



September 28, 2018

The Secretary  
Corporate Relationship Dept.  
The Bombay Stock Exchange  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400 001

The Secretary  
National Stock Exchange of India  
Limited  
Exchange Plaza  
Bandra Kurla Complex  
Mumbai - 400 051

Dear Sir,

**Sub: Postal Ballot Results and Report of Scrutinizer**

We herewith enclosed Postal Ballot Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Report of Scrutinizer.

This is for your information and records.

Thanking you,

Yours truly,

For Page Industries Limited

Murugesh C  
Company Secretary

Encl: as above



PAGE INDUSTRIES LIMITED

Head Office : Cessna Business Park, 3rd Floor, Umiya Business Bay, Tower-1, Varthur Hobli, Outer Ring Road, Bengaluru - 560 103. Ph: 91-80-4946 4646.

Corporate & Registered Office : Cessna Business Park, 7th Floor, Umiya Business Bay, Tower-1, Varthur Hobli, Outer Ring Road, Bengaluru - 560 103.

Ph: 91-80-4945 4545 | www.jockeyindia.com | info@jockeyindia.com | CIN # L18101KA1994PLC016554

**PAGE INDUSTRIES LIMITED (CIN : L18101KA1994PLC016554)**

**Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Postal Ballot Results (Physical and e-Voting)**

<b>Date of the AGM/EGM</b>	<b>Not Applicable</b>
<b>Total number of shareholders on record date</b>	<b>46711 (24th August 2018)</b>
<b>No. of shareholders present in the meeting either in person or</b>	<b>Not Applicable</b>
<b>Promoters and Promoter Group:</b>	
<b>Public:</b>	
<b>No. of Shareholders attended the meeting through Video</b>	<b>Not Applicable</b>
<b>Promoters and Promoter Group:</b>	
<b>Public:</b>	
<b>Resolution Required : (Special)</b>	<b>1 - Appointment of Mr. Shamir Genomal as Deputy Managing Director.</b>

**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
Promoter and Promoter Group	E-Voting	5400688	5399968	99.9867	5399968	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		720	0.0133	720	0	100.0000	0.0000
	<b>Total</b>		<b>5400688</b>	<b>100.0000</b>	<b>5400688</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	4611107	3323586	72.0778	3241626	81960	97.5340	2.4660
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3323586</b>	<b>72.0778</b>	<b>3241626</b>	<b>81960</b>	<b>97.5340</b>	<b>2.4660</b>
Public Non Institutions	E-Voting	1142079	82837	7.2532	82776	61	99.9264	0.0736
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		1104	0.0946	983	121	89.0399	10.9601
	<b>Total</b>		<b>83941</b>	<b>7.3498</b>	<b>83759</b>	<b>182</b>	<b>99.7832</b>	<b>0.2168</b>
<b>Total</b>		<b>11153874</b>	<b>8808215</b>	<b>78.9700</b>	<b>8726073</b>	<b>82142</b>	<b>99.0674</b>	<b>0.9326</b>

For PAGE INDUSTRIES LIMITED

  
**C. MURUGESH**  
 Company Secretary

**R Vijayakumar & Co., [R. Vijayakumar]**  
**Company Secretary in Practice**  
**V M Arcade, 376/A,4th Floor**  
**5th Main, 14th Cross, 6th Sector**  
**HSR Layout, Bangalore – 560 102**  
**Mobile: 94490-02064 | Email: vijaykumaracs@gmail.com**



**REPORT OF SCRUTINIZER – POSTAL BALLOT**

28 Sep 2018

The Chairman  
Page Industries Limited  
CIN: L18101KA1994PLC016554  
Cessna Business Park, Umiya Business Bay-Tower-1  
7th Floor, Kadubeesanahalli, Varthur Hobli  
Bangalore – 560 063

Dear Sir,

**Sub : Passing of Resolution through Postal Ballot - Reg.**

Pursuant to the Resolution passed by the Board of Directors of Page Industries Limited on 09 Aug 2018, I have been appointed as Scrutinizer to receive, process and scrutinize the postal ballot papers including e-Voting in respect of following resolutions:

Res. No.	Description of the Resolution
1	<p><b>Appointment of Mr. Shamir Genomal as Managing Director – Ordinary Resolution</b></p> <p>RESOLVED that pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors and pursuant to provisions of Sections 196, 197, 203 and other applicable provisions if any, of the Companies Act, 2013 (“the Act”) or statutory modification or amendment or re- enactment thereof, read with Schedule V of the Act, further pursuant to SEBI (LODR) Regulations, 2015, Mr. Shamir Genomal (DIN: 00871383) be and is hereby appointed as a whole-time Director designated as Deputy Managing Director, for a period of five years commencing from 1st September 2018 to 31<sup>st</sup> August 2023 (both days inclusive), on the following terms and conditions:</p>



Res. No.	Description of the Resolutions	
Res. No.1 – Continued	Duration and Term	1st September 2018 to 31st August 2023 (Subject to retirement by rotation)
	Salary, Allowances, Incentives and Bonus	In no case, shall it exceed Rs. 40 million per annum
	Sitting Fees	Not Eligible
	Provident Fund	As applicable
	Gratuity	As per Payment of Gratuity Act, 1972
	Encashment of Leave accrual(s)	As per the rules of the Company
	Medical Reimbursement	
	Leave Eligibility	
	Car with Driver	
	Payment of Mobile Bill	
	Office Expenses - Reimbursement	
Duties and Responsibilities	Mr. Shamir Genomal is Key Managerial Personnel (KMP) as defined in Section 2(51) of the Companies Act, 2013 and Listing Regulations. He will be the Deputy Managing Director of the Company and will perform the duties and exercise the powers which from time to time may be assigned to or vested in him by the Board. He shall be reporting to Managing Director of the Company.	
RESOLVED further that in the event of any loss or inadequacy of profits in any financial year during the aforesaid period, the above terms of remuneration and perquisites will be admissible as the minimum remuneration payable to Mr. Shamir Genomal as Deputy Managing Director, subject to compliance with the applicable provisions of Schedule V of the Act.		

