

MUKTA ARTS LIMITED
(CIN: L92110MH1982PLC028180)

Disclosure in terms of Clause 35A of the Listing Agreement in relation to Annual General Meeting of the Company:

Sr. No.	Description	Particulars
1.	Date of AGM	27 th September, 2014
2.	Total number of Shareholders as on Record Date	5,100
3.	No. of Shareholders present in the meeting either in person or through proxy:	30
	Promoters and Promoter Group:	6
	Public:	24
4.	No. of Shareholders attended the meeting through Video Conferencing:	Not applicable
	Promoters and Promoter Group:	Not applicable
	Public:	Not applicable

Details of result on each item of AGM Notice is appended below:



Ran P. K.

1. Adoption of financial statements for the financial year ended 31st March, 2014.

Promoter / Public	No. of Shares held	No. of Valid 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
Mode of Voting (E-Voting)							
Promoter & Promoter Group	1,58,89,290	NIL	NIL	NIL	NIL	NIL	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	161	0.002	161	NIL	100	NIL
Total	2,25,81,200	161	0.0007	161	NIL	100	NIL
Mode of Voting (Poll)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,212	0.84	56,202	10	99.98	0.02
Total	2,25,81,200	17,06,212	7.556	17,06,202	10	99.9994	0.0006
Mode of Voting (Combined)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,373	0.84	56,363	10	99.98	0.02
Total	2,25,81,200	17,06,373	7.557	17,06,363	10	99.9994	0.0006

Ran P. J.



2. Re-appointment of Mr. Rahul Puri (DIN 01925045) who retires by rotation and offers himself for re-appointment as a Director.

Promoter / Public	No. of Shares held	No. of Valid 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
Mode of Voting (E-Voting)							
Promoter & Promoter Group	1,58,89,290	NIL	NIL	NIL	NIL	NIL	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	161	0.002	161	NIL	100	NIL
Total	2,25,81,200	161	0.0007	161	NIL	100	NIL
Mode of Voting (Poll)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,212	0.84	56,202	10	99.98	0.02
Total	2,25,81,200	17,06,212	7.556	17,06,202	10	99.9994	0.0006
Mode of Voting (Combined)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,373	0.84	56,363	10	99.98	0.02
Total	2,25,81,200	17,06,373	7.557	17,06,363	10	99.9994	0.0006



Ran Puri

3. Re-appointment of M/s B S R & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 101248W) as Statutory Auditors for a term of 4 years upto the conclusion of the 36th AGM (subject to ratification of the appointment by the members at every AGM) and fixing their remuneration.

Promoter / Public	No. of Shares held	No. of Valid 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
Mode of Voting (E-Voting)							
Promoter & Promoter Group	1,58,89,290	NIL	NIL	NIL	NIL	NIL	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	161	0.002	161	NIL	100	NIL
Total	2,25,81,200	161	0.0007	161	NIL	100	NIL
Mode of Voting (Poll)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,212	0.84	56,201	11	99.98	0.02
Total	2,25,81,200	17,06,212	7.556	17,06,201	11	99.9994	0.0006
Mode of Voting (Combined)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,373	0.84	56,362	11	99.98	0.02
Total	2,25,81,200	17,06,373	7.557	17,06,362	11	99.9994	0.0006



Ran P. Rao

4. Appointment of Mr. Anil Harish (DIN 00001685) as an Independent Director for a period of 5 years.

Promoter / Public	No. of Shares held	No. of Valid 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
Mode of Voting (E-Voting)							
Promoter & Promoter Group	1,58,89,290	NIL	NIL	NIL	NIL	NIL	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	161	0.002	161	NIL	100	NIL
Total	2,25,81,200	161	0.0007	161	NIL	100	NIL
Mode of Voting (Poll)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,212	0.84	56,202	10	99.98	0.02
Total	2,25,81,200	17,06,212	7.556	17,06,202	10	99.9994	0.0006
Mode of Voting (Combined)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,373	0.84	56,363	10	99.98	0.02
Total	2,25,81,200	17,06,373	7.557	17,06,363	10	99.9994	0.0006



