



# Camphor & Allied Products Ltd.

Regd. Off. / H. O. : 133, Jehangir Bldg., 2nd Floor, Mahatma Gandhi Road,  
Mumbai - 400001, Maharashtra, India. T : 91 22 43214000 F : 91 22 43214099  
E : grievance@camphor-allied.com CIN : L17299MH1972PLC285731

27<sup>th</sup> September, 2017

To

**Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001**

**Scrip Code – 500078**

**Sub: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 of Voting Results**

Dear Sir / Madam,

In compliance with Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, we attach herewith in the prescribed format, the details of the voting results of the business transacted at the 45<sup>th</sup> Annual General Meeting of the members of the Company held on Monday 25<sup>th</sup> September, 2017 at 10:00 a.m. at Babasaheb Dahanukar Sabhagriha, Maharashtra Chamber of Commerce, Industry & Agriculture (MACCIA), Oricon House, 6<sup>th</sup> Floor, 12K, Dubhash Marg, Near Kala Ghoda, Fort, Mumbai - 400 001.


A copy of the Report of Scrutinizer pursuant to Section 108 of the Companies Act 2013 and Rule 20 of the Companies (Management and Administration) Rules 2014, issued by M/s Shreyans Jain & Co., Company Secretaries, Mumbai is also attached herewith.

All the resolutions set out in the Notice dated 16<sup>th</sup> August 2017 have been passed with requisite majority.

You are requested to take note of the above.

Thanking you,  
Yours faithfully,

**For Camphor and Allied Products Limited**

  
**Kiranpreet Gill**

**Company Secretary & Compliance Officer**



ISO 9001



ISO 14001



OHSAS 18001



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## Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	25 <sup>th</sup> September, 2017
Total number of shareholders on record date	19800
No. of shareholders present in the meeting either in person or through proxy:	69
Promoters and Promoter Group:	1
Public:	68
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Arranged
Public	Not Arranged



**RESOLUTION - 1****Resolution required: (Ordinary)**

To consider and adopt the Annual Audited Financial Statements and Reports thereon

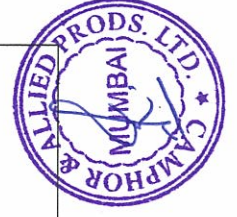
Whether promoter/ promoter group are interested in the agenda/ resolution		No						
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		<b>1</b>	<b>2</b>	<b>(3)=[(2)/(1)]*100</b>	<b>4</b>	<b>5</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
Promoter and Promoter group	E-voting	2960280	2960280	100.00	2960280	0	100.000	0.000
	Poll	2960280	0	0.00	0	0	0.000	0.000
	Total	<b>2960280</b>	<b>2960280</b>	<b>100.00</b>	<b>2960280</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	43027	39712	92.30	39712	0	100.000	0.000
	Poll	43027	0	0.00	0	0	0.000	0.000
	Total	<b>43027</b>	<b>39712</b>	<b>92.30</b>	<b>39712</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	2130367	397	0.02	334	63	84.130	15.870
	Poll	2130367	36805	1.73	36805	0	100.000	0.000
	Total	<b>2130367</b>	<b>37202</b>	<b>1.75</b>	<b>37139</b>	<b>63</b>	<b>99.830</b>	<b>0.170</b>
<b>Total</b>		<b>5133674</b>	<b>3037194</b>	<b>59.16</b>	<b>3037131</b>	<b>63</b>	<b>99.998</b>	<b>0.002</b>

The aforesaid ordinary resolution was passed with requisite majority.



<b>RESOLUTION - 2</b>									
<b>Resolution required: (Ordinary)</b>					<b>To declare dividend on Equity shares of the Company</b>				
<b>Whether promoter/ promoter group are interested in the agenda/ resolution?</b>									
<b>No</b>									
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes - in favour</b>	<b>No. of Votes - Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>	
<b>1</b>			<b>2</b>	<b>(3)=[(2)/(1)]*100</b>	<b>4</b>	<b>5</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>	
Promoter and Promoter group	E-voting	2960280	2960280	100.00	2960280	0	100.000	0.000	
	Poll	2960280	0	0.00	0	0	0.000	0.000	
	<b>Total</b>	<b>2960280</b>	<b>2960280</b>	<b>100.00</b>	<b>2960280</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	
Public Institutions	E-voting	43027	39712	92.30	39712	0	100.000	0.000	
	Poll	43027	0	0.00	0	0	0.000	0.000	
	<b>Total</b>	<b>43027</b>	<b>39712</b>	<b>92.30</b>	<b>39712</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	
Public Non-Institutions	E-voting	2130367	397	0.02	334	63	84.130	15.870	
	Poll	2130367	36805	1.73	36655	150	99.592	0.408	
	<b>Total</b>	<b>2130367</b>	<b>37202</b>	<b>1.75</b>	<b>36989</b>	<b>213</b>	<b>99.427</b>	<b>0.573</b>	
<b>Total</b>		<b>5133674</b>	<b>3037194</b>	<b>59.16</b>	<b>3036981</b>	<b>213</b>	<b>99.993</b>	<b>0.007</b>	

