

**July 27, 2016**

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> floor,  
Plot No.C/1, G Block, Bandra-Kurla  
Complex, Bandra (E), Mumbai-51

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400 001

Dear Sirs,

**Scrip Code: COROMANDEL/506395**

**Sub: Scrutinizers' consolidated report on Remote e-voting and Voting at the 54<sup>th</sup> Annual General Meeting**

We enclose the Scrutinizers' Consolidated Report on e-voting at AGM Venue and remote e-voting on businesses transacted at 54<sup>th</sup> Annual General Meeting of the Company which was held on July 26, 2016.

Kindly take the same on your record.

Thanking you,

Yours' faithfully,  
For Coromandel International Limited



P. Varadarajan  
Company Secretary

**Tumuluru Krishna Murty**  
B.Com., B.L., F.C.A., F.C.S.,

*Secretary Brooke Bond Limited (Retired)*

**Tumuluru & Co.,**  
**Company Secretaries**

'Anasuya'  
C-66, Durgabhai Deshmukh Colony  
Ahobil Mutt Road  
Hyderabad – 500 007- India  
Mobile : 09391087255/ 09849384829  
Tel : 040-27428904/27427083  
Email : [mrtumuluruk@gmail.com](mailto:mrtumuluruk@gmail.com)  
[Tkm\\_hyderabad@yahoo.co.in](mailto:Tkm_hyderabad@yahoo.co.in)

26<sup>th</sup> July, 2016

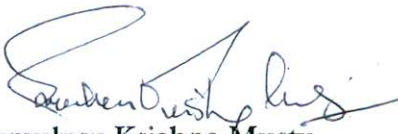
To,  
The Chairman,  
Coromandel International Limited  
CIN: L24120TG1961PLC000892

"Coromandel House",  
1-2-10, Sardar Patel Road,  
Secunderabad, Telangana – 500003.

**Dear Sir**

I thank you for appointing me as Scrutinizer for the remote e-voting and e-voting by your members at the 54<sup>th</sup> Annual General Meeting (AGM) of your Company held on Tuesday, 26<sup>th</sup> July, 2016 at 10.30 A. M at Hotel Minerva Grand, SD Road, Secunderabad – 500 003.

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

  
**Tumuluru Krishna Murty**

FCS : 142

CP No. 1293

**TUMULURU KRISHNA MURTY**  
Company Secretary in Practice  
FCS.142, CP 1293  
**TUMULURU & CO**  
Company Secretaries

  
**P. Varadarajan**  
VP - Legal & Company Secretary

26<sup>th</sup> July, 2016

To,  
The Chairman,  
Coromandel International Limited  
CIN: L24120TG1961PLC000892  
"Coromandel House",  
1-2-10, Sardar Patel Road,  
Secunderabad, Telangana – 500003.

## **SCRUTINIZER REPORT**

### **1. Appointment as Scrutinizer:**

I, Tumuluru Krishna Murty, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Coromandel International Limited ("the Company") for the remote e-voting as well as the e-voting and Poll to be conducted at the 54<sup>th</sup> Annual General Meeting (AGM) of the Company held on Tuesday, July 26, 2016 at 10.30 AM at Hotel Minerva Grand, SD Road, Secunderabad 500003.

### **2. Dispatch of Notice convening the Meeting:**

The Company has informed that, on the basis of the Register of Members maintained by the Registrar & 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 **20983** Members who had registered their email-ids with Depositories/ the Company
- By Speed Post to **2825** Members, by Courier **35071** members.

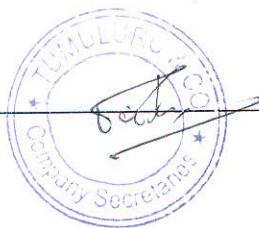
### **3. Cut-off Date:**

The Voting rights were reckoned as on Wednesday, July 20, 2016, 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, July 22, 2016 to 5 PM (IST) on Monday, July 25, 2016 and members were required to cast their votes electronically






## Consolidated Results

### Item No. 1 –Adoption of Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2016

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	
No. of votes cast in favour/ Assent	151	122	273	197059033	39797	197098830	99.76
No. of votes cast against / Dissent	0	0	0	0	0	0	
No. of votes abstained*	3	1	4	470300	4	470304	0.24
Total	154	123	277	197529333	39801	197569134	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. 1 of the AGM Notice of the Company dated April 27, 2016 has been passed with Requisite majority.



