

Date: 23RD September, 2015

To

National Stock Exchange of India Ltd.
"Exchange Plaza"
Bandra Kurla Complex
Bandra (E), MUMBAI - 400 051

The B.S.E. Limited
Floor 25, 'Phiroze Jeejeebhoy Towers'
Dalal Street
Mumbai - 400 001

Sub: Postal Ballot --Declaration of result and submission of details under clause 35A of the Listing Agreement.

Dear Sir,

We write in continuation of our letter dated 17th August, 2015 relating to seeking approval of members for Sale of Two Windmills (3 M.W) of the Company. We wish to inform you that Mr. Damodaran, practicing Company secretary, Scrutinizer for the postal Ballot, had submitted his report on the aforesaid Postal ballot includes E-Voting and the Company had declared the results of postal ballot based on the said report received on 23rd September, 2015.

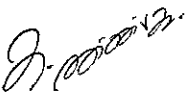
We are pleased to inform that members of the Company have approved the aforesaid special resolution by an assent /vote in favour of (99.98%) for Sale of Two Windmills (3 M.W) of the Company calculated based on total vote cast.

The details of report as per clause 35A of the listing Agreement is enclosed.

The postal ballot result report submitted by Mr. Damodaran, practicing Company secretary, Scrutinizer for the postal Ballot is also enclosed.

You are requested to take the same on record.

Yours faithfully
For Indo National Ltd


J.Srinivasan
Company secretary
Encl: as above

23rd September, 2015

DECLARATION OF RESULT OF POSTAL BALLOT

Postal ballot notice dated 07.08.2015 pursuant to section 110 of the Companies Act, 2013 and rules made there under together with explanatory statement annexed thereto was send to all the members for seeking their approval for alteration of Object Clause of the Memorandum of Association of the Company.

We have received the Report of the Scrutinizer dated 23rd September 2015 appointed for the purpose of ascertain the result of the Special resolutions passed under Section 13 of the Companies Act, 2013 relating thereto the aforesaid.

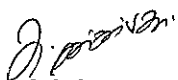
A brief summary of the scrutinizer report is as follows:

PARTICULARS	No of shares			No of members		
	E-voting	Physical	Total	E-voting	Physical	Total
		Ballot Forms			Ballot Forms	
Total Votes cast	2933109	10096	2943205	51	120	171
Less: Invalid votes	0	0	0	0	0	0
Net Valid vote cast	2933109	10096	2943205	51	120	171
Votes cast in favour	2932804	10040	2942844	48	116	164
Votes cast against	305	56	361	3	4	7
<p>% of votes cast in favour of resolution: 99.98%</p> <p>% of votes cast against the resolution: 0.02%</p>						

As the votes cast in favour of resolutions are more than three- fourth of the votes cast against the resolution, the aforesaid resolution is passed as a Special Resolution.

We thank the members for their valued support.

For Indo National Ltd



J.Srinivasan
Company Secretary

Details for reporting as per Clause 35A of the Listing Agreement

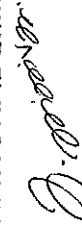
Resolution No:1

S.No	class of share holders	No.of shares	No.of votes polled	% of votes polled on outstanding shares	No of votes		% of votes in favour on votes polled	% of votes against on votes polled
					in favour	against		
		1	2	3=2/1	4	5	6=4/2*100	7=5/2*100
	Promoter and							
A	Promoter Group	2806920	2806920	100	2806920	0	100	0
	Public Institutional							
B	Holders	50	0	0	0	0	0	0
	Public others							
C		943030	136285	14.45	135924	361	99.74	0.265
	Grand Total	3750000	2943205		2942844	361		

Date: 23-09-2015
Place: Chennai



For INDO NATIONAL LIMITED



COMPANY SECRETARY

New No.6, Old No.12,
Appavoo Gramani 1st Street,
Mandaveli,
(Opp. to Church Near by BSNL Office)
Chennai - 600 028.
Ph : 044-4360 1111
E-mail : secretarial@mdassociates.co.in
accounts@mdassociates.co.in



M. DAMODARAN & ASSOCIATES

Practicing Company Secretaries



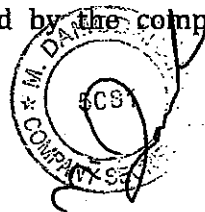
M. Damodaran, B.Com, F.C.S. L.L.B.
Mobile:98412 81693

**SCRUTINIZER'S REPORT
(POSTAL BALLOT)**

[Pursuant to Section 108 & Section 110 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
M/s. INDO- NATIONAL LIMITED.
Reg off: No. 609, Mount Road,
Lakshmi Bhawanivth Floor,
Chennai-600006

1. I, M.Damodaran, a Company Secretary in Practice having office at New No. 6, Old No. 12, Appavoo Gramani 1st Street, Mandaveli, Chennai, Tamil Nadu 600028 have been appointed as a scrutinizer by the Board of Directors of **INDO- NATIONAL LIMITED** (the company) for the purpose of;
 - (i) Scrutinizing the e-voting process (remote e- voting) under the provisions of Section 108 of The Companies Act 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) and
 - (ii) Scrutinizing the Postal Ballot process under the provisions of Section 110 of The Companies Act 2013 (the 2013 Act) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, to Sell/Lease/Dispose of the whole of the company's Two windmill units of the company under Sec 180(1)(a) of The Companies Act, 2013
2. The management of the Company is responsible to ensure the compliance with the requirement of The Companies Act 2013 and Rules relating to e-voting and voting through Postal Ballot for the resolutions contained in the Notice of the company. My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast "in favor "or "against" the resolution stated above, based on the report generated from the e-voting system provided by CDSL, authorized under the Rules and engaged by the company to provide e-voting





M. DAMODARAN & ASSOCIATES



Practicing Company Secretaries

facilities for voting through electronic means and based on the Ballot forms report provided to me by the company.

3. I submit herewith my Scrutinizers report on the results of e-voting and voting through postal ballot as under:

INDO- NATIONAL LIMITED-E VOTING & POSTAL BALLOT REPORT											
Resolution	Mode	Ballots Received	Favour			Against			Invalid		
			Ballots	Votes	Percentage	Ballots	Votes	Percentage	Ballots	Votes	Percentage
Item 1: To Sell/Lease/Dispose of the whole of the company's windmill units at i)Kasthurirangapuram & ii)Thottapalli Village at Tirunalveli District (As a Special Resolution)	POSTAL BALLOT	120	116	10,040	0.341	4	56	0.001	-	-	-
	E VOTING	51	48	29,32,804	99.648	3	305	0.010	-	-	-
	TOTAL	171	164	29,42,844	99.989	7	361	0.011	-	-	-

The electronic data and all other relevant records relating to e voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the General Meeting.

Thanking You,

Yours faithfully,



M. Damodaran
Practicing Company Secretary
Membership No: 5837

Place: Chennai

Date: 23.09.2015