The aforesaid ordinary resolution was passed with requisite majority.



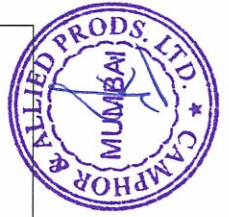
**RESOLUTION - 3**

**Resolution required: (Ordinary)**

**To appoint Mr. Shyamal A. Bodani (DIN:00617950) who retires by rotation and being eligible, offers himself for re-appointment**

Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	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
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	2960280	2960280	100.00	2960280	0	100.000	0.000
	Poll	2960280	0	0.00	0	0	0.000	0.000
	Total	2960280	2960280	100.00	2960280	0	100.000	0.000
Public Institutions	E-voting	43027	39712	92.30	39712	0	100.000	0.000
	Poll	43027	0	0.00	0	0	0.000	0.000
	Total	43027	39712	92.30	39712	0	100.000	0.000
Public Non-Institutions	E-voting	2130367	397	0.02	334	63	84.130	15.870
	Poll	2130367	36805	1.73	36805	0	100.000	0.000
	Total	2130367	37202	1.75	37139	63	99.830	0.170
<b>Total</b>		<b>5133674</b>	<b>3037194</b>	<b>59.16</b>	<b>3037131</b>	<b>63</b>	<b>99.998</b>	<b>0.002</b>

The aforesaid ordinary resolution was passed with requisite majority.



**RESOLUTION - 4****Resolution required: (Ordinary)**

To ratify the appointment of M/s Lodha & Co. (Firm Registration No: 301051E), Chartered Accountant as the Statutory auditors of the Company

Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	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
		<b>1</b>	<b>2</b>	<b>(3)=[(2)/(1)]*100</b>	<b>4</b>	<b>5</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
Promoter and Promoter group	E-voting	2960280	2960280	100.00	2960280	0	100.000	0.000
	Poll	2960280	0	0.00	0	0	0.000	0.000
	Total	<b>2960280</b>	<b>2960280</b>	<b>100.00</b>	<b>2960280</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	43027	39712	92.30	39712	0	100.000	0.000
	Poll	43027	0	0.00	0	0	0.000	0.000
	Total	<b>43027</b>	<b>39712</b>	<b>92.30</b>	<b>39712</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	2130367	397	0.02	334	63	84.130	15.870
	Poll	2130367	36805	1.73	36805	0	100.000	0.000
	Total	<b>2130367</b>	<b>37202</b>	<b>1.75</b>	<b>37139</b>	<b>63</b>	<b>99.830</b>	<b>0.170</b>
<b>Total</b>		<b>5133674</b>	<b>3037194</b>	<b>59.16</b>	<b>3037131</b>	<b>63</b>	<b>99.998</b>	<b>0.002</b>

The aforesaid ordinary resolution was passed with requisite majority.



**RESOLUTION - 5****Resolution required: (Ordinary)**

To ratify the remuneration to be paid to M/s V. J. Talati & Co. (Firm Registration No. R00213), Cost Accountants, for the conduct of the audit of the cost accounting records of the Company

Whether promoter/ promoter group are interested in the agenda/ resolution?