I report that the Postal ballot notice dated 09 Aug 2018 under Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014, was sent to (i) the Members, who have registered their e-mail through electronic transmission and (ii) the Members who have not registered their e-mail IDs through Registered / Speed Post based on 24 Aug 2018 shareholders details. Further, all the shareholders have also been given an option of e-voting through e-voting website of National Securities Depositories Limited (<https://www.evoting.nsdl.com/>) as per the aforesaid Act and Rules thereof and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.



I report that as stated in the notice sent to the shareholders, the Company has fixed 27 Sep 2018 up to 5:00 pm as the last date for receipt of Postal ballots and for casting e-Voting. As stated in Rule 22(3) of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in "Samyukta Karnataka" Kannada Daily Newspaper and "Business Line" English Daily Newspaper on 29 Aug 2018, informing about the dispatch of postal Ballot forms and other related matters mentioned therein.

I report that I have received the Postal Ballot Forms from the Shareholders during the period starting from **29 Aug 2018 (09:00 AM) to 27 Sep 2018 (05:00 PM)**.

All the Postal Ballot forms received up to the closure of working hours (**05:00 PM**) on 27 Sep 2018, the last date fixed by the Company for receipt of the forms, were considered for my scrutiny. During the course of scrutiny of Postal Ballot Forms I have not come across any mutilated Postal Ballot Forms.

I report that all the Postal Ballot Forms were scrutinized and processed and register containing the Shareholders Name, Address, Folio Number, Postal Ballot Number, Number of Share held, Number of Votes voted, Assented, Dissented and Rejected was maintained in electronic format.

I report that out of 46,711 Shareholders, I have received polled Ballot Forms from 66 Shareholders. 129 Envelopes containing Postal Ballot forms were returned undelivered and these envelopes were not opened and will be taken up for destruction by the Company after announcement of results.

Further, the option to vote through electronic mode was also given to the Shareholders of the Company through e-voting portal of National Securities Depository Limited (<https://www.evoting.nsdl.com/>). The Votes were unblocked at 05:10 PM on 27 Sep 2018 in the presence of Mr. S.R. Somasundar and Mr. S.Sathyanathan who are not the employees of the Company, and who have signed below as witness to the unblocking of the votes. The votes polled through ballot received by the Scrutinizer till the closing hours of the e-voting were also opened and processed in the presence of aforesaid witnesses.

The E-voting results/list of Equity shareholders who have voted "For" and "Against" were downloaded from the e-voting website of National Securities Depositories Limited (<https://www.evoting.nsdl.com/>) and the same are being handed over to the Chairman.

The details of polling are given below:

Total number of Shareholders	46,711 (as on 24 Aug 2018)
Total number of Shares (paid up)	1,11,53,874 (as on 24 Aug 2018)
Voting period	<b>29 Aug 2018 (09:00 AM) to 27 Sep 2018 (05:00 PM)</b>
No. of Folios Voted through NSDL e-voting	455
No. of Postal Ballot forms received	66
No. of undelivered envelopes containing postal ballot forms	129





Summary of the Results are given below:

**Resolution # 1 - Appointment of Mr. Shamir Genomal as Deputy Managing Director  
- Ordinary Resolution**

**A. Polled through e-voting**

Particulars	No. of Folios	No. of Shares (Votes)	Percentage (%) (Votes)
Total Folios voted through e-voting	455	8,806,391	100.0000%
No. of Folios voted FOR	425	8,724,370	99.0686%
No. of Folios voted AGAINST	30	82,021	0.9314%

Abstain / Invalid votes (*)	1	3,692
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(\*) One shareholder, out of his / her holding of 15,243 shares, casted vote on 11,551 shares and abstained on 3,692 shares

**B. Ballots received through Post**

Particulars	No. of Folios	No. of Shares(Votes)	Percentage (%) (Votes)
Number of Ballots Received	61	1,824	100.0000%
Number of Votes FOR	59	1,703	93.3662%
Number of Votes AGAINST	2	121	6.6338%

Abstain / Invalid votes	5	72
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**C. Total votes polled and results (A + B)**

Particulars	No. of Folios	No. of Shares (Votes)	Percentage (%) (Votes)
No. of Ballots and E-Voting	516	8,808,215	100.0000%
Number of Votes FOR	484	8,726,073	99.0674%
Number of Votes AGAINST	32	82,142	0.9326%

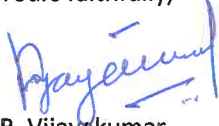
Abstain / Invalid votes	6	3,764
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**RESULT:** As the number of votes cast in respect of Ordinary Resolution mentioned in item no. 1 of the Notice of Postal Ballot was more than the votes cast against it, I report that the Ordinary Resolution under as set out in the Notice of Postal Ballot has been passed by the shareholders as Ordinary Resolution.



All relevant records of Electronic voting and ballot papers received from the members remain in my safe custody which will be handed over to the Company Secretary of the Company after the Chairman approves and signs the minutes of the meeting.

Thanking you,  
Yours faithfully,



R. Vijayakumar  
FCS 6418; COP 8667  
Practising Company Secretary



We the undersigned witness that the votes were unblocked from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com/>) and also votes polled through ballot were opened and processed in our presence at 05:10 PM on 27 Sep 2018 at the office of the Scrutinizer.



S.R. Somasundar



S.Sathyanathan