Anil Harish

5. Appointment of Mr. Kewal Handa (DIN 00056826) as Independent Director of the Company for a period of 5 years.

Promoter / Public	No. of Shares held	No. of Valid 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
Mode of Voting (E-Voting)							
Promoter & Promoter Group	1,58,89,290	NIL	NIL	NIL	NIL	NIL	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	161	0.002	161	NIL	100	NIL
Total	2,25,81,200	161	0.0007	161	NIL	100	NIL
Mode of Voting (Poll)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,212	0.84	56,202	10	99.98	0.02
Total	2,25,81,200	17,06,212	7.556	17,06,202	10	99.9994	0.0006
Mode of Voting (Combined)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,373	0.84	56,363	10	99.98	0.02
Total	2,25,81,200	17,06,373	7.557	17,06,363	10	99.9994	0.0006



Ram P. Handa

6. Appointment of Mr. Subhash Ghai (DIN 00019803) as Executive Chairman for a period of 3 years and approval of remuneration payable to him.

Promoter / Public	No. of Shares held	No. of Valid 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
Mode of Voting (E-Voting)							
Promoter & Promoter Group	1,58,89,290	NIL	NIL	NIL	NIL	NIL	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	161	0.002	161	NIL	100	NIL
Total	2,25,81,200	161	0.0007	161	NIL	100	NIL
Mode of Voting (Poll)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,212	0.84	56,202	10	99.98	0.02
Total	2,25,81,200	17,06,212	7.556	17,06,202	10	99.9994	0.0006
Mode of Voting (Combined)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,373	0.84	56,363	10	99.98	0.02
Total	2,25,81,200	17,06,373	7.557	17,06,363	10	99.9994	0.0006



San P. Ghai

7. Appointment of Mr. Rahul Puri (DIN 01925045) as Managing Director for a period of 3 years and approval of remuneration payable to him.

Promoter / Public	No. of Shares held	No. of Valid 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
Mode of Voting (E-Voting)							
Promoter & Promoter Group	1,58,89,290	NIL	NIL	NIL	NIL	NIL	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	161	0.002	161	NIL	100	NIL
Total	2,25,81,200	161	0.0007	161	NIL	100	NIL
Mode of Voting (Poll)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,212	0.84	56,201	11	99.98	0.02
Total	2,25,81,200	17,06,212	7.556	17,06,201	11	99.9994	0.0006
Mode of Voting (Combined)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,373	0.84	56,362	11	99.98	0.02
Total	2,25,81,200	17,06,373	7.557	17,06,362	11	99.9994	0.0006



Rahul Puri

8. Adoption of new set of Articles of Association of the Company in substitution of the existing Articles of Association.

Promoter / Public	No. of Shares held	No. of Valid 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
Mode of Voting (E-Voting)							
Promoter & Promoter Group	1,58,89,290	NIL	NIL	NIL	NIL	NIL	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	161	0.002	161	NIL	100	NIL
Total	2,25,81,200	161	0.0007	161	NIL	100	NIL
Mode of Voting (Poll)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,212	0.84	56,202	10	99.98	0.02
Total	2,25,81,200	17,06,212	7.556	17,06,202	10	99.9994	0.0006
Mode of Voting (Combined)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,373	0.84	56,363	10	99.98	0.02
Total	2,25,81,200	17,06,373	7.557	17,06,363	10	99.9994	0.0006



Ran B. K.

9. To authorise the Board of Directors for Borrowing powers of Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only) or the aggregate of the paid up share capital and free reserves of the Company, whichever is higher.

