

# RAMGOPAL POLYTEX LIMITED



**Corporate Office :** 701, Tulsiani Chambers, Free Press Journal Marg  
Nariman Point, Mumbai 400 021, India  
Tel: + 91 22 61396800, + 91 22 22834838, Fax: + 91 22 22851085/86  
Website : www.ramgopalpolytex.com / E-mail : ramgopal@vsnl.net  
CIN: L17110MH1981PLC024145

**Date: October 1, 2015**

To,  
**The Department of Corporate Services  
Bombay Stock Exchange Limited  
Sir P J Tower,  
Dalal Street,  
Mumbai – 400001**

**Scrip Code: 514223**

**Sub: Compliance under Clause 35A of the Listing Agreement**

The 34<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company was held on Wednesday, September 30, 2015 at House No. 1249, Bhandari Chowk, Bhandari Compound, Narpoli Village, Bhiwandi, Dist: Thane.

The Company had appointed M/s. Uma Lodha & Company, Practicing Company Secretary as the scrutinizer for conducting the remote e voting and the voting process at the Annual General Meeting. The Scrutinizer has submitted her report today i.e. October 1, 2015.


On the basis of the report received from the scrutinizer, Mr. Sanjay Jatia – Chairman & Managing Director of the Company declared the following results today i.e. October 1, 2015. All the resolutions (Item No. 1 to 6) given in the Notice of 34<sup>th</sup> Annual General Meeting are passed with the requisite majority.

Pursuant to Clause 35A of the Listing Agreement, please find enclosed the details regarding voting results of the resolutions passed at the Annual General Meeting in the prescribed Format.

The consolidated Scrutinizer's Report is also enclosed for your records.

Thanking you.

Yours faithfully,  
For **Ramgopal Polytex Limited**

  
**Riya Sawant  
Company Secretary**



Encl: as above

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RAMGOPAL POLYTEX LIMITED

## DETAILS OF VOTING RESULTS

<b>Date of the AGM</b>	34 <sup>th</sup> Annual General Meeting of the Company held on September 30, 2015
<b>Total Number of shareholders on record date</b>	23088
<b>Number of shareholders present in the meeting either in person or through proxy</b>	
<b>Promoters and Promoter Group</b>	14
<b>Public</b>	20
<b>No. of shareholders attended the meeting through video conferencing</b>	Not Arranged
<b>Promoter and Promoter group</b>	
<b>Public</b>	



**Registered Office :** Greentex Clearing House, B-1, 2 & 3, Gosrani Compound, Rehnal Village, Bhiwandi.  
District : Thane - 421302, Maharashtra.

**Resolution No. 1- Ordinary Resolution –To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2015 together with the Reports of the Board of Directors and Auditors thereon.**

**Mode of voting: (Show of hands/ poll/ postal-ballot/ Evoting)**

Promoter / Public	No. of shares held (1)	No. of e-votes (2)	% of e votes on outstanding shares (3) = [(2)/(1)]*100	No. of e votes in favour (4)	No. of e votes in against (5)	% of e votes in favour on votes (6)=[(4)/(2)]*100	% of e votes in against on votes (7)=[(5)/(2)]*100
Promoter and promoter group	6591796	6546796	99.32	6546796	0	100	0
Public Institutional Holders	80400	0	0	0	0	0	0
Public Others	7827804	9000	0.11	9000	0	100	0
Total	14500000	6555796	45.21	6555796	0	100	0

Note: The above resolution was passed unanimously.

**Resolution No. 2- Ordinary Resolution – To appoint M/s. Rungta and Associates, Chartered Accountants as the Statutory Auditors of the Company to hold office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.**

**Mode of voting: (Show of hands/ poll/ postal-ballot/ Evoting)**

Promoter / Public	No. of shares held (1)	No. of e-votes (2)	% of e votes on outstanding shares (3) = [(2)/(1)]*100	No. of e votes in favour (4)	No. of e votes in against (5)	% of e votes in favour on votes (6)=[(4)/(2)]*100	% of e votes in against on votes (7)=[(5)/(2)]*100
Promoter and promoter group	6591796	6546796	99.32	6546796	0	100	0
Public Institutional Holders	80400	0	0	0	0	0	0
Public Others	7827804	9000	0.11	9000	0	100	0
Total	14500000	6555796	45.21	6555796	0	100	0

Note: The above resolution was passed unanimously.



