

# SUDAL

## INDUSTRIES LIMITED



Certified for ISO/TS 16949 : 2009 & ISO 9001 : 2008, SA 8000 : 2008  
EMS ISO 14001 : 2004, BS OHSAS 18001 : 2007, EnMS 50001 : 2011  
Corporate Office: 26A Nariman Bhavan, 227 Nariman Point, Mumbai 400 021 (India) • Phone: 91-22-22023845, 61577100 - 119  
Fax: 91-22-22022893 • E-Mail: mumbai@sudal.co.in • www.sudal.co.in • CIN : L21541MH1979PLC021541

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26<sup>th</sup> July, 2016

To,  
The General Manager,  
Corporate Relationship Department,  
BSE Limited  
P.J. Towers, Dalal Street,  
Fort, Mumbai - 400 001

Scrip Code: 506003

**Sub: Voting Results of 37<sup>th</sup> AGM**

In continuation to our letter dated 25<sup>th</sup> July, 2016, please find enclosed the following:

1. Voting Results as required under Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated 25<sup>th</sup> July, 2016, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

Kindly take the above on your record.

Thanking You,

Yours Sincerely,

For SUDAL INDUSTRIES LIMITED

*Sudarshan S Chokhani*

Sudarshan S Chokhani  
Managing Director  
Din: 00243355



Regd. Office & Works - A5 MIDC, Ambad Industrial Area, Mumbai Nashik Highway, Nashik 422 010  
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Pune (Mob.): 92231 92804 • Vadodara Phone: 0265-2337462. (Mob.): 93766 14425 • Delhi (Mob.): 93136 23303

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### DECLARATION OF RESULTS

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 37<sup>th</sup> Annual General Meeting (AGM) of the Company was convened on 24<sup>th</sup> July, 2016 at Hotel Seven Heaven, Mumbai Agra Road, Opp. Mahindra House, Pathardi Phata, Nashik - 422 010 at 3.00 P.M to seek the approval of members of the Company on the resolutions contained in notice dated 14<sup>th</sup> May, 2016.



Further, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of Companies (Management & Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has provided facility to the members to vote electronically by remote e-voting and also by physical ballot on aforesaid resolutions and had appointed Mr. Jayesh Shah, Partner of M/s. Rathi & Associates, Practicing Company Secretaries, as the Scrutinizer to conduct the voting process in a fair and transparent manner.



The Scrutinizer has submitted his report on the e-voting and the physical ballot, a copy of which is attached hereto. The summary of the voting results is as under:



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**Resolution Required : (Ordinary)**  
**Whether promoter/ promoter group are interested in the agenda/resolution?**

**1 - Adoption of Audited Balance Sheet as at 31<sup>st</sup> March, 2016, the Statement of Profit and Loss and Cash Flow for the year ended on that date and the Report of the Board of Directors and the Auditors thereon.**

| Category                    | Mode of Voting | No. of shares held | No                  |   |                          |                        |                                      |                                    |
|-----------------------------|----------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                             |                |                    | 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 | E-Voting       | 4643000            | 4643000             | 100.0000                                | 4643000                  | 0                      | 100.0000                             | 0.0000                             |
|                             | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                             | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                             | <b>Total</b>   |                    | <b>4643000</b>      | <b>100.0000</b>                         | <b>4643000</b>           | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions         | E-Voting       | 50                 | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                             | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                             | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                             | <b>Total</b>   |                    | <b>0</b>            | <b>0.0000</b>                           | <b>0</b>                 | <b>0</b>               | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public Non Institutions     | E-Voting       | 2724768            | 17029               | 0.6250                                  | 50                       | 16979                  | 0.2936                               | 99.7064                            |
|                             | Poll           |                    | 1629                | 0.0598                                  | 1629                     | 0                      | 100.0000                             | 0.0000                             |
|                             | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                             | <b>Total</b>   |                    | <b>18658</b>        | <b>0.6848</b>                           | <b>1679</b>              | <b>16979</b>           | <b>8.9988</b>                        | <b>91.0012</b>                     |
| <b>Total</b>                |                | <b>7367818</b>     | <b>4661658</b>      | <b>63.2705</b>                          | <b>4644679</b>           | <b>16979</b>           | <b>99.6358</b>                       | <b>0.3642</b>                      |