No

Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		1	2		4	5		
Promoter and Promoter group	E-voting	2960280	2960280	100.00	2960280	0	100.000	0.000
	Poll	2960280	0	0.00	0	0	0.000	0.000
	Total	2960280	2960280	100.00	2960280	0	100.000	0.000
Public Institutions	E-voting	43027	39712	92.30	39712	0	100.000	0.000
	Poll	43027	0	0.00	0	0	0.000	0.000
	Total	43027	39712	92.30	39712	0	100.000	0.000
Public Non-Institutions	E-voting	2130367	397	0.02	334	63	84.130	15.870
	Poll	2130367	36805	1.73	36805	0	100.000	0.000
	Total	2130367	37202	1.75	37139	63	99.830	0.170
<b>Total</b>		<b>5133674</b>	<b>3037194</b>	<b>59.16</b>	<b>3037131</b>	<b>63</b>	<b>99.998</b>	<b>0.002</b>

The aforesaid ordinary resolution was passed with requisite majority.



**RESOLUTION - 6****Resolution required: (Ordinary)**

To revise the terms of appointment of Mr. Dharmil A. Bodani (DIN: 00618333), Managing Director of the Company

Category	Mode of Voting	No. of shares held	Whether promoter/ promoter group are interested in the agenda/ resolution?					No	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
			1	2	(3)=[(2)/(1)]*100	4	5							
Promoter and Promoter group	E-voting	2960280		2960280	100.00	2960280	0	100.000	0.000	0	0	100.000	0.000	
	Poll	2960280		0	0.00	0	0	0.000	0	0	0	0.000	0.000	
	<b>Total</b>	<b>2960280</b>		<b>2960280</b>	<b>100.00</b>	<b>2960280</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>2960280</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	
Public Institutions	E-voting	43027		39712	92.30	39712	0	100.000	0.000	39712	0	100.000	0.000	
	Poll	43027		0	0.00	0	0	0.000	0	0	0	0.000	0.000	
	<b>Total</b>	<b>43027</b>		<b>39712</b>	<b>92.30</b>	<b>39712</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	<b>39712</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>	
Public Non-Institutions	E-voting	2130367		397	0.02	334	63	84.130	15.870	334	63	84.130	15.870	
	Poll	2130367		36805	1.73	36805	0	100.000	0.000	36805	0	100.000	0.000	
	<b>Total</b>	<b>2130367</b>		<b>37202</b>	<b>1.75</b>	<b>37139</b>	<b>63</b>	<b>99.830</b>	<b>0.170</b>	<b>37139</b>	<b>63</b>	<b>99.830</b>	<b>0.170</b>	
<b>Total</b>		<b>5133674</b>		<b>3037194</b>	<b>59.16</b>	<b>3037131</b>	<b>63</b>	<b>99.998</b>	<b>0.002</b>	<b>3037131</b>	<b>63</b>	<b>99.998</b>	<b>0.002</b>	

The aforesaid ordinary resolution was passed with requisite majority.





**RESOLUTION - 7****Resolution required: (Ordinary)**

To revise the terms of appointment of Mr. Shyamal A. Bodani (DIN: 00617950), Executive Director of the Company

Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	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
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	2960280	2960280	100.00	2960280	0	100.000	0.000
	Poll	2960280	0	0.00	0	0	0.000	0.000
	Total	2960280	2960280	100.00	2960280	0	100.000	0.000
Public Institutions	E-voting	43027	39712	92.30	39712	0	100.000	0.000
	Poll	43027	0	0.00	0	0	0.000	0.000
	Total	43027	39712	92.30	39712	0	100.000	0.000
Public Non-Institutions	E-voting	2130367	397	0.02	334	63	84.130	15.870
	Poll	2130367	36805	1.73	36805	0	100.000	0.000
	Total	2130367	37202	1.75	37139	63	99.830	0.170
<b>Total</b>		5133674	3037194	59.16	3037131	63	99.998	0.002

The aforesaid ordinary resolution was passed with requisite majority.



**RESOLUTION - 8****Resolution required: (Ordinary)**

To appoint Mr. Satish Kumar Ray (DIN: 07904910) as a Whole-time Director designated as 'Executive Director-Operations' of the Company for a period of 5 years

Whether promoter/ promoter group are interested in the agenda/ resolution?  
No

Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		1	2		4	5		
Promoter and Promoter group	E-voting	2960280	2960280	100.00	2960280	0	100.000	0.000
	Poll	2960280	0	0.00	0	0	0.000	0.000
	Total	2960280	2960280	100.00	2960280	0	100.000	0.000
Public Institutions	E-voting	43027	39712	92.30	39712	0	100.000	0.000
	Poll	43027	0	0.00	0	0	0.000	0.000
	Total	43027	39712	92.30	39712	0	100.000	0.000
Public Non-Institutions	E-voting	2130367	397	0.02	334	63	84.130	15.870
	Poll	2130367	36805	1.73	36805	0	100.000	0.000
	Total	2130367	37202	1.75	37139	63	99.830	0.170
<b>Total</b>		5133674	3037194	59.16	3037131	63	99.998	0.002

The aforesaid ordinary resolution was passed with requisite majority.



