

BY E-MAIL/SPEED POST/FAX

No.BS/109/AGM/2015

Dtd. 30.9.2015

The Listing Department, National Stock Exchange of India Ltd Exchange Plaza Bandra Kurla Complex Mumbai-400051	Department of Corporate Services Bombay Stock Exchanges Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai-400001
Symbol & Series: MMTC/EQ (Fax No:022- 26598237/8238/8347/8348)	Company Scrip Code:513377 (Fax No:022- 22723121/22722037/22722039)

**Sub: 52nd Annual General Meeting held on 29th September, 2015 -
Declaration of Results of E-voting and poll at AGM**

Sir,

The Shareholders of MMTC Ltd at the AGM held on 29th September 2015 while passing resolutions on the items of business notified for the AGM, inter alia, declared the Final Dividend @25% on the paid up equity capital of the company for the year ended 31.3.2015 after deduction of applicable tax at source, to those shareholders whose names appear on the company's Register of Members as on 29.9.2015 in respect of physical shares, and as at the close of business hours 18.9.2015 in respect of beneficial owners of the shares whose names appear in the statement of beneficial ownership furnished by NSDL and CDSL.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, the Company had provided electronic voting facility (e-voting) to the Members entitled to cast their vote at the Annual General Meeting. The e-Voting process was carried out by the Company from 10.00 a.m. on Thursday 24th September, 2015 to 5.00 p.m. on Monday 28th September, 2015 with cut-off date for determining shareholders, being 22nd September, 2015. The Company had also provided physical ballot voting for all the Resolutions at the AGM held on 29th September, 2015.

“हिन्दी में लिखे पत्रों का स्वागत है”

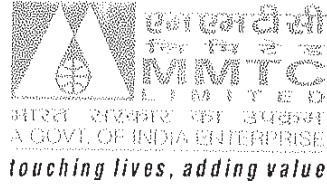
कोर-1, "स्कोप कॉम्प्लेक्स", 7 इंस्टीट्यूशनल एरिया, लोधी रोड, नई दिल्ली-110 003 भारत
Core-1, "SCOPE COMPLEX", 7 Institutional Area, Lodhi Road, New Delhi-110 003 INDIA

दूरभाष / Tel. : 011- 24362200

E-mail : mmtc@mmtclimited.com Website : www.mmtclimited.gov.in

PAN No. : AAACM1433E

CIN : L51909DL1963GO1004033



Mr. Pramod Prasad Agarwal(FCS 4955), Proprietor of P.P. Agarwal & Co., Company Secretaries who was appointed as a scrutinizer for e-voting as well as voting through ballot process at the AGM has submitted his Consolidated Report to the Chairman.

The consolidated voting results in terms of Clause 35A of the Listing Agreement and the consolidated Report of the Scrutinizer dated 30th September, 2015 are enclosed herewith.

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 52nd Annual General Meeting of the Company have been duly approved by the Shareholders with requisite majority. Please take the same on record.

Thanking you,

Yours faithfully
For MMTCL Limited,

(G. Anandanarayanan)
Asstt. Company Secretary

Encl: As above.

“हिन्दी में लिखे पत्रों का स्वागत है”

कोर-1, “स्कोप कॉम्प्लैक्स”, 7 इंस्टीट्यूशनल एरिया, लोधी रोड, नई दिल्ली-110 003 भारत
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MMTC LIMITED

52nd Annual General Meeting - Details of Voting Results under Clause 35A

Date of the AGM : 29/09/2015

Total number of shareholders on record date : 92216

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group	1
Public	4880
Total	4881

No. of Shareholders attended the meeting through Video Conferencing : N.A.

Mode of voting: In respect of all Items voting were made by following means:

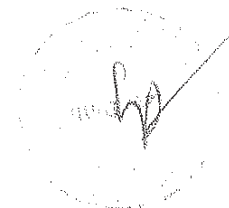
1. **E-voting:** From 10.00AM on Thursday 24th September 2015 to 5.00 P.M on Monday 28th September, 2015.
2. **Poll:** Conducted at the Meeting on 29th September, 2015

AGENDA-WISE

Resolution No.1: Ordinary Resolution

Adoption of Audited Financial Statements of the Company for the year ended 31st March, 2015, the Reports of the Board of Directors, Statutory Auditors Report and Comments of Comptroller and Auditor General of India and the Report of the Secretarial Auditors 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. of Votes against (5)	% of Votes in favour on votes polled (6)= {4}/(2);* 100	% of Votes against on votes polled (7)= {5}/(2);* 100
Promoter & Promoter Group	899268762	899268762	100	899268762	nil	100	Nil
Public-Institutional Holders	60612408	48119732	79.39	48119732	nil	100	NIL
Public-Others	40118830	61214	0.15	56461	4753	92.24	7.76
TOTAL	1000000000	947449708		947444955	4753		