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| Resolution Required : (Ordinary)  |                |                    | 2 - Re-appointment of Shri. Shyantanu Chokhani (DIN 02444142), as a Director of the Company |   |                          |                        |                                      |                                    |
|---|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                |                    | To the extent of their holding.   |   |                          |                        |                                      |                                    |
| Category  | Mode of Voting | 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   | E-Voting       | 4643000            | 4643000   | 100.0000                                | 4643000                  | 0                      | 100.0000                             | 0.0000                             |
|   | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>4643000</b>  | <b>100.0000</b>                         | <b>4643000</b>           | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions   | E-Voting       | 50                 | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>0</b>  | <b>0.0000</b>                           | <b>0</b>                 | <b>0</b>               | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public Non Institutions   | E-Voting       | 2724768            | 17029   | 0.6250                                  | 50                       | 16979                  | 0.2935                               | 99.7064                            |
|   | Poll           |                    | 1629  | 0.0598                                  | 1629                     | 0                      | 100.0000                             | 0.0000                             |
|   | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>18658</b>  | <b>0.6848</b>                           | <b>1679</b>              | <b>16979</b>           | <b>8.9988</b>                        | <b>91.0012</b>                     |
| <b>Total</b>  |                | <b>7367818</b>     | <b>4661658</b>  | <b>63.2705</b>                          | <b>4644679</b>           | <b>16979</b>           | <b>99.6358</b>                       | <b>0.3642</b>                      |



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| Resolution Required : (Ordinary)  |                |                    | 3 - Ratification of Appointment of Statutory Auditors |   |                          |                        |                                      |                                    |
|---|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                |                    | No  |   |                          |                        |                                      |                                    |
| Category  | Mode of Voting | 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   | E-Voting       | 4643000            | 4643000   | 100.0000                                | 4643000                  | 0                      | 100.0000                             | 0.0000                             |
|   | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>4643000</b>  | <b>100.0000</b>                         | <b>4643000</b>           | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions   | E-Voting       | 50                 | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>0</b>  | <b>0.0000</b>                           | <b>0</b>                 | <b>0</b>               | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public Non Institutions   | E-Voting       | 2724768            | 17029   | 0.6250                                  | 50                       | 16979                  | 0.2936                               | 99.7064                            |
|   | Poll           |                    | 1629  | 0.0598                                  | 1629                     | 0                      | 100.0000                             | 0.0000                             |
|   | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>18658</b>  | <b>0.6848</b>                           | <b>1679</b>              | <b>16979</b>           | <b>8.9988</b>                        | <b>91.0012</b>                     |
| <b>Total</b>  |                | <b>7367818</b>     | <b>4661658</b>  | <b>63.2705</b>                          | <b>4644679</b>           | <b>16979</b>           | <b>99.6358</b>                       | <b>0.3642</b>                      |



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| Resolution Required : (Ordinary)  |                |                    | 4 - Appointment of Ms. Vedika Gupta (DIN 07344836) as an Independent Director of the Company |   |                          |                        |                                      |                                    |
|---|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                |                    | No   |   |                          |                        |                                      |                                    |
| Category  | Mode of Voting | 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   | E-Voting       | 4643000            | 4643000  | 100.0000                                | 4643000                  | 0                      | 100.0000                             | 0.0000                             |
|   | Poll           |                    | 0  | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0  | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>4643000</b>   | <b>100.0000</b>                         | <b>4643000</b>           | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions   | E-Voting       | 50                 | 0  | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Poll           |                    | 0  | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0  | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>0</b>   | <b>0.0000</b>                           | <b>0</b>                 | <b>0</b>               | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public Non Institutions   | E-Voting       | 2724768            | 17029  | 0.6250                                  | 50                       | 16979                  | 0.2936                               | 99.7064                            |
|   | Poll           |                    | 1629   | 0.0598                                  | 1629                     | 0                      | 100.0000                             | 0.0000                             |
|   | Postal Ballot  |                    | 0  | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>18658</b>   | <b>0.6848</b>                           | <b>1679</b>              | <b>16979</b>           | <b>8.9988</b>                        | <b>91.0012</b>                     |
| <b>Total</b>  |                | <b>7367818</b>     | <b>4661658</b>   | <b>63.2705</b>                          | <b>4644679</b>           | <b>16979</b>           | <b>99.6358</b>                       | <b>0.3642</b>                      |



