



TRINETRA CEMENT LIMITED

(Formerly Indo Zinc Limited)

Corporate Office: "Coromandel Towers", 93, Santhome High Road, R.A.Puram, Chennai 600028.
email: trinetracementltd@gmail.com Phone: (044) 28521526, 2857 2100, 2857 2400 Web: www.trinetracement.com

TCL/AGM-2015

01.10.2015

BSE Limited
Corporate Relationship Dept.
First Floor, New Trading Ring
Rotunda Building
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
MUMBAI 400 001.

Dear Sirs,

Sub.: Compliance of Clause-35A of the Listing Agreement - Outcome of voting results of Annual General Meeting held on 30.09.2015

We furnish below the details of voting results of the Annual General Meeting (AGM) of our Company:

- a. Date of AGM : **30.09.2015**
- b. Total number of shareholders on Record Date : **4025**
- c. Number of shareholders present in the meeting either in person or through proxy:
- (i) Promoters and promoter group : **1**
- (ii) Public : **36**
- d. No. of shareholders attended the meeting through video conferencing : **Nil**
- (i) Promoters and promoter group
- (ii) Public

e. Details of Agenda:

(1) Adoption of the audited accounts for the year ended 31.03.2015

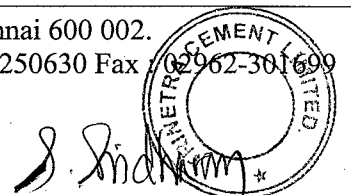
Resolution required : Ordinary Resolution

Mode of voting : evoting and Poll

| Promoter / Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – In favour | No. of Votes - against | % of votes in favour on votes polled | % of votes against on votes polled |
|------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]* 100 | (4) | (5) | (6)=[(4)/(2)]* 100 | (7)=[(5)/(2)]* 100 |
| Promoter and Promoter Group | 2739874 | 2739874 | 100.00 | 2739874 | 0.00 | 100.00 | 0.00 |
| Public–Institutional holders | 98000 | NIL | NIL | NIL | NIL | NIL | NIL |
| Public–Others | 1637726 | 16697 | 1.02 | 16697 | 0.00 | 100.00 | 0.00 |
| Total | 4475600 | 2756571 | 61.59 | 2756571 | 0.00 | 100.00 | 0.00 |

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Registered Office: "Dhun Building", 827, Anna Salai, Chennai 600 002.
Works: Post Wajwana, Banswara 327 025, Rajasthan, Ph:02962-301516, 250630 Fax: 02962-301699
(A subsidiary of The India Cements Limited)





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- (2) Appointment of a director in the place of Sri PL Subramanian (DIN:00549992), who retires by rotation and is eligible for reappointment

Resolution required : Ordinary Resolution

Mode of voting : evoting and Poll

| Promoter / Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – In favour | No. of Votes - against | % of votes in favour on votes polled | % of votes against on votes polled |
|------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 2739874 | 2739874 | 100.00 | 2739874 | 0 | 100.00 | 0.00 |
| Public-Institutional holders | 98000 | NIL | NIL | NIL | NIL | NIL | NIL |
| Public-Others | 1637726 | 16697 | 1.02 | 16697 | 0.00 | 100.00 | 0.00 |
| Total | 4475600 | 2756571 | 61.59 | 2756571 | 0.00 | 100.00 | 0.00 |

- (3) Appointment of Auditors of the Company

Resolution required : Ordinary Resolution

Mode of voting : evoting and Poll

| Promoter / Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – In favour | No. of Votes - against | % of votes in favour on votes polled | % of votes against on votes polled |
|------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 2739874 | 2739874 | 100.00 | 2739874 | 0 | 100.00 | 0.00 |
| Public-Institutional holders | 98000 | NIL | NIL | NIL | NIL | NIL | NIL |
| Public-Others | 1637726 | 16697 | 1.02 | 16697 | 0.00 | 100.00 | 0.00 |
| Total | 4475600 | 2756571 | 61.59 | 2756571 | 0.00 | 100.00 | 0.00 |

- (4) Appointment of Ms Rupa Gurunath (DIN: 01711965) as a Director of the Company.