Resolution No.2: Ordinary Resolution**Declaration of Final Dividend for the year 2014-15**

Promoter/Public	No. of shared 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 against on votes polled (7)= {5}/(2);* 100
Promoter & Promoter Group	899268762	899268762	100	899268762	nil	100	nil
Public- Institutional Holders	60612408	48119732	79.39	48119732	nil	100	NIL
Public-Others	40118830	61214	0.15	60714	500	99.18	0.82
TOTAL	10000000000	947449708		947449208	500		

Resolution No.3- Ordinary Resolution**Re-appointment of Shri M G Gupta, Director(Finance) who retires by rotation**

Promoter/Public	No. of shared 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 against on votes polled (7)= {5}/(2);* 100
Promoter & Promoter Group	899268762	899268762	100	899268762	Nil	100	Nil
Public- Institutional Holders	60612408	48119732	79.39	48119732	Nil	100	NIL
Public-Others	40118830	61184	0.15	55780	5404	91.17	8.83
TOTAL	10000000000	947449678		947444274	5404		

Resolution No.4- Ordinary Resolution**Reappointment of Shri P.K. Jain, Director (Marketing) who retires by rotation**

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 against on votes polled (7)={ (5)/(2)}* 100
Promoter & Promoter Group	899268762	899268762	100	899268762	Nil	100	Nil
Public- Institutional Holders	60612408	48119732	79.39	48119732	Nil	100	NIL
Public-Others	40118830	61184	0.15	55730	5454	91.09	8.91
TOTAL	1000000000	947449678		947444224	5454		

Resolution No.5- Ordinary Resolution**Fixation of Remuneration of Statutory Auditors for the year 2015-16**

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 against on votes polled (7)={ (5)/(2)}* 100
Promoter & Promoter Group	899268762	899268762	100	899268762	Nil	100	Nil
Public- Institutional Holders	60612408	48119732	79.39	48119732	Nil	100	NIL
Public-Others	40118830	61214	0.15	56397	4817	92.13	7.87
TOTAL	1000000000	947449708		947444891	4817		

Handwritten signature and circular stamp.

Resolution No.6 - Ordinary Resolution**Ratification of appointment of Shri Rajni Ranjan Rashmi as Part Time Govt. Nominee Director**

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 against on votes polled (7)={ {5}/(2);* 100
Promoter & Promoter Group	899268762	899268762	100	899268762	Nil	100	Nil
Public- Institutional Holders	60612408	48119732	79.39	48119732	Nil	100	NIL
Public-Others	40118830	61214	0.15	56033	5181	91.54	8.46
TOTAL	1000000000	947449708		947444527	5181		

Resolution No.7 – Ordinary Resolution**Appointment of Shri Ved Prakash as Chairman & Managing Director**

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 against on votes polled (7)={ {5}/(2);* 100
Promoter & Promoter Group	899268762	899268762	100%	899268762	Nil	100	Nil
Public- Institutional Holders	60612408	48119732	79.39%	48119732	Nil	100	NIL
Public-Others	40118830	61184	0.15%	56140	5044	91.76	8.24
TOTAL	1000000000	947449678		947444634	5044		



Resolution No.8 – Ordinary Resolution**Appointment of Shri Ajay Kumar Bhalla as Part Time Govt Nominee Director**

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 against on votes polled (7)= {(5)/(2)}* 100
Promoter & Promoter Group	899268762	899268762	100%	899268762	Nil	100	Nil
Public- Institutional Holders	60612408	48119732	79.39	48119732	Nil	100	NIL
Public-Others	40118830	60549	0.15	55400	5149	91.50	8.50
TOTAL	1000000000	947449043		947442894	5149		

Resolution No.9 – Ordinary Resolution**Appointment of Shri J K Dadoo as Part Time Govt Nominee Director**

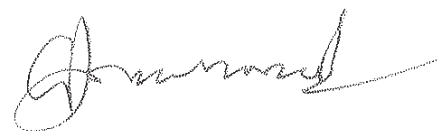
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)={(2)/(1)} *100	No. of Votes in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)= {(4)/(2)}* 100	% of Votes against on votes polled (7)= {(5)/(2)}* 100
Promoter & Promoter Group	899268762	899268762	100%	899268762	Nil	100	Nil
Public- Institutional Holders	60612408	48119732	79.39	48119732	Nil	100	NIL
Public-Others	40118830	60549	0.15	55400	5149	91.50	8.50
TOTAL	1000000000	947449043		947443894	5149		

Resolution No.10 - Special Resolution

Approval for Related Party Transactions for the period 1.10.2015 to 30.9.2016

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 against on votes polled (7)= {(5)/(2)};* 100
Promoter & Promoter Group	899268762	899268762	100%	899268762	Nil	100	Nil
Public- Institutional Holders	60612408	48119732	79.39	48119732	Nil	100	NIL
Public-Others	40118830	61184	0.15	55441	5743	90.61	9.39
TOTAL	1000000000	947449624		947443881	5743		

All Resolutions as set out in the notice of 52nd Annual General Meeting were duly approved by shareholders with requisite majority.