**Tumuluru Krishna Murty**

  
**P. Varadarajan**  
 VP - Legal & Company Secretary

Date: July 26, 2016.  
Place: Secunderabad

**TUMULURU KRISHNA MURTY**  
 Company Secretary in Practice  
 FCS 142, CP 1293  
 TUMULURU & CO  
 Company Secretaries


## Consolidated Results

### Item No. 2 –Declaration of Dividend for the year ended March 31, 2016

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	
No. of votes cast in favour/ Assent	153	122	275	197529308	39797	197569105	99.99
No. of votes cast against / Dissent	1	0	1	25	0	25	0.01
No. of votes abstained*	0	1	1	0	4	4	0.00
<b>Total</b>	<b>154</b>	<b>123</b>	<b>277</b>	<b>197529333</b>	<b>39801</b>	<b>197569134</b>	<b>100.00</b>

\* 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 April 27, 2016 has been passed with Requisite majority.



**Tumuluru Krishna Murty**

  
**P. Varadarajan**  
 VP - Legal & Company Secretary

Date: July 26, 2016.

Place: Secunderabad

**TUMULURU KRISHNA MURTY**  
 Company Secretary in Practice  
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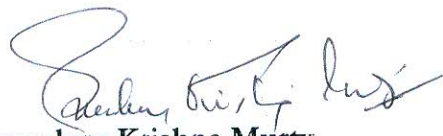
## Consolidated Results

**Item No. 3 – To Appoint Mr. A Vellayan, (DIN : 00148891) as Director who retires by rotation**

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	
No. of votes cast in favour/ Assent	152	121	273	197528943	39622	197568565	100.00
No. of votes cast against / Dissent	0	1	1	0	175	175	0.00
No. of votes abstained*	2	1	3	390	4	394	0.00
Total	154	123	277	197529333	39801	197569134	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. 3 of the AGM Notice of the Company dated April 27, 2016 has been passed with Requisite majority.

  
Tumuluru Krishna Murty

  
P. Varadarajan  
VP - Legal & Company Secretary

Date: July 26, 2016.  
Place: Secunderabad

**TUMULURU KRISHNA MURTY**  
Company Secretary in Practice  
FCS.142, CP 1293  
TUMULURU & CO  
Company Secretaries

## Consolidated Results

### Item No. 4 – Ratification of appointment of M/s Deloitte Haskins & Sells as Auditors of the Company

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	
No. of votes cast in favour/ Assent	146	122	268	197385243	39797	197425040	99.76
No. of votes cast against / Dissent	6	0	6	143700	0	143700	0.24
No. of votes abstained*	2	1	3	390	4	394	0.00
<b>Total</b>	<b>154</b>	<b>123</b>	<b>277</b>	<b>197529333</b>	<b>39801</b>	<b>197569134</b>	<b>100.00</b>

\* 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 April 27, 2016 has been passed with Requisite majority.



**Tumuluru Krishna Murty**

Date: July 26, 2016.

Place: Secunderabad

  
**P. Varadarajan**  
 VP - Legal & Company Secretary

**TUMULURU KRISHNA MURTY**  
 Company Secretary in Practice  
 FCS.142, CP 1293  
**TUMULURU & CO**  
 Company Secretaries



## Consolidated Results

**Item No. 5 – To Appoint Mr. Sumit Bose (DIN : 03340616) as an independent Director for a period of 5 years not liable to retire by rotation**

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	
No. of votes cast in favour/ Assent	152	122	274	197528943	39797	197568740	100.00
No. of votes cast against / Dissent	0	0	0	0	0	0	0.00
No. of votes abstained*	2	1	3	390	4	394	0.00
<b>Total</b>	<b>154</b>	<b>123</b>	<b>277</b>	<b>197529333</b>	<b>39801</b>	<b>197569134</b>	<b>100.00</b>

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

Based on the aforesaid results, Ordinary resolution as contained in Item No. 5 of the AGM Notice of the Company dated April 27, 2016 has been passed with Requisite majority.