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| Resolution Required : (Ordinary)  |                |                    | 5 - Ratification of Remuneration of Cost Auditors |   |                          |                        |                                      |                                    |
|---|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                |                    | No  |   |                          |                        |                                      |                                    |
| Category  | Mode of Voting | 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   | E-Voting       | 4643000            | 4643000   | 100.0000                                | 4643000                  | 0                      | 100.0000                             | 0.0000                             |
|   | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>4643000</b>                                    | <b>100.0000</b>                         | <b>4643000</b>           | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public Institutions   | E-Voting       | 50                 | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Poll           |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>0</b>  | <b>0.0000</b>                           | <b>0</b>                 | <b>0</b>               | <b>0.0000</b>                        | <b>0.0000</b>                      |
| Public Non Institutions   | E-Voting       | 2724768            | 17029   | 0.6250                                  | 50                       | 16979                  | 0.2936                               | 99.7064                            |
|   | Poll           |                    | 1629  | 0.0598                                  | 1629                     | 0                      | 100.0000                             | 0.0000                             |
|   | Postal Ballot  |                    | 0   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|   | <b>Total</b>   |                    | <b>18658</b>                                      | <b>0.6848</b>                           | <b>1679</b>              | <b>16979</b>           | <b>8.9988</b>                        | <b>91.0012</b>                     |
| <b>Total</b>  |                | <b>7367818</b>     | <b>4661658</b>                                    | <b>63.2705</b>                          | <b>4644679</b>           | <b>16979</b>           | <b>99.6358</b>                       | <b>0.3642</b>                      |

Accordingly, I, Sudarshan S. Chokhani, Chairman for the AGM & Managing Director of Sudal Industries Limited, declare that all the 5 (Five) resolutions, as set out in the Notice of the 37<sup>th</sup> Annual General Meeting (AGM) of the Company, have been approved with requisite majority by the Members of the Company.

Kindly take the above on record

For Sudal Industries Limited

*Sudarshan S. Chokhani*  
 Sudarshan S. Chokhani  
 Managing Director  
 Din: 00243355



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# Rathi & Associates

## COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.  
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

25<sup>th</sup> July, 2016

The Chairman

SUDAL INDUSTRIES LIMITED

A - 5, MIDC, Ambad Industrial Area,  
Mumbai Nashik Highway,  
Nashik - 422 010

Dear Sir,

**Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballot process conducted at the 37<sup>th</sup> Annual General Meeting of the Members of Sudal Industries Limited held on 24<sup>th</sup> July, 2016:**

Sudal Industries Limited ("the Company") vide resolution of its Board of Directors dated May 14, 2016, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballot on the resolutions contained in the Notice dated 14<sup>th</sup> May, 2016, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical ballot voting on the resolutions contained in the aforesaid Notice of the 37<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through ballot as provided by Link Intime (India) Private Limited, the agencies engaged by the Company to provide remote e-voting facilities at the AGM.





As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act was sent to the Members by permitted means (i.e. by courier or through e-mail), for seeking approval of members on following resolutions:

1. Resolution No. 1 as an Ordinary Resolution for adoption of Audited Balance Sheet as at 31<sup>st</sup> March, 2016 and the Statement of Profit & Loss and Cash flow for the financial year ended on that date together with the Report of the Directors' and Auditors' thereon.
2. Resolution No. 2 as an Ordinary Resolution for appointment of Mr. Shyantanu Chokhani (DIN 02444142) as Director of the Company, who retired by rotation and being eligible, offered himself for re-appointment.
3. Resolution No. 3 as an Ordinary Resolution for appointment of M/s. Lodha & Co., Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the Thirty Eighth Annual General Meeting and to fix their remuneration.
4. Resolution No. 4 as an Ordinary Resolution for appointment of Miss. Vedika Gupta (DIN 07344836), as an Independent Director to hold office upto July 23, 2021.
5. Resolution No. 5 as an Ordinary Resolution for payment of remuneration of Rs. 60,000/- (Rupees Sixty Thousand Only) to Shri Hemant V Shah, Cost Accountants (Membership No. M/7839), Cost Auditors of the Company for the financial year ending 31<sup>st</sup> March, 2017.

