

ALOK INDUSTRIES LIMITED

Peninsula Business Park, Tower B, 2nd & 3rd Floor, Ganpatrao Kadam Marg, Lower Parel,
Mumbai - 400 013. Tel.: 91 22 6178 7000 Fax : 91 22 6178 7118



30 June 2015

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| BSE Limited. Listing Department, P.J. Towers, Dalal Street, Mumbai - 400 001 Fax No.: 2272 2037 / 2272 2039 | National Stock Exchange of India Ltd, Exchange Plaza, 5 th Floor, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051. Fax No.: 2659 8237 / 2659 8238 |
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Dear Sirs,

Sub: Proceedings of the 28th Annual General Meeting of the Company held on 26th June, 2015.

We refer to our letter of 28th May, 2015 vide which we had informed you about the 28th Annual General Meeting (AGM) of the Company on 26th June, 2015.

We have to inform you that the said meeting was held as scheduled and the members at the said AGM have approved the following resolutions in majority:

1. Adoption of the Audited Balance Sheet of the Company for the financial period ended 31st March, 2015 (18 months), the Profit & Loss Account for the period ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. Re-appointment of Mr. Sunil O. Khandelwal, as director of the Company, liable to retire by rotation;
3. Re-appointment of Mr. K. H. Gopal, as director of the Company, liable to retire by rotation;
4. Re-Appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, at a remuneration to be decided by the Board of Directors of the Company;
5. Approval of remuneration payable to Cost Auditor of the Company;
6. Confirmation of Mr. Timothy Ingram as an Independent Director for a period of 5 years commencing from 26th June 2015;
7. Appointment of Mr. Surinder Kumar Bhoan as an Independent Director for a period of 5 years commencing from 30th March 2015.

We are enclosing herewith Scrutinizers Report for your information and record. We request you kindly take above on record and oblige.

Yours truly,
For ALOK INDUSTRIES LIMITED


K.H. Gopal
EXECUTIVE DIRECTOR &
SECRETARY

Regd. Off.: 17/5/1, 521/1, Village Rakholi / Saily, Silvassa - 396 230. (Union Territory of Dadra and Nagar Haveli)

Tel.: 0260-6637000 Fax : 0260-2645289 Visit us at : www.alokind.com CIN : L17110DN1986PLC000334

Virendra Bhatt

Company Secretary

Office :

602, Tardeo Airconditioned Market,
Tardeo Main Road, Tardeo,
Mumbai-400 034.

Tel. : 2351 4867 / 2351 2412

Mobile : 98200 48670

e-mail : bhattivirendra1945@yahoo.co.in

To,

The Chairman

Alok Industries Limited

28th Annual General Meeting of the members of ALOK INDUSTRIES LIMITED (CIN: L17110DN1986PLC000334) held at the Registered Office of the Company at Survey Nos.17/5/1 & 521/1, Village Rakholi/Saily, Silvassa – 396230, Union Territory of Dadra and Nagar Haveli on Friday, June 26, 2015 at 12.00 noon.

Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended.

The Board of Directors of Alok Industries Limited (hereinafter referred to as the "Company") at its meeting held on 28th May, 2015 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the physical ballots forms received from the member at the venue of the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with the Listing Agreement. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular Number CIR/CFD/POLICY CELL/2/2014 dated April 17, 2014 issued in this regard.

