

**Outcome of Voting at 23rd Annual General Meeting
(As per Clause 35A of the Listing Agreement)**

In accordance with Clause 35A of Listing Agreement, the voting details of resolution passed at the 23rd Annual General Meeting of the Company are furnished below:

- Date of Annual General Meeting – 12th September, 2014
- Book Closure Date – 8th September 2014 to 12th September 2014
- Total Number of Shareholders as on Cut-off or record Date – 6,859

No. of Shareholders present in the meeting either in person or through Proxy:	68
Promoters and Promoter group	7
Public	61

No. of Shareholders attended the meeting through Video conferencing:	--
Promoters and Promoter group	--
Public	--

Mode of Voting for all resolutions enlisted below: e-voting conducted between 5th September, 2014 to 7th September, 2014 (both days inclusive) and by poll conducted at the meeting .

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) = $[(5)/(2)] * 100$
Resolution No.1: Adoption of financial statements of the Company for the year ended 31st March, 2014 together with the reports of the Directors' and Auditors' thereon.							
Promoter and Promoter Group	48,33,638	45,58,638	94.31	45,58,638	0	100.00	0.00
Public Institutional holders	12,40,828	0	0.00	0	0	0	0
Public others	33,73,782	2,486	0.07	2,386	100	95.98	4.02
Total	94,48,248	45,61,124	48.27	45,61,024	100	99.99	0.01

Based on the above , the resolution has been passed with requisite majority.



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) = $[(5)/(2)] * 100$
Resolution No.2 : Declaration of Dividend of ₹ 2.50 per Equity Share							
Promoter and Promoter Group	48,33,638	45,58,638	94.31	45,58,638	0	100.00	0.00
Public Institutional holders	12,40,828	0	0.00	0	0	0	0
Public others	33,73,782	2,486	0.07	2,386	100	95.98	4.02
Total	94,48,248	45,61,124	48.27	45,61,024	100	99.99	0.01
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Resolution No.3: Re-appointment of Mr. Basant Kabra liable to retire by rotation							
Promoter and Promoter Group	48,33,638	45,58,638	94.31	45,58,638	0	100.00	0.00
Public Institutional holders	12,40,828	0	0.00	0	0	0	0
Public others	33,73,782	2,486	0.07	2,386	100	95.98	4.02
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Resolution No.4: Appointment of M/s. Dosi & Jain, Chartered Accountants as Statutory Auditors of the Company.							
Promoter and Promoter Group	48,33,638	45,58,638	94.31	45,58,638	0	100.00	0.00
Public Institutional holders	12,40,828	0	0.00	0	0	0	0
Public others	33,73,782	2,486	0.07	2,386	100	95.98	4.02
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Resolution No.5: Appointment of Mr. Rakesh Agrawal as an Independent Director							
Promoter and Promoter Group	48,33,638	45,58,638	94.31	45,58,638	0	100.00	0.00
Public Institutional holders	12,40,828	0	0.00	0	0	0	0
Public others	33,73,782	2,486	0.07	2,386	100	95.98	4.02
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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
Resolution No.6 : Appointment of Mr. S. S. Jangid as an Independent Director							
Promoter and Promoter Group	48,33,638	45,58,638	94.31	45,58,638	0	100.00	0.00
Public Institutional holders	12,40,828	0	0.00	0	0	0	0
Public others	33,73,782	2,486	0.07	2,386	100	95.98	4.02
Total	94,48,248	45,61,124	48.27	45,61,024	100	99.99	0.01

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Resolution No.7 : Appointment of Mr. Gaurav Himatsingka as an Independent Director							
Promoter and Promoter Group	48,33,638	45,58,638	94.31	45,58,638	0	100.00	0.00
Public Institutional holders	12,40,828	0	0.00	0	0	0	0
Public others	33,73,782	2,486	0.07	2,386	100	95.98	4.02
Total	94,48,248	45,61,124	48.27	45,61,024	100	99.99	0.01

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Resolution No.8: Ratification of remuneration payable to Mr. Paresh J Sampat as Cost Auditors for the Financial Year 2014 - 15							
Promoter and Promoter Group	48,33,638	45,58,638	94.31	45,58,638	0	100.00	0.00
Public Institutional holders	12,40,828	0	0.00	0	0	0	0
Public others	33,73,782	2,486	0.07	2,386	100	95.98	4.02
Total	94,48,248	45,61,124	48.27	45,61,024	100	99.99	0.01
Based on the above , the resolution has been passed with requisite majority.							

As per the consolidated results of e-Voting and Poll on Item Nos. 1 to 8 of the Notice of 23rd Annual General Meeting, all the resolutions are passed by requisite majority.

For Control Print Limited

Saroj Agarwal
CFO and Company Secretary



NILESH SHAH & ASSOCIATES

Company Secretaries

Ref. _____

Form No. MGT 13
Report of Scrutinizer(s)

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

To
The Chairman
Control Print Limited
C-106, Hind Saurashtra Industrial Estate,
Andheri-Kuria Road, Marol Naka,
Mumbai 400 059.