The Company provided the remote e-voting facility offered by CDSL to cast votes on aforesaid resolutions by the members of the Company. The Company had also made available the physical ballots at the 37<sup>th</sup> AGM to enable the members to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to shareholders of the Company to exercise their voting rights from 09.00 a.m. of Thursday, 21<sup>st</sup> July, 2016 upto 5.00 p.m. of Saturday, 23<sup>rd</sup> July, 2016. Accordingly, e-votes casted upto 5.00 p.m. of 23<sup>rd</sup> July, 2016 have been considered for my scrutiny. The facility of voting at the Annual General Meeting through physical ballot has also been considered for the scrutiny.

After the conclusion of the 37<sup>th</sup> Annual General Meeting, first the voting conducted through physical ballot at the meeting, and thereafter through remote e-voting had been unblocked in the presence of two witnesses not in employment of the Company, namely Mr. Rajendra Desai and Mr. Ashok Shah. A summary of the votes cast by shareholders through remote e-voting



and physical ballots at the 37<sup>th</sup> Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.

The results of the voting by members through remote e-voting and physical ballots at the 37<sup>th</sup> Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Company.

Thanking you,

Yours sincerely,

For **RATHI & ASSOCIATES**  
**COMPANY SECRETARIES**



**JAYESH M. SHAH**  
**PARTNER**  
**FCS NO. 5637**  
**COP NO. 2535**

## ANNEXURE

The summary of the votes cast through Physical Ballot and through remote e-voting confirmations received for each of the resolutions is given below:

**For Resolution 1:** As an Ordinary Resolution for adoption of Audited Balance Sheet as at 31<sup>st</sup> March, 2016 and the Statement of Profit & Loss and Cashflow for the financial year ended on that date together with the Report of the Directors' and Auditors' thereon.

| Sr. No. | Particulars  | Resolution 1                     |                     |
|---------|--|----------------------------------|---------------------|
|         |  | No. of Ballots / Remote E-Voting | No. of Shares voted |
| a.      | Votes cast through physical ballot   | 39                               | 1,629               |
| b.      | Remote e-voting confirmations received                                       | 9                                | 4,660,029           |
|         | <b>Total</b>   | <b>48</b>                        | <b>4,661,658</b>    |
| c.      | Less: Invalid Ballot / Remote e-voting confirmations                         | -                                | -                   |
| d.      | <b>Net Valid Physical Ballot Forms / Remote e-Voting</b>                     | <b>48</b>                        | <b>4,661,658</b>    |
|         | (i) Physical Ballot Forms / Remote e-voting with assent for the Resolution   | 46                               | 4,644,679           |
|         | <b>% of Assent</b>   |                                  | <b>99.64%</b>       |
|         | (ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution | 2                                | 16,979              |
|         | <b>% of Dissent</b>  |                                  | <b>0.36%</b>        |



**For Resolution 2:** As an Ordinary Resolution for appointment of Mr. Shyantanu Chokhani (DIN 02444142) as Director of the Company, who retired by rotation and being eligible, offered himself for re-appointment.

| Sr. No. | Particulars  | Resolution 2                     |                     |
|---------|--|----------------------------------|---------------------|
|         |  | No. of Ballots / Remote E-Voting | No. of Shares voted |
| a.      | Votes cast through physical ballot   | 39                               | 1,629               |
| b.      | Remote e-voting confirmations received                                       | 9                                | 4,660,029           |
|         | <b>Total</b>   | <b>48</b>                        | <b>4,661,658</b>    |
| c.      | Less: Invalid Ballot / Remote e-voting confirmations                         | -                                | -                   |
| d.      | <b>Net Valid Physical Ballot Forms / Remote e-Voting</b>                     | <b>48</b>                        | <b>4,661,658</b>    |
|         | (i) Physical Ballot Forms / Remote e-voting with assent for the Resolution   | 46                               | 4,644,679           |
|         | <b>% of Assent</b>   |                                  | <b>99.64%</b>       |
|         | (ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution | 2                                | 16,979              |
|         | <b>% of Dissent</b>  |                                  | <b>0.36%</b>        |



