

Ref. No. : EIL/SD/CL-31//2015-16/1X

Date : 1st October, 2015

To,
General Manager (Listing)
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001
COMPANY CODE : 526608

To,
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051
COMPANY CODE : ELECTHERM

Dear Sir,

Subject :- Proceeding of the 29th Annual General Meeting (AGM)

In compliance with clause 31 and other applicable provisions of Listing Agreement, we hereby inform you that 29th Annual General Meeting of the company held on Wednesday, 30th September, 2105 at 11.00 a.m. at S-5, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015, and the following ordinary and special resolutions were passed by the members of the company with requisite majority through e-voting and by way of taking poll in the AGM of the company:

1. Adoption of audited financial statement of the company (including consolidated financial statement) for the financial year ended on 31st March, 2015 together with report of Board of Directors and Auditor's report thereon.
2. Appointment of Mr. Shailesh Bhandari (DIN 00058866) as a Director, who retire by rotation at this Annual General Meeting.
3. Appointment of M/s. Mehta Lodha & Co., Chartered Accountants, as Statutory Auditors of the company.
4. Appointment of Mr. Chaitanyapratap Sharma (DIN 07067095) as an Independent Director of the company.
5. Ratification of Cost Auditors' Remuneration.
6. Alteration of Articles of Association of the company.

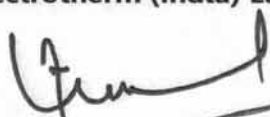
Please find attached herewith details of voting and consolidated Report of Scrutinizer on e-voting and poll for passing above mentioned resolutions.

You are requested to please take the same on your record.

Thanking You

Yours Faithfully

For Electrotherm (India) Limited


Avinash Bhandari
Jt. Managing Director & CEO
(DIN : 00058986)



ELECTROTHERM (India) Limited

HEAD OFFICE & WORKS:
Survey No. 72, Palodia, (Via Thaltej, Ahmedabad), Gujarat-382115, India.
Phone: +91-2717-234553 – 7, 660550 Fax: +91-2717-234866
Email: ho@electrotherm.com Website: www.electrotherm.com

REGD. OFFICE:
A-1, Skylark Apartment, Satellite Road,
Satellite, Ahmedabad-380015.
Phone: +91-79-26768844, Fax: +91-79-26768855
CIN : L29249GJ1986PLC009126
Email: sec@electrotherm.com

Other Offices: • Angul • Bangalore • Bangladesh • Bellary • Chennai • Coimbatore • Delhi • Ghaziabad • Goa • Hyderabad • Jaipur • Jalna
• Jalandhar • Jamnagar • Jamshedpur • Kanpur • Koderma • Kolhapur • Kolkata • Ludhiana • Mandi Gobindgarh • Mumbai
• Nagpur • Nasik • Panaji • Pune • Raipur • Raigarh • Rajkot • Rourkela • Sambalpur

Details of voting Results:-

The mode of voting for all resolutions was remote e-voting and poll at the meeting.

Resolution No. 1:- Ordinary Resolution

To consider and adopt audited financial statement of the Company (including consolidated financial statement) for the financial year ended on 31st March, 2015 together with report of Board of Directors and Auditors' Report thereon.

Particulars	Number of Members voted	Number of votes cast	% of valid votes
Total number votes cast (e-voting and Poll)	69	3784656	100.00
Voted in favour	68	3783231	99.96
Voted in against	1	1425	0.04
Result	<i>Carried with requisite majority</i>		

Resolution No. 2:- Ordinary Resolution

To appoint a Director in place of Mr. Shailesh Bhandari (DIN : 00058866), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number votes cast (e-voting and Poll)	69	3784656	100.00
Assented to resolution	66	3783021	99.96
Dissented to resolution	3	1635	0.04
Result	<i>Carried with requisite majority</i>		



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Resolution No. 3:- Ordinary Resolution