**Tumuluru Krishna Murty**



**P. Varadarajan**  
VP - Legal & Company Secretary

Date: July 26, 2016.  
Place: Secunderabad

**TUMULURU KRISHNA MURTY**  
Company Secretary in Practice  
FCS 142, CP 1293  
TUMULURU & CO  
Company Secretaries



## Consolidated Results

**Item No. 6 – To Appoint Mr. Sameer Goel (DIN : 07298938) as a Director of the Company**

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	
No. of votes cast in favour/ Assent	149	122	271	197484484	39797	197524281	99.98
No. of votes cast against / Dissent	3	0	3	44459	0	44459	0.02
No. of votes abstained*	2	1	3	390	4	394	0.00
<b>Total</b>	<b>154</b>	<b>123</b>	<b>277</b>	<b>197529333</b>	<b>39801</b>	<b>197569134</b>	<b>100.00</b>

\* 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 April 27, 2016 has been passed with Requisite majority.

  
**Tumuluru Krishna Murty**

  
**P. Varadarajan**  
VP - Legal & Company Secretary

Date: July 26, 2016.  
Place: Secunderabad

**TUMULURU KRISHNA MURTY**  
Company Secretary in Practice  
FCS.142, CP 1293  
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Company Secretaries

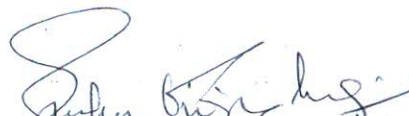
## Consolidated Results

Item No. 7 – To Appoint Mr. Sameer Goel (DIN : 07298938) as Managing Director of the Company for a period of 5 years w.e.f. October 1, 2015 to 30<sup>th</sup> September, 2020

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	
No. of votes cast in favour/ Assent	152	122	274	197528943	39797	197568740	100.00
No. of votes cast against / Dissent	0	0	0	0	0	0	0.00
No. of votes abstained*	2	1	3	390	4	394	0.00
Total	154	123	277	197529333	39801	197569134	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. 7 of the AGM Notice of the Company dated April 27, 2016 has been passed with Requisite majority.

  
Tumuluru Krishna Murty

*Handwritten signature*

Date: July 26, 2016.  
Place: Secunderabad

**TUMULURU KRISHNA MURTY**  
Company Secretary in Practice  
FCS 142, CP 1293  
TUMULURU & CO  
Company Secretaries



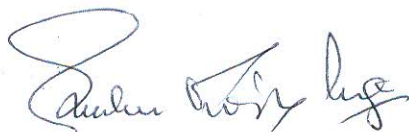
## Consolidated Results

**Item No. 8 -- To approve the appointment of Mr. S Govindarajan as Manager of the Company for a period of Two months w.e.f. 1<sup>st</sup> August, 2015 to September 30<sup>th</sup>, 2015**

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	
No. of votes cast in favour/ Assent	152	121	273	197528943	39622	197568565	100.00
No. of votes cast against / Dissent	0	1	1	0	175	175	0.00
No. of votes abstained*	2	1	3	390	4	394	0.00
Total	154	123	277	197529333	39801	197569134	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. 8 of the AGM Notice of the Company dated April 27, 2016 has been passed with Requisite majority.



**Tumuluru Krishna Murty**



**P. Varadarajan**  
VP - Legal & Company Secretary

Date: July 26, 2016.  
Place: Secunderabad

**TUMULURU KRISHNA MURTY**  
Company Secretary in Practice  
FCS 142, CP 1293  
TUMULURU & CO  
Company Secretaries



## Consolidated Results

**Item No. 9 – To ratify the remuneration of Cost Auditors for the financial year ending 31<sup>st</sup> March, 2017.**

	Number of Members / Proxies			Number of votes contained in			%
	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	Remote E-voting (Members Only)	E-voting at AGM (Members/ Proxy)	Total	
No. of votes cast in favour/ Assent	153	121	274	197529033	37637	197566670	100.00
No. of votes cast against / Dissent	0	1	1	0	2160	2160	0.00
No. of votes abstained*	1	1	2	300	4	304	0.00
<b>Total</b>	<b>154</b>	<b>123</b>	<b>277</b>	<b>197529333</b>	<b>39801</b>	<b>197569134</b>	<b>100.00</b>

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

Based on the aforesaid results, Ordinary resolution as contained in Item No. 9 of the AGM Notice of the Company dated April 27, 2016 has been passed with Requisite majority.



**Tumuluru Krishna Murty**



**P. Varadarajan**  
VP - Legal & Company Secretary

Date: July 26, 2016.  
Place: Secunderabad

**TUMULURU KRISHNA MURTY**  
Company Secretary in Practice  
FCS.142, CP 1293  
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