P. P. AGARWAL & CO.
Company Secretaries

C-5/64, D.D.A. FLATS
EAST OF KAILASH
NEW DELHI - 110065
M-9810008621
mail: fcs.ppa@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT
(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management & Administration) Rules, 2014)

To
The Chairman & Managing Director
MMTC Limited, (CIN L51909DL1963GO1004033)
Core-1, Scope Complex,
7 Institutional Area, Lodi Road,
New Delhi- 110003

Dear Sir

I, Pramod Prasad Agarwal, Proprietor of M/s. P. P. Agarwal & Co., Practising Company Secretary, was appointed as the Scrutinizer by the Board of Directors of M/s. MMTC Limited (the Company) to scrutinize the votes cast by the process of remote e-voting and the voting taken place through physical ballot papers during the AGM, on the resolutions as mentioned hereinafter, of the Equity Shareholders of the Company, held on Tuesday, 29th September, 2015 at 11.30 a.m. at the Weightlifting Auditorium, Sports Authority of India, Gate No. 19, Jawaharlal Nehru Stadium, Lodhi Road, New Delhi-110003, submit my report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and related Rules in respect of voting through electronic means i.e. remote e-voting process and Poll on the resolutions contained in the Notice of the 52nd Annual General Meeting of the Company.
2. As Scrutinizer for the remote e-voting process and the Poll conducted at the AGM, my responsibility is to provide the Consolidated Scrutinizer's Report on the Votes Cast" in favor" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by the Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting through electronic means and the votes cast through ballot papers at the AGM.
3. The Shareholders of the Company holding shares as on the "cut-off" date i.e. Tuesday, the 22nd day of September, 2015 were entitled to vote on the resolutions as contained in the notice of the Annual General Meeting of the Company.



4. The remote e-voting commenced from Thursday the 24th September 2015 at 10.00 A.M. and ended on Monday, the 28th September 2015 at 05.00 P.M. and the e-voting platform was blocked thereafter by CDSL.
5. The facility for voting through physical ballot papers was made available at the meeting and members attending the meeting, who have not already cast their vote by remote e-voting exercised their right to vote at the meeting through ballot papers.
6. The ballot papers which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.
7. Immediately after conclusion of voting at the meeting, the polling box containing the ballot papers was opened and votes were counted. Thereafter, the result of remote e-voting was unblocked from the website of Central Depository Services Limited i.e. www.evotingindia.com in the presence of two witnesses Mr. Himanshu Kaushik and Mr. Himanshu Uniyal who are not in employment of the company.
8. Accordingly, I hereby submit my Consolidated Report as follows, on the results of the Remote e-voting and Poll conducted at the meeting:

ITEM NO.1: Ordinary Resolution

Adoption of the Audited Balance Sheet of the Company as on 31st March, 2015 and the Profit & Loss A/c for the year ended on that date, together with Directors' Report and Auditors' Report and comments of C&AG of India thereon as also the Consolidated Accounts for the year ended 31.03.2015 and the Auditors' Report thereon.

(i) Voted **in favor** of the resolution

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	67	48136882	5.08
Poll	39	899308073	94.92
Total	106	947444955	100

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

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	3	4753	0
Poll	0	0	0
Total	3	4753	0

(iii). Invalid Votes:



Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	2	80

ITEM NO.2: Ordinary Resolution

Declaration of Dividend @ 25% on the paid up equity capital of the company i.e. Rs.100.00 Crores (Re.0.25 per equity share) absorbing Rs.25.00 crores out of the profits of the company for the year ended 31.3.2015 to be paid to those shareholders whose names appear on the company's Register of Members as on 29.09.2015 in respect of physical shares, and as at the close of business hours 18.09.2015 in respect of beneficial ownership furnished by NSDL and CDSL.

(ii) Voted **in favor** of the resolution

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	69	48141135	5.08
Poll	39	899308073	94.92
Total	108	947449208	100

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

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	1	500	0
Poll	0	0	0
Total	1	500	0

(iii). Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	2	80

ITEM NO.3: Ordinary Resolution

Reappointment of Shri M G Gupta, Director (Finance) retiring by rotation.

