



ASM TECHNOLOGIES LIMITED

80/2, Lusanne Court, Richmond Road, Bangalore - 560 025
Tel : +91-80-66962300/01/02 Fax : +91-80-66962304 e-mail : info@asm ltd.com Website : www.asmltd.com
CIN : L85110KA1992PLC013421

21st June 2017

Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai - 400 001.

Dear Sir,

With respect to the Annual General Meeting of the company held on Tuesday, 20th of June 2017 please enclosed the following-

1. Summary of Proceedings of AGM held ,vide Regulation 30- Part A of Schedule III of the SEBI(Listing Obligations and Disclosure Requirements) Regulations 2015- Annexure I
2. Voting Results of AGM held vide Regulation 44(3) SEBI(Listing Obligations and Disclosure Requirements) Regulations 2015- Annexure II
3. Report of Scrutinizer dated 20th June 2017- Annexure III

Yours Faithfully,
For ASM Technologies Limited

P N Lakshmi
Company Secretary

K. DUSHYANTHA KUMAR
B.Com., L.L.B, F.C.S

K. DUSHYANTHA & ASSOCIATES
COMPANY SECRETARIES



COMPANY SECRETARY
CP 6003 FCS 6662

No.404/2,7th main, 9th Cross,
2nd Block Jayanagar,
BANGALORE- 560011

OFFICE: 080-26560400 MOBILE: 9900003149

E-mail: dushyanthak@gmail.com

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(Xii) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

M/s. ASM Technologies Limited
80/2, Lusanne Court, Richmond Road,
Bangalore- 560025

25th Annual General Meeting of the Equity Shareholders of M/s. ASM Technologies Limited held on Tuesday, 20th June, 2017 at 10:00 A.M. at Pai Vista, No.3/1, 27th Cross, Banashankari, 2nd Stage, Bangalore - 560 070.

Dear Sir,

1. I, Mr. Dushyanth Kumar, Practicing Company Secretary, at No.404/2, 7th Main, 9th Cross, 2nd Block, Jayanagar, Bangalore - 560 011 was appointed as the Scrutinizer by the Board of Directors of M/s. ASM Technologies Limited (the company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 25th Annual General Meeting of the Equity Shareholders of the Company held on Tuesday, 20th June, 2017 at 10.00 A.M. at Pai Vista, No.3/1, 27th Cross, Banashankari, 2nd Stage, Bangalore - 560 070, Karnataka, India, submit my report as under:
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by use of ballots by the shareholders on the resolutions proposed in the Notice of 25th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a faith and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Karvy Computershare Private Limited and the report generated electronically for voting by use of ballots at the meeting.

3. In accordance with the Notice of 25th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 29th May, 2017, the remote e-voting opened at 9.00 AM on 15th June, 2017 and remained open up to 5:00 P.M. on 19th June, 2017.
4. The Equity Shareholders holding shares as on 13th June, 2017, "cut off date", were entitled to vote on the resolutions stated in the Notice of 25th Annual General Meeting of the Company.
5. After declaration of voting by use of ballot by the Chairman at the meeting, ballot boxes were locked and kept for voting duly marked by identification mark placed on them. The ballot boxes subsequently on close of voting hours, were opened in the presence of two witnesses who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents (R&TA) of the Company and authorizations / proxies lodged with the Company. The voters were also securitized for the purpose of eliminating duplicate voting i.e on remote e-voting as well as by use of ballot. As per the information given by the Company the names of the shareholders who had voted on e-voting through Karvy Computershare Private Limited facility had been blocked and ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.
6. The ballots, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted electronically
7. The votes on remote e-voting were unblocked at around 11.30 A.M, after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of Karvy Computershare Private Limited (<https://evoting.karvy.com>) and the same are being handed over to the Chairman.
8. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

a) **Resolution-1: Ordinary Resolution**

To receive, consider and adopt audited financial statements (standalone and consolidated) of the company for the year ended March 31, 2017 including the audited Balance Sheet as at March 31, 2017, the Statement of Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors thereon.



(i) Voted in favour of the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	14	3213294	99.59
Voting by ballot	247	13101	00.41
Total	261	3226395	100.00

(ii) Voted against the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	00.00
Voting by ballot	2	110	100.00
Total	2	110	100.00

(iii) Invalid Votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
73	1708

b) Resolution-2: Ordinary Resolution

To declare a final dividend of Rs. 2.50 per equity shares and to approve the interim dividend of Rs. 2.50 per equity share, already paid for the year ended 31st March, 2017.

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	14	3213294	99.60
Voting by ballot	243	12790	00.40
Total	257	3226084	100.00



(ii) Voted against the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00
Voting by ballot	3	111	100.00
Total	3	111	100.00

(iii) Invalid Votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
76	2018

c) Resolution-3: Ordinary Resolution

Appointment of a Director in the place of M. Lakshminarayan, (DIN 00064750) who retires by rotation and being eligible, offers himself for reappointment.

(i) Voted in favour of the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	14	3213294	99.60
Voting by ballot	242	12785	00.40
Total	256	3226079	100.00

(ii) Voted against the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting by ballot	3	111	100.00
Total	3	111	100.00

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
77	2023

d) Resolution-4: Ordinary Resolution

To appoint M/s. B K Ramadhyani & Co. LLP Chartered Accountants, Bangalore (Bearing Registration No. 002878S/S20021), as the Statutory Auditors of the Company from the Conclusion of 25th Annual General Meeting until the conclusion of the 30th Annual General Meeting of the Company.

(i) Voted in favour of the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	14	3213294	99.60
Voting by ballot	233	12663	00.40
Total	247	3225957	100.00

(ii) Voted against the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	00.00
Voting by ballot	4	130	100.00
Total	4	130	100.00

(iii) Invalid Votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
85	2126

Resolution-5: Special Business - Special Resolution

Re-appointment of Mr. Rabindra Srikantan as Managing Director.

(i) Voted in favour of the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	14	3213294	99.60
Voting by ballot	241	12786	00.40
Total	255	3226080	100.00

(ii) Voted against the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	00.00
Voting by ballot	2	110	100.00
Total	2	110	100.00

(iii) Invalid Votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
79	2023

Resolution-6: Special Business - Special Resolution

Commission to Non-Executive & Independent Directors of the Company

(i) Voted in favour of the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	13	3213293	99.60
Voting by ballot	237	12759	00.40
Total	250	3226052	100.00

(ii) Voted against the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	1	0.00
Voting by ballot	6	137	100.00
Total	7	138	100.00

(iii) Invalid Votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
79	2023

Resolution-7: Special Business - Ordinary Resolution

Appointment of Branch Auditors

(iv) Voted in favour of the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	14	3213294	99.60
Voting by ballot	239	12685	00.40
Total	253	3225979	100.00

(v) Voted against the resolution :

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	00.00
Voting by ballot	2	110	100.00
Total	2	110	100.00



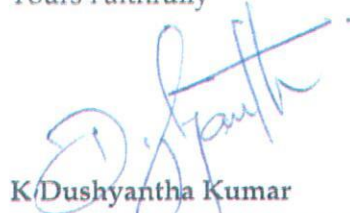

(vi) Invalid Votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
81	2124

9. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 25th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours Faithfully



K/Dushyantha Kumar
Company Secretary in Practice
C.P.: 6003

Place: Bangalore
Date: 20.06.2017

DUSHYANTHA KUMAR
B.Com., LL.B., F.C.S.,
COMPANY SECRETARY
404/2, 7TH MAIN, 9TH CROSS, 2ND BLOCK,
JAYANAGAR, BANGALORE - 560 011.
FCS 6662 CP 6003