

September 29, 2015

To,  
Corporate Services Department,  
**The BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400 001.

**Ref: Scrip Code/Name: 531358**

**Sub: Voting Results of Annual General Meeting (Clause 35A) and Scrutinizer's Report.**

**Dear Sir/ Madam,**

In accordance with the Clause 35A of the listing agreement, please find enclosed herewith the Voting Results of 22<sup>nd</sup> Annual General Meeting of the Company held on Saturday, September 26, 2015 along with Scrutinizer's Report as per Clause 35A of the Listing Agreement for your information and records.

Other details regarding the attendance at the Annual General Meeting are provided below:

Name: Choice International Limited

SNO	Description			
A	Date of Annual General Meeting			Sept 26, 2015
B	Total Number of Shareholders			2290
C	No. of Shareholders Present in the meeting either in person or through Proxy			65
	Shareholders	Present in person	Present through Proxy	Total
	Promoter and Promoter Group	3	-	3
	Public	62	-	62
	Total	65	-	65
D	No. of shareholders attended the meeting through Video:			
	Promoters and Promoter Group: Not Applicable			
	Public: Not Applicable			

Thanking You,

Yours Truly,

For Choice International Limited



(Mahavir Toshniwal)

Company Secretary & Compliance Officer



## Choice International Limited

## CHOICE INTERNATIONAL LIMITED

### Listing Agreement – Clause 35A Report

**Resolution 1: Ordinary Resolution**

**To Consider and adopt the audited Balance Sheet as at March 31, 2015, the Statement of Profit and Loss Account for the year ended on that date and the reports of the Directors and Auditors thereon.**

Promoter/public	No.of shares held (1)	No.of votes polled (2)	%of votes polled on outstanding shares (3)=(2)/(1) 100	No.of votes –in favour (4)	No.o f votes – against (5)	%of votes in favour on votes polled (6)=(4)/(2) 100	%of votes in against on votes polled (7)=(5)/(2) 100
Promoter and promoter group	4686527	3236527	69.06	3236527	NIL	100	NIL
Public institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-others	5318273	769863	14.47	769863	NIL	100	NIL
<b>TOTAL</b>	<b>10004800</b>	<b>4006390</b>	<b>40.04</b>	<b>4006390</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 2: Ordinary Resolution**

**To declare and sanction the payment of final dividend of 10% i.e. Re. 1/- per share on equity shares of the Company for the Financial Year 2014-15.**

Promoter/public	No.of shares held (1)	No.of votes polled (2)	%of votes polled on outstanding shares (3)=(2)/(1) 100	No.of votes –in favour (4)	No.o f votes – against (5)	%of votes in favour on votes polled (6)=(4)/(2) 100	%of votes in against on votes polled (7)=(5)/(2) 100
Promoter and promoter group	4686527	3236527	69.06	3236527	NIL	100	NIL
Public institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-others	5318273	769863	14.47	769863	NIL	100	NIL
<b>TOTAL</b>	<b>10004800</b>	<b>4006390</b>	<b>40.04</b>	<b>4006390</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>



**Resolution 3: Ordinary Resolution**

**To appoint a Director in place of Mr. Ajay Kejriwal (DIN 03051841) who retires by rotation and, being eligible, offers himself for re-appointment.**

Promoter/public	No.of shares held (1)	No.of votes polled (2)	%of votes polled on outstanding shares (3)=(2)/(1) 100	No.of votes –in favour (4)	No.of votes – against (5)	%of votes in favour on votes polled (6)=(4)/(2) 100	%of votes in against on votes polled (7)=(5)/(2) 100
Promoter and promoter group	4686527	3236527	69.06	3236527	NIL	100	NIL
Public institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-others	5318273	769863	14.47	769863	NIL	100	NIL
TOTAL	10004800	4006390	40.04	4006390	NIL	100	NIL

**Resolution 4: Ordinary Resolution**

**Appointment of Auditors**

Promoter/public	No.of shares held (1)	No.of votes polled (2)	%of votes polled on outstanding shares (3)=(2)/(1) 100	No.of votes –in favour (4)	No.of votes – against (5)	%of votes in favour on votes polled (6)=(4)/(2) 100	%of votes in against on votes polled (7)=(5)/(2) 100
Promoter and promoter group	4686527	3236527	69.06	3236527	NIL	100	NIL
Public institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-others	5318273	769863	14.47	769863	NIL	100	NIL
TOTAL	10004800	4006390	40.04	4006390	NIL	100	NIL



**Resolution 5: Special Resolution**

**Issue of Non-convertible Debentures on a Private Placement basis**

Promoter/public	No.of shares held (1)	No.of votes polled (2)	%of votes polled on outstanding shares (3)=(2)/(1) 100	No.of votes –in favour (4)	No.of votes – against (5)	%of votes in favour on votes polled (6)=(4)/(2) 100	%of votes in against on votes polled (7)=(5)/(2) 100
Promoter and promoter group	4686527	3236527	69.06	3236527	NIL	100	NIL
Public institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-others	5318273	769863	14.47	769863	NIL	100	NIL
TOTAL	10004800	4006390	40.04	4006390	NIL	100	NIL