Promoter / Public	No. of Shares held	No. of Valid 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
Mode of Voting (E-Voting)							
Promoter & Promoter Group	1,58,89,290	NIL	NIL	NIL	NIL	NIL	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	161	0.002	161	NIL	100	NIL
Total	2,25,81,200	161	0.0007	161	NIL	100	NIL
Mode of Voting (Poll)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,212	0.84	56,202	10	99.98	0.02
Total	2,25,81,200	17,06,212	7.556	17,06,202	10	99.9994	0.0006
Mode of Voting (Combined)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,373	0.84	56,363	10	99.98	0.02
Total	2,25,81,200	17,06,373	7.557	17,06,363	10	99.9994	0.0006



San Bha

10. To authorise the Board of Directors for Creation of Charge on the assets of the Company for borrowing powers of Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only) or the aggregate of the paid up share capital and free reserves of the Company, whichever is higher.

Promoter / Public	No. of Shares held	No. of Valid 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
Mode of Voting (E-Voting)							
Promoter & Promoter Group	1,58,89,290	NIL	NIL	NIL	NIL	NIL	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	161	0.002	161	NIL	100	NIL
Total	2,25,81,200	161	0.0007	161	NIL	100	NIL
Mode of Voting (Poll)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,212	0.84	56,202	10	99.98	0.02
Total	2,25,81,200	17,06,212	7.556	17,06,202	10	99.9994	0.0006
Mode of Voting (Combined)							
Promoter & Promoter Group	1,58,89,290	16,50,000	10.38	16,50,000	NIL	100	NIL
Public – Institutional Holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public - Others	66,91,910	56,373	0.84	56,363	10	99.98	0.02
Total	2,25,81,200	17,06,373	7.557	17,06,363	10	99.9994	0.0006

Ran. P. S.



Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson of 32nd Annual General Meeting of Mukta Arts Limited to be held on Saturday, the 27th September, 2014 at 4.00 p.m. at the Whistling Woods Institute Auditorium, Dada Saheb Phalke Chitra Nagari, Goregaon (East), Mumbai- 400 065.

Dear Sir,

I, **CS Nrupang B. Dholakia, Partner of M/s. Dholakia & Associates, Company Secretaries** appointed as a Scrutinizer by the Board of Directors of **Mukta Arts Limited ("the Company")** pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(3)(ix) of the Companies (Management and Administration) Rules, 2014 to scrutinize the electronic voting (e-Voting) on the resolutions contained in the Notice of 32nd Annual General Meeting of the Company to be held on Saturday, the 27th September, 2014 at 4.00 p.m., submit my report as under:

1. The e-Voting commenced on September 20, 2014 (9:00 am) and was closed on September 22, 2014 (6.00 pm).
2. The Management of the Company is responsible for the compliance of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and my responsibility is only to the extent of making a Scrutinizer's Report for ascertaining the votes casted in favour or against for respective Resolution.
3. The e-Voting Result was unblocked at Mumbai from the website of M/s. Central Depository Securities (India) Limited i.e. www.evotingindia.com and the Excel File containing the Result was opened in the presence of Mr. Vidyut Vasavada and Mr. Lalit Shah who are not in the employment of the Company. **(Declaration attached)**
4. The Votes cast by Corporate/Institutional Members who have uploaded the scanned certified true copy of the Board Resolution/Authority Letter, etc. on the website www.evotingindia.com have been considered valid.



5. The result of the e – Voting is as under :

(a) Item No 1: Adoption of financial statements for the financial year ended 31st March, 2014.

Particulars	Number of Members who cast votes Electronically	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
Total Votes received by electronic mode	3	161
Less: Total Number of Invalid Votes (Refer Point No. 4)	NIL	NIL
Total Number of Valid Votes	3	161

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
3	161	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Abstained from voting:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



(b) Item No 2: Re-appointment of Mr. Rahul Puri (DIN 01925045) who retires by rotation and offers himself for re-appointment as a Director.

