



23rd January, 2016

To,
Corporate Relations Department
Bombay Stock Exchange Limited
2nd Floor, P.J. Towers,
Dalal Street,
Mumbai – 400 001.

To,
Corporate Relations Department
National Stock Exchange of India Limited
Exchange Plaza
Plot No. C/1, G-Block
Bandra Kurla Complex
Bandra (E),
Mumbai – 400 051

**Oil & Gas Exploration
Production & Services**

Company Code : 532760

Company Code : DEEPIND

Declaration of Results of e-voting/Postal Ballot

With reference to the above subject, pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Circular CIR/CFD/DIL/5/2013 dated 4th February, 2013 read with Circular CIR/CFD/DIL/8/2013 dated 21st May, 2013 issued by Securities and Exchange Board of India and Regulation 44) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, Deep Industries Limited ("the Company") had provided e-voting and Postal ballot facility on the following resolution proposed to be passed through Postal Ballot. The e-voting was commenced from 9.00 a.m. on 21st December, 2015 up to 5.00 p.m. on 19th January, 2016.

The Board of Directors had appointed Ms. Shilpi Thapar, Practicing Company Secretary as the Scrutinizer for conducting the voting process in a fair and transparent manner.

Date of declaration of results of Postal Ballot & E-voting	23 rd January, 2016
Total number of shareholders on record date	9181
No. of shareholders present in the meeting either in person or through proxy.	Not Applicable
No. of shareholders attended the meeting through video conferencing	Not Applicable

Agenda: To consider and approve the Scheme of Arrangement in the nature of Amalgamation and Restructure of Share Capital between Deep Industries Limited and Kanvel Finance Private Limited and Kanvel Oil and Gas Private Limited and Prabhavati Properties Private Limited and Savla Enterprise Private Limited and Yash Organochem Private Limited and their respective shareholders and creditors pursuant to the provisions of Sections 391 to 394 and other relevant provisions of the Companies Act, 1956 and the Companies Act 2013 as applicable.



Registered Office:

12A & 14 Abhishree Corporate Park, Ambli Bopal Road, Ambli, Ahmedabad-380058,
Gujarat, India. Tel # 02717 298510, +91 98256 00533 | Fax # 02717 298520
Email: info@deepindustries.com | Website: <http://www.deepindustries.com>
CIN : L63090GJ1991PLC014833



Resolution required	Ordinary
Whether the promoter/promoter group are interested in the resolution?	No

Details of voting

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of valid Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of valid Votes - in favour (4)	No. of valid Votes - Against (5)	% of valid Votes in favour on votes polled (6)=[(4)/(2)] *100	% of valid Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	Postal Ballot	20464535	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	E-voting		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Institutions	Postal Ballot	1082945	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	E-voting		130000	12.00	130000	0	100	0
	Total		130000	12.00	130000	0	100	0
Public-Non Institutions	Postal Ballot	7652520	10738	0.14	2637	200	24.56	1.86
	Poll		0	0	0	0	0	0
	E-voting		579	0.01	579	0	100	0
	Total		11317	0.15	3216	200	28.42	1.77
Total		29200000	141317	0.48	133216	200	94.27	0.14

The consolidated Results as per the Scrutinizer's Reports are as follows:

Based on the Reports of the Scrutinizer, the Resolution as set out in the Notice of Postal Ballot has been duly approved by the Members with requisite majority.

For, Deep Industries Limited

Paras Savla
Paras Savla
Chairman
DIN:00145639



SHILPI THAPAR & ASSOCIATES

Practising Company Secretaries

Shilpi Thapar

B.Com. (Hons.), FCS, L.L.B.(spl.). ACIS (London)

Certified Director (World Council of Corporate Governance, London)

