

ANDHRA PRADESH TANNERIES LIMITED

IDA, LEATHER COMPLEX AREA, NELLIMARLA, P. O. BOX 127, VIZIANAGARAM - 535217.

Tel. No.: 022-2493 4923 • Fax No.: 022-2493 4294

Email : sugandhas78@rediffmail.com • Website : www.aptl.net.in

CIN : L19110AP1974PLC001711



September 26, 2018

To,
Market Operation-DCS-CRD
BSE LIMITED
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

Scrip Code: 509367

Sub: 44th Annual General Meeting of the Company and voting results.

Dear Sirs,

This is with reference to the 44th Annual General Meeting of the Company held today i.e. on Wednesday, September 26, 2018 IST at Leather Complex Area, Nellimarla, Vizianagram District, Andhra Pradesh- 535 217 at 3.00 p.m. (start time) and concluded at 3.45 P.M (end time).

We wish to inform you that all the resolutions contained in the Notice of the Annual General Meeting dated 22.05.2018 were approved by the Members.

In this Connection, please find enclosed the following:

- A) Details regarding the brief proceedings of the Annual General Meeting (AGM) of the Company pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- B) Details regarding the voting results of the business transacted at the said AGM in the prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- C) Consolidated Report of the Scrutinizer on remote e-voting and voting through ballot forms at the AGM.
- D) Annual Report for the financial year 2017-18 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

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The above are also being uploaded on the Company's website.

You are requested to take a note of the same and bring it to the notice of all concerned.

Thanking you,

Yours faithfully

FOR ANDHRA PRADESH TANNERIES LIMITED

Sugandha Shelatkar

Director

DIN No.06906156

Encl:

ANDHRA PRADESH TANNERIES LIMITED

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Date: September 26, 2018

To,
Market Operation-DCS-CRD
BSE Ltd.
Phirozejeejeebhoy Tower,
Dalal Street, MUMBAI - 400001

Scrip code: 509367

Sub.: PROCEEDINGS OF AGM HELD ON SEPTEMBER 26, 2018.

Dear Sirs,

This is to inform you that the 44th Annual General Meeting of the Company was held on Wednesday, September 26, 2018.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided electronic voting facility (remote e-Voting) to the Members entitled to cast their vote at the Annual General Meeting. The e-Voting process was carried out by the Company between Sunday, September 23, 2018, (10.00 a.m.) and ends on Tuesday, September 25, 2018 at (5:00 p.m.). with cut-off date for determining shareholders, being Wednesday, September 19, 2018.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier either through remote e-voting facility to cast their vote in the Ballot Box kept there.

The report of the Scrutinizer of the consolidated results of the votes cast through remote e-voting and voting at the meeting is enclosed.

The following resolutions were passed requisite majority:

1. Ordinary Resolution - Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon.
2. Ordinary Resolution - Appointment of Director in place of Ms. Uma Yelavarthy (DIN: 07293822), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

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3. Special Resolution -Consent of the company under section 180(1)(c) of the Act to the Board of directors to borrow upto Rs.100 crores (Rupees one hundred crores).
4. Special Resolution-Consent of the company under section 180 (1) (a) of the Act to the Board of directors to create charges on the movable and immovable properties of the company, both present and future, in respect of borrowings upto Rs. 100 crores (Rupees one hundred crores).

Thanking You,

Yours faithfully,

FOR ANDHRA PRADESH TANNERIES LIMITED

Sugandha Shelatkar
Director
DIN No.

