

**EMPEE DISTILLERIES LIMITED**

**CIN: L15511TN1983PLC010313**

No.59, Harris Road, Pudupet, Chennai-600002

Phone: 044-28531111 Fax.No:044-28555163

Email:cs@empeegroup.co.in, websitwww.empeegroup.co.in

**RESULT OF POSTAL BALLOT**

It is hereby notified to the Shareholders of the Company and all other concerned entities / authorities that the Company conducted the process of Postal Ballot pursuant to provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, for passing of resolutions as set out in the notice of postal ballot dated 26<sup>th</sup> May, 2014.

The last date of receipt of postal ballot forms either through physical submission by shareholders of the Company in the self addressed postage pre-paid business reply envelope or through e-voting was upto the close of working-hours on 03.07.2014.

The Company had appointed Shri. S.Dhanapal, Senior Partner of M/s. S Dhanapal & Associates, Practising Company Secretaries as scrutinizer for conducting the Postal Ballot in a fair and transparent manner.

Shri. S.Dhanapal has submitted his report dated 5<sup>th</sup> July, 2014 to the Chairman of the company. Based on the scrutinizer report, the results were declared by Ms.Nisha Purushothaman, Joint Managing Director on 6<sup>th</sup> July, 2014 at 11.00 A.M. at the Registered Office of the Company at No.59, Harris Road, Pudupet, Chennai-600002.

The summarised result of the Postal Ballot is as follows:

**(a) Resolution No. 1 – Amendment of Incidental Object Clause of the Memorandum of Association (Special Resolution)**

	No. of Shares			No. of Members		
	E-voting (Electronic)	Physical Ballot Forms	Total	E-voting (Electronic)	Physical Ballot Forms	Total
Total votes cast	2843	243158758	243161601	17	8	25
Less: Invalid votes	-	-	-	-	-	-
Net Valid votes cast	2843	243158758	243161601	17	8	25
Votes cast in favour	2317	243158758	243161075	12	8	20
Votes Cast against	526	-	526	5	-	5

**% of total votes cast in favour of the resolution: 99.99%**

**% of total votes cast against the resolution: 0.01%**



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**(b) Resolution No. 2 - Deletion of Other Objects Clause of the Memorandum of Association of the Company (Special Resolution)**

	No. of Shares			No. of Members		
	E-voting (Electronic)	Physical Ballot Forms	Total	E-voting (Electronic)	Physical Ballot Forms	Total
Total votes cast	2843	243158758	243161601	17	8	25
Less: Invalid votes	-	-		-	-	-
Net Valid votes cast	2843	243158758	243161601	17	8	25
Votes cast in favour	2445	243158758	243161203	12	8	20
Votes Cast against	398	-	398	5	-	5

% of total votes cast in favour of the resolution: 99.99%

% of total votes cast against the resolution: 0.01%

**(c) Resolution No. 3 – Amendment of the Liability Clause of the Memorandum of Association of the Company (Special Resolution)**

	No. of Shares			No. of Members		
	E-voting (Electronic)	Physical Ballot Forms	Total	E-voting (Electronic)	Physical Ballot Forms	Total
Total votes cast	2843	243158758	243161601	17	8	25
Less: Invalid votes	-	-		-	-	-
Net Valid votes cast	2843	243158758	243161601	17	8	25
Votes cast in favour	2447	243158758	243161205	12	8	20
Votes Cast against	396	-	396	5	-	5

% of total votes cast in favour of the resolution: 99.99%

% of total votes cast against the resolution: 0.01%

**(d) Resolution No. 4 – Amendment of the Capital Clause of the Memorandum of Association of the Company (Special Resolution)**

	No. of Shares			No. of Members		
	E-voting (Electronic)	Physical Ballot Forms	Total	E-voting (Electronic)	Physical Ballot Forms	Total
Total votes cast	2843	243158758	243161601	17	8	25
Less: Invalid votes	-	-		-	-	-
Net Valid votes cast	2843	243158758	243161601	17	8	25
Votes cast in favour	2447	243158758	243161205	12	8	20
Votes Cast against	396	-	396	5	-	5



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	No. of Shares			No. of Members		
	E-voting (Electronic)	Physical Ballot Forms	Total	E-voting (Electronic)	Physical Ballot Forms	Total
Total votes cast	2843	243158758	243161601	17	8	25
Less: Invalid votes	-	-	-	-	-	-
Net Valid votes cast	2843	243158758	243161601	17	8	25
Votes cast in favour	2317	243158758	243161075	12	8	20
Votes Cast against	526	-	526	5	-	5

**% of total votes cast in favour of the resolution: 99.99%****% of total votes cast against the resolution: 0.01%****(f) Resolution No. 6 – Appointment of Auditor (Ordinary Resolution)**

	No. of Shares			No. of Members		
	E-voting (Electronic)	Physical Ballot Forms	Total	E-voting (Electronic)	Physical Ballot Forms	Total
Total votes cast	2843	243158758	243161601	17	8	25
Less: Invalid votes	-	-	-	-	-	-
Net Valid votes cast	2843	243158758	243161601	17	8	25
Votes cast in favour	1487	243158758	243160245	14	8	22
Votes Cast against	1356	-	1356	3	-	3

**% of total votes cast in favour of the resolution: 99.99%****% of total votes cast against the resolution: 0.01%****g) Resolution No. 7 - Borrowing Powers of the Company (Special Resolution)**

	No. of Shares			No. of Members		
	E-voting (Electronic)	Physical Ballot Forms	Total	E-voting (Electronic)	Physical Ballot Forms	Total
Total votes cast	2843	243158758	243161601	17	8	25
Less: Invalid	-	-	-	-	-	-
Net Valid votes	2843	243158758	243161601	17	8	25
Votes cast in	1065	243158758	243159823	10	8	18
Votes Cast	1778	-	1778	7	-	7



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(Special Resolution)**

	No. of Shares			No. of Members		
	E-voting (Electronic)	Physical Ballot Forms	Total	E-voting (Electronic)	Physical Ballot Forms	Total
Total votes cast	2843	243158758	243161601	17	8	25
Less: Invalid votes	-	-	-	-	-	-
Net Valid votes	2843	243158758	243161601	17	8	25
Votes cast in favour	1205	243158758	243159963	11	8	19
Votes Cast against	1638	-	1638	6	-	6

**% of total votes cast in favour of the resolution: 99.99%****% of total votes cast against the resolution: 0.01%****(i) Resolution No. 9 – To make investment, give loan, security or guarantee by  
the company (Special Resolution)**

	No. of Shares			No. of Members		
	E-voting (Electronic)	Physical Ballot Forms	Total	E-voting (Electronic)	Physical Ballot Forms	Total
Total votes cast	2843	243158758	243161601	17	8	25
Less: Invalid votes	-	-	-	-	-	-
Net Valid votes	2843	243158758	243161601	17	8	25
Votes cast in favour	1197	243158758	243159955	12	8	20
Votes Cast against	1646	-	1646	5	-	5

**% of total votes cast in favour of the resolution: 99.99%****% of total votes cast against the resolution: 0.01%**

Accordingly, the above said resolutions have been passed by the shareholders with requisite majority.

**For EMPEE DISTILLERIES LIMITED**Place: Chennai  
Date: 06.07.2014Nisha Purushothaman  
Joint Managing Director