POSTAL BALLOT SCRUTINIZER REPORT FOR M/S. DEEP INDUSTRIES LIMITED

To,

Mr. Paras Savla

Chairman & Managing Director

DEEP INDUSTRIES LIMITED

12A & 14, Abhishree Corporate Park,

Ambli Bopal Road, Ambli,

Ahmedabad, Gujarat - 380058

Sub: Scrutinizer's Report on Result of Postal Ballot

Dear Sir,

I, Shilpi Thapar, Practicing Company Secretary, having office at 407-B, Pinnacle Business Park, Prahladnagar Corporate Road, Prahladnagar, S.G Highway, Ahmedabad- 380051, had been appointed as the Scrutinizer by the Board of Directors of Deep Industries Limited (the Company) having its registered office at 12A & 14, Abhishree Corporate Park, Ambli Bopal Road, Ambli, Ahmedabad, Gujarat - 380058 pursuant to the provisions of Listing Agreement and Section 108 & 110 of The Companies Act, 2013 read with Rule 20 & 22 of The Companies (Management and Administration) Amendment Rules, 2015 and in terms of SEBI, Circular CIR/CFD/DIL/5/2013 dated 4th February, 2013 & CIR/CFT/DIL/8/2013 dated 21st May, 2013 to conduct the postal ballot for e-voting and physical postal ballot form in fair and transparent manner in respect of Ordinary Resolution for approving the scheme of arrangement in nature of amalgamation of Kanvel Finance Private Limited and Kanvel Oil and Gas Private Limited, Prabhavati Properties Private Limited, Savla Enterprise Private Limited and Yash Organochem Private Limited with Deep Industries Limited and restructure of share capital of Deep Industries Limited as proposed between the company and their respective members and creditors.



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The postal ballot notice dated 16th December, 2015 along with statement setting out material facts under Section 102 of the Act were sent to the members in respect of the below mentioned resolution on 21.12.2015.

The Company has provided the facility for voting through electronics means (remote e-voting) offered by Central Depository Services (India) Limited (www.evotingindia.com) for conducting the e-voting by the members of the Company. The Company has also provided voting by physical postal ballot forms to the members who do not have access to remote e-voting facility. The members of the Company holding shares as on the "Cut-off" date i.e. 18th December, 2015 were entitled to vote on the proposed resolutions as set out in the postal ballot notice.

The voting period for remote e-voting and physical postal ballot forms commenced on 21st December, 2015 at 9:00 A.M. and ended on 19th January, 2016 at 05:00 P.M. All the postal ballot forms and e-votes received upto 5.00 pm on 19th January, 2016 i.e last date and time fixed by company for receipt of the same were considered for the purpose of this report.

The votes cast under remote e-voting facility were thereafter unblocked by me in the presence of Ms. Vibha Ambani and Ms. Gopi Dave who were not in the employment of the company.

I have scrutinized the Consolidated voting in a fair and transparent manner based on the data downloaded from Central Depository Services (India) Limited (www.evotingindia.com), remote e-voting platform and the physical postal ballot forms received respectively.

Based on the result made available to me, 6 Members have casted their vote on the e-voting platform and 24 Members have casted their vote physically through postal ballot forms . I hereby annex the consolidated voting results pursuant to Rule 20 on the resolution as set out in the postal ballot notice.

The Register of Postal ballot is maintained in electronic form containing details of e-voting and physical voting separately. All the relevant records /papers related to Postal ballot including e-

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voting shall remain under our safe custody till the chairman considers, approves and signs the minutes and same shall be handed over to the Chairman thereafter for safekeeping.

Thanking you

Yours Faithfully,

For Shilpi Thapar & Associates,
Practising Company Secretaries

Shilpi Thapar
CS Shilpi Thapar
(COP No. 6779)



Date: 21.01.2016

Place: Ahmedabad

Encl: Annexure

Office Address: 407-B, Pinnacle Business Park, Prahladnagar Corporate Road, Prahladnagar, S.G Highway, Ahmedabad- 380051

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Annexure

I. Resolution No. 01

Subject Matter of the resolution	Scheme of arrangement in nature of amalgamation of Kanvel Finance Private Limited and Kanvel Oil and Gas Private Limited and Prabhavati Properties Private Limited and Savla Enterprise Private Limited and Yash Organochem Private Limited with Deep Industries Limited and restructure of share capital of Deep Industries Limited as proposed between the company and their respective members and creditors
Type of Resolution	Ordinary Resolution

Particulars	Number of Members voting			Number of votes cast by them			Percentage of Total valid Votes cast
	Remote e-voting	Physical Postal Ballot forms	Total	Remote e-voting	Physical Postal Ballot forms	Total	
Total Votes Received(i)	6	24	30	130579	10738	141317	-
Invalid Votes(ii)	-	3	3	-	7901	7901	-
Total Valid Votes Received (i-ii)	6	21	27	130579	2837	133416	-
Votes Cast in Favour of Resolution (iv)	6	19	25	130579	2637	133216	99.85
Votes Cast Against the Resolution (v)	-	2	2	-	200	200	0.15

Result: As the number of votes cast in favour of the resolution was more than the number cast against, we report that above referred ordinary resolution as set out in Postal Ballot Notice is passed in favour of the resolution. Company may accordingly declare the result of voting by Postal Ballot.

** It may please be noted that number of votes cast by public members has been considered for the above resolution in terms of SEBI Circular CIR/CFD/DIL/5/2013 dated 4th February, 2013 & CIR/CFT/DIL/8/2013 dated 21st May, 2013.

Shilpi Thapar
C.P. No. 6779
SHILPI THAPAR & ASSOCIATES
PRACTISING COMPANY SECRETARIES

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