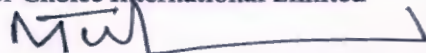
**Resolution 6: Special Resolution**

**Maintenance of the Register of Members and related books at a place other than the Registered Office of the Company**

Promoter/public	No.of shares held (1)	No.of votes polled (2)	%of votes polled on outstanding shares (3)=(2)/(1) 100	No.of votes –in favour (4)	No.of votes – against (5)	%of votes in favour on votes polled (6)=(4)/(2) 100	%of votes in against on votes polled (7)=(5)/(2) 100
Promoter and promoter group	4686527	3236527	69.06	3236527	NIL	100	NIL
Public institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-others	5318273	769863	14.47	769863	NIL	100	NIL
TOTAL	10004800	4006390	40.04	4006390	NIL	100	NIL

Note: All the aforesaid resolution were passed with requisite majority.

For Choice International Limited



(Mahavir Toshniwal)

Company Secretary & Compliance Officer



R M MIMANI & ASSOCIATES LLP  
COMPANY SECRETARIES

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**The Managing Director  
Choice International Limited**

Shree Shakambhari corporate park, 156 158,  
Chakravorty Ashok Society, J.B. Nagar,  
Andheri (E), Mumbai - 400099

Dear Sir,

**Sub: Result of E-voting & Poll**

This is with reference to our appointment to scrutinizing the e-voting and voting on poll at the 22<sup>nd</sup> Annual General Meeting of the Members of the Company held on September 26, 2015.

We are enclosing herewith the following;

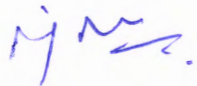
1. Report of the Scrutinizer on e-voting
2. Result of Poll results at the AGM
3. Consolidated Results of e-voting and Poll

Trust you will find the same in order. We will, however, be happy to answer your queries, if any, on the same.

Thanking you,

Yours faithfully,

**For R M Mimani & Associates LLP  
[Company Secretaries]**



**MANOJ MIMANI  
Partner  
ACS No. 17083  
CP No. 11601**



Dated: September 28, 2015  
Place: Mumbai  
Encl.; As above

**R M MIMANI & ASSOCIATES LLP**  
**COMPANY SECRETARIES**

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**I - Report on results of e-voting**

**Summary of e-voting Results**

EVSN Reference No.	150902033
Voting Start Date	September 22, 2015 at 9.00 A M
Voting End Date	September 25, 2015 at 5.00 P M

Item No. of the Agenda	Voted in favour		Voted against		Abstained	
	No. of folios voted	No. of votes	No. of folios voted	No. of votes	No. of folios voted	No. of votes
1	31	3,994,425	Nil	Nil	Nil	Nil
2	31	3,994,425	Nil	Nil	Nil	Nil
3	31	3,994,425	Nil	Nil	Nil	Nil
4	31	3,994,425	Nil	Nil	Nil	Nil
5	31	3,994,425	Nil	Nil	Nil	Nil
6	31	3,994,425	Nil	Nil	Nil	Nil

For R M Mimani & Associates LLP  
[Company Secretaries]



**MANOJ MIMANI**  
Partner  
ACS No. 17083  
CP No. 11601



Dated: September 28, 2015

Place: Mumbai

**R M MIMANI & ASSOCIATES LLP**  
**COMPANY SECRETARIES**

**II: Report of Scrutinizer on Poll**

**FORM No. MGT-13**

**Report of Scrutinizer(s)**

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

**The Managing Director**

**Choice International Limited**

Shree Shakambhari Corporate Park,  
156-158, Chakravorty Ashok Society, J.B. Nagar,  
Andheri (E), Mumbai - 400099

Ref.: **22<sup>nd</sup> Annual General Meeting of the Equity Shareholders of Choice International Limited held on September 26, 2015**

Dear Sir,

I, Manoj Mimani Partner of R M Mimani & Associates LLP (Company Secretaries), appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 22<sup>nd</sup> Annual General Meeting of the Shareholders of **Choice International Limited**, held on September 26, 2015 at 12.30 p.m. at Anchorage Hall, Hotel Suba International, 211, Chakala Sahar Road, Andheri (East), Mumbai-400099 and submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the Poll is as under:

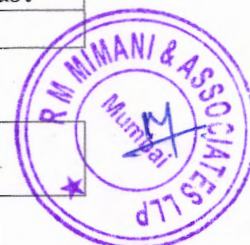
**(1) Adoption of the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
41	11965	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of
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		valid votes cast
Nil	Nil	Nil

(iii) **Invalid votes:**

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
03	Nil

**(2) Declaration of Dividend for the financial year ended on March 31, 2015**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
41	11965	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid votes:**

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
03	Nil

**(3) Appointment of Director in place of Mr. Ajay Kejriwal (DIN: 03051841), who retires by rotation and being eligible, offers himself for re-appointment**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
41	11965	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid votes:**

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
03	Nil

**(4) Appointment of Statutory auditor of the Company for 2015-16 and fix their remuneration.**





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(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
41	11965	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
03	Nil

**(5) Issue of Non-convertible Debentures on a Private Placement basis.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
41	11965	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
03	Nil

**(6) Maintenance of the Register of Members and related books at a place other than the Registered Office of the Company.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
41	11965	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil



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## COMPANY SECRETARIES

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(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
03	Nil

5. Soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is handed over to the Company Secretary of the Company.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company keeping in safe record.