Particulars	Number of Members who cast votes Electronically	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
Total Votes received by electronic mode	3	161
Less: Total Number of Invalid Votes (Refer Point No. 4)	NIL	NIL
Total Number of Valid Votes	3	161

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
3	161	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Abstained from voting:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



- (c) Item No 3: Re-appointment of M/s B S R & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 101248W) as Statutory Auditors for a term of 4 years upto the conclusion of the 36th AGM (subject to ratification of the appointment by the members at every AGM) and fixing their remuneration.

Particulars	Number of Members who cast votes Electronically	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
Total Votes received by electronic mode	3	161
Less: Total Number of Invalid Votes (Refer Point No. 4)	NIL	NIL
Total Number of Valid Votes	3	161

- (i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
3	161	100

- (ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

- (iii) Abstained from voting:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



(d) Item No 4: appointment of Mr. Anil Harish (DIN 00001685) as an Independent Director for a period of 5 years.

Particulars	Number of Members who cast votes Electronically	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
Total Votes received by electronic mode	3	161
Less: Total Number of Invalid Votes (Refer Point No. 4)	NIL	NIL
Total Number of Valid Votes	3	161

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
3	161	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Abstained from voting:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



(e) Item No 5: appointment of Mr. Kewal Handa (DIN 00056826) as Independent Director of the Company for a period of 5 years.

Particulars	Number of Members who cast votes Electronically	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
Total Votes received by electronic mode	3	161
Less: Total Number of Invalid Votes (Refer Point No. 4)	NIL	NIL
Total Number of Valid Votes	3	161

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
3	161	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Abstained from voting:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



- (f) **Item No 6: Appointment of Mr. Subhash Ghai (DIN 00019803) as Executive Chairman for a period of 3 years and approval of remuneration payable to him.**

Particulars	Number of Members who cast votes Electronically	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
Total Votes received by electronic mode	3	161
Less: Total Number of Invalid Votes (Refer Point No. 4)	NIL	NIL
Total Number of Valid Votes	3	161

- (i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
3	161	100

- (ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

- (iii) Abstained from voting:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



- (g) Item No 7: Appointment of Mr. Rahul Puri (DIN 01925045) as Managing Director for a period of 3 years and approval of remuneration payable to him.

Particulars	Number of Members who cast votes Electronically	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
Total Votes received by electronic mode	3	161
Less: Total Number of Invalid Votes (Refer Point No. 4)	NIL	NIL
Total Number of Valid Votes	3	161

- (i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
3	161	100

- (ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

- (iii) Abstained from voting:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



(h) Item No 8: Adoption of new set of Articles of Association of the Company in substitution of the existing Articles of Association.

Particulars	Number of Members who cast votes Electronically	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
Total Votes received by electronic mode	3	161
Less: Total Number of Invalid Votes (Refer Point No. 4)	NIL	NIL
Total Number of Valid Votes	3	161

(i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
3	161	100

(ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Abstained from voting:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



- (i) Item No 9: To authorise the Board of Directors for Borrowing powers of Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only) or the aggregate of the paid up share capital and free reserves of the Company, whichever is higher.

Particulars	Number of Members who cast votes Electronically	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
Total Votes received by electronic mode	3	161
Less: Total Number of Invalid Votes (Refer Point No. 4)	NIL	NIL
Total Number of Valid Votes	3	161

- (i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
3	161	100

- (ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

- (iii) Abstained from voting:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



- (j) **Item No 10: To authorise the Board of Directors for Creation of Charge on the assets of the Company for borrowing powers of Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only) or the aggregate of the paid up share capital and free reserves of the Company, whichever is higher.**

Particulars	Number of Members who cast votes Electronically	No. of Equity Shares of the Nominal Value of Rs. 5/- each (Votes cast)
Total Votes received by electronic mode	3	161
Less: Total Number of Invalid Votes (Refer Point No. 4)	NIL	NIL
Total Number of Valid Votes	3	161

- (i) Voted in favour of the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
3	161	100

- (ii) Voted against the resolution:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

- (iii) Abstained from voting:

Number of Members voting	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL



6. You may accordingly declare the result of the e-Voting.
7. The Register of e-Voting and all other papers relating to e-Voting will be e-mailed to the Chairperson and the Company Secretary of the Company after the Chairperson considers, approves and signs the minutes of the Annual General Meeting in compliance with Rule 20(3)(xiii) of Companies (Management and Administration) Rules, 2014.