Report on Scrutiny:

- The company has appointed National Securities Depository Limited (NSDL) as the service provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company. Link Intime India Private Limited are the Registrar and Share Transfer Agent of the Company.
- The Service Provider had provided a system for recording the votes of the Members electronically on all items of the business (both Ordinary and Special business) sought to be transacted in the 28th Annual General Meeting (AGM) of the company, which was held on Friday, June 26, 2015.
- The Service Provider had set up electronic voting facility on their website, <https://www.evoting.nsdl.com/>. The Company has uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider to facilitate their members to cast their vote through Remote E-Voting.
- The cut-off date for the dispatch of the Notice of the Annual General Meeting (AGM) was 3rd June, 2015 (Physical Annual Reports) and 4th June, 2015 (Through Email) as on that date, there were 223124 members of the Company. The Service Provider had sent the notices of the AGM along with Annual Report and E-Voting details by email to 138216 members whose email Id was made available by the Depositories and for those members, holding in physical form, who had registered their email Id with the RTA. In respect of 84908 members, whose Email Ids are not available, the notices were sent by courier. In respect of 6523 members' cases, where transmissions through email had failed, the company had sent the notice of the AGM along with Annual Report and E-Voting details through physical form by courier.
- The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was 19th June, 2015.

- As prescribed in the aforesaid Rules, the Remote E-voting facility was kept open for three days from Tuesday, 23rd June, 2015 (10.00 am) and ends Thursday, on 25th June, 2015 (5:00 pm).
- The Company completed the dispatch of the notices to the members on 3rd June, 2015 and 4th June, 2015.
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company has generally complied with necessary provisions in this regard and has also released an advertisement, which was published before the date of the AGM in English in 'Business Standard' newspaper having country-wide circulation and in Gujarat in 'Gandhinagar Western Times' newspaper. The notice published in the newspaper carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20.
- At the end of the voting period on 25th June, 2015 at 5.00pm., the voting portal of Service Provider was blocked forthwith.
- At the venue of the 28th Annual General Meeting of the Company held June 26, 2015, the facility to vote through Ballot Paper had been provided to facilitate those members present in the meeting but could not participate in the Remote E-voting to record their votes.
- On 25th June, 2015, after counting of the votes conducted at the venue of the AGM through ballot paper, the votes cast through Remotes E-voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Vishwas Y. Salvi and Ms. Meghna S. Mistry who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.
- After the voting at the AGM was concluded, 2 (two) ballot boxes kept for the purpose of casting of votes were locked in my presence with due identification marks placed by me. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses, as mentioned above, and ballot papers were diligently scrutinized. The ballot papers were reconciled with records maintained by the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- Thereafter, I as a Scrutinizer duly compiled details of Remote E-Voting carried out by the Members and the physical voting done at the venue of the AGM by way of Ballot paper; the details of which are as follows:

The results of the Remote E-voting together with that of the voting conduct at venue of the AGM by way of Ballot papers are as under:

| Details | Remote E-voting | Voting through ballot paper at AGM | Total voting |
|---------------------------------------|---|------------------------------------|--------------|
| Number of member who cast their votes | 231 | 36 | 267 |
| Total number of shares held by them | 46002717 | 539228303 | 585231020 |
| Valid votes | As per details provided in each one of the Resolution(s) mentioned hereunder. | | |
| Invalid votes | Various as mentioned under each Resolution | | |

Note: Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting or Physical Voting.

1) Item no. 1 of the Notice (As an Ordinary Resolution)

To consider and adopt the Audited Financial Statements of the Company for the financial period ended March 31, 2015 (18 months) and the Reports of the Board of Directors and the Auditors thereon.

| Manner of Voting | Votes in favour of the resolution. | | Votes against the resolution | | Not Voted | Invalid votes |
|------------------|------------------------------------|---------------|------------------------------|--------------|-----------------|---------------|
| | Nos. | Percentage | Nos. | Percentage | Nos. | Nos. |
| Remote E-Voting | 16866680 | 36.66% | 29135168 | 63.33% | 869 | - |
| Physical Voting | 495127178 | 100% | 0 | 0% | 44101125 | * |
| TOTAL | 511993858 | 94.62% | 29135168 | 5.38% | 44101994 | - |

The Votes cast in favour are more than the votes cast against the resolution.

