



BHAGWATI

BHAGWATI AUTOCAST LTD.

September 24, 2015

To,
Dept. of Corporate Services
Bombay Stock Exchange Ltd.
25th Floor, Phiroj Jeejibhoy Tower,
Dalal Street, Fort,
Mumbai- 400 001

By E-filing & Courier

Dear Sir,

Ref : Company Code- 504646

Sub : Declaration of Voting Result pursuant to Clause 35A of Listing Agreement

Pursuant to the Clause 35A of Listing Agreement, We would like to inform you that all the Resolutions placed at the 33rd Annual General Meeting of the Company held on Wednesday, 23rd September, 2015 have been passed by the members with requisite majority

Further, Please find enclosed details of Voting Results with respect to the aforesaid resolutions in the format prescribed under Clause 35A of the Listing Agreement.

Request you to please take the same on your record.

Thanking You,

Your faithfully,
For, BHAGWATI AUTOCAST LTD.


Akshit Soni

Company Secretary & Compliance officer

Bhagwati Autocast Limited

Details of Voting Results - 33rd Annual General Meeting held on 23rd September, 2015.

Date of Annual General Meeting	23/09/2015
Total Number of shareholders on Cut of Date i.e. as on 18.09.2015	3467
No. of shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group	4
- Public	14
Total	18
No. of shareholders attended the meeting through Video Conferencing:	Not Arranged
- Promoters and Promoter Group	
- Public	
Total	-

Agenda-wise

Mode E-Voting for all the resolutions was conducted between 20th September, 2015(09.00 a.m.) to 22nd September, 2015 (05.00 p.m.) and Physical voting conducted at the Meeting.

Resolution/Agenda wise details of the voting (Including vote cast by physical ballot/Poll Paper and e-voting process) are as under:

Resolution No. 1

Ordinary Resolution for Adoption of Financial Statements, report of Board of Directors and Auditors for the year ended on 31st March, 2015.

Shareholder type	No. of shares held	No. of votes polled	% of shares 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
(1)	(2)	(3)	(4)= [3/2]*100	(5)	(6)	(7)= [5/3]*100	(8)= [6/3]*100
Promoter and Promoter Group	1721877	1680748	97.61	1680748	0	97.61	0.00
Public Institutional Holders	301	0	0.00	0	0	0.00	0.00
Public others	1158506	1773	0.15	1773	0	0.15	0.00
Total	2880684	1682521	97.76	1682521	0	97.76	0.00



Bhagwati Autocast Limited

Resolution No. 2

Ordinary Resolution for declaration of dividend on Equity Shares @ 0.50 (5%) per Equity Share of the Company for Financial Year ended 31st March, 2015.

Shareholder type	No. of shares held	No. of votes polled	% of shares 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
(1)	(2)	(3)	(4)= [3/2]*100	(5)	(6)	(7)= [5/3]*100	(8)= [6/3]*100
Promoter and Promoter Group	1721877	1680748	97.61	1680748	0	97.61	0.00
Public Institutional Holders	301	0	0.00	0	0	0.00	0.00
Public others	1158506	1773	0.15	1773	0	0.15	0.00
Total	2880684	1682521	97.76	1682521	0	97.76	0.00

Resolution No. 3

Ordinary Resolution for re-appointment of Dr. Pravin N. Bhagwati as a Director retiring by rotation.

Shareholder type	No. of shares held	No. of votes polled	% of shares 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
(1)	(2)	(3)	(4)= [3/2]*100	(5)	(6)	(7)= [5/3]*100	(8)= [6/3]*100
Promoter and Promoter Group	1721877	625815	36.34	625815	0	36.34	0.00
Public Institutional Holders	301	0	0.00	0	0	0.00	0.00
Public others	1158506	1773	0.15	1773	0	0.15	0.00
Total	2880684	627588	36.49	627588	0	36.49	0.00



Bhagwati Autocast Limited

Resolution No. 4

Ordinary Resolution for appointment of M/s. Milin J. Jani & Co., Chartered Accountant, as a Statutory Auditors of the company till the conclusion of next Annual General Meeting and fixing their remuneration

Shareholder type	No. of shares held	No. of votes polled	% of shares 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
(1)	(2)	(3)	(4)= [3/2]*100	(5)	(6)	(7)= [5/3]*100	(8)= [6/3]*100
Promoter and Promoter Group	1721877	1680748	97.61	1680748	0	97.61	0.00
Public Institutional Holders	301	0	0.00	0	0	0.00	0.00
Public others	1158506	1773	0.15	1773	0	0.15	0.00
Total	2880684	1682521	97.76	1682521	0	97.76	0.00



Bhagwati Autocast Limited

Resolution No. 5

Special Resolution for appointment of Dr. Pravin N. Bhagwati (DIN : 00096799) as Managing Director

Shareholder type	No. of shares held	No. of votes polled	% of shares 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
(1)	(2)	(3)	(4)= [3/2]*100	(5)	(6)	(7)= [5/3]*100	(8)= [6/3]*100
Promoter and Promoter Group	1721877	625815	36.34	625815	0	36.34	0.00
Public Institutional Holders	301	0	0.00	0	0	0.00	0.00
Public others	1158506	1773	0.15	1773	0	0.15	0.00
Total	2880684	627588	36.49	627588	0	36.49	0.00

Resolution No. 6

Ordinary Resolution for re-appointment of Ms. Reena P. Bhagwati (DIN : 00096280) as Joint Managing Director

Shareholder type	No. of shares held	No. of votes polled	% of shares 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
(1)	(2)	(3)	(4)= [3/2]*100	(5)	(6)	(7)= [5/3]*100	(8)= [6/3]*100
Promoter and Promoter Group	1721877	625815	36.34	625815	0	36.34	0.00
Public Institutional Holders	301	0	0.00	0	0	0.00	0.00
Public others	1158506	1773	0.15	1773	0	0.15	0.00
Total	2880684	627588	36.49	627588	0	36.49	0.00

For, BHAGWATI AUTOCAST LTD.