Thanking you,

Yours faithfully,



CS Nrupang B. Dholakia
Partner
Dholakia & Associates
(Company Secretaries)
ACS: 34722 CP No: 12884

Place : Mumbai

Date : 23rd September, 2014

TO WHOMSOEVER IT MAY CONCERN

We, Vidyut Vasavada and Lalit Shah hereby state that the Excel Sheet containing the Results of e-Voting of **MUKTA ARTS LIMITED ("the Company")** for the 32nd Annual General Meeting of the Company to be held on Saturday, the 27th September, 2014 at 4.00 p.m. at the Whistling Woods Institute Auditorium, Dada Saheb Phalke Chitra Nagari, Goregaon (East), Mumbai- 400 065 was unblocked from the website of M/s. Central Depository Services (India) Limited i.e. www.evotingindia.com and opened in our presence as required under Rule 20(3)(xi) of Companies (Management and Administration) Rules, 2014.

N.R. Vasavada
22-9-14
7:30 P.M.
Vidyut Vasavada

Lalit Shah
22/09/2014
4:30 P.M.
Lalit Shah

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,

Mr. Subhash Ghai

Chairperson for the 32nd Annual General Meeting of the Equity Shareholders of **Mukta Arts Limited** held on Saturday, the 27th September, 2014 at 4.00 p.m. at the **Whistling Woods Institute Auditorium, Dada Saheb Phalke Chitra Nagari, Goregaon (East), Mumbai- 400 065.**

Dear Sir,

I, **CS Nrupang B. Dholakia**, appointed as Scrutinizer by you for the purpose of the Poll taken on the below mentioned Resolutions, at the 32nd Annual General Meeting of the Equity Shareholders of **Mukta Arts Limited ("the Company")** held on Saturday, the 27th September, 2014 at 4.00 p.m. at the **Whistling Woods Institute Auditorium, Dada Saheb Phalke Chitra Nagari, Goregaon (East), Mumbai- 400 065**, submit my Report as under:

1. After the time fixed for the Poll by the Chairperson, One (1) empty Ballot Box kept for Polling was locked in my presence and Members who were present.
2. The locked Ballot Box was subsequently opened in my presence and in the presence of 2 (Two) Witnesses (**Declaration attached**). The Poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and M/s. Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorizations and 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 :

Resolution:

(a) Item No 1: Adoption of financial statements for the financial year ended 31st March, 2014.

(i) Voted in favour of the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
16	17,06,202	99.9994

(ii) Voted against the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	10	0.0006

(iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	37,320	2.19



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(b) Item No 2: Re-appointment of Mr. Rahul Puri (DIN 01925045) who retires by rotation and offers himself for re-appointment as a Director.

(i) Voted in favour of the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
16	17,06,202	99.9994

(ii) Voted against the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	10	0.0006

(iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	37,320	2.19



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(c) Item No 3: Re-appointment of M/s B S R & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 101248W) as Statutory Auditors for a term of 4 years upto the conclusion of the 36th AGM (subject to ratification of the appointment by the members at every AGM) and fixing their remuneration.

(i) Voted in favour of the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
15	17,06,201	99.9994

(ii) Voted against the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
2	11	0.0006

(iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	37,320	2.19



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(d) Item No 4: Appointment of Mr. Anil Harish (DIN 00001685) as an Independent Director for a period of 5 years.

(i) Voted in favour of the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
16	17,06,202	99.9994

(ii) Voted against the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	10	0.0006

(iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	37,320	2.19



(e) Item No 5: Appointment of Mr. Kewal Handa (DIN 00056826) as Independent Director of the Company for a period of 5 years.