Dear Sir,

I, Nilesh G. Shah, Practising Company Secretary (Membership No. FCS 4554) was appointed as a Scrutinizer for the purpose of the poll taken on the resolutions as per the Annexure attached, at the 23rd Annual General Meeting of the Equity Shareholders of **Control Print Limited** held on 12th September, 2014 at 3.30 p.m. at Mirage Hotel, International Airport Approach Road, Marol Naka, Andheri (East), Mumbai - 400 059.

I hereby submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box was kept for polling and the same was locked in my presence with due identification marks placed on the same.
2. The locked ballot box was subsequently opened in my presence (along with presence of two witnesses viz. Mr. Mahesh Darji – Qualified Company Secretary and Ms. Nidhi Kapashi, both are not in employment of the company) and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrars and Transfer Agents of the Company and the authorizations / Proxies lodged with the Company. The Signature of Members and No. of Shares held by respective members were scrutinized and confirmed by the Registrar and Transfer Agent.
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 per annexure attached herewith.
5. The list of equity shareholders who voted 'for' or 'against' and those whose votes were declared 'invalid' for each resolution is enclosed.



211-B (Back Side) 2nd Floor, Building No. 2, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagaries Road, Andheri (East),
Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093.
Tel.: 2836 3419 Email : ngshah.cs@gmail.com

NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: _____

- The poll papers (along with documents related to eVoting) and all other relevant records were sealed and handed over to the Company Secretary and Representative of the Company for keeping under safe custody.

Thanking You,

Yours Faithfully,



Nilesh G. Shah " 12/09/2014

Company Secretary in Practice
(Scrutinizer)

Place: Mumbai

Date: 12.09.2014



Annexure to the Scrutinizer's Report

Result of Voting (through e-voting and physical ballot):

Sr. No.	Reso. No. / Item No.	Heading of Resolution	Type of Resolution	Valid Votes						Invalid Votes/Abstain		
				Voting in Favour (Assent)			Voted Against (Dissent)			No. of Members Voting	No. of Votes Casted	
				No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes			
1	1	Adoption of Audited Annual Accounts for the financial year ended 31.03.2014	Ordinary	Electronic	10	4163407	100	0	0	0	0	0
				Physical	20	397617	99.97	1	100	0.03	0	0
				Total	30	4561024	99.99	1	100	0.01	0	0
				Electronic	10	4163407	100	0	0	0	0	0
2	2	Declaration of Dividend on Equity Shares for the financial year ended 31.03.2014	Ordinary	Physical	20	397617	99.97	1	100	0.03	0	0
				Total	30	4561024	99.99	1	100	0.01	0	0
				Electronic	10	4163407	100	0	0	0	0	0
				Physical	20	397617	99.97	1	100	0.03	0	0
3	3	Appointment of Director in place of Mr. Basant Kabra, who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary	Electronic	10	4163407	100	0	0	0	0	
				Physical	20	397617	99.97	1	100	0.03	0	0
				Total	30	4561024	99.99	1	100	0.01	0	0



13/06/2014

Sr. No.	Reso. No. /Item No.	Heading of Resolution	Type of Resolution		Valid Votes						Invalid Votes/Abstain	
					Voting in Favour (Assent)			Voted Against (Dissent)			No. of Members Voting	No. of Votes Casted
					No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes		
4	4	Appointment of M/s. Dosi & Jain, Chartered Accountants as Statutory Auditors and fixing their remuneration	Ordinary	Electronic	10	4163407	100	0	0	0	0	0
				Physical	20	397617	99.97	1	100	0.03	0	0
				Total	30	4561024	99.99	1	100	0.01	0	0
5	5	Appointment of Mr. Rakesh Agrawal as an Independent Director	Ordinary	Electronic	10	4163407	100	0	0	0	0	0
				Physical	20	397617	99.97	1	100	0.03	0	0
				Total	30	4561024	99.99	1	100	0.01	0	0
6	6	Appointment of Mr. S.S.Jangid as an Independent Director	Ordinary	Electronic	10	4163407	100	0	0	0	0	0
				Physical	20	397617	99.97	1	100	0.03	0	0
				Total	30	4561024	99.99	1	100	0.01	0	0
7	7	Appointment of Mr. Gaurav Himatsingka as an Independent Director	Ordinary	Electronic	10	4163407	100	0	0	0	0	0
				Physical	20	397617	99.97	1	100	0.03	0	0
				Total	30	4561024	99.99	1	100	0.01	0	0
8	8	Approval of remuneration to Mr. Paresh J Sampat, the Cost Auditor for the financial year 2014-15	Ordinary	Electronic	10	4163407	100	0	0	0	0	0
				Physical	20	397617	99.97	1	100	0.03	0	0
				Total	30	4561024	99.99	1	100	0.01	0	0



Anil Shah
13/09/2014