**Resolution No. 3- Ordinary Resolution – Appointment of Ms. Divya Modi as Non Executive Non Independent Director, liable to retire by rotation**

**Mode of voting: (Show-of-hands/poll/postal-ballot/ Evoting)**

Promoter / Public	No. of shares held (1)	No. of e-votes (2)	% of e votes on outstanding shares (3) = [(2)/(1)]*100	No. of e votes in favour (4)	No. of e votes in against (5)	% of e votes in favour on votes (6)=[(4)/(2)]*100	% of e votes in against on votes (7)=[(5)/(2)]*100
Promoter and promoter group	6591796	6546796	99.32	6546796	0	100	0
Public Institutional Holders	80400	0	0	0	0	0	0
Public Others	7827804	9000	0.11	8700	300	96.66	3.33
Total	14500000	6555796	45.21	6555496	300	99.99	0.004

Note: The above resolution was passed with requisite majority.

**Resolution No.4- Ordinary Resolution – Appointment of Mr. Pannalal Jyotshi as Non Executive Independent Director for a period of 5 years commencing from September 30, 2015**

**Mode of voting: (Show-of-hands/poll/postal-ballot/ Evoting)**

Promoter / Public	No. of shares held (1)	No. of e-votes (2)	% of e votes on outstanding shares (3) = [(2)/(1)]*100	No. of e votes in favour (4)	No. of e votes in against (5)	% of e votes in favour on votes (6)=[(4)/(2)]*100	% of e votes in against on votes (7)=[(5)/(2)]*100
Promoter and promoter group	6591796	6546796	99.32	6546796	0	100	0
Public Institutional Holders	80400	0	0	0	0	0	0
Public Others	7827804	9000	0.11	8700	300	96.66	3.33
Total	14500000	6555796	45.21	6555496	300	99.99	0.004

Note: The above resolution was passed with requisite majority.



**Resolution No. 5- Special Resolution – Adoption of New set of Articles of Association**

**Mode of voting: (Show-of-hands/poll/postal ballot/ Evoting)**

Promoter / Public	No. of shares held (1)	No. of e-votes (2)	% of e votes on outstanding shares (3) = [(2)/(1)]*100	No. of e votes in favour (4)	No. of e votes in against (5)	% of e votes in favour on votes (6)=[(4)/(2)]*100	% of e votes in against on votes (7)=[(5)/(2)]*100
Promoter and promoter group	6591796	6546796	99.32	6546796	0	100	0
Public Institutional Holders	80400	0	0	0	0	0	0
Public Others	7827804	9000	0.11	8700	300	96.66	3.33
Total	14500000	6555796	45.21	6555496	300	99.99	0.004

Note: The above resolution was passed with requisite majority.

**Resolution No. 6- Special Resolution – Authority to the Board of Directors of the Company to mortgage, charge, hypothecate and/or pledge pursuant to Section 180 (1) (a)**

**Mode of voting: (Show-of-hands/poll/postal ballot/ Evoting)**

Promoter / Public	No. of shares held (1)	No. of e-votes (2)	% of e votes on outstanding shares (3) = [(2)/(1)]*100	No. of e votes in favour (4)	No. of e votes in against (5)	% of e votes in favour on votes (6)=[(4)/(2)]*100	% of e votes in against on votes (7)=[(5)/(2)]*100
Promoter and promoter group	6591796	6546796	99.32	6546796	0	100	0
Public Institutional Holders	80400	0	0	0	0	0	0
Public Others	7827804	9000	0.11	8700	300	96.66	3.33
Total	14500000	6555796	45.21	6555496	300	99.99	0.004

Note: The above resolution was passed with requisite majority.



**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL CARRIED OUT FOR  
RAMGOPAL POLYTEX LIMITED**

Chairman of 34<sup>th</sup> Annual General Meeting of Ramgopal Polytex Limited, (The Company) held on the 30<sup>th</sup> Day of September, 2015 At " House No. 1249, Bhandari Chowk, Bhandari Compound, Narpoli Village, Bhiwandi, Dist: Thane."

**Sub: Passing of Resolution through electronic AND poll conducted at the 34<sup>th</sup> Annual General Meeting of Ramgopal Polytex Limited (The Company), held on the 30<sup>th</sup> Day of September, 2015.**

Pursuant to the Resolution passed by the Board of Directors of Ramgopal Polytex Limited at the meeting held on 11<sup>th</sup> August 2015, I have been appointed as a Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Chairman of the 34<sup>th</sup> Annual General Meeting (AGM) has appointed me as the Scrutinizer for the Poll under the provisions of Section 109 of Companies Act, 2013 read with and rule 21(2) of the Companies (Management and Administration) Rules, 2014], on the resolution contained in the notice to the 34<sup>th</sup> Annual General Meeting (AGM) of the members of the Company held on the 30<sup>th</sup> Day of September, 2015 at House No. 1249, Bhandari Chowk, Bhandari Compound, Narpoli Village, Bhiwandi, Dist: Thane.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means and polls on the resolution contained in the notice to the 34<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process and for poll at the Annual General Meeting is restricted to make a scrutinizer report for the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facility and also at the time of poll at the Annual general Meeting.