**RESOLUTION - 9****Resolution required: (Ordinary)**

To appoint Mr. Animesh Dhar (DIN: 07905777) as a Whole-time Director of the Company designated as 'Executive Director-Operations' of the Company for a period of 5 years

Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	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
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	2960280	2960280	100.00	2960280	0	100.000	0.000
	Poll	2960280	0	0.00	0	0	0.000	0.000
	Total	2960280	2960280	100.00	2960280	0	100.000	0.000
Public Institutions	E-voting	43027	39712	92.30	39712	0	100.000	0.000
	Poll	43027	0	0.00	0	0	0.000	0.000
	Total	43027	39712	92.30	39712	0	100.000	0.000
Public Non-Institutions	E-voting	2130367	397	0.02	334	63	84.130	15.870
	Poll	2130367	36805	1.73	36805	0	100.000	0.000
	Total	2130367	37202	1.75	37139	63	99.830	0.170
<b>Total</b>		5133674	3037194	59.16	3037131	63	99.998	0.002

The aforesaid ordinary resolution was passed with requisite majority.



**RESOLUTION - 10****Resolution required: (Ordinary)**

To approve the dispatch of documents to the Shareholders in a specific mode

Whether promoter/ promoter group are interested in the agenda/ resolution?

No

Category	Mode of Voting	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
		<b>1</b>	<b>2</b>	<b>(3)=[(2)/(1)]*100</b>	<b>4</b>	<b>5</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
Promoter and Promoter group	E-voting	2960280	2960280	100.00	2960280	0	100.000	0.000
	Poll	2960280	0	0.00	0	0	0.000	0.000
	Total	<b>2960280</b>	<b>2960280</b>	<b>100.00</b>	<b>2960280</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	43027	39712	92.30	39712	0	100.000	0.000
	Poll	43027	0	0.00	0	0	0.000	0.000
	Total	<b>43027</b>	<b>39712</b>	<b>92.30</b>	<b>39712</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	2130367	397	0.02	334	63	84.130	15.870
	Poll	2130367	36805	1.73	36805	0	100.000	0.000
	Total	<b>2130367</b>	<b>37202</b>	<b>1.75</b>	<b>37139</b>	<b>63</b>	<b>99.830</b>	<b>0.170</b>
<b>Total</b>		<b>5133674</b>	<b>3037194</b>	<b>59.16</b>	<b>3037131</b>	<b>63</b>	<b>99.998</b>	<b>0.002</b>

The aforesaid ordinary resolution was passed with requisite majority.



**RESOLUTION - 11****Resolution required: (Special)**

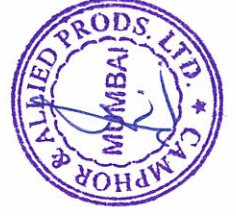
To adopt the Articles of Association of the Company as per Companies Act, 2013

Whether promoter/ promoter group are interested in the agenda/ resolution?

No

Category	Mode of Voting	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
		<b>1</b>	<b>2</b>	<b>(3)=[(2)/(1)]*100</b>	<b>4</b>	<b>5</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
Promoter and Promoter group	E-voting	2960280	2960280	100.00	2960280	0	100.000	0.000
	Poll	2960280	0	0.00	0	0	0.000	0.000
	Total	<b>2960280</b>	<b>2960280</b>	<b>100.00</b>	<b>2960280</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Institutions	E-voting	43027	39712	92.30	39712	0	100.000	0.000
	Poll	43027	0	0.00	0	0	0.000	0.000
	Total	<b>43027</b>	<b>39712</b>	<b>92.30</b>	<b>39712</b>	<b>0</b>	<b>100.000</b>	<b>0.000</b>
Public Non-Institutions	E-voting	2130367	397	0.02	334	63	84.130	15.870
	Poll	2130367	36805	1.73	36805	0	100.000	0.000
	Total	<b>2130367</b>	<b>37202</b>	<b>1.75</b>	<b>37139</b>	<b>63</b>	<b>99.830</b>	<b>0.170</b>
<b>Total</b>		<b>5133674</b>	<b>3037194</b>	<b>59.16</b>	<b>3037131</b>	<b>63</b>	<b>99.998</b>	<b>0.002</b>

The aforesaid Special resolution was passed with requisite majority.





