



LIVE THE FUTURE

FEDDERS LLOYD CORPORATION LTD.

159, Okhla Industrial Estate, Phase - III, New Delhi-110 020 (INDIA)

Phone : +91-11-40627200, 40627300 Fax : +91-11-41609909

CIN : L29299UP1957PLC021118

Results of the 58th Annual General Meeting of Fedders Lloyd Corporation Limited

Details under clause 35A of the Listing Agreement executed with the Stock Exchanges in respect of 58th Annual General Meeting("AGM")of the Company vide AGM Notice dated August 27, 2014

S. No.	Particulars	Details
1.	Date of AGM	October 30, 2014
2.	Total number of shareholders as on record date i.e. September 19, 2014	20433
3.	No. of Shareholders present in the meeting either in person or through proxy	
	➤ Promoters and Promoter Group	10
	➤ Public	49

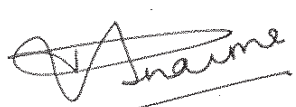

Agenda Wise

The mode of voting for all resolutions were through e-voting and poll conducted at the AGM.

Resolution No. 1- Ordinary Resolution

To consider and adopt the audited financial statements of the Company for the year ended June 30, 2014, including the audited Balance Sheet as at June 30, 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 together with the audited consolidated financial statements of the Company for the year ended June 30, 2014.

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
Promoter and Promoter Group	14441582	14408682	99.77%	14408682	0	100%	0
Public- Institutional holders	2	0	-	-	-	-	-
Public- Others	16328116	7192346	44.04%	7192346	0	100%	0
Total	30769700	21601028	70.20%	21601028	0	100%	0

Resolution No. 2- Ordinary Resolution

To declare dividend of Re. 1 per equity share (10%) for the year ended on June 30, 2014.

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
Promoter and Promoter Group	14441582	14408682	99.77%	14408682	0	100%	0
Public- Institutional holders	2	0	-	-	-	-	-
Public- Others	16328116	7192346	44.04%	7192346	0	100%	0
Total	30769700	21601028	70.20%	21601028	0	100%	0

Resolution No. 3- Ordinary Resolution

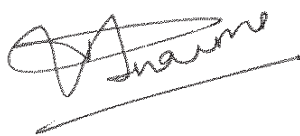
To appoint a director in place of Mr. Sham Sunder Dhawan (DIN: 00528056), who retires by rotation, and being eligible, seeks re-appointment.

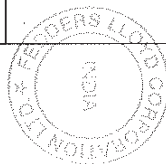
Promoter/ Public	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of votes- In favour	No. of votes- Against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	14441582	14408682	99.77%	14408682	0	100%	0
Public- Institutional holders	2	0	-	-	-	-	-
Public- Others	16328116	7192346	44.04%	7192346	0	100%	0
Total	30769700	21601028	70.20%	21601028	0	100%	0

Resolution No. 4- Ordinary Resolution

To re-appoint Statutory Auditors of the Company to hold office from the conclusion of this AGM until the conclusion of the third consecutive AGM held after this AGM and to fix their remuneration.

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
Promoter and Promoter Group	14441582	14408682	99.77%	14408682	0	100%	0
Public- Institutional holders	2	0	-	-	-	-	-





Public-Others	16328116	7071102	43.30%	7071102	0	100%	0
Total	30769700	21479784	69.80%	21479784	0	100%	0

Resolution No. 5- Ordinary Resolution

Ratification of remuneration of Cost Auditors.

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
Promoter and Promoter Group	14441582	14408682	99.77%	14408682	0	100%	0
Public- Institutional holders	2	0	-	-	-	-	-
Public- Others	16328116	7071102	43.31%	7071022	80	99.99%	0.001%
Total	30769700	21479784	69.80%	21479704	80	99.99%	0.001%

Resolution No. 6- Ordinary Resolution

Appointment of Mr. Arun Kumar Joshi as an Independent Director.

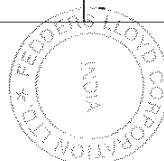
Promoter/ Public	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of votes- In favour	No. of votes- Against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	14441582	14408682	99.77%	14408682	0	100%	0
Public- Institutional holders	2	0	-	-	-	-	-
Public- Others	16328116	7192346	44.04%	7192346	0	100%	0
Total	30769700	21601028	70.20%	21601028	0	100%	0

Resolution No. 7- Ordinary Resolution

Appointment of Mrs. Bindu Dogra as an Independent Director.