Further, I submit my report as under:

- The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

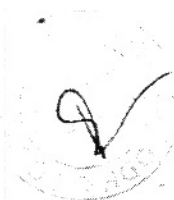


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COMPANY SECRETARIES

- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an advertisement, which was published 21 days in advance from the date of Annual General Meeting in English in Free Press Journal Newspaper on 6<sup>th</sup> September 2015 and in Marathi in Navshakti newspaper on 6<sup>th</sup> September 2015. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20
- The e-voting remained opened from September 26, 2015 (9.00 a.m.) and ended on September 29, 2015 (5.00 p.m.)
- The members of the Company as on the "cutoff date" i.e. September 23, 2015 were entitled to vote on the resolutions (item no.1 to 6 as set out in the notice to the 34<sup>th</sup> Annual General Meeting (AGM) of the members of the Company.
- The votes cast were unblocked on September, 29th, 2015 in the presence of 2 witnesses, Mr. Yaqoob Shaikh and Ms. Mansi Shah who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
- There are in all 40 shareholders holding 65, 55,796 Equity shares of the Company, who have participated in the e-voting process carried out by the Company..
- Thereafter , the details containing inter alia, the list of Equity Shareholders, who voted "for" or "against" each of the resolution that were put to vote , were generated from the e-voting website of Central Depository Services (India) Limited (CDSL) i.e. [www.e-votingindia.com](http://www.e-votingindia.com) and based on the reports generated , the result of the e-voting is as under:

At the 34<sup>th</sup> Annual General Meeting of the Company held on September 30, 2015, the Chairman of the Company had suo motto called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the Annual General Meeting had appointed me as the Scrutinizer for the same. As all the members present at the meeting had voted electronically, therefore no poll was conducted.

I have issued separate Scrutinizer Report dated, 30<sup>th</sup> September, 2015 on the e-Voting on the resolutions contained in the notice to the Annual General Meeting. As a request by the management, I hereby submit a combined report on the results of e-Voting together with that of poll as under:





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The result of the E-voting together with that of the Poll is as under:

Item no of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	% of Total number of votes cast	Nos.	% of Total number of votes cast	Nos.	% of Total number of votes cast
Item No. 1 of the Notice (As an Ordinary Resolution)	E-voting	65,55,796	100	0	0	0	0
	Poll	0	0	0	0	0	0
	<b>TOTAL</b>	65,55,796	100	0	0	0	0
Item No. 2 of the Notice (As an Ordinary Resolution)	E-voting	65,55,796	100	0	0	0	0
	Poll	0	0	0	0	0	0
	<b>TOTAL</b>	65,55,796	100	0	0	0	0
Item No. 3 of the Notice (As an Ordinary Resolution)	E-voting	65,55,496	100	300	100	0	0
	Poll	0	0	0	0	0	0
	<b>TOTAL</b>	65,55,496	100	300	100	0	0
Item No. 4 of the Notice (As an Ordinary Resolution)	E-voting	65,55,496	100	300	100	0	0
	Poll	0	0	0	0	0	0
	<b>TOTAL</b>	65,55,496	100	300	100	0	0
Item No. 5 of the Notice (As a Special Resolution)	E-voting	65,55,496	100	300	100	0	0
	Poll	0	0	0	0	0	0
	<b>TOTAL</b>	65,55,496	100	300	100	0	0
Item No. 6 of the Notice (As a Special Resolution)	E-voting	65,55,496	100	300	100	0	0
	Poll	0	0	0	0	0	0
	<b>TOTAL</b>	65,55,496	100	300	100	0	0

A handwritten signature is present over a circular stamp, likely an official seal or verification mark.



**UMA LODHA & CO.**  
COMPANY SECRETARIES

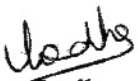
All the Resolution stands passed under e-voting with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-Voting by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you,

Yours faithfully,

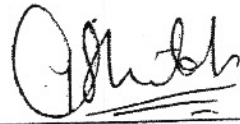
For Uma Lodha & Co.  
Company Secretaries

  
Uma Lodha  
Proprietor  
(COP NO. 2593)

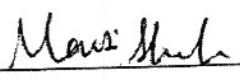


Place: Mumbai  
Date: September 30<sup>th</sup>, 2015

Witness 1. Mr. Yaqoob Shaikh

  
\_\_\_\_\_

Witness 2. Ms. Mansi Shah

  
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