



BUTTERFLY GANDHIMATHI APPLIANCES LIMITED

21-08-2015

Listing Compliance Department,
National Stock Exchange Limited,
'Exchange Plaza', Plot No.C/1, G Block,
Bandra-Kurla Complex,
Bandra (E),
Mumbai – 400 051

Dear Sir,

Sub : 28th Annual General Meeting of the company held on 20th August, 2015 – Details regarding the voting results, pursuant to clause 35A of the Listing Agreement.

Pursuant to clause 35A of the Listing Agreement, we submit hereunder details regarding the voting at our captioned Annual General Meeting.

Date of AGM : 20th August, 2015

Total number of shareholders on record date (14-08-2015) : 14,950.

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

(a) In person

Promoters and Promoter Group : 19

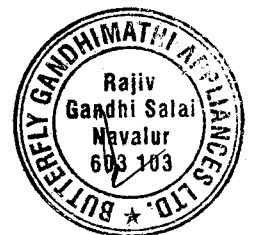
Public : 47

(b) Through Proxy : 16

Total : 82

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No shareholder attended the meeting through Video Conferencing.



Regd. Office : 143, Pudupakkam Village, Vandalur - Kelambakkam Road, Kelambakkam - 603 103, Kancheepuram District.

Phone : +91-44-67415590 / 91 / 93 / 94 CIN No. : L28931TN1986PLC012728

E-mail : gmal@butterflyindia.com Web : www.butterflyindia.com

Corporate Office : E-34, II Floor, Rajiv Gandhi Salai, Egattur Village, Navalur - 600 130, Kancheepuram District.

Phone : 044 - 4900 5100, 5120 E-mail : butterflyho@butterflyindia.com / butterflyco@butterflyindia.com

Details of the Agenda:

Resolution required:

Resolution No. 1 – Ordinary Resolution : To Consider and adopt Audited Balance Sheet as on 31-03-2015 and the Profit & Loss Account and the Cash Flow Statement for the financial year ended on that date, and the report of the Board of Directors and the Auditors thereon.

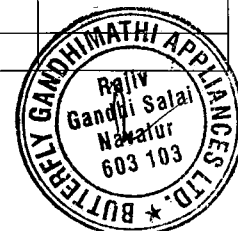
Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	6801	0.1840	6801	0	100.0000	0.0000
Total	17879551	14189997		14189997			

Resolution No. 2 – Ordinary Resolution: Reappointment of Mr.V.M.Seshadri, Director who retires by rotation

Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$	No. of Votes in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$	% of Votes against on votes polled (7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Group	11644778	10393105	89.2512	10393105	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public- Others	3696355	6801	0.1840	6751	50	99.2648	0.7352
Total	17879551	12938324		12938274	50		



Resolution No. 3 – Ordinary Resolution: Reappointment of Mr.V.M.Gangadharam, Director who retires by rotation

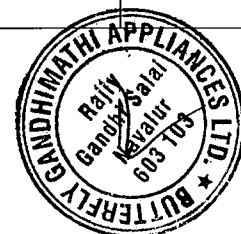
Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter /Public	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	11644778	11150695	95.7570	11150695	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	6801	0.1840	6751	50	99.2648	0.7352
Total	17879551	13695914		13695864	50		

Resolution No. 4 – Ordinary Resolution : Appointment of M/s. Rudrakumar Associates as Statutory Auditors

Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter/ Public	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	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2451000	87418	96.5562	3.4438
Public-Others	3696355	6751	0.1826	6751	0	100.0000	0.0000
Total	17879551	14189947		14102529	87418		



Resolution No. 5 – Ordinary Resolution : Appointment of Mrs. Maheshwari Mohan as Woman Independent Director

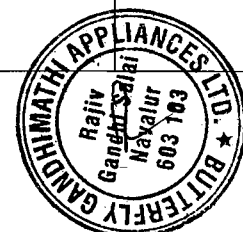
Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= $\{(2)/(1)\} \times 100$	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= $\{(4)/(2)\} \times 100$	% of Votes against on votes polled (7)= $\{(5)/(2)\} \times 100$
Promoter and Promoter Group	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public- Others	3696355	6801	0.1840	6751	50	99.2648	0.7352
Total	17879551	14189997		14189947	50		

Resolution No. 6 – Special Resolution: Reappointment of Mr.V.M.Kumaresan, Executive Director- Technical

Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= $\{(2)/(1)\} \times 100$	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= $\{(4)/(2)\} \times 100$	% of Votes against on votes polled (7)= $\{(5)/(2)\} \times 100$
Promoter and Promoter Group	11644778	11156974	95.8109	11156974	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public- Others	3696355	5308	0.1436	5258	50	99.0580	0.9420
Total	17879551	13700700		13700650	50		



Resolution No. 7 – Ordinary Resolution : Approval of remuneration of the Cost Auditor

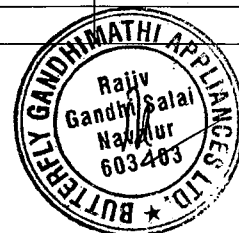
Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter /Public	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	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	6801	0.1840	6801	0	100.0000	0.0000
Total	17879551	14189997		14189997			

Resolution No. 8 – Special Resolution : Amendment to Articles of Association of the Company

Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

Promoter/ Public	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	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	6801	0.1840	6801	0	100.0000	0.0000
Total	17879551	14189997		14189997			



Resolution No. 9 – Special Resolution : Approval of Borrowing Powers to the Board of Directors

Mode of voting : E-voting/Poll (Through Ballot Paper) at AGM

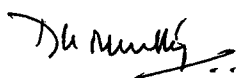
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	%of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	11644778	11644778	100.0000	11644778	0	100.0000	0.0000
Public – Institutional holders	2538418	2538418	100.0000	2538418	0	100.0000	0.0000
Public-Others	3696355	6801	0.1840	6801	0	100.0000	0.0000
Total	17879551	14189997		14189997			

Note : Kindly note that the Promoter's Group have availed the e-voting facility to exercise their votes and hence no votes were polled by them at the Annual General Meeting.

Thanking you,

Yours faithfully,

For Butterfly Gandhimathi Appliances Limited



Executive Director-cum-Company Secretary