*Note : 3 (Three) Ballot papers received by us have not mentioned registered folio no./DP ID no. nor the number of shares held by them and so we consider them as Invalid.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

| 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 & Promoter Group | 520733065 | 475468307 | 91.31% | 475468307 | 0 | 100% | 0% |
| Financial Institutions | 68915242 | 0 | 0% | 0 | 0 | 0% | 0% |
| Public- Others | 787669588 | 65660719 | 8.34% | 36525551 | 29135168 | 55.63% | 44.37% |
| TOTAL | 1377317895 | 541129026 | - | 511993858 | 29135168 | - | - |

Note: Alok Knit Exports Pvt. Limited, a promoter group company has pledged their 44101125 shares held by them in the company to financial institutions and other entities, so therefore the difference is in Promoter Holding and No. of votes polled.

2) Item no. 2 of the Notice (As an Ordinary Resolution)

To appoint a Director in place of Mr. Sunil O. Khandelwal having Director Identification Number 06430362 who retires by rotation and being eligible, offers himself for re-appointment.

| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Not Voted | Invalid votes |
|------------------|-----------------------------------|---------------|------------------------------|--------------|-----------------|---------------|
| | Nos. | Percentage | Nos. | Percentage | Nos. | Nos. |
| Remote Voting | 7661895 | 16.66% | 38339488 | 83.34% | 1334 | - |
| Physical Voting | 495127178 | 100% | 0 | 0% | 44101125 | * |
| TOTAL | 502789073 | 92.91% | 38339488 | 7.09% | 44102459 | - |

The Votes cast in favour are more than the votes cast against the resolution.

*Note : 3 (Three) Ballot papers received by us have not mentioned registered folio no./DP ID no. nor the number of shares held by them and so we consider them as Invalid.

Table showing Bifurcations OF PROMOTERS, FINANCIAL INSTITUTIONS AND OTHERS:

| 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 & Promoter Group | 520733065 | 475468307 | 91.31% | 475468307 | 0 | 100% | 0% |
| Financial Institutions | 68915242 | 0 | 0% | 0 | 0 | 0% | 0% |
| Public- Others | 787669588 | 65660254 | 8.34% | 27320766 | 38339488 | 41.61% | 58.39% |
| TOTAL | 1877317895 | 541128561 | - | 502789073 | 38339488 | - | - |

Note: Alok Knit Exports Pvt. Limited, a promoter group company has pledged their 44101125 shares held by them in the company to financial institutions and other entities, so therefore the difference is in Promoter Holding and No. of votes polled.

3) Item no. 3 of the Notice (As an Ordinary Resolution)

To appoint a Director in place of Mr. K.H. Gopal having Director Identification Number 06430369 who retires by rotation and being eligible, offers himself for re-appointment.

| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Not Voted | Invalid votes |
|------------------|-----------------------------------|---------------|------------------------------|--------------|-----------------|---------------|
| | Nos. | Percentage | Nos. | Percentage | Nos. | Nos. |
| Remote Voting | 7663330 | 16.66% | 38337853 | 83.84% | 1534 | - |
| Physical Voting | 495127178 | 100% | 0 | 0% | 44101125 | * |
| TOTAL | 502790508 | 92.92% | 38337853 | 7.08% | 44102659 | - |

The Votes cast in favour are more than the votes cast against the resolution.

*Note : 3 (Three) Ballot papers received by us have not mentioned registered folio no./DP ID no. nor the number of shares held by them and so we consider them as Invalid.

Table showing Bifurcations of Promoters, Financial Institutions and Others:

| 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 & Promoter Group | 520733065 | 475468307 | 91.31% | 475468307 | 0 | 100% | 0% |
| Financial Institutions | 68915242 | 0 | 0% | 0 | 0 | 0% | 0% |
| Public- Others | 787669588 | 65660054 | 8.34% | 27322201 | 38337853 | 41.61% | 58.39% |
| TOTAL | 1377317895 | 541128361 | - | 502790508 | 38337853 | - | - |

Note: Alok Knit Exports Pvt. Limited, a promoter group company has pledged their 44101125 shares held by them in the company to financial institutions and other entities, so therefore the difference is in Promoter Holding and No. of votes polled.