To appoint Auditors and fix their remuneration

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number votes cast (e-voting and Poll)	69	3784656	100.00
Assented to resolution	68	3783231	99.96
Dissented to resolution	1	1425	0.04
Result	Carried with requisite majority		

Resolution No. 4:- Ordinary Resolution

To appoint Mr. Chaitanyapratap Sharma (DIN 07067095) as an Independent Director

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number votes cast (e-voting and Poll)	69	3784656	100.00
Assented to resolution	67	3783021	99.96
Dissented to resolution	2	1625	0.04
Result	Carried with requisite majority		

Resolution No. 5:- Ordinary Resolution

To ratify the remuneration of the Cost Auditors for the financial year ending on 31st March, 2016

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number votes cast (e-voting and Poll)	69	3784656	100.00
Assented to resolution	69	3784656	100.00
Dissented to resolution	0	0	
Result	Carried with Unanimously		

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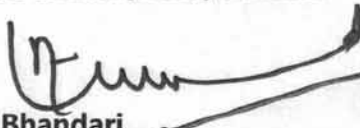
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Resolution No. 6:- Special Resolution

To approve Alteration of Articles of Association of the Company

Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number votes cast (e-voting and Poll)	69	3784656	100.00
Assented to resolution	69	3784656	100.00
Dissented to resolution	0	0	0
Result	<i>Carried with Unanimously</i>		

For Electrotherm (India) Limited


Avinash Bhandari
Jt. Managing Director & CEO
(DIN : 00058986)



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1st October, 2015

The Chairman,
Electrotherm (India) Limited,
A-1 Skylark Apartment,
Satellite Road, Satellite,
Ahmedabad - 380 015

Dear Sir,

Sub: CONSOLIDATED SCRUTINIZERS' REPORT

I, Dipak Rachchha, an advocate, proprietor of M/s. Dipak Rachchha & Co., Advocates, having address at 401, Akshat Tower, opp. Rajpath Club, Sarkhej-Gandhinagar Highway, Ahmedabad – 380 054, was appointed as scrutinizer by the Board of Directors of **Electrotherm (India) Limited** (“the Company”) at their meeting held on August 14, 2015 under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of:

- i. Scrutinizing the remote E-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 (“the Act”) read Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and;
- ii. Scrutinizing the voting through ballot paper at the 29th Annual General Meeting (AGM), on the resolutions contained in the Notice dated August 14, 2015 of the AGM of the Company, held on Wednesday, the September 30, 2015 at 11:00 A.M. at S-5, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad-380015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting on the resolutions contained in the Notice of the AGM of the members of the Company and at the meeting. My Responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast “in favour” “against” or remain “abstain/invalid”, if any on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting system provided by CDSL and based on the voting.

The Company has made arrangements with CDSL for providing a system of voting by the Members electronically through remote e-voting.

I have issued separate Scrutinizer's Reports dated 1st October, 2015 (a) on voting by Electronic means (i.e. Remote e-voting), and (b) on voting through ballot papers, on the resolutions contained in the Notice of the 29th Annual General Meeting of the Company. I submit herewith my consolidated scrutinizer's report on the voting through electronic means (remote e-voting) and ballot voting at AGM.

Resolutions No. 1: ORDINARY RESOLUTION

To consider and adopt audited financial statement of the Company (including consolidated financial statement) for the financial year ended on 31st March, 2015 together with report of Board of Directors and Auditors' Report thereon

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	2809601	65	2808176	99.95	1	1425	0.05	0	0
Poll at the AGM	975055	3	975055	100	0	0	0	0	0
Total	3784656	68	3783231	99.96	1	1425	0.04	0	0

Resolutions No. 2: ORDINARY RESOLUTION

To appoint a Director in place of Mr. Shailesh Bhandari (DIN : 00058866), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	2809601	63	2807966	99.94	3	1635	0.06	0	0
Poll at the AGM	975055	3	975055	100	0	0	0	0	0
Total	3784656	66	3783021	99.96	3	1635	0.04	0	0