Resolution required : Ordinary Resolution

Mode of voting : evoting and Poll

| Promoter / Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – In favour | No. of Votes - against | % of votes in favour on votes polled | % of votes against on votes polled |
|------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 2739874 | 2739874 | 100.00 | 2739874 | 0 | 100.00 | 0.00 |
| Public-Institutional holders | 98000 | NIL | NIL | NIL | NIL | NIL | NIL |
| Public-Others | 1637726 | 16697 | 1.02 | 16697 | 0.00 | 100.00 | 0.00 |
| Total | 4475600 | 2756571 | 61.59 | 2756571 | 0.00 | 100.00 | 0.00 |

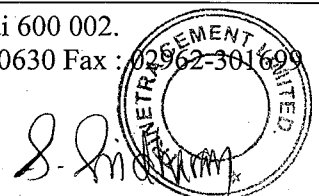
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Works: Post Wajwana, Banswara 327 025, Rajasthan, Ph:02962-301516, 250630 Fax : 02962-301699

(A subsidiary of The India Cements Limited)

CIN:L99999TN1987PLC082730





TRINETRA CEMENT LIMITED

(Formerly Indo Zinc Limited)

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email: trinetracementltd@gmail.com Phone: (044) 28521526, 2857 2100, 2857 2400 Web: www.trinetracement.com

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(5) Ratification of remuneration payable to Cost Auditor of the Company

Resolution required : Ordinary Resolution
Mode of voting : evoting and Poll

| Promoter / Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – In favour | No. of Votes - against | % of votes in favour on votes polled | % of votes against on votes polled |
|------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 2739874 | 2739874 | 100.00 | 2739874 | 0 | 100.00 | 0.00 |
| Public-Institutional holders | 98000 | NIL | NIL | NIL | NIL | NIL | NIL |
| Public-Others | 1637726 | 16696 | 1.02 | 16696 | 0.00 | 100.00 | 0.00 |
| Total | 4475600 | 2756570 | 61.59 | 2756570 | 0.00 | 100.00 | 0.00 |

(6) Creation of Security

Resolution required : Special Resolution
Mode of voting : evoting and Poll

| Promoter / Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – In favour | No. of Votes - against | % of votes in favour on votes polled | % of votes against on votes polled |
|------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 2739874 | 2739874 | 100.00 | 2739874 | 0 | 100.00 | 0.00 |
| Public-Institutional holders | 98000 | NIL | NIL | NIL | NIL | NIL | NIL |
| Public-Others | 1637726 | 16697 | 1.02 | 16697 | 0.00 | 100.00 | 0.00 |
| Total | 4475600 | 2756571 | 61.59 | 2756571 | 0.00 | 100.00 | 0.00 |

We write this to inform you that all the aforesaid resolutions have been passed unanimously. We enclose the Scrutinizer's Report dated 30.09.2015 for your records.

Thanking you,

Yours faithfully,
for TRINETRA CEMENT LIMITED

COMPANY SECRETARY

Encl.: As above

Registered Office: "Dhun Building", 827, Anna Salai, Chennai 600 002.
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(A subsidiary of The India Cements Limited)

CIN:L99999TN1987PLC082730

30.09.2015

Scrutinizer's Report - Combined

[Pursuant to Sections 108 and 109 of the Companies Act, 2013 read with
Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

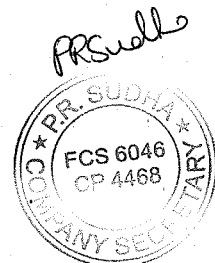
To

The Chairman
Trinetra Cement Limited
Coromandel Towers
93, Santhome High Road
Karpagam Avenue, R.A.Puram
Chennai 600 028.

Dear Sir,

Sub: Annual General Meeting held on 30.09.2015

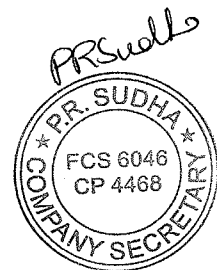
- 1) I, P.R.Sudha, a Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of TRINETRA CEMENT LIMITED (the Company), having its Registered Office at 'Dhun Building', 827, Anna Salai, Chennai 600 002, for the purpose of scrutinizing the remote e-voting and voting through ballot paper at the Annual General Meeting in terms of Section 108 & 109 of the Companies Act, 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014 (the Rules) on the Resolutions contained in the Notice of the 28th Annual General Meeting (AGM) of the Members of the Company, held on Wednesday, the 30th September, 2015 at 04.00 P.M. at 'Coromandel Towers', Santhome High Road, Karpagam Avenue, R.A. Puram, Chennai - 600 028.
- 2) The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to remote e-voting and poll on the resolutions contained in the Notice of the 28th Annual General Meeting (AGM) of the Members of the Company.