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
Promoter and Promoter Group	14441582	14408682	99.77%	14408682	0	100%	0
Public-	2	0	-	-	-	-	-

Arun Kumar Joshi



Institutional holders							
Public-Others	16328116	7192346	44.04%	7192346	5116	100%	0
Total	30769700	21601028	70.20%	21601028	5116	100%	0

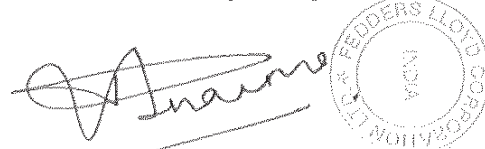
Resolution No. 8- Ordinary Resolution

Appointment of Mrs. Ritushri Sharma as an Independent Director.

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
Promoter and Promoter Group	14441582	14408682	99.77%	14408682	0	100%	0
Public- Institutional holders	2	0	-	-	-	-	-
Public- Others	16328116	7192346	44.04%	7192346	0	100%	0
Total	30769700	21601028	70.20%	21601028	0	100%	0

Result: As per the above details, all the resolutions set out in the Notice of the 58th AGM dated August 27, 2014 (Resolutions No. 1 to 8) have been duly passed by the members of the Company as Ordinary Resolutions.

For Fedders Lloyd Corporation Limited



Purnima Sharma
Company Secretary
(ICSI Membership No. F7706)

Place: New Delhi
Date: October 31, 2014

FEDDERS LLOYD CORPORATION LIMITED

58th Annual General Meeting -30.10.2014

Consolidated Results of E-Voting & Poll at the AGM on item No. 1-Ordinary Resolution

Adoption of financial statements:

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	30	25	55	330	21600698	21601028	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	30	25	55	330	21600698	21601028	100.00%

Accordingly, out of 21601028, 1 Votes and Poll Polled; 21601028 Votes were cast **ASSENTING** to the ordinary Resolution constituting 100.00% of the votes polled; 0 Votes were cast **DISSENTING** to the ordinary Resolution constituting 0.00% of the votes polled on the Ordinary Resolution.

Thus, accordingly Ordinary Resolution as contained in Item No. 1 passed with requisite majority.



Sanjay Chugh
 Company Secretary in Practice
 (Scrutinizer)
 C.P. 3073
 Place: Delhi
 Date: October 31, 2014

FEDDERS LLOYD CORPORATION LIMITED

58th Annual General Meeting -30.10.2014

Consolidated Results of E-Voting & Poll at the AGM on item No. 2-Ordinary Resolution

Declaration of dividend:

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	30	25	55	330	21600698	21601028	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	30	25	55	330	21600698	21601028	100.00%

Accordingly, out of 21601028, 1 votes and Poll Polled; 21601028 Votes were cast **ASSENTING** to the ordinary Resolution constituting 100.00% of the votes polled; 0 Votes were cast **DISSENTING** to the ordinary Resolution constituting 0.00% of the votes polled on the Ordinary Resolution.

Thus, accordingly Ordinary Resolution as contained in Item No. 2 passed with requisite majority.




Sanjay Chugh
 Company Secretary in Practice
 (Scrutinizer)
 C.P. 3073
 Place: Delhi
 Date: October 31, 2014

FEDDERS LLOYD CORPORATION LIMITED

58th Annual General Meeting -30.10.2014

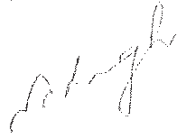
Consolidated Results of E-Voting & Poll at the AGM on item No. 3-Ordinary Resolution

Appointment of Director on retirement by rotation;

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	30	25	55	330	21600698	21601028	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	30	25	55	330	21600698	21601028	100.00%

Accordingly, out of 21601028, 1 Votes and Poll Polled: 21601028 Votes were cast ASSENTING to the ordinary Resolution constituting 100.00% of the votes polled; 0 Votes were cast DISSENTING to the ordinary Resolution constituting 0.00% of the votes polled on the Ordinary Resolution.

Thus, accordingly Ordinary Resolution as contained in Item No. 3 passed with requisite majority.