ANDHRA PRADESH TANNERIES LIMITED

LEATHER COMPLEX AREA NELLIMERLA, VIZIANAGRAM DISTRICT ANDHRA PRADESH 535217

Polling Summary

ANDHRA PRADESH TANNERIES LIMITED

POLLING SUMMARY

Date of the AGM			26.09.2018					
Total number of shareholders on record date			438					
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:			1					
Public:			17					
No. of shareholders attended the meeting through Video Conferencing:								
Promoters and Promoter Group:			N.A					
Public:			N.A					
Resolution required: Ordinary			1 Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the reports of the Board of Directors and the Auditors 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
		1	2	3	4	5	6	7
				(3)= [(2)/(1)]*100			6= [(4)/(2)]*100	7= [(5)/(2)]*100
Promoter and Promoter Group	E-VOTING	1941972	1077864	55.5	1077864	0	100	0
Promoter and Promoter Group	PHYSICAL		0	0	0	0	0	0
Promoter and Promoter Group	Postal ballot if any		0	0	0	0	0	0
	Total	1941972	1077864	55.5	1077864	0	100	0
Public-Institutions	E-VOTING	20000	0	0	0	0	0	0
Public-Institutions	PHYSICAL		0	0	0	0	0	0
Public-Institutions	Postal ballot if any		0	0	0	0	0	0
	Total	20000	0	0	0	0	0	0
Public-Non-institutions	E-VOTING	238028	74238	31.19	74238	0	100	0
Public-Non-Institutions	PHYSICAL		0	0	0	0	0	0
Public-Non-institutions	Postal ballot if any		0	0	0	0	0	0
	Total	238028	74238	31.19	74238	0	100	0
Total		2200000	1152102	52.37	1152102	0	100	0
Resolution required: Ordinary			2 APPOINTMENT OF DIRECTOR IN PLACE OF MS. UMA YELAVARTHY (DIN: 07293822), WHO RETIRES BY ROTATION IN TERMS OF SECTION 152(6) OF THE COMPANIES ACT, 2013 AND BEING ELIGIBLE, OFFERS HERSELF 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	4	5	6	7
				$(3) = [(2)/(1)] * 100$			$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	E-VOTING	1941972	1077864	55.5	1077864	0	100	0
Promoter and Promoter Group	PHYSICAL		0	0	0	0	0	0
Promoter and Promoter Group	Postal ballot if any		0	0	0	0	0	0
	Total	1941972	1077864	55.5	1077864	0	100	0
Public-Institutions	E-VOTING	20000	0	0	0	0	0	0
Public-Institutions	PHYSICAL		0	0	0	0	0	0
Public-Institutions	Postal ballot if any		0	0	0	0	0	0
	Total	20000	0	0	0	0	0	0
Public-Non-institutions	E-VOTING	238028	74238	31.19	74238	0	100	0
Public-Non-institutions	PHYSICAL		0	0	0	0	0	0
Public-Non-institutions	Postal ballot if any		0	0	0	0	0	0
	Total	238028	74238	31.19	74238	0	100	0
Total		2200000	1152102	52.37	1152102	0	100	0

Resolution required: Ordinary

3 CONSENT OF THE COMPANY UNDER SECTION 180(1)(C) OF THE ACT TO THE BOARD OF DIRECTORS TO BORROW UPTO RS.100 CRORES (RUPEES ONE HUNDRED CRORES).

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	4	5	6	7
				$(3) = [(2)/(1)] * 100$			$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	E-VOTING	1941972	1077864	55.5	1077864	0	100	0
Promoter and Promoter Group	PHYSICAL		0	0	0	0	0	0
Promoter and Promoter Group	Postal ballot if any		0	0	0	0	0	0
	Total	1941972	1077864	55.5	1077864	0	100	0
Public-Institutions	E-VOTING	20000	0	0	0	0	0	0
Public-Institutions	PHYSICAL		0	0	0	0	0	0
Public-Institutions	Postal ballot if any		0	0	0	0	0	0
	Total	20000	0	0	0	0	0	0
Public-Non-institutions	E-VOTING	238028	74238	31.19	74238	0	100	0
Public-Non-institutions	PHYSICAL		0	0	0	0	0	0
Public-Non-institutions	Postal ballot if any		0	0	0	0	0	0
	Total	238028	74238	31.19	74238	0	100	0
Total		2200000	1152102	52.37	1152102	0	100	0



