

**CARBORUNDUM UNIVERSAL LIMITED**

Parry House, 43, Moore Street, Chennai 600 001, India.  
Tel. : +91-44-42216789 Fax: +91-44-42216149 Grams : CUMI  
Email : cumigeneral@cumi.murugappa.com  
Website : www.cumi.murugappa.com

22.03.2011

The Secretary  
Madras Stock Exchange Ltd.  
Second Line Beach,  
Chennai 600 001

*Fax No.25244897*

**Stock Code: CRB**  
**By hand delivery**

Mr Bhushan Mokashi  
DCS - CRD  
Bombay Stock Exchange Ltd.  
1st Floor, New Trading Ring  
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Dalal Street, Fort  
Mumbai 400 001

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**Stock Code : 513375**  
**By Speed Post Ack. Due**

The Manager  
Listing Department  
National Stock Exchange of India Ltd.  
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**Stock Code : CARBORUNIV-EQ**  
**By Speed Post Ack. Due**

Dear Sirs,

**Sub: Postal Ballot Results**

The Board of Directors at their meeting held on 27<sup>th</sup> January 2011 approved conducting postal ballot for obtaining consent of the shareholders for alteration of Objects Clause of the Memorandum of Association of the Company and authorizing carrying on of the business relating to renewable energy, environment and water conservation, green technologies, etc. in all its forms and types and also those relating to kilns, ovens, furnaces, dryers and heating equipments etc. In this regard a postal ballot was conducted as per the requirements of Section 192 A of the Companies Act, 1956 for the purpose of obtaining the consent of Shareholders to the following resolution:-

Sl. No.	Type of Resolution	Purpose of Resolution
1.	Special Resolution	Alteration of Objects Clause of the Memorandum of Association of the Company and authorizing carrying on of the said businesses.



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The last date for receipt of postal ballot forms was Tuesday, the 17<sup>th</sup> March 2011. Mr R Sridharan of R Sridharan & Associates, Company Secretaries who was the scrutinizer for the postal ballot has submitted his report on the results of the postal ballot. The results are as follows:-

Sl. No.	Purpose of Resolution	FOR		AGAINST	
		No. of shares	% to total votes polled	No. of shares	% to total votes polled
1.	Alteration of Objects Clause of the Memorandum of Association of the Company and authorizing carrying on of the said businesses.	4,26,31,168	99.97	13,035	0.03

Since the resolution has been approved by the requisite majority of shareholders, the resolution is considered as **duly passed**.

**The certified true copy of the resolution is enclosed.**

Thanking you,

Yours faithfully,  
For Carborundum Universal Limited

  
S Dhanvanth Kumar  
Company Secretary

Encl:

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**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF CARBORUNDUM UNIVERSAL LIMITED HELD ON THURSDAY, THE 27<sup>TH</sup> JANUARY 2011 AT 11.55 A.M. AT WEST BOARD ROOM, V FLOOR 'DARE HOUSE ' NO.2 (OLD NO.234) N S C BOSE ROAD, CHENNAI 600 001.**

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**RESOLVED THAT** pursuant to the provisions of Section 17 and all other applicable provisions, if any, of the Companies Act, 1956, (including any amendment thereto or re-enactment thereof), consent of the members by way of a special resolution be obtained for amendment of the objects clause of the Memorandum of Association of the company by inserting the following as sub-clauses 2N and 2O:

"2N. To carry on in India or elsewhere in the world, (whether as principals, agents, contractors, lessors, consultants etc.) any business or businesses relating to or connected with renewable energy (in all its forms and types including solar thermal technology or solar photovoltaic), environment and water conservation and preservation (including dynamic living space technologies), green technologies, and to manufacture, design, buy, sell, import, export, develop, invent, improve, assemble, distribute, license, hire, lease, franchise and otherwise deal and be engaged in all kinds of products and things which are capable of being used for or in connection with environment and water conservation and preservation, green technologies, renewable energy technologies, solar energy businesses (including silicon and non silicon based solar power, mono and multi crystalline and thin film panels, photovoltaic wafers, cells, modules, systems, installations, concentrator type solar cells, modules and systems, diesel particulate filters, water conservation products) for industrial, domestic, agricultural, defense and any other application or purpose."

2O. To carry on business of manufacturers, designers, installers, dealers, importers, exporters, merchants, distributors and stockists of kilns, ovens, furnaces, dryers and heating equipments of all kinds and types and of all parts, accessories and components thereof."

**RESOLVED FURTHER THAT** the approval of the members of the Company be sought pursuant to the provisions of Section 149(2A) and other applicable provisions, if any, of the Companies Act, 1956, for commencing / carrying on the business activities mentioned in the above referred sub-clauses 2N and 2O of the Memorandum of Association, at such time or times as the Board may deem fit.


**RESOLVED FURTHER THAT** the draft of the postal ballot notice to be sent to the members as required under Section 192A of the Companies Act, 1956, submitted to this meeting, be and is hereby approved and Mr. M M Murugappan, Chairman and Mr. K Srinivasan, Managing Director be and are hereby severally authorised to make such changes as they may consider necessary and appropriate and Mr. M M Murugappan, Chairman, Mr. K Srinivasan, Managing Director and Mr. S Dhanvanth Kumar, Company Secretary, be and are hereby severally authorised to issue the notice to all the members.

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**RESOLVED FURTHER THAT** Mr. K Srinivasan, Managing Director and Mr. S Dhanvanth Kumar, Company Secretary be and are hereby vested with the responsibility of ensuring that the postal ballot process is conducted as per the Rules prescribed under Section 192A of the Companies Act, 1956 and also authorised to determine the last dates for receipt of the postal ballots, date of announcement of the results and all other connected matters.

**RESOLVED FURTHER THAT** Mr. R Sridharan of R Sridharan & Associates, Company Secretaries be and is hereby appointed as the Scrutinizer for the postal Ballot on a remuneration of Rs.25,000 (in addition to reimbursement of out-of-pocket expenses and service tax).

**/ Certified True Copy /  
For Carborundum Universal Limited**



**S Dhanvanth Kumar  
Company Secretary**