Resolutions No. 3: ORDINARY RESOLUTION

To appoint Auditors and fix their remuneration

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	2809601	65	2808176	99.95	1	1425	0.05	0	0
Poll at the AGM	975055	3	975055	100	0	0	0	0	0
Total	3784656	68	3783231	99.96	1	1425	0.04	0	0

Resolutions No. 4: ORDINARY RESOLUTION

To appoint Mr. Chaitanyapratap Sharma (DIN 07067095) as an Independent Director

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	2809601	64	2807966	99.94	2	1625	0.06	0	0
Poll at the AGM	975055	3	975055	100	0	0	0	0	0
Total	3784656	67	3783021	99.96	2	1625	0.04	0	0

The electronic data and all other relevant records relating to e-voting is under my safe custody and will be handed over to the Chairman of the Company for preserving safely after the Chairman of the Meeting considers, approves and signs the Minutes of the 29th Annual General Meeting of the Company.

Thanking you,

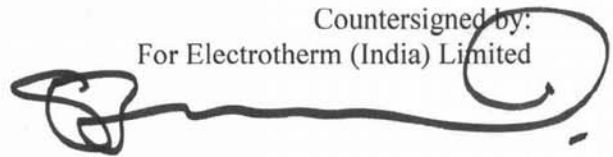
Date: 01-10-2015
Place: Ahmedabad

Yours faithfully,



Dipak Rachhcha
Advocate
G/810/2015

Countersigned by:
For Electrotherm (India) Limited



Shailesh Bhandari
Managing Director



Resolutions No. 5: ORDINARY RESOLUTION

To ratify the remuneration of the Cost Auditors for the financial year ending on 31st March, 2016

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	2809601	66	2809601	100	0	0	0	0	0
Poll at the AGM	975055	3	975055	100	0	0	0	0	0
Total	3784656	69	3784656	100	0	0	0	0	0

Resolutions No. 6: SPECIAL RESOLUTION

To approve Alteration of Articles of Association of the Company

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	2809601	66	2809601	100	0	0	0	0	0
Poll at the AGM	975055	3	975055	100	0	0	0	0	0
Total	3784656	69	3784656	100	0	0	0	0	0

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3)(xi) of Companies (Management and Administration) Rules, 2014]

Date : October 1, 2015

The Chairman,
Electrotherm (India) Limited,
A-1 Skylark Apartment,
Satellite Road, Satellite,
Ahmedabad - 380 015

Dear Sir,

Subject: Scrutinizer's Report on E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

1. I, **Dipak Rachchha**, Advocate, appointed by the Board of Directors of **Electrotherm (India) Limited** ("the Company") as Scrutinizer for the purpose of conducting the remote E-voting process on the below mentioned resolution(s), passed at the 29th Annual General Meeting of the Equity Shareholders of the Company held on Wednesday, the 30th September, 2015 at 11:00 a.m at S-5, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad-380015.
2. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolutions contained in the Notice to the Annual General Meeting (AGM) of the members of the Company. My responsibility as an Scrutinizer for the E-voting process restricted to make an Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated below, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide the E-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under:
 - i. The Company has availed E-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting E-voting by the shareholders of the Company.
 - ii. The Members of the Company as on the "Cut Off" date i.e. 23rd September, 2015 were entitled to vote on the resolutions (Items Number 1 to 6 as set out in Notice of AGM of the Company).

- iii. The voting period for E-voting commenced on Saturday, 26th September, 2015 (09.00 a.m.) to Tuesday, 29th September, 2015 (05.00 p.m.) and the CDSL E-voting platform was blocked thereafter and the votes cast under E-voting facilities were then unblocked in the presence of two witnesses, Mr. Prashant Patel and Ms. Khushbu Patel, who were not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.

Mr. Prashant Patel

Ms. Khushbu Patel

I now submit my Report as under on the result of the E-voting in respect of below Resolutions.

