

Date: 25th September, 2018

To,
Dept. of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Company Code: 533161

To,
The Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai 400051
Company Code: EMMBI

Dear Sir/Madam,

Sub: Disclosure of Voting Results of the 24th Annual General Meeting of the Company as per the requirements of Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of the provisions of Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, please find enclosed herewith Voting Result of the Annual General Meeting held on 24<sup>th</sup> September, 2018. Please also find attached herewith combined Scrutinizer Report issued by Mr. Sanjay Dholakia, Practicing Company Secretary for e-voting and poll conducted by the Company.

Kindly take the above on your records

Thanking you,

Yours faithfully,

For Emmbi Industries Limited

Kaushal Patvi
Company Secretary and Compliance Officer

Encl: As Above

#### **Details of Voting Results**

(Combined results of votes cast by Remote E-voting as provided by CDSL and the polling process at the AGM)

Date of the AGM	24th Annual General Meeting of the Company held on 24th September, 2018
lotal number of shareholders on record date	17th September, 2018 was cut-off date for reckoning the voting rights of the Shareholders
	Total Number of Shareholders: 8901
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	28
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	140t Applicable
Public:	

#### Agenda-wise disclosure:

Mode of voting for all resolutions: Remote E-voting as provided by CDSL and the polling process at the AGM.

Item No. 1- Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the reports of the Board of Directors and Auditors thereon.

Resolution re	equired: (Ordinary/Special)		Ordinary Reso	lution								
Whether propage agenda/resol	moter/ promoter group are interes ution?	ted in the	No									
Category	Mode of Voting	No. of shares held (Total)	No. of votes polled Polled outstanding sh (3)=[(2)/(1)]* 100		No. of Votes- in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100				
Promoter	E-Voting		10218121	99.96	10218121	0	100.00	0.00				
and	Poll	10222021	0	0	0	0	0.00	0.00				
Promoter	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00				
Group	Total	10222021	10218121	99.96	10218121	0	100.00	0.00				
	E-Voting		0	0.00	0	0	0.00	0.00				
Public-	Poll	1242232	0	0.00	0	0	0.00	0.00				
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00				
	Total	1242232	0	0.00	0	0	0.00	0.00				
	E-Voting		109979	1.76	109978	1	99.99	0.00				
Public- Non	Poll	6225997	1068	0.01	1068	0	100.00	0.00				
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00				
	Total	6225997	111047	1.78	111046	1	99.99	0.00				
Total	1 1769025		10329168	58.38	10329167	1	100.00	0.00				



Item No.2- Declaration of Dividend on Equity Shares of the Company

Resolution re	equired: (Ordinary/Special)		Ordinary Reso	olution								
Whether pro- agenda/resol	moter/ promoter group are interest	ted in the	No									
Category	Mode of Voting	No. of shares held (Total) (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes- in favour	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	"// of Votes against on votes polled (7)=[(5)/(2)]*100				
Promoter	E-Voting	400000	10218121	99.96	10218121	0	100.00	0.00				
and	Poll	10222021	0	0	0	0	0.00	0.00				
Promoter	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00				
Group	Total	10222021	10218121	99.96	10218121	0	100.00	0.00				
	E-Voting		0	0.00	0	0	0.00	0.00				
Public-	Poll	1242232	0	0.00	- 0	0	0.00	0.00				
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00				
	Total	1242232	0	0.00	0	0	0.00	0.00				
	E-Voting		109979	1.76	109978	1	99.99	0.00				
Public- Non	Poll	6225997	1068	0.01	1068	0	100.00	0.00				
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00				
	Total	6225997	111047	1.78	111046	1	99.99	0.00				
Total		17690250	10329168	58.38	10329167	1	100.00	0.00				



Item No.3- Re-appointment of Mr. Makrand M. Appalwar (DIN 00171950) who retires by rotation and, being eligible, offers himself for re-appointment.