For R M Mimani & Associates LLP  
[Company Secretaries]



**MANOJ MIMANI**

**Partner**

ACS No. 17083

CP No. 11601

Dated: September 28, 2015

Place: Mumbai



# R M MIMANI & ASSOCIATES LLP

## COMPANY SECRETARIES

### III - Report on consolidated results

Based on result of e-voting and Poll at the 22<sup>nd</sup> Annual General Meeting of the members of the **Choice International Limited** held on Saturday, September 26, 2015 at 12.30 p.m., Consolidated Results of each tem of the Agenda as set out in the notice of AGM dated August 11, 2015 is narrated here-in-below;

#### Item No.1

**Adoption of the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	3,994,425	11,965	4,006,390	100%
Dissent	Nil	Nil	Nil	
Total	3,994,425	11,965	4,006,390	

Accordingly, out of the total **4,006,390** valid votes cast via e-voting and poll, **4,006,390** votes were cast **assenting** to the ordinary resolution and **nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 1 of the notice dated August 11, 2015 is passed with **requisite majority**.

#### Item No.2

**Declaration of Dividend for the financial year ended on March 31, 2015**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	3,994,425	11,965	4,006,390	100%
Dissent	Nil	Nil	Nil	
Total	3,994,425	11,965	4,006,390	

Accordingly, out of the total **4,006,390** valid votes cast via e-voting and poll, **4,006,390** votes were cast **assenting** to the ordinary resolution and **nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 2 of the notice dated August 11, 2015 is passed with **requisite majority**.

#### Item No. 3

**Appointment of Director in place of Mr. Ajay Kejriwal (DIN: 03051841), who retires by rotation and being eligible, offers himself for re-appointment**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	



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**COMPANY SECRETARIES**

	e-votes	Poll	Total	
Assent	3,994,425	11,965	4,006,390	100%
Dissent	Nil	Nil	Nil	
Total	<b>3,994,425</b>	<b>11,965</b>	<b>4,006,390</b>	

Accordingly, out of the total **4,006,390** valid votes cast via e-voting and poll, **4,006,390** votes were cast **assenting** to the ordinary resolution and **nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 3 of the notice dated August 11, 2015 is passed with **requisite majority**.

**Item No. 4**

**Appointment of Statutory auditor of the Company for 2015-16 and fix their remuneration.**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	3,994,425	11,965	4,006,390	100%
Dissent	Nil	Nil	Nil	
Total	<b>3,994,425</b>	<b>11,965</b>	<b>4,006,390</b>	

Accordingly, out of the total **4,006,390** valid votes cast via e-voting and poll, **4,006,390** votes were cast **assenting** to the ordinary resolution and **nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 4 of the notice dated August 11, 2015 is passed with **requisite majority**

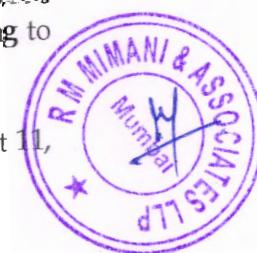
**Item No. 5**

**Issue of Non-convertible Debentures on a Private Placement basis**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	3,994,425	11,965	4,006,390	100%
Dissent	Nil	Nil	Nil	
Total	<b>3,994,425</b>	<b>11,965</b>	<b>4,006,390</b>	

Accordingly, out of the total **4,006,390** valid votes cast via e-voting and poll, **4,006,390** votes were cast **assenting** to the special resolution and **nil** votes were cast **dissenting** to the special resolution.

Thus, the special resolution as contained in item no. 5 of the notice dated August 11, 2015 is passed with **requisite majority**



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COMPANY SECRETARIES

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**Item No. 6**

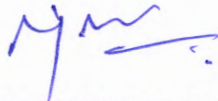
**Maintenance of the Register of Members and related books at a place other than the registered Office of the Company**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	3,994,425	11,965	4,006,390	100%
Dissent	Nil	Nil	Nil	
Total	3,994,425	11,965	4,006,390	

Accordingly, out of the total 4,006,390 valid votes cast via e-voting and poll, 4,006,390 votes were cast **assenting** to the special resolution and **nil** votes were cast **dissenting** to the special resolution.

Thus, the special resolution as contained in item no. 6 of the notice dated August 11, 2015 is passed with **requisite majority**

For R M Mimani & Associates LLP  
[Company Secretaries]



**MANOJ MIMANI**  
Partner  
ACS No. 17083  
CP No. 11601



Dated: September 28, 2015  
Place: Mumbai