Resolutions No. 1: ORDINARY RESOLUTION

To consider and adopt audited financial statement of the Company (including consolidated financial statement) for the financial year ended on 31st March, 2015 together with report of Board of Directors and Auditors' Report thereon

- (I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
65	2808176	99.95

- (II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
1	1425	0.05

- (III) Invalid Votes

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Resolutions No. 2: ORDINARY RESOLUTION

To appoint a Director in place of Mr. Shailesh Bhandari (DIN : 00058866), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment

- (I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
63	2807966	99.94

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
3	1635	0.06

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Resolutions No. 3: ORDINARY RESOLUTION

To appoint Auditors and fix their remuneration

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
65	2808176	99.95

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
1	1425	0.05

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Resolutions No. 4: ORDINARY RESOLUTION

To appoint Mr. Chaitanyapratap Sharma (DIN 07067095) as an Independent Director

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
64	2807976	99.94



(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
2	1625	0.06

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Resolutions No. 5: ORDINARY RESOLUTION

To ratify the remuneration of the Cost Auditors for the financial year ending on 31st March, 2016

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
66	2809601	100

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Resolutions No. 6: SPECIAL RESOLUTION

To approve Alteration of Articles of Association of the Company

(I) Voted in favour of resolution:

Number of Members Voted	Number of votes cast by them (Shares)	% of total number of valid votes cast
66	2809601	100

(II) Voted against the resolution:

Number of Members Voted)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(III) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Thanking you,
Yours Faithfully,

Rachchha DS

Scrutinizer

Name: Dipak Rachchha
Advocate

Date: 01-10-2015

Place: Ahmedabad

Form No. MGT-13
Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014]

Date : October 1, 2015

The Chairman,
Electrotherm (India) Limited,
A-1 Skylark Apartment,
Satellite Road, Satellite,
Ahmedabad - 380 015

The 29th Annual General Meeting of the members of Electrotherm (India) Limited ("the Company") held on Wednesday, the 30th day of September, 2015 at 11.00 a.m. at at S-5, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad-380015.

Dear Sir,

I, **Dipak Rachchha, Advocate**, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 29th Annual General Meeting of the Equity Shareholders of **Electrotherm (India) Limited** held on Wednesday, the 30th day of September, 2015 at 11.00 a.m. at at S-5, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad-380015, submit my report as under:

1. After the time fixed for closing of poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Register and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
3. The result of the poll is as under:

Resolutions No. 1: ORDINARY RESOLUTION

To consider and adopt audited financial statement of the Company (including consolidated financial statement) for the financial year ended on 31st March, 2015 together with report of Board of Directors and Auditors' Report thereon

- (i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
3	975055	100

- (ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0.00

- (iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Resolutions No. 2: ORDINARY RESOLUTION

To appoint a Director in place of Mr. Shailesh Bhandari (DIN : 00058866), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment

- (i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
3	975055	100

- (ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

- (iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Resolutions No. 3: ORDINARY RESOLUTION

To appoint Auditors and fix their remuneration

- (i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
3	975055	100



- (ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

- (iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Resolutions No. 4: ORDINARY RESOLUTION

To appoint Mr. Chaitanyapratap Sharma (DIN 07067095) as an Independent Director

- (i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
3	975055	100

- (ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

- (iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Resolutions No. 5: ORDINARY RESOLUTION

To ratify the remuneration of the Cost Auditors for the financial year ending on 31st March, 2016

- (i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
3	975055	100

- (ii) Voted against the resolution:



Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Resolutions No. 6: SPECIAL RESOLUTION
To approve Alteration of Articles of Association of the Company

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
3	975055	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

4. A list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
5. The poll papers and all other relevant records were sealed and handed over to the Chairman of the meeting authorize by the Board for safe keeping.

Thanking you,

Yours Faithfully,

Scrutinizer

Name: Dipak Rachchha

Advocate

Date: 01/10/2015

Place: Ahmedabad