# SHREYANS JAIN & CO.

Company Secretaries

Off: 117, Hubtown Solaris, N. S. Phadke Marg, Near East West Flyover,  
Andheri (East), Mumbai - 400 069, Maharashtra  
Tel: +91 98704 92079; email: [shreyanscs@gmail.com](mailto:shreyanscs@gmail.com)

## CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014 as amended from time to time]

To,  
The Chairman of 45<sup>th</sup> Annual General Meeting of,  
**Camphor & Allied Products Limited**  
133, Jehangir Building,  
2<sup>nd</sup> Floor Mahatma Gandhi Road,  
Fort Mumbai – 400001, Maharashtra

Dear Sir,

I, Shreyans Jain, of Shreyans Jain & Co, Company Secretaries, have been appointed by the Board of Directors of **CAMPBOR & ALLIED PRODUCTS LIMITED** (“Company”) as Scrutinizer for the purpose of:

- i. Scrutinizing the remote e-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 (“the Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and;
- ii. Voting by Shareholders at the 45<sup>th</sup> Annual General Meeting held on Monday, 25<sup>th</sup> September, 2017 at 10.00 am (“AGM”)

in a fair and transparent manner for the resolution(s) as contained in the Notice of the said AGM. I am pleased to submit my report as under, which is comprehensive and self-explanatory in all respect:

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting on the resolutions contained in the Notice of the AGM of the members of Company and voting at the AGM. My Responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer’s report of the total votes cast, votes in favour and against including the details of invalid votes, if any on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting system provided by Central Depository Services Limited (hereinafter “CDSL”) and based on the voting conducted at the AGM.

### DISPATCH OF NOTICE CONVENING THE MEETING:

The Notice of AGM dated Wednesday, 16<sup>th</sup> August, 2017 along with explanatory statement setting out material facts under Section 102 of the Act were sent to shareholders as follows :-

By way of Courier and Post – 15,223 on 01.09.2017 and;

By way of E-mail – 4,617 on 31.08.2017

in respect of the below mentioned resolutions passed at the AGM of the Company.



(1 - 7)



# SHREYANS JAIN & CO.

Company Secretaries

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## CUT-OFF DATE:

The Voting rights were reckoned as on Monday, 18<sup>th</sup> September, 2017, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and voting at the AGM.

## REMOTE E-VOTING:

The Company had availed services of Central Depository Services Limited (CDSL) as the agency for providing the remote e-voting platform.

The remote e-voting period was commenced on Friday, 22<sup>nd</sup> September, 2017 at 9:00 a.m. and concluded on Sunday, 24<sup>th</sup> September, 2017 at 5:00 p.m. on [www.evotingindia.com](http://www.evotingindia.com).

## VOTING AT THE AGM:

As prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of Annual General Meeting, to only such details pertaining to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted. Accordingly, CDSL, the e-voting agency provided us with the names, DP ID / Folio numbers and shareholding of the members who had cast their votes through remote e-voting post my validation on the system.

### • At the Venue

After the announcement of voting by the Chairman, ballot box kept for voting was locked / sealed in my presence.

On completion of voting at the meeting, the ballot box was subsequently unlocked and the ballot papers were serially numbered and diligently scrutinized.

The ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company and authorisations / proxies lodged with the Company.

The ballot papers, which were incomplete and / or otherwise found defective have been treated as invalid and kept separately.

### • Remote E-voting

The remote e-voting results on the CDSL's E-voting platform were unblocked and downloaded on Monday, 25<sup>th</sup> September, 2017 post AGM in the presence of two witnesses Mr. Sandeep Jha and CS Vidhi Khilnani who are not in the employment of Company and who have signed below in confirmation of the votes being unblocked in their presence.