4) Item no. 4 of the Notice (As an Ordinary Resolution)

Appointment of Statutory Auditors

| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Not Voted | Invalid votes |
|------------------|-----------------------------------|---------------|------------------------------|--------------|-----------------|---------------|
| | Nqs. | Percentage | Nos. | Percentage | Nos. | Nos. |
| Remote E-Voting | 45813838 | 99.60% | 185045 | 0.40% | 3834 | - |
| Physical Voting | 495127178 | 100% | 0 | 0% | 44101125 | * |
| TOTAL | 540941016 | 99.97% | 185045 | 0.03% | 44104959 | - |

The Votes cast in favour are more than the votes cast against the resolution.

*Note : 3 (Three) Ballot papers received by us have not mentioned registered folio no./DP ID no. nor the number of shares held by them and so we consider them as Invalid.

Table showing Bifurcations OF PROMOTERS, FINANCIAL INSTITUTIONS AND OTHERS:

| 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 & Promoter Group | 520733065 | 475468307 | 91.31% | 475468307 | 0 | 100% | 0% |
| Financial Institutions | 68915242 | 0 | 0% | 0 | 0 | 0% | 0% |
| Public- Others | 787669588 | 65657754 | 8.34% | 65472709 | 185045 | 99.72% | 0.28% |
| TOTAL | 1377317895 | 541126061 | - | 540941016 | 185045 | - | - |

Note: Alok Knit Exports Pvt. Limited, a promoter group company has pledged their 44101125 shares held by them in the company to financial institutions and other entities, so therefore the difference is in Promoter Holding and No. of votes polled.

- **SPECIAL BUSINESS**

5) **Item no. 5 of the Notice (As an Ordinary Resolution)**

Ratification of Remuneration to Cost Auditor

| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Not Voted | Invalid votes |
|------------------|-----------------------------------|---------------|------------------------------|--------------|-----------------|---------------|
| | Nos. | Percentage | Nos. | Percentage | Nos. | Nos. |
| Remote E-Voting | 45900236 | 99.78% | 100577 | 0.22% | 1904 | - |
| Physical Voting | 495127178 | 100% | 0 | 0% | 44101125 | * |
| TOTAL | 541027414 | 99.98% | 100577 | 0.02% | 44103029 | - |

The Votes cast in favour are more than the votes cast against the resolution.

*Note : 3 (Three) Ballot papers received by us have not mentioned registered folio no./DP ID no. nor the number of shares held by them and so we consider them as Invalid.

Table showing Bifurcations OF PROMOTERS, FINANCIAL INSTITUTIONS AND OTHERS:

| 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 & Promoter Group | 520733065 | 475468307 | 91.31% | 475468307 | 0 | 100% | 0% |
| Financial Institutions | 68915242 | 0 | 0% | 0 | 0 | 0% | 0% |
| Public- Others | 787669588 | 65659684 | 8.34% | 65559107 | 100577 | 99.85% | 0.15% |
| TOTAL | 1377317895 | 541127991 | - | 541027414 | 100577 | - | - |

Note: Alok Knit Exports Pvt. Limited, a promoter group company has pledged their 44101125 shares held by them in the company to financial institutions and other entities, so therefore the difference is in Promoter Holding and No. of votes polled.

6) Item no. 6 of the Notice (As an Ordinary Resolution)

Appointment of Mr. Timothy Ingram (DIN: 01430613), as an Independent Director of the Company to hold office for a term up to five consecutive years commencing from the date of this meeting i.e. 26th June 2015.

| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Not Voted | Invalid votes |
|------------------|-----------------------------------|---------------|------------------------------|--------------|-----------------|---------------|
| | Nos. | Percentage | Nos. | Percentage | Nos. | Nos. |
| Remote E-Voting | 6665981 | 14.49% | 39316152 | 85.46% | 20584 | - |
| Physical Voting | 495127178 | 100% | 0 | 0% | 44101125 | * |
| TOTAL | 501793159 | 92.73% | 39316152 | 7.27% | 44121709 | - |

The Votes cast in favour are more than the votes cast against the resolution.