...2

- 3) My responsibility as Scrutinizer for the remote e-voting process and for the Poll at the AGM is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports downloaded from the e-voting system provided by NSDL for remote e-voting and the Polling Papers received on the Poll conducted at the AGM.
- 4) I submit my report as under:
- a) The Company has provided the Members facility to exercise their right to vote at the AGM by electronic means to transact the business detailed in the Notice through remote e-voting services provided by National Securities Depository Limited (NSDL) for exercising remote e-voting by the Shareholders of the Company.
 - b) The Shareholders of the Company holding shares on the "cut-off" date i.e., 23rd September, 2015, were entitled to vote on the Resolutions as set out at Item Nos. 1 to 6 in the Notice of the AGM of the Company.
 - c) The voting period for e-voting commenced on Saturday, 26th September 2015 at 9.00 a.m. and ended on Tuesday, 29th September 2015 at 5.00 p.m. and thereafter, the NSDL e-voting platform was blocked.
 - d) After conclusion of the Polling at the AGM of the Company held on 30th September, 2015, I have opened the locked Polling Box in the presence of two witnesses, Ms.M.K.Sangeetha and Ms. J. Bharathi, who are not in the employment of the Company. The Polling Papers were reconciled with the records maintained by the Company and the Registrar and Transfer Agent of the Company and the authorizations / proxies lodged with the Company. There were no poll papers found incomplete and/or defective and / or invalid.
 - e) On conclusion of the AGM, I also unblocked the electronic votes cast through remote e-voting in the presence of two witness, Ms.M.K.Sangeetha and Ms. J. Bharathi who are not in the employment of the Company, on 30th September 2015.
 - f) I have scrutinized and reviewed the voting through electronic means based on the data downloaded from the NSDL e-voting system and on Poll based on the Polling Papers received at the AGM.
 - g) I report that the result of the voting through electronic means and on poll in respect of the said Resolutions is as under:

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Resolution No: 1:

Nature of resolution: Ordinary Resolution

Adoption of Audited Accounts for the year ended 31.03.2015

(i) Voted in favour of the resolution:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | 22 | 2739947 | |
| Poll | 29 | 16624 | |
| Total | 51 | 2756571 | 100 |

(ii) Voted against the resolution:

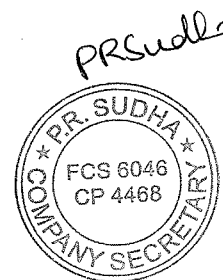
| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | Nil | Nil | |
| Poll | Nil | Nil | |
| Total | | | Nil |

| | | | |
|---------------------------|-----------|----------------|------------|
| TOTAL VOTES (i+ii) | 51 | 2756571 | 100 |
|---------------------------|-----------|----------------|------------|

(iii) Invalid Votes:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | Nil | Nil | |
| Poll | Nil | Nil | |
| Total | | | Nil |

...4



Resolution No: 2

Nature of Resolution: Ordinary Resolution

Appointment of a director in the place of Sri PL. Subramanian (DIN 00549992), who retires by rotation and is eligible for reappointment

(i) Voted in favour of the resolution:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | 22 | 2739947 | |
| Poll | 29 | 16624 | |
| Total | 51 | 2756571 | 100 |

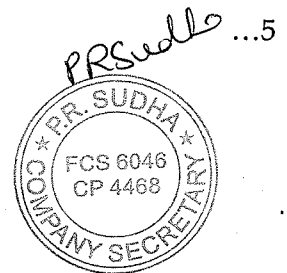
(ii) Voted against the resolution:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | Nil | Nil | |
| Poll | Nil | Nil | |
| Total | | | Nil |

| | | | |
|---------------------------|-----------|----------------|------------|
| TOTAL VOTES (i+ii) | 51 | 2756571 | 100 |
|---------------------------|-----------|----------------|------------|

(iii) Invalid Votes:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | Nil | Nil | |
| Poll | Nil | Nil | |
| Total | | | Nil |



Resolution No: 3

Nature of Resolution: Ordinary Resolution

Appointment of M/s Chaturvedi SK & Fellows, Chartered Accountants as Auditors of the Company.

