



**CONSOLIDATED RESULTS OF E-VOTING AND POLL CONDUCTED AT 31<sup>ST</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 22<sup>ND</sup> SEPTEMBER, 2015**

It is hereby notified to the Members of the Company and all other concerned authorities that the Company conducted the process of E-Voting and Poll in terms of the Notice dated 6<sup>th</sup> August, 2015, for passing various resolutions under the Companies Act, 2013 and Rules framed thereunder.

The Company appointed M/s. HBP & Co., a firm of Practising Company Secretaries, represented by Mr. B. Hemanth as Scrutinizer for conducting the E- Voting/ Poll, who has submitted his Report. The details of the Results are as follows:-

Resolution Nos. as given in the Notice of the Thirty First Annual General Meeting	Particulars of votes cast						
	Electronic Voting		Poll		Voting Result		
	Nos. (A)	% of valid vote	Nos. (B)	% of valid votes	Nos. (A)+(B)	% of total valid votes	
<b>Ordinary Business</b>							
1.	Ordinary Resolution: Adoption of Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March 2015 and the Reports of the Directors and the Auditors thereon.						
	Votes cast in favour	94450	99.37	4577326	100	4671776	99.99
	Votes Cast against	600	0.63	--	--	600	0.01
	Invalid Votes	--	--	--	--	--	--
2.	Ordinary Resolution: Appoint a Director in place of Mr. Javed Ahmad (holding DIN No.01705373) who retires by rotation and being eligible, offers himself for re-appointment						
	Votes cast in favour	94250	99.16	4577326	100	4671576	99.98
	Votes Cast against	800	0.84	--	--	800	0.2
	Invalid Votes	--	--	--	--	--	--
3.	Ordinary Resolution: Ratification of appointment of Statutory Auditors and fix their remuneration						
	Votes cast in favour	95050	100	4577326	100	4672376	100
	Votes Cast against	--	--	--	--	--	--
	Invalid Votes	--	--	--	--	--	--
<b>Special Business</b>							
4.	Ordinary Resolution: Appointment of Mr. Sugata Sircar as Director of the Company						
	Votes cast in favour	94250	99.16	4577326	100	4671576	99.98
	Votes Cast against	800	0.84	--	--	800	0.2
	Invalid Votes	--	--	--	--	--	--
5.	Ordinary Resolution: Appointment of Ms. Rachna Mukherjee as Director of the Company						
	Votes cast in favour	94250	99.16	4577326	100	4671576	99.98
	Votes Cast against	800	0.84	--	--	800	0.2
	Invalid Votes	--	--	--	--	--	--



6.	Ordinary Resolution: Appointment of Mr. Shravan Vijaykumar Sharma as Independent Director of the Company.						
	Votes cast in favour	94250	99.16	4577326	100	4671576	99.98
	Votes Cast against	800	0.84	--	--	800	0.2
	Invalid Votes	--	--	--	--	--	--
7.	Ordinary Resolution : Appointment of Mr. Ganesh Vaidyanathan as Independent Director of the Company.						
	Votes cast in favour	94250	99.37	4577326	100	4671576	99.99
	Votes Cast against	600	0.63	--	--	600	0.1
	Invalid Votes	--	--	--	--	--	--
8.	Ordinary Resolution: Appointment of Mr. Subramanian Vishar Vasudevan as Independent Director of the Company.						
	Votes cast in favour	94450	99.37	4577326	100	4671776	99.99
	Votes Cast against	600	0.63	--	--	600	0.1
	Invalid Votes	--	--	--	--	--	--
9.	Ordinary Resolution: To ratify the remuneration of the Cost auditors for the year ending 31st March, 2016						
	Votes cast in favour	94850	100	4577326	100	4672176	100
	Votes Cast against	--	--	--	--	--	--
	Invalid Votes	--	--	--	--	--	--
10.	Ordinary Resolution: Appointment of Mr. S. Venkatraman as Director of the Company						
	Votes cast in favour	94450	99.37	4577326	100	4671776	99.99
	Votes Cast against	600	0.63	--	--	600	0.1
	Invalid Votes	--	--	--	--	--	--
11.	Special Resolution: Re-appointment of Mr. Swaminathan Venkatraman as Managing Director of the Company						
	Votes cast in favour	94250	99.37	4577326	100	4671576	99.99
	Votes Cast against	600	0.63	--	--	600	0.1
	Invalid Votes	--	--	--	--	--	--
12.	Special Resolution: To approve participation of employees of your Company in the World Employee Share Ownership Plan (WESOP) Scheme of the Ultimate Holding Company, Schneider Electric SA, France and to ratify the financial assistance provided by the Company under the Scheme for 2014-15						
	Votes cast in favour	94250	99.37	4577326	100	4671576	99.99
	Votes Cast against	600	0.63	--	--	600	0.1
	Invalid Votes	--	--	--	--	--	--

**PRESIDENT**



13. Special Resolution: Approval of Related Party Transactions.

Votes cast in favour	94250	99.16	41332	100	135582	99.41
Votes Cast against	800	0.84	--	--	800	0.59
Invalid Votes	--	--	--	--	--	--

The above Resolutions have been passed with the requisite majority.

For **Schneider Electric President Systems Limited**

A handwritten signature in black ink, appearing to read "Vighneshwar G Bhat".

**Vighneshwar G Bhat**  
Company Secretary

Bangalore  
24.09.2015

