

RESULTS OF PASSING RESOLUTIONS THROUGH ELECTRONIC VOTING AND POLL CONDUCTED AT THE 45TH ANNUAL GENERAL MEETING. (22.09.2014)

ORDINARY BUSINESS :

1. Adoption of Financial Statements :

“RESOLVED THAT the Financial Statements of the Company for the year ended 31st March, 2014 including the audited Balance Sheet as at 31st March, 2014, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted”

Result :

Vote cast through	Votes in favour of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E-Voting	7271379	99.7194%	0	0%
Poll	20431	0.2802%	26	0.0004%
Total	7291810	99.9996%	26	0.0004%

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution was passed as an Ordinary Resolution.

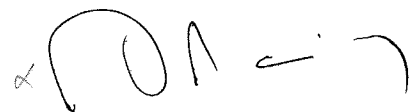
2. Declaration of Dividend :

“RESOLVED THAT the Dividend of Rs.1.20 per equity share, which works out to 12%, of the face value of Rs.10/- each as recommended by the Board of Directors for the year ended 31st March 2014, be paid to the members whose names appear in the Register of Members as on 22nd September, 2014.”

Result :

Vote cast through	Votes in favour of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E-Voting	7271379	99.7194%	0	0%
Poll	20451	0.2805%	6	0.0001%
Total	7291830	99.9999%	6	0.0001%

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution was passed as an Ordinary Resolution.



3. Appointment of Ms.A.Nivruti as a Director :

“RESOLVED that Ms.A.Nivruti, who retires by rotation and is eligible for reappointment be and is hereby appointed as a director of the company.”

Result :

Vote cast through	Votes in favour of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E-Voting	7271375	99.7194%	4	0%
Poll	20447	0.2805%	10	0.0001%
Total	7291822	99.9999%	14	0.0001%

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution was passed as an Ordinary Resolution.


4. Appointment and remuneration of Auditors :

“Resolved that pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder, and pursuant to the recommendations of the audit committee of the Board of Directors, M/s.D.A.Reddy & Co., (Firm Regn No.005719S), Chartered Accountants, be and are hereby reappointed as the auditors of the company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the 48th Annual General Meeting(subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting) and that the Board of Directors be and are hereby authorized to fix the remuneration.”

Result :

Vote cast through	Votes in favour of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E-Voting	7271375	99.7194%	4	0%
Poll	20447	0.2805%	10	0.0001%
Total	7291822	99.9999%	14	0.0001%

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution was passed as an Ordinary Resolution.



SPECIAL BUSINESS

5. Appointment of Mr.G.Sitharaman as an Independent Director.:

'RESOLVED that pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof) for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr.G.Sitharaman (holding DIN No. 02187616) Director of the Company, in respect of whom the company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of director, be and is hereby appointed as an Independent Director of the Company to hold the office for a term of five years from 22nd September, 2014 to 21st September,2019, not liable to retire by rotation."

Result :

Vote cast through	Votes in favour of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E-Voting	7271375	99.7194%	4	0%
Poll	20447	0.2805%	10	0.0001%
Total	7291822	99.9999%	14	0.0001%

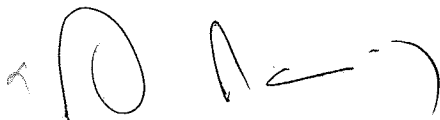
The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution was passed as an Ordinary Resolution.

6. Appointment of Mr.A.Sudhakar Reddy as an Independent Director.:

'RESOLVED that pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. A. Sudhakar Reddy (holding DIN No. 01898228) Director of the Company, in respect of whom the company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of director, be and is hereby appointed as an Independent Director of the Company to hold the office for a term of five years from 22nd September, 2014, to 21st September,2019, not liable to retire by rotation."

Result :

Vote cast through	Votes in favour of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E-Voting	7271375	99.7194%	4	0%
Poll	20447	0.2805%	10	0.0001%
Total	7291822	99.9999%	14	0.0001%



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The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution was passed as an Ordinary Resolution.