Resolution re	equired: (Ordinary/Special)		Ordinary Reso	olution								
Whether proagenda/resol	moter/ promoter group are interes ution?	ted in the	Yes									
Category	Mode of Voting	No. of shares held (Total)	No. of votes polled (2)	of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes- in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100				
Promoter	E-Voting		10218121	99.96	10218121	0	100.00	0.00				
and	Poll	10222021	0	0	0	0	0.00	0.00				
Promoter	Postal Ballot (if applicable)		0	0.00	0	0	0.00					
Group	Total	10222021	10218121	99.96	10218121	0	100.00	0.00				
	E-Voting		0	0.00	0	0	0.00	0.00				
Public-	Poll	1242232	0	0.00	0	0	0.00					
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00				
	Total	1242232	0	0.00	0	0	0.00	0.00				
	E-Voting		109979	1.76	109978			0.00				
Public- Non	Poll	6225997	1068	0.01	1068	1	99.99	0.00				
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	100.00	0.00				
	Total	6225997	111047	1.78	111046	0	0.00	0.00				
Гotal		17690250	10329168	58.38	10329167	1	99.99	0.00				



Item No.4- Ratification of appointment of M/s. R. Daliya & Associates, Chartered Accountants as Statutory Auditors and fix their remuneration

Resolution re	quired: (Ordinary/Special)		Ordinary Reso	lution							
Whether pror agenda/resolu	noter/ promoter group are interestation?	ted in the	No								
Category	Mode of Voting	No. of shares held (Total)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes- in favour (4)	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			
Promoter	E-Voting		10218121	99.96	10218121	0	100.00	0.00			
and Promoter	Poll	10222021	0	0	0	0	0.00	0.00			
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
Group	Total	10222021	10218121	99.96	10218121	0	100.00	0.00			
	E-Voting		0	0.00	0	0	0.00	0.00			
Public-	Poll	1242232	0	0.00	0	0	0.00	0.00			
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
	Total	1242232	0	0.00	0	0	0.00	0.00			
	E-Voting		109979	1.76	109978	1	99.99	0.00			
Public- Non	Poll	6225997	1068	0.01	1068	0	100.00	0.00			
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
	Total	6225997	111047	1.78	111046	1	99.99	0.00			
Total		17690250	10329168	58.38	10329167	1	100.00	0.00			



Item No.5- Regularization and Appointment of Mr. Rama Krishnan as an Independent Director of the Company

Resolution re	quired: (Ordinary/Special)		Ordinary Reso	lution							
Whether pron agenda/resolu	noter/ promoter group are interest ation?	ed in the	No								
Category	Mode of Voting	No. of shares held (Total) (1)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes- in favour (4)	No. of Votes - against	"/o of Votes in favour on votes polled  (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter	E-Voting		10218121	99.96	10218121	0	100.00	0.00			
and Promoter	Poll	10222021	0	0	0	0	0.00	0.00			
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
Group	Total	10222021	10218121	99.96	10218121	0	100.00	0.00			
	E-Voting		- 0	0.00	0	0	0.00	0.00			
Public-	Poll	1242232	0	0.00	0	0	0.00	0.00			
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
	Total	1242232	0	0.00	0	0	0.00	0.00			
	E-Voting		109979	1.76	109978	1	99.99	0.00			
Public- Non	Poll	6225997	1068	0.01	1068	0	100.00	0.00			
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
	Total	6225997	111047	1.78	111046	1	99.99	0.00			
Total		17690250	10329168	58.38	10329167	1	100.00	0.00			



Item No.6- Regularization of Mr. Krishnan I. Subramanian as a Director of the Company.

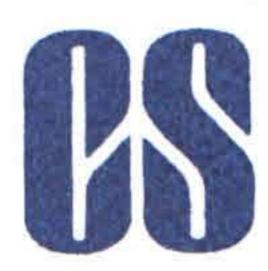
Resolution re	quired: (Ordinary/Special)		Ordinary Reso	lution							
Whether pron agenda/resolu	noter/ promoter group are interestation?	ed in the	No								
Category	Mode of Voting	No. of shares held (Total)	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes-in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter	E-Voting		10218121	99.96	10218121	0	100.00	0.00			
and Promoter	Poll	10222021	0	0	0	0	0.00	0.00			
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
Group	Total	10222021	10218121	99.96	10218121	0	100.00	0.00			
	E-Voting		0	0.00	0	0	0.00	0.00			
Public-	Poll	1242232	0	0.00	0	0	0.00	0.00			
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
	Total	1242232	0	0.00	0	0	0.00	0.00			
	E-Voting		109979	1.76	109978	1	99.99	0.00			
Public- Non	PolI	6225997	1068	0.01	1068	0	100.00	0.00			
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
	Total	6225997	111047	1.78	111046	1	99.99	0.00			
Total		17690250	10329168	58.38	10329167	1	100.00	0.00			



Item No.7- Appointment of Mr. Krishnan I. Subramanian as a Wholetime Director of the Company