(2-7)



# SHREYANS JAIN & CO.

Company Secretaries

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Andheri (East), Mumbai - 400 069, Maharashtra  
Tel: +91 98704 92079; email: [shreyanscs@gmail.com](mailto:shreyanscs@gmail.com)

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## RESULTS:

The details containing *inter-alia*, list of Equity Shareholders, who voted "for" or "against" or whose votes were considered as abstained / invalid on each of the resolutions that were put to vote, were generated from the e-voting website of CDSL. Taking into account the report from CDSL and physical voting at the AGM, the consolidated result with respect to each item on the agenda as set out in the Notice of the AGM are enclosed.

Thanking You,  
Yours faithfully,

CS Shreyans Jain  
Practicing Company Secretary  
FCS 8519/ C.P. No. 9801



Date : 26.09.2017  
Place: Mumbai



ITEM No. 1

Resolution required:  
(Ordinary Resolution)

To consider and Adopt the Annual Audited Financial Statements alongwith and the Reports thereon for the financial year ended 31st March, 2017

MODE OF VOTING	VALID VOTES				VOTED AGAINST (DISSENT)		INVALID VOTES / ABSTAIN	
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	14	3000326	99.998%	6	63	0.002%	0	0
VOTING AT AGM	27	36805	100.000%	0	0	0.000%	5	17074
TOTAL	41	3037131	99.998%	6	63	0.002%	5	17074

ITEM No. 2

Resolution required:  
(Ordinary Resolution)

To Declare Dividend on Equity shares of the Company

MODE OF VOTING	VALID VOTES				VOTED AGAINST (DISSENT)		INVALID VOTES / ABSTAIN	
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	14	3000326	99.998%	6	63	0.002%	0	0
VOTING AT AGM	26	36655	99.592%	1	150	0.408%	5	17074
TOTAL	40	3036981	99.993%	7	213	0.007%	5	17074

ITEM No. 3

Resolution required:  
(Ordinary Resolution)

To Appoint Mr. Shyamal A. Bodani (DIN: 00617950) who retires by rotation and being eligible, offers himself for re-appointment

MODE OF VOTING	VALID VOTES				VOTED AGAINST (DISSENT)		INVALID VOTES / ABSTAIN	
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast
REMOTE E-VOTING	14	3000326	99.998%	6	63	0.002%	0	0
VOTING AT AGM	27	36805	100.000%	0	0	0.000%	5	17074
TOTAL	41	3037131	99.998%	6	63	0.002%	5	17074



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ITEM No. 4

Resolution required: To ratify appointment of M/s Lodha & Co. (Firm Registration No. 301051E), Chartered Accountant as the Statutory auditors of the Company (Ordinary Resolution)

MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)		VOTED AGAINST (DISSENT)		No. of Ballots	No. of Votes Cast	No. of Ballots	No. of Votes Cast
	No. of Ballots	% of Valid Votes	No. of Ballots	% of Valid Votes				
REMOTE E-VOTING	14	99.998%	6	63	0	0	0	0
VOTING AT AGM	27	100.000%	0	0	5	17074	5	17074
TOTAL	41	99.998%	6	63	5	17074	5	17074

ITEM No. 5

Resolution required: To ratify the remuneration to be paid to M/s V.J. Talard & Co. (Firm Registration No. R00213), Cost Accountants of the Company (Ordinary Resolution)

MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)		VOTED AGAINST (DISSENT)		No. of Ballots	No. of Votes Cast	No. of Ballots	No. of Votes Cast
	No. of Ballots	% of Valid Votes	No. of Ballots	% of Valid Votes				
REMOTE E-VOTING	14	99.998%	6	63	0	0	0	0
VOTING AT AGM	27	100.000%	0	0	5	17074	5	17074
TOTAL	41	99.998%	6	63	5	17074	5	17074

ITEM No. 6

Resolution required: To revise the terms of appointment of Mr. Dharmil A. Bodani (DIN: 00618333), Managing Director of the Company (Ordinary Resolution)

MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)		VOTED AGAINST (DISSENT)		No. of Ballots	No. of Votes Cast	No. of Ballots	No. of Votes Cast
	No. of Ballots	% of Valid Votes	No. of Ballots	% of Valid Votes				
REMOTE E-VOTING	14	99.998%	6	63	0	0	0	0
VOTING AT AGM	27	100.000%	0	0	5	17074	5	17074
TOTAL	41	99.998%	6	63	5	17074	5	17074

ITEM No. 7

Resolution required: To revise the terms of appointment of Mr. Shyamal A. Bodani (DIN: 00617950), Executive Director of the Company (Ordinary Resolution)

MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)		VOTED AGAINST (DISSENT)		No. of Ballots	No. of Votes Cast	No. of Ballots	No. of Votes Cast
	No. of Ballots	% of Valid Votes	No. of Ballots	% of Valid Votes				
REMOTE E-VOTING	14	99.998%	6	63	0	0	0	0
VOTING AT AGM	27	100.000%	0	0	5	17074	5	17074
TOTAL	41	99.998%	6	63	5	17074	5	17074



*[Handwritten Signature]*

(5-7)

**ITEM No. 8**

Resolution required:  
(Ordinary Resolution)

To Appoint Mr. Satish Kumar Ray (DIN: 07904910) as a Whole-time Director designated as 'Executive Director-Operations' of the Company for a period of 5 years

MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)			No. of Ballots	No. of Votes Cast
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes		
REMOTE E-VOTING	14	3000326	99.998%	6	63	0.002%	0	0
VOTING AT AGM	27	36805	100.000%	0	0	0.000%	5	17074
<b>TOTAL</b>	<b>41</b>	<b>3037131</b>	<b>99.998%</b>	<b>6</b>	<b>63</b>	<b>0.002%</b>	<b>5</b>	<b>17074</b>

**ITEM No. 9**

Resolution required:  
(Ordinary Resolution)

To Appoint Mr. Animesh Dhar (DIN: 07905777) as a Whole-time Director of the designated as 'Executive Director-Operations' of the Company for a period of 5 years

MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)			No. of Ballots	No. of Votes Cast
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes		
REMOTE E-VOTING	14	3000326	99.998%	6	63	0.002%	0	0
VOTING AT AGM	27	36805	100.000%	0	0	0.000%	5	17074
<b>TOTAL</b>	<b>41</b>	<b>3037131</b>	<b>99.998%</b>	<b>6</b>	<b>63</b>	<b>0.002%</b>	<b>5</b>	<b>17074</b>

**ITEM No. 10**

Resolution required:  
(Ordinary Resolution)

To dispatch documents to the Shareholders in a specific mode

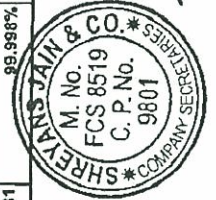
MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)			No. of Ballots	No. of Votes Cast
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes		
REMOTE E-VOTING	14	3000326	99.998%	6	63	0.002%	0	0
VOTING AT AGM	27	36805	100.000%	0	0	0.000%	5	17074
<b>TOTAL</b>	<b>41</b>	<b>3037131</b>	<b>99.998%</b>	<b>6</b>	<b>63</b>	<b>0.002%</b>	<b>5</b>	<b>17074</b>

**ITEM No. 11**

Resolution required:  
(Special Resolution)

To adopt the Articles of Association of the Company as per Companies Act, 2013

MODE OF VOTING	VALID VOTES						INVALID VOTES / ABSTAIN	
	VOTING IN FAVOUR (ASSENT)			VOTED AGAINST (DISSENT)			No. of Ballots	No. of Votes Cast
	No. of Ballots	No. of Votes Cast	% of Valid Votes	No. of Ballots	No. of Votes Cast	% of Valid Votes		
REMOTE E-VOTING	14	3000326	99.998%	6	63	0.002%	0	0
VOTING AT AGM	27	36805	100.000%	0	0	0.000%	5	17074
<b>TOTAL</b>	<b>41</b>	<b>3037131</b>	<b>99.998%</b>	<b>6</b>	<b>63</b>	<b>0.002%</b>	<b>5</b>	<b>17074</b>



*(Signature)*

(6-7)



# SHREYANS JAIN & CO.

Company Secretaries

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## RECOMMENDATION:

Based on the aforesaid results the Ordinary Resolutions as contained in item No. 1 to 10 and the Special Resolutions as contained in item No.11 of the Notice have been passed with requisite majority.

Thanking You,  
Yours faithfully,

CS Shreyans Jain  
Practicing Company Secretary  
FCS 8519 / C.P. No. 9801  
Date : 26.9.2017  
Place: Mumbai



We the undersigned witnesses that the votes were unblocked from e-voting website of CDSL in our presence on Monday, 25<sup>th</sup> September 2017 post AGM.

(Sandeep Jha)

(CS Vidhi Khilnani)

(7-7)