7. Appointment of Mr.B.Ranga Reddy as an Independent Director.:

‘RESOLVED that pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr.B.Ranga Reddy (holding DIN No. 01833835) Director of the Company, in respect of whom the company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of director, be and is hereby appointed as an Independent Director of the Company to hold the office for a term of three years from 22nd September, 2014, to 21st September, 2017, not liable to retire by rotation.”

Result :

Vote cast through	Votes in favour of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E-Voting	7271375	99.7194%	4	0%
Poll	20447	0.2805%	10	0.0001%
Total	7291822	99.9999%	14	0.0001%

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution was passed as an Ordinary Resolution.

8. Appointment of Mr.S.Sridhara Rao as an Independent Director.:

“RESOLVED that pursuant to Section 149, 150 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with Schedule IV to the Companies Act, 2013, Mr. S. Sridhara Rao, who was appointed as an Additional Director of the company by the Board of Directors on 13th August, 2014 and who holds office until the date of the forthcoming Annual General Meeting, in terms of Section 161 of the Companies Act, 2013, and in respect of whom the company has received a notice in writing from him under Section 160 of the Companies Act, 2013 signifying his candidature as an independent director be and is hereby appointed as an Independent Director of the company for a period of three years from 22nd September, 2014 to 21st September, 2017, not liable to retire by rotation.”



Result :

Vote cast through	Votes in favour of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E-Voting	7271375	99.7194%	4	0%
Poll	20447	0.2805%	10	0.0001%
Total	7291822	99.9999%	14	0.0001%

The votes cast in FAVOUR of the resolution is more than the votes cast AGAINST, the resolution was passed as an Ordinary Resolution.

9. Authority to borrow moneys in excess of the paid up capital and free reserves of the Company.

‘RESOLVED that in supersession of the Ordinary Resolution passed by the members at the 42nd Annual General Meeting held on 21st September, 2011 and pursuant to section 180 (1) (c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors of the company to borrow moneys in excess of the aggregate of the paid up share capital and free reserves of the company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained/to be obtained from the company’s bankers in the ordinary course of business, shall not be in excess of Rs.100 crores (Rupees One Hundred Crores only) over and above the aggregate of the paid up share capital and free reserves of the company.”

Result :

Vote cast through	Votes in favour of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E-Voting	7271375	99.7194%	4	0%
Poll	20451	0.2805%	6	0.0001%
Total	7291826	99.9999%	10	0.0001%

The votes cast in FAVOUR of the resolution is three times more than the votes cast AGAINST, the resolution was passed as a Special Resolution.



10. Authority to the Board for mortgaging and/or charging of assets of the company.

“RESOLVED THAT in supersession of the Ordinary Resolution passed by the members at the 42nd Annual General Meeting of the Company held on 21st September, 2011 and in pursuance of the provisions of Section 180(1)(a) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), the Company do hereby accord its consent to mortgaging and/or charging by the Board of Directors of the Company, all or any of the movable or immovable properties, both present and future, or the whole or substantially the whole of the undertaking or undertakings of the Company for securing any loan as may be obtained from Banks/Other Financial Institutions, provided that the total amount so borrowed and to be borrowed (excluding temporary loans obtained from the banks in the ordinary course of business) shall not be in excess of Rs.100 crores (Rupees One Hundred Crores only) over and above the aggregate of the paid up share capital and free reserves of the company.

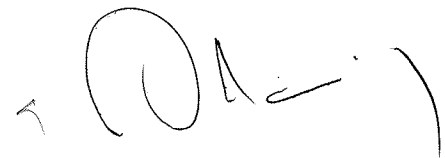
RESOLVED FURTHER that the Board of Directors be and is hereby authorized to do all such acts and things as may be necessary for giving effect to this resolution”

Result :

Vote cast through	Votes in favour of the resolution		Votes against the resolution	
	Nos.	%	Nos.	%
E-Voting	7271365	99.7194%	4	0%
Poll	20451	0.2805%	6	0.0001%
Total	7291816	99.9999%	10	0.0001%

The votes cast in FAVOUR of the resolution is three times more than the votes cast AGAINST, the resolution was passed as a Special Resolution.

Place : Chennai
Date : 24.09.2014



A. Ravikumar Reddy
Managing Director
(Chairman of the 45th AGM)