Sanjay Chugh
 Company Secretary in Practice
 (Scrutinizer)
 C.P. 3073
 Place: Delhi
 Date: October 31, 2014

FEDDERS LLOYD CORPORATION LIMITED

58th Annual General Meeting -30.10.2014

Consolidated Results of E-Voting & Poll at the AGM on item No. 4-Ordinary Resolution

Appointment of Auditors:

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	30	24	54	330	21479454	21479784	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	30	24	54	330	21479454	21479784	100.00%

Accordingly, out of 21479784, E- Votes and Poll Polled; 21479784 Votes were cast ASSENTING to the ordinary Resolution constituting 100.00% of the votes polled; 0 Votes were cast DISSENTING to the ordinary Resolution constituting 0.00% of the votes polled on the Ordinary Resolution.

Thus, accordingly Ordinary Resolution as contained in Item No. 4 passed unanimously.

Sanjay Chugh
Company Secretary in Practice
(Scrutinizer)
C.P. 3073
Place: Delhi
Date: October 31, 2014

FEDDERS LLOYD CORPORATION LIMITED

58th Annual General Meeting -30.10.2014

Consolidated Results of E-Voting & Poll at the AGM on item No. 5- Ordinary Resolution

Ratification of remuneration of Cost Auditors:

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	30	23	53	330	21479374	21479704	100.00%
Dissent	0	1	1	0	80	80	0.00%
Total	30	24	54	330	21479454	21479784	100.00%

Accordingly, out of 21479784, E-Votes and Poll Polled; 21479704 Votes were cast ASSENTING to the ordinary Resolution constituting 100.00% of the votes polled; 80 Votes were cast DISSSENTING to the ordinary Resolution constituting 0.00% of the votes polled on the Ordinary Resolution.

Thus, accordingly Ordinary Resolution as contained in Item No. 5 passed with requisite majority.




Sanjay Chugh
 Company Secretary in Practice
 (Scrutinizer)
 C.P. 3073
 Place: Delhi
 Date: October 31, 2014

FEDDERS LLOYD CORPORATION LIMITED

58th Annual General Meeting -30.10.2014

Consolidated Results of E-Voting & Poll at the AGM on Item No. 6-Ordinary Resolution

Appointment of Mr. Arun Kumar Joshi as an Independent Director

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	30	25	55	330	21600698	21601028	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	30	25	55	330	21600698	21601028	100.00%

Accordingly, out of 21601028 E-Votes and Poll Polled: 21601028 Votes were cast ASSENTING to the ordinary Resolution constituting 100.00% of the votes polled; 0 Votes were cast DISSENTING to the ordinary Resolution constituting 0.00% of the votes polled on the Ordinary Resolution.

Thus, accordingly Ordinary Resolution as contained in Item No. 6 passed with requisite majority.




Sanjay Chugh
 Company Secretary in Practice
 (Scrutinizer)
 C.P. 3073
 Place: Delhi
 Date: October 31, 2014

FEDDERS LLOYD CORPORATION LIMITED

58th Annual General Meeting -30.10.2014

Consolidated Results of E-Voting & Poll at the AGM on item No. 7-Ordinary Resolution

Appointment of Mrs. Bindu Dogra as an Independent Director

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	30	25	55	330	21600698	21601028	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	30	25	55	330	21600698	21601028	100.00%

Accordingly, out of 21601028, E-Votes and Poll Polled; 21601028 Votes were cast ASSINTING to the ordinary Resolution constituting 100.00% of the votes polled; 0 Votes were cast DISSENTING to the ordinary Resolution constituting 0.00% of the votes polled on the Ordinary Resolution.

Thus, accordingly Ordinary Resolution as contained in Item No. 7 passed with requisite majority.



Sanjay Chugh
 Company Secretary in Practice
 (Scrutinizer)
 C.P. 3073
 Place: Delhi
 Date: October 31, 2014

FEDDERS LLOYD CORPORATION LIMITED

58th Annual General Meeting -30.10.2014

Consolidated Results of E-Voting & Poll at the AGM on item No. 3-Ordinary Resolution

Appointment of Mrs. Ritushri Sharma as an Independent Director

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	30	25	55	330	21600698	21601028	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	30	25	55	330	21600698	21601028	100.00%

Accordingly, out of 21601028, 1 Votes and Poll Polled; 21601028 Votes were cast ASSENTING to the ordinary Resolution constituting 100.00% of the votes polled; 0 Votes were cast DISSENTING to the ordinary Resolution constituting 0.00% of the votes polled on the Ordinary Resolution.

Thus, accordingly Ordinary Resolution as contained in Item No. 3 passed with requisite majority.



Sanjay Chugh
 Company Secretary in Practice
 (Scrutinizer)
 C.P. 3073
 Place: Delhi
 Date: October 31, 2014