*Note : 3 (Three) Ballot papers received by us have not mentioned registered folio no./DP ID no. nor the number of shares held by them and so we consider them as Invalid.

Table showing Bifurcations OF PROMOTERS, FINANCIAL INSTITUTIONS AND OTHERS:

| 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 & Promoter Group | 520733065 | 475468307 | 91.31% | 475468307 | 0 | 100% | 0% |
| Financial Institutions | 68915242 | 0 | 0% | 0 | 0 | 0% | 0% |
| Public- Others | 787669588 | 65641004 | 8.34% | 26324852 | 39316152 | 40.10% | 59.90% |
| TOTAL | 1377317895 | 541109311 | - | 501793159 | 39316152 | - | - |

Note: Alok Knit Exports Pvt. Limited, a promoter group company has pledged their 44101125 shares held by them in the company to financial institutions and other entities, so therefore the difference is in Promoter Holding and No. of votes polled.

7) Item no. 7 of the Notice (As an Ordinary Resolution)

Appointment of Mr. Surinder Kumar Bhoan (DIN: 00435603), as an Independent Non-Executive Director of the Company to hold office for a term up to five consecutive years commencing from 30th March 2015.

| Manner of Voting | Votes in favour of the resolution | | Votes against the resolution | | Not Voted | Invalid votes |
|------------------|-----------------------------------|---------------|------------------------------|--------------|-----------------|---------------|
| | Nos. | Percentage | Nos. | Percentage | Nos. | Nos. |
| Remote E-Voting | 45181327 | 98.24% | 810940 | 1.76% | 10450 | - |
| Physical Voting | 495127178 | 100% | 0 | 0% | 44101125 | * |
| TOTAL | 540308505 | 99.85% | 810940 | 0.15% | 44111575 | - |

The Votes cast in favour are more than the votes cast against the resolution.

*Note : 3 (Three) Ballot papers received by us have not mentioned registered folio no./DP ID no. nor the number of shares held by them and so we consider them as Invalid.

Table showing Bifurcations OF PROMOTERS, FINANCIAL INSTITUTIONS AND OTHERS:

| 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 & Promoter Group | 520733065 | 475468307 | 91.31% | 475468307 | 0 | 100% | 0% |
| Financial Institutions | 68915242 | 0 | 0% | 0 | 0 | 0% | 0% |
| Public- Others | 787669588 | 65651139 | 8.34% | 64840198 | 810940 | 98.76% | 1.24% |
| TOTAL | 1377317895 | 541119446 | - | 540308505 | 810940 | - | - |

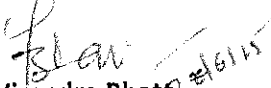
Note: Alok Knit Exports Pvt. Limited, a promoter group company has pledged their 44101125 shares held by them in the company to financial institutions and other entities, so therefore the difference is in Promoter Holding and No. of votes polled.

All the Resolutions mentioned in the AGM Notice as per the details above stand passed under Remote E-Voting and voting conducted at AGM by way of Ballot Papers with the requisite majority and hence deemed to be passed as on date of the AGM.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid /abstained for each resolution is enclosed

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through Remote E-Voting and voting conduct at AGM by way of Ballot Papers by the Members of the Company. The Ballot papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over the Company Secretary for safe keeping, after the Chairman signs the Minutes.

Thanking You,


Virendra Bhatt
ACS- 1157
COP-124

Witnesses:


1. Mr. Vishwas Y. Salvi


2. Ms. Meghna S. Mistry