A. N. Soni
Company Secretary





CHIRAG SHAH & ASSOCIATES

Company Secretaries

808, Shiromani Complex, Opp. Ocean Park,

S.M. Road, Satellite, Ahmedabad - 380 015.

Ph.: 079- 40020304 / 40020305

E-mail : chi118_min@yahoo.com

Scrutinizers' Report

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
33rd Annual General Meeting of the Equity Shareholders of
Bhagwati Autocast Limited
Held on 23rd day of September, 2015 at 11.00 a.m.
At Survey No. 816, Village-Rajoda,
Nr. Bavla,
Ahmedabad - 382220

Dear Sir,

I, Chirag Shah, Proprietor of M/s. Chirag Shah & Associates, Company Secretaries, having office at 808, Shiromani Complex, Opp. Ocean Park, S.M. Road, Satellite, Ahmedabad-380015 have been appointed as Scrutinizer of Bhagwati Autocast Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 33rd Annual General Meeting of the Equity Shareholders of Bhagwati Autocast Limited, held on 23rd day of September, 2015 at 11.00 a.m. at "Survey No. 816, Village-Rajoda, Nr. Bavla Ahmedabad - 382220." I submit my report as under:

1. The e-voting period remained open from Sunday, 20th September, 2015 at 9.00 a.m. to Tuesday, 22nd September 2015 at 5.00 p.m.
2. The shareholders holding shares as on the "cut off" date i.e. 18th September, 2015 were entitled to vote on the proposed resolutions (Items No. 1 to 6 as set out in the Notice of the 33rd AGM of the Bhagwati Autocast Limited).
3. The votes were unblocked on 23rd September, 2015 around 12:30p.m. in the presence of two witnesses, Miss Priyanka Khatri and Mr. Meet Shah who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Miss Priyanka Khatri

Name: Mr. Meet Shah



4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of NSDL (National Securities Depositories Ltd).

5. The results of the e-voting are as under:

a) Resolution No. 1:

Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors:

i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
01	100	100

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
0	0	0

iii) No of members who have **Abstained** from voting:

Total number of members whose votes were abstained	Total number of votes
0	0

b) Resolution No.2:

Declaration of Dividend on Equity Shares:

i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
01	100	100

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
0	0	0



iii) No of members who have **Abstained** from voting:

Total number of members whose votes were abstained	Total number of votes
0	0

c) Resolution No. 3:

Re-appointment of Dr. Pravin Bhagwati who retires by rotation:

i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
01	100	100

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
0	0	0

iii) No of members who have **Abstained** from voting:

Total number of members whose votes were abstained	Total number of votes
0	0

d) Resolution No. 4:

Appointment of Auditors and fixing their remuneration:

i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
01	100	100

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
0	0	0



iii) No of members who have **Abstained** from voting:

Total number of members whose votes were abstained	Total number of votes
0	0

e) **Resolution No. 5:**

Re-Appointment of Dr. Pravin Bhagwati as Managing Director:

i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
01	100	100

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
0	0	0

iii) No of members who have **Abstained** from voting:

Total number of members whose votes were abstained	Total number of votes
0	0

f) **Resolution No. 6:**

Re- appointment of Ms. Reena Bhagwati as Joint Managing Director:

i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
01	100	100

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
0	0	0



iii) No of members who have **Abstained** from voting:

Total number of members whose votes were abstained	Total number of votes
0	0

Thanking you,

Yours faithfully,


Chirag Shah
Proprietor
Chirag Shah and Associates
Company Secretaries
COP: 3498
Membership: FCS 5545



Place: Ahmedabad

Date: 23.09.2015

Form No. MGT-13
Report of Scrutinizer

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

To,
The Chairman,
Bhagwati Autocast Limited

The 33rd Annual General Meeting of the members of Bhagwati Autocast Limited (the Company) held on Wednesday, 23rd September, 2015 at 11:00 a.m. at Survey No. 816, Village-Rajoda, Nr. Bavla, Ahmedabad-382220.

Dear Sir,

I, **Chirag Shah, Practising Company Secretary**, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 33rd Annual General Meeting of the Equity Shareholders of Bhagwati Autocast Limited held on Wednesday, 23rd September, 2015 at 11:00 a.m. at Survey No. 816, Village-Rajoda, Nr. Bavla, Ahmedabad-382220, submit my report as under:

1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks 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/Register and Transfer Agent 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:



Item No. 1 - Ordinary Resolution**Consider and adopt Audited Financial Statement, Reports of the Board of Directors and Auditors:**

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
15	1682421	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0.00

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	151

Item No. 2 - Ordinary Resolution**Declaration of Dividend on Equity Shares:**

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
15	1682421	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	00	0



(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	151

Item No. 3 - Ordinary Resolution

Re-appointment of Dr. Pravin Bhagwati who retires by rotation:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
13	627488	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
4	604652

Item No. 4 - Ordinary Resolution

Appointment of Auditors and fixing their remuneration:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
15	1682421	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0



(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	151

Item No. 5 – Special Resolution

Re-Appointment of Dr. Pravin Bhagwati as Managing Director:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
13	627488	100

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	151

Item No. 6 - Ordinary Resolution

Appointment of Ms. Reena Bhagwati as Joint Managing Director:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
13	627488	100

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(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	151

Thanking you,
Yours Faithfully,



Scrutinizer
Name: Chirag Shah
Practicing Company Secretary
FCS: 5545; CP: 3498

Place: Ahmedabad
Date: 23/09/2015