(i) Voted in favour of the resolution:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | 22 | 2739947 | |
| Poll | 29 | 16624 | |
| Total | 51 | 2756571 | 100 |

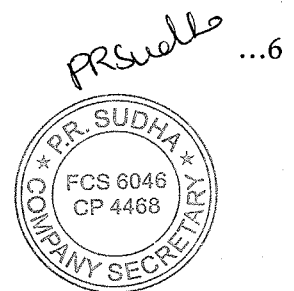
(ii) Voted against the resolution:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | Nil | Nil | |
| Poll | Nil | Nil | |
| Total | | | Nil |

| | | | |
|---------------------------|-----------|----------------|------------|
| TOTAL VOTES (i+ii) | 51 | 2756571 | 100 |
|---------------------------|-----------|----------------|------------|

(iii) Invalid Votes:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | Nil | Nil | |
| Poll | Nil | Nil | |
| Total | | | Nil |



Resolution No: 4

Nature of Resolution: Ordinary Resolution

Appointment of Ms. Rupa Gurunath (DIN 01711965) as a Director of the Company

(i) Voted in favour of the resolution:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | 22 | 2739947 | |
| Poll | 29 | 16624 | |
| Total | 51 | 2756571 | 100 |

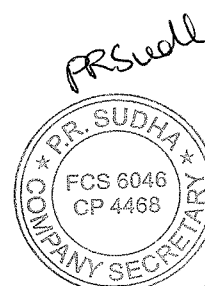
(ii) Voted against the resolution:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | Nil | Nil | |
| Poll | Nil | Nil | |
| Total | | | Nil |

| | | | |
|---------------------------|-----------|----------------|------------|
| TOTAL VOTES (i+ii) | 51 | 2756571 | 100 |
|---------------------------|-----------|----------------|------------|

(iii) Invalid Votes:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | Nil | Nil | |
| Poll | Nil | Nil | |
| Total | | | Nil |



Resolution No: 5

Nature of Resolution: Ordinary Resolution

Ratification of remuneration payable to Cost Auditor

(i) Voted in favour of the resolution:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | 21 | 2739946 | |
| Poll | 29 | 16624 | |
| Total | 50 | 2756570 | 100 |

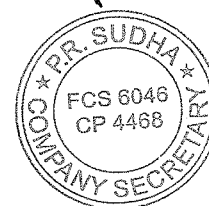
(ii) Voted against the resolution:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | Nil | Nil | |
| Poll | Nil | Nil | |
| Total | | | Nil |

| | | | |
|---------------------------|-----------|----------------|------------|
| TOTAL VOTES (i+ii) | 50 | 2756570 | 100 |
|---------------------------|-----------|----------------|------------|

(iii) Invalid Votes:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | Nil | Nil | |
| Poll | Nil | Nil | |
| Total | | | Nil |



Resolution No: 6

Nature of Resolution: Special Resolution

Creation of security

(i) Voted in favour of the resolution:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | 22 | 2739947 | |
| Poll | 29 | 16624 | |
| Total | 51 | 2756571 | 100 |

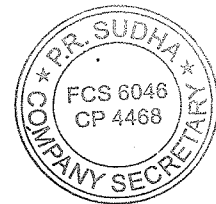
(ii) Voted against the resolution:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | Nil | Nil | |
| Poll | Nil | Nil | |
| Total | | | Nil |

| | | | |
|---------------------------|-----------|----------------|------------|
| TOTAL VOTES (i+ii) | 51 | 2756571 | 100 |
|---------------------------|-----------|----------------|------------|

(iii) Invalid Votes:

| | Number of members voted | Number of Votes cast (Shares) | % of total number of valid votes cast |
|--------------|-------------------------|-------------------------------|---------------------------------------|
| E-Voting | Nil | Nil | |
| Poll | Nil | Nil | |
| Total | | | Nil |

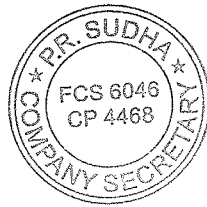


In terms of Rule 20 of the Rules, the register and all other papers and relevant records relating to e-voting and poll will be handed over to Mr.S.Sridharan, Company Secretary, for safe keeping after the Chairman approves the Minutes of the AGM.

Thanking You,

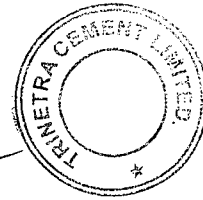
Yours Faithfully,

PR Sudha



P R Sudha
Practicing Company Secretary
FCS: 6046 CP No: 4468

N. Srinivasan



N.SRINIVASAN
CHAIRMAN
TRINETRA CEMENT LIMITED