(i) Voted in favour of the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
16	17,06,202	99.9994

(ii) Voted against the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	10	0.0006

(iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	37,320	2.19



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(f) Item No 6: Appointment of Mr. Subhash Ghai (DIN 00019803) as Executive Chairman for a period of 3 years and approval of remuneration payable to him.

(i) Voted in favour of the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
16	17,06,202	99.9994

(ii) Voted against the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	10	0.0006

(iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	37,320	2.19



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(g) Item No 7: Appointment of Mr. Rahul Puri (DIN 01925045) as Managing Director for a period of 3 years and approval of remuneration payable to him.

(i) Voted in favour of the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
15	17,06,201	99.9994

(ii) Voted against the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
2	11	0.0006

(iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	37,320	2.19



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(h) Item No 8: Adoption of new set of Articles of Association of the Company in substitution of the existing Articles of Association.

(i) Voted in favour of the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
16	17,06,202	99.9994

(ii) Voted against the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	10	0.0006

(iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	37,320	2.19



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- (i) Item No 9: To authorise the Board of Directors for Borrowing powers of Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only) or the aggregate of the paid up share capital and free reserves of the Company, whichever is higher.

- (i) Voted in favour of the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
16	17,06,202	99.9994

- (ii) Voted against the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	10	0.0006

- (iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	37,320	2.19



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- (j) Item No 10: To authorise the Board of Directors for Creation of Charge on the assets of the Company for borrowing powers of Rs. 200,00,00,000/- (Rupees Two Hundred Crores Only) or the aggregate of the paid up share capital and free reserves of the Company, whichever is higher.

- (i) Voted in favour of the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
16	17,06,202	99.9994

- (ii) Voted against the Resolution:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
1	10	0.0006

- (iii) Invalid votes:

Number of Members present and voting (In person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
6	37,320	2.19



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5. A Compact Disc (CD) containing a list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the Resolution is enclosed.
6. The aforesaid Poll Report is tabulated on the basis of Acceptance and Rejection and Report on Invalid Poll Papers provided in the Annexure attached herewith which forms an integral part of this Report.
7. The Poll papers and all other relevant records were sealed and handed over to Mr. Ravi Poplai, Company Secretary of the Company authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Place: Mumbai

Date: 29th September, 2014



CS Nrupang B. Dholakia
Partner
Dholakia & Associates
(Company Secretaries)
ACS: 34722 CP No: 12884

ANNEXURE**A. BASIS OF ACCEPTANCE**

1. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
2. Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the vote(s) cast by the joint named shareholders has/have been considered.
3. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
4. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
5. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
6. If the Shareholder has voted both in e-Voting and Poll, then Voting done through e-Voting has been considered and voting done through Poll has been treated as Invalid.

B. BASIS OF REJECTION

1. Shareholder has not put any mark on either assent or dissent.
2. Poll paper is not signed.
3. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.
4. The specimen signature of the beneficial owner is not provided to the Registrar and Share Transfer Agent by the Depositories and consequently there is no way to verify the signature with the specimen.
5. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
6. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company / Registrar and Share Transfer Agent.



A handwritten signature or set of initials in blue ink, located in the bottom right corner of the page.

7. The Poll Paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizers to identify either the Member or the number of votes.
8. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.
9. If the Proxy has cast vote without registering the Proxy Form with the Company, the Poll Paper of the Proxy has been rejected and treated as invalid.
10. If the Name of the Person is not found in the Register of Members or Proxy Register or as a Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
11. If the Identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.
12. If the Shareholder has voted both in e-Voting and Poll, then Voting done through e-Voting has been considered and voting done through Poll has been treated as Invalid.