Resolution required: Ordinary			4 CONSENT OF THE COMPANY UNDER SECTION 180 (1) (A) OF THE ACT TO THE BOARD OF DIRECTORS TO CREATE CHARGES ON THE MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY, BOTH PRESENT AND FUTURE, IN RESPECT OF BORROWINGS UPTO RS. 100 CRORES (RUPEES ONE HUNDRED CRORES).					
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	4	5	6	7
				$(3) = [(2)/(1)] * 100$			$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	E-VOTING	1941972	1077864	55.5	1077864	0	100	0
Promoter and Promoter Group	PHYSICAL		0	0	0	0	0	0
Promoter and Promoter Group	Postal ballot if any		0	0	0	0	0	0
	Total	1941972	1077864	55.5	1077864	0	100	0
Public-Institutions	E-VOTING	20000	0	0	0	0	0	0
Public-Institutions	PHYSICAL		0	0	0	0	0	0
Public-Institutions	Postal ballot if any		0	0	0	0	0	0
	Total	20000	0	0	0	0	0	0
Public-Non-institutions	E-VOTING	238028	74238	31.19	74238	0	100	0
Public-Non-institutions	PHYSICAL		0	0	0	0	0	0
Public-Non-institutions	Postal ballot if any		0	0	0	0	0	0
	Total	238028	74238	31.19	74238	0	100	0
Total		2200000	1152102	52.37	1152102	0	100	0



FOR ANDHRA PRADESH TANNERS' ASSOCIATION

[Signature]
DIRECTOR

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairperson
ANDHRA PRADESH TANNERIES LIMITED
Leather Complex Area,
Nellimerla, Vizianagram,
Andhra Pradesh-535217

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through ballot paper at the 44th Annual General Meeting of Andhra Pradesh Tanneries Limited held on Wednesday, September 26, 2018 at Leather Complex Area, Nellimarla, Vizianagram District, Andhra Pradesh- 535 217 at 03.00 p.m.

I, Sarvari Shah of M/s. Parikh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Andhra Pradesh Tanneries Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 44th Annual General Meeting of Andhra Pradesh Tanneries Limited held on Wednesday , September 26, 2018 at 03.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on Wednesday, September 26, 2018.

The Notice dated May 22, 2018 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions proposed at the Annual General Meeting of the Company.

The Company had availed the remote e-voting facility offered by Central Depository Services Limited ("CDSL") for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of Wednesday, September 19, 2018 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Sunday, September 23, 2018 at 10.00 a.m. (IST) and ends on Tuesday, September 25, 2018 at 5.00 p.m. (IST) and the Central Depository Services Limited ("CDSL") e-voting platform was blocked thereafter.

None of the shareholders cast their votes through ballots at the AGM.

After the closure of the AGM, the votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting in respect of the said resolutions.

Resolution 1: Ordinary Resolution

Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	11,52,102	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 2: Ordinary Resolution

Appointment of a Director in place of Ms. Uma Yelavarthy (DIN: 07293822), who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	11,52,102	100.00

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 3: Special Resolution

Consent of the Company under Section 180(1)(c) of the Act to the Board of Directors to borrow upto Rs.100 crores (Rupees One Hundred Crores).

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	11,52,102	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

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Resolution 4: Special Resolution

Consent of the Company under Section 180 (1) (a) of the Act to the Board of Directors to create charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings upto Rs. 100 Crores (Rupees One Hundred Crores).

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
18	11,52,102	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,

Yours faithfully,



Sarvari Shah
Parikh & Associates
 Practising Company Secretaries
 FCS: 9697 CP: 11717
 111, 11th Floor, Sai Dwar CHS Ltd,
 Sab TV Lane, Opp. Laxmi Indl. Estate,
 Off Link Road, Above Shabari Restaurant,
 Andheri (West), Mumbai – 400053

FOR ANDHRA PRADESH TANNERIES LTD.



DIRECTOR



Place: Mumbai

Dated: September 26, 2018