(i) Voted **in favor** of the resolution



Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	59	48136206	5.08
Poll	38	899308068	94.92
Total	97	947444274	100

(ii). Voted against the resolution

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	10	5399	0
Poll	1	5	0
Total	11	5404	0

(iii). Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	2	80

ITEM NO. 4: Ordinary Resolution

Reappointment of Shri P.K. Jain (Marketing) retiring by rotation.

(i) Voted in favor of the resolution

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	57	48136156	5.08
Poll	38	899308068	94.92
Total	95	947444224	100

(ii). Voted against the resolution

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	12	5449	0
Poll	1	5	0
Total	13	5454	0



(iii). Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	2	80

ITEM NO. 5: Ordinary Resolution

Authorization to the Board of Directors to fix remuneration, etc, payable to Statutory/Branch Auditors appointed by C&AG under section 142 (1) of the Companies Act, 2013 for the financial year 2015-16.

(i) Voted **in favor** of the resolution

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	65	48136818	5.08
Poll	39	899308073	94.92
Total	104	947444891	100

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

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	5	4817	0
Poll	0	0	0
Total	5	4817	0

(iii). Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	2	80

ITEM NO. 6: Ordinary Resolution

Ratification of appointment of Shri Rajni Ranjan Rashmi, a Part Time Govt. Nominee Director

(i) Voted **in favor** of the resolution



Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	62	48136459	5.08
Poll	38	899308068	94.92
Total	100	947444527	100

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

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	8	5176	0
Poll	1	5	0
Total	9	5181	0

(iii). Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	2	80

ITEM NO. 7: Ordinary Resolution

Appointment of Shri Ved Prakash as Chairman & Managing Director of the Company.

(i) Voted **in favor** of the resolution

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	62	48136561	5.08
Poll	39	899308073	94.92
Total	101	947444634	100

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

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	7	5044	0
Poll	0	0	0
Total	7	5044	0



(iii). Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	2	80

ITEM NO. 8: Ordinary Resolution

Appointment of Shri Ajay Kumar Bhalla as Part Time Govt. Nominee Director.

(i) Voted **in favor** of the resolution

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	60	48135826	5.08
Poll	38	899308068	94.92
Total	98	947443894	100

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

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	7	5144	0
Poll	1	5	0
Total	8	5149	0

(iii). Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	2	80

ITEM NO. 9: Ordinary Resolution

Appointment of Shri J.K. Dadoo as Part Time Govt. Nominee Director.

(i) Voted **in favor** of the resolution



Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	60	48135826	5.08
Poll	38	899608068	94.92
Total	98	947443894	100

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

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	7	5144	0
Poll	1	5	0
Total	8	5149	0

(iii). Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	2	80

ITEM NO. 10: Special Resolution

Approval of Related Party Transactions.

(i) Voted **in favor** of the resolution

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	60	48135862	5.08
Poll	38	899308019	94.92
Total	98	947443881	100

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

Particulars	Number of members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	9	5743	0
Poll	0	0	0
Total	9	5743	0



(iii). Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	2	80

- a) I hereby confirm that all the resolutions mentioned hereinabove stand passed with the requisite majority through remote e-voting and Poll conducted on the date of the AGM. You may declare the results accordingly.
- b) Further, it is to inform you that the electronic data, the registers and all other records in respect of the votes cast through Poll and remote e-voting mode by the Shareholders of the Company are under my safe custody. I shall hand over these records to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

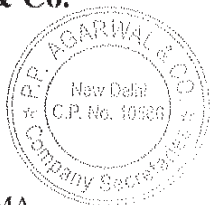
Thanking You,

Yours faithfully,

For P. P. Agarwal & Co.
Company Secretaries



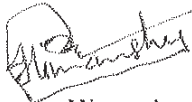
Pramod P Agarwal
B. Com (Hons.), FCS, ACMA



(Scrutizer)
CP NO. 10566 FCS 4955

Place: New Delhi
Date: 30.09.2015

Witnesses:



1) Name: Himanshu Kaushik
Address: House No- 450, Chirag Delhi,
New Delhi- 110017

Countersigned by


(Chairman)

VED PRAKASH
Member of Board / Chairman & Managing Director
of M. O. Textiles / MMTG Limited
ए. ए. ए. टेक्सटाइल / ए. ए. ए. टेक्सटाइल लिमिटेड
A. E. E. Textiles, Ltd. 107/3, Top Floor,
Krishna Nagar, Safdarjung Enclave, New Delhi-110029

Himanshu

2) Name: Himanshu Uniyal
Address: 107/3, Top Floor, Street No. 5,
Krishna Nagar, Safdarjung
Enclave, New Delhi-110029