**For Resolution 3:** As an Ordinary Resolution for appointment of M/s. Lodha & Co., Chartered Accountants, (Firm Registration No. 301051E) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the Thirty Eighth Annual General Meeting and to fix their remuneration.

| Sr. No. | Particulars  | Resolution 3                     |                     |
|---------|--|----------------------------------|---------------------|
|         |  | No. of Ballots / Remote E-Voting | No. of Shares voted |
| a.      | Votes cast through physical ballot   | 39                               | 1,629               |
| b.      | Remote e-voting confirmations received                                       | 9                                | 4,660,029           |
|         | <b>Total</b>   | <b>48</b>                        | <b>4,661,658</b>    |
| c.      | Less: Invalid Ballot / Remote e-voting confirmations                         | -                                | -                   |
| d.      | <b>Net Valid Physical Ballot Forms / Remote e-Voting</b>                     | <b>48</b>                        | <b>4,661,658</b>    |
|         | (i) Physical Ballot Forms / Remote e-voting with assent for the Resolution   | 46                               | 4,644,679           |
|         | <b>% of Assent</b>   |                                  | <b>99.64%</b>       |
|         | (ii) Physical Ballot Forms / Remote e-voting with dissent for the Resolution | 2                                | 16,979              |
|         | <b>% of Dissent</b>  |                                  | <b>0.36%</b>        |



**For Resolution 4:** As an Ordinary Resolution for appointment of Ms. Vedika Gupta (DIN 07344836), as an Independent Director to hold office upto July 23, 2021.

| Sr. No. | Particulars   | Resolution 4                     |                     |
|---------|---|----------------------------------|---------------------|
|         |   | No. of Ballots / Remote E-Voting | No. of Shares voted |
| a.      | Votes cast through physical ballot                                      | 39                               | 1,629               |
| b.      | Remote e-voting confirmations received                                  | 9                                | 4,660,029           |
|         | <b>Total</b>  | <b>48</b>                        | <b>4,661,658</b>    |
| c.      | Less: Invalid Ballot / Remote e-voting confirmations                    | -                                | -                   |
| d.      | <b>Net Valid Physical Ballot Forms / Remote e-Voting</b>                | <b>48</b>                        | <b>4,661,658</b>    |
| (i)     | Physical Ballot Forms / Remote e-voting with assent for the Resolution  | 46                               | 4,644,679           |
|         | <b>% of Assent</b>  |                                  | <b>99.64%</b>       |
| (ii)    | Physical Ballot Forms / Remote e-voting with dissent for the Resolution | 2                                | 16,979              |
|         | <b>% of Dissent</b>   |                                  | <b>0.36%</b>        |



**For Resolution 5:** As an Ordinary Resolution for payment of remuneration of Rs. 60,000/- (Rupees Sixty Thousand Only) to Shri Hemant V Shah, Cost Accountants (Membership No. M/7839), Cost Auditors of the Company for the financial year ending 31<sup>st</sup> March, 2017.

| Sr. No. | Particulars   | Resolution 5                     |                     |
|---------|---|----------------------------------|---------------------|
|         |   | No. of Ballots / Remote E-Voting | No. of Shares voted |
| a.      | Votes cast through physical ballot                                      | 39                               | 1,629               |
| b.      | Remote e-voting confirmations received                                  | 9                                | 4,660,029           |
|         | <b>Total</b>  | <b>48</b>                        | <b>4,661,658</b>    |
| c.      | Less: Invalid Ballot / Remote e-voting confirmations                    | -                                | -                   |
| d.      | <b>Net Valid Physical Ballot Forms / Remote e-Voting</b>                | <b>48</b>                        | <b>4,661,658</b>    |
| (i)     | Physical Ballot Forms / Remote e-voting with assent for the Resolution  | 46                               | 4,644,679           |
|         | <b>% of Assent</b>  |                                  | <b>99.64%</b>       |
| (ii)    | Physical Ballot Forms / Remote e-voting with dissent for the Resolution | 2                                | 16,979              |
|         | <b>% of Dissent</b>   |                                  | <b>0.36%</b>        |

