06%</b>	<b>3231093</b>	<b>-</b>	<b>100%</b>	<b>-</b>

4. Regularisation of appointment of Ms. Samira Rathod as a Director of the Company

Promoter/ Public	No. of shares held	No. of votes polled/ e-voting	% of Votes Polled/ e- voting on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled/ e-voting (6)=[(4)/(2)] *100	% of Votes against on votes polled/ e-voting (7)=[(5)/(2)] *100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	3027748	2938616	97.06%	2938616	-	100%	-
Public - Institutional Holders	1031059	292088	28.33%	292088	-	100%	-
Public-Others	552870	389	0.07%	389	-	100%	-
<b>Total</b>	<b>4611677</b>	<b>3231093</b>	<b>70.06%</b>	<b>3231093</b>	<b>-</b>	<b>100%</b>	<b>-</b>



5. Appointment of M/s Todarwal & Todarwal, Chartered Accountants as Auditor of the Company

Promoter/ Public	No. of shares held	No. of votes polled/ e-voting	% of Votes Polled/ e- voting on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled/ e-voting (6)=[(4)/(2)] *100	% of Votes against on votes polled/ e-voting (7)=[(5)/(2)] *100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	3027748	2938616	97.06%	2938616	-	100%	-
Public - Institutional Holders	1031059	292088	28.33%	292088	-	100%	-
Public-Others	552870	389	0.07%	389	-	100%	-
<b>Total</b>	<b>4611677</b>	<b>3231093</b>	<b>70.06%</b>	<b>3231093</b>	<b>-</b>	<b>100%</b>	<b>-</b>

6. Appointment of Mr. Ashok Kumar Jain, an Independent Director of the Company, not liable to retire by rotation

Promoter/ Public	No. of shares held	No. of votes polled/ e-voting	% of Votes Polled/ e- voting on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled/ e-voting (6)=[(4)/(2)] *100	% of Votes against on votes polled/ e-voting (7)=[(5)/(2)] *100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	3027748	2938616	97.06%	2938616	-	100%	-
Public - Institutional Holders	1031059	292088	28.33%	292088	-	100%	-
Public-Others	552870	389	0.07%	389	-	100%	-
<b>Total</b>	<b>4611677</b>	<b>3231093</b>	<b>70.06%</b>	<b>3231093</b>	<b>-</b>	<b>100%</b>	<b>-</b>



7. Appointment of Mr. Narayan T Atal, as an Independent Director of the Company, not liable to retire by rotation

Promoter/ Public	No. of shares held	No. of votes polled/ e-voting	% of Votes Polled / e- voting on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled / e-voting (6)=[(4)/(2)] *100	% of Votes against on votes polled / e-voting (7)=[(5)/(2)] *100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	3027748	2938616	97.06%	2938616	-	100%	-
Public - Institutional Holders	1031059	292088	28.33%	292088	-	100%	-
Public-Others	552870	389	0.07%	389	-	100%	-
<b>Total</b>	<b>4611677</b>	<b>3231093</b>	<b>70.06%</b>	<b>3231093</b>	<b>-</b>	<b>100%</b>	<b>-</b>

8. Approval on Remuneration of Mr. R. S. Dabariwala, Managing Director

Promoter/ Public	No. of shares held	No. of votes polled/ e-voting	% of Votes Polled / e- voting on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled / e-voting (6)=[(4)/(2)] *100	% of Votes against on votes polled / e-voting (7)=[(5)/(2)] *100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	3027748	2938616	97.06%	2938616	-	100%	-
Public - Institutional Holders	1031059	292088	28.33%	292088	-	100%	-
Public-Others	552870	389	0.07%	389	-	100%	-
<b>Total</b>	<b>4611677</b>	<b>3231093</b>	<b>70.06%</b>	<b>3231093</b>	<b>-</b>	<b>100%</b>	<b>-</b>





9. Approval on borrowing limits of the Company

Promoter/ Public	No. of shares held  (1)	No. of votes polled/ e-voting  (2)	% of Votes Polled/ e- voting 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/ e-voting (6)=[(4)/(2)] *100	% of Votes against on votes polled/ e-voting (7)=[(5)/(2)] *100
Promoter and Promoter Group	3027748	2938616	97.06%	2938616	-	100%	-
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<b>Total</b>	<b>4611677</b>	<b>3231093</b>	<b>70.06%</b>	<b>3231093</b>	<b>-</b>	<b>100%</b>	<b>-</b>

10. Creation of Charges

Promoter/ Public	No. of shares held  (1)	No. of votes polled/ e-voting  (2)	% of Votes Polled/ e- voting 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/ e-voting (6)=[(4)/(2)] *100	% of Votes against on votes polled/ e-voting (7)=[(5)/(2)] *100
Promoter and Promoter Group	3027748	2938616	97.06%	2938616	-	100%	-
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