C. REPORT FOR INVALID POLL PAPERS.***i. For Resolutions No.1:***

Sr. No.	Category	No. of Poll Papers	Total number of Invalid votes casted
1.	No votes polled	2	100
2.	Signature not tallied	3	220
3.	Proxy voted without registering Proxy Form with the Company	1	37,000
TOTAL		6	37,320

ii. For Resolution No. 2:

Sr. No.	Category	No. of Poll Papers	Total number of Invalid votes casted
1.	No votes polled	2	100
2.	Signature not tallied	3	220
3.	Proxy voted without registering Proxy Form with the Company	1	37,000
TOTAL		6	37,320



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iii. For Resolution No. 3:

Sr. No.	Category	No. of Poll Papers	Total number of Invalid votes casted
1.	No votes polled	2	100
2.	Signature not tallied	3	220
3.	Proxy voted without registering Proxy Form with the Company	1	37,000
TOTAL		6	37,320

iv. For Resolution No. 4:

Sr. No.	Category	No. of Poll Papers	Total number of Invalid votes casted
1.	No votes polled	2	100
2.	Signature not tallied	3	220
3.	Proxy voted without registering Proxy Form with the Company	1	37,000
TOTAL		6	37,320



v. For Resolution No. 5:

Sr. No.	Category	No. of Poll Papers	Total number of Invalid votes casted
1.	No votes polled	2	100
2.	Signature not tallied	3	220
3.	Proxy voted without registering Proxy Form with the Company	1	37,000
TOTAL		6	37,320

vi. For Resolution No. 6:

Sr. No.	Category	No. of Poll Papers	Total number of Invalid votes casted
1.	No votes polled	2	100
2.	Signature not tallied	3	220
3.	Proxy voted without registering Proxy Form with the Company	1	37,000
TOTAL		6	37,320



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vii. For Resolution No. 7:

Sr. No.	Category	No. of Poll Papers	Total number of Invalid votes casted
1.	No votes polled	2	100
2.	Signature not tallied	3	220
3.	Proxy voted without registering Proxy Form with the Company	1	37,000
TOTAL		6	37,320

viii. For Resolution No. 8:

Sr. No.	Category	No. of Poll Papers	Total number of Invalid votes casted
1.	No votes polled	2	100
2.	Signature not tallied	3	220
3.	Proxy voted without registering Proxy Form with the Company	1	37,000
TOTAL		6	37,320



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ix. For Resolution No. 9:

Sr. No.	Category	No. of Poll Papers	Total number of Invalid votes casted
1.	No votes polled	2	100
2.	Signature not tallied	3	220
3.	Proxy voted without registering Proxy Form with the Company	1	37,000
TOTAL		6	37,320

x. For Resolution No. 10:

Sr. No.	Category	No. of Poll Papers	Total number of Invalid votes casted
1.	No votes polled	2	100
2.	Signature not tallied	3	220
3.	Proxy voted without registering Proxy Form with the Company	1	37,000
TOTAL		6	37,320

Thanking you,

Yours faithfully,

Place: Mumbai

Date: 29th September, 2014


CS Nrupang B. Dholakia
 Partner
 Dholakia & Associates
 (Company Secretaries)
 ACS: 34722 CP No: 12884

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TO WHOMSOEVER IT MAY CONCERN

We, Nikhil Chavan and Manoj Dhondge hereby state that the Polling Box, in which Equity Shareholders of Mukta Arts Limited ("the Company") casted their vote by way of Poll at the 32nd Annual General Meeting of the Company held on Saturday, the 27th September, 2014 at 4.00 p.m. at the Whistling Woods Institute Auditorium, Dada Saheb Phalke Chitra Nagari, Goregaon (East), Mumbai- 400 065, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014 and the same was in sealed condition and without any tampering.

Witness 1: Nikhil Chavan
27/9/2014

B-9, 113/114, Mahaveer Smaraka, Ganochanagar,
Ghatkopar (E), Mumbai - 400077

Witness 2: Manoj Dhondge
27/9/14

DX-177, Shikula Nagar,
Nepeansea Road Mumbai - 36