



**STEWARTS AND LLOYDS
OF INDIA LTD.** (CIN-L28999WB1937PLC009099)

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(A Subsidiary of IOT Infrastructure and Energy Services Ltd.)

**The Secretary
Calcutta Stock Exchange
Association Ltd
7, Lyons Range
Calcutta - 700 001.**

22nd July 2016

Dear Sir,

Sub: Results at Voting at 78th Annual General Meeting

Pursuant to section 108 read with Rule 20(4)(xii) of the Companies(management and Administration) Rules,2014, we enclose the copy of Voting results of 78th Annual general meeting of our Company held on Friday, 22nd July 2016.

Yours faithfully,

STEWARTS AND LLOYDS OF INDIA LIMITED


(SAMIR BHADRA)

COMPANY SECRETARY AND VICE PRESIDENT- CORPORATE AFFAIRS

Enc. As above

**Secretary
Bombay Stock Exchange Ltd
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001**



**Report of Scrutinizer
(E- VOTING)**

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

To,
Chairman
78th Annual General Meeting of the Equity Shareholders of
Stewarts & Lloyds of India Limited
held on Friday, 22nd July, 2016

Dear Sir,

I, Arup Kumar Roy, appointed as Scrutinizer in connection with the 78th Annual General Meeting of the Equity Shareholders of Stewarts and Lloyds of India Limited, held on Friday, the 22nd July, 2016 at Birla Academy of Art and Culture, Ground Floor, 108 Southern Avenue, Kolkata- 700 029 for the purpose of scrutinizing the e- voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and sub-rule (xi) of Rule 20 the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions.

I submit my report as under:

1. The e-voting period remained open from 9:00 a.m. 19th July, 2016 to 5:00 p.m. 21st July, 2016.
2. The shareholders holding shares as on the "cut off" date i.e 15th July, 2016 were entitled to vote on the proposed 5(five) resolutions as mentioned in the notice dated 22nd April, 2016 of the 78th Annual General Meeting of the Company.
3. The votes were unblocked on 22nd July, 2016 in presence of two witnesses namely, Ms. Sonia Shahdarpuri residing at 26B, Dr. Suresh Sarkar Road, Kolkata - 700014, and Ms. Ankita Dutta, residing at AC/96, Salt Lake, Sector- 1, Kolkata 700 064 who are not in employment of the company.
4. Thereafter the details containing, inter- alia, list of equity shareholders, who voted "For" and "Against" were downloaded from the e-voting website of National Securities Depositories Limited (<https://www.evoting.nsdl.com>).

CERTIFIED TRUE COPY

STEWARTS AND LLOYDS OF INDIA LTD.

S. Bhattacharya

Company Secretary & V.P. Corporate Affairs



5. The results of e-voting are as under:

(A) ORDINARY BUSINESS:

Resolution 1

To consider and adopt the Directors Report and Audited Financial Statement for the year ended 31st March 2016.

No. of Folios casting the votes	Total no. of votes casted	Total no. of votes casted in favour	Total no. of votes casted against	Results
2	1663904	1663904	0	Passed Unanimously

Resolution 2

To appoint a Director in place of Ms. Bharati. Srinivasan who retires by rotation and is eligible for reappointment.

No. of Folios casting the votes	Total no. of votes casted	Total no. of votes casted in favour	Total no. of votes casted against	Results
2	1663904	1663904	0	Passed Unanimously

Resolution 3

To ratify the appointment of Auditors in terms of Companies Act 2013 and to authorize the Board of Directors to fix their remuneration.

No. of Folios casting the votes	Total no. of votes casted	Total no. of votes casted in favour	Total no. of votes casted against	Results
2	1663904	1663904	0	Passed Unanimously

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STEWARTS AND LLOYDS OF INDIA LTD.

S. Bhadra

Company Secretary & V.P. Corporate Affairs



(B) SPECIAL BUSINESS:

Resolution 4

Appointment of Mr.Rajesh Ganeshvishwanathan as a Director

No. of Folios casting the votes	Total no. of votes casted	Total no. of votes casted in favour	Total no. of votes casted against	Results
2	1663904	1663904	0	Passed Unanimously

Resolution 5

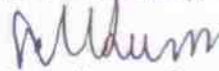
Appointment of Mr.Shibaji Dasgupta as an Independent Director for a period of five years.

No. of Folios casting the votes	Total no. of votes casted	Total no. of votes casted in favour	Total no. of votes casted against	Results
1	1663754	1663754	0	Passed Unanimously

6. The Registers, all other paper and relevant record relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the company.

Thanking you,

Yours faithfully,


Arup Kumar Roy
ACS : 6784
CP :9597



Place: Kolkata

Date: 22nd July, 2016

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STEWARTS AND LLOYDS OF INDIA LTD.


S. Bhattacharya
Company Secretary & V.P. Corporate Affairs

**Annexure to Report of the Scrutinizer
(POLL RESULT)**

The results are as under:

(A) ORDINARY BUSINESS:

Resolution 1

To consider and adopt the Directors Report and Audited Financial Statement for the year ended 31st March 2016.

No. of Folios casting the votes	Total no. of votes casted	Total no. of votes casted in favour	Total no. of votes casted against	Results
NIL	NIL	NIL	NIL	NIL

Resolution 2

To appoint a Director in place of Ms. Bharati. Srinivasan who retires by rotation and is eligible for reappointment.

No. of Folios casting the votes	Total no. of votes casted	Total no. of votes casted in favour	Total no. of votes casted against	Results
NIL	NIL	NIL	NIL	NIL

Resolution 3

To ratify the appointment of Auditors in terms of Companies Act 2013 and to authorize the Board of Directors to fix their remuneration.

No. of Folios casting the votes	Total no. of votes casted	Total no. of votes casted in favour	Total no. of votes casted against	Results
NIL	NIL	NIL	NIL	NIL

(B) SPECIAL BUSINESS:

Resolution 4

Appointment of Mr.Rajesh Ganeshvishwanathan as a Director

No. of Folios casting the votes	Total no. of votes casted	Total no. of votes casted in favour	Total no. of votes casted against	Results
NIL	NIL	NIL	NIL	NIL

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STEWARTS AND LLOYDS OF INDIA LTD.


S. Bhadra

Company Secretary & V.P. Corporate Affairs



Resolution 5

Appointment of Mr. Shibaji Dasgupta as an Independent Director for a period of five years.

No. of Folios casting the votes	Total no. of votes casted	Total no. of votes casted in favour	Total no. of votes casted against	Results
NIL	NIL	NIL	NIL	NIL



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STEWARTS AND LLOYDS OF INDIA LTD.


S. Bhadra
Company Secretary & V.P. Corporate Affairs