Resolution re	equired: (Ordinary/Special)		Special Resolu	tion							
Whether pror agenda/resolt	moter/ promoter group are interesution?	ted in the	No								
Category	Mode of Voting	No. of shares held (Total) (1)	No. of votes polled	"/o of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes- in favour (4)	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			
Promoter	E-Voting		10218121	99.96	10218121	0	100.00	0.00			
and	Poll	10222021	0	0	0	0	0.00	0.00			
Promoter	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
Group	Total	10222021	10218121	99.96	10218121	0	100,00	0.00			
	E-Voting		0	0.00	0	0	0.00	0.00			
Public-	Poll	1242232	0	0.00	0	0	0.00	0.00			
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
	Total	1242232	0	0.00	0	0	0.00	0.00			
	E-Voting		109979	1.76	109978	1	99.99	0.00			
Public- Non	Poll	6225997	1068	0.01	1068	0	100.00	0.00			
Institutions	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00			
	Total	6225997	111047	1.78	111046	1	99.99	0.00			
Total		17690250	10329168	58.38	10329167	1	100.00	0.00			

Note: All the aforesaid resolutions were passed with requisite majority.



### SANJAY DHOLAKIA & ASSOCIATES

**BCOM LLB FCS** 

#### COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinsur Bus Depot, Kandivali (West), Mumbai - 400 067.

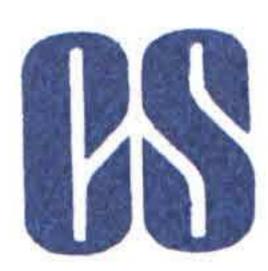
: 2807 3233 / 62363233 / 98700 31365 • E-mail : sanjayrd65@gmail.com

#### SCRUTINIZER'S REPORT

To,
The Chairperson of
Twenty Fourth Annual General Meeting (AGM) of the Members of
Emmbi Industries Limited
held on Monday, 24th September, 2018 at 10.30 a.m. at
99/2/1 & 9, Madhuban Industrial Estate,
Madhuban Dam Road, Rakholi Village,
U.T. of Dadra & Nagar Haveli, Silvassa – 396 230

#### Dear Sir,

- 1. The Board of Directors of the Company at its meeting held on 29<sup>th</sup> May 2018, has appointed me as the Scrutinizer for the purpose of scrutinizing the Remote e-Voting process and polling process to be conducted at the AGM, for all the Resolutions as set out in the Notice of the AGM.
- 2. In compliance with the provisions of section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the Company had provided its Members the Remote e-voting facility as provided by Central Depository Services (India) Limited (CDSL) for all the Resolutions as set out in the Notice of the said AGM.
- 3. Further, the facility for voting through Ballot Paper was also made available at the AGM for those Members / proxy holders who attended the AGM and have not cast their vote by Remote e-voting.
- 4. I submit my report as under:
  - 4.1 The Company has given the Ballot Paper to the Members who were present at the AGM held on Monday, the 24<sup>th</sup> September, 2018 at 10.30 a.m. at 99/2/1 & 9, Madhuban Industrial Estate, Madhuban Dam Road, Rakholi Village, U.T. of Dadra & Nagar Haveli, Silvassa 396 230.
  - 4.2 Particulars of all the Ballot Papers received from the Members and the votes cast by electronic mode have been entered in register maintained for the purpose.



# SANJAY DHOLAKIA & ASSOCIATES

**BCOM LLB FCS** 

### COMPANY SECRETARIES

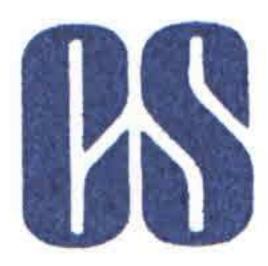
GP 15, 2nd Floor, Raghuleela Mall, Behind Poinsur Bus Depot, Kandivali (West), Mumbai - 400 067. ©: 2807 3233 / 62363233 / 98700 31365 • E-mail: sanjayrd65@gmail.com

- The Ballot Papers were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such Ballot Papers.
- The ballot box was opened in my presence.
- The ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company as on 17th September, 2018.
- I did not find any defaced or mutilated Ballot Papers.
- The Remote e-Voting period had commenced on Friday, 21st September, 2018 (9.00 a.m.) and ended on Sunday, 23rd September, 2018 (5.00 p.m.).
- I have also received a complete record of votes cast through electronic mode, upto 5:00 p.m. on 23rd September, 2018 from CDSL, the agency appointed for providing and supervising electronic platform. The votes cast were unblocked on 24th September, 2018 at 11.05 a.m. (IST) in the presence of two witnesses, Mr. Hiten Gohil and Ms. Urvi Shah who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Hiten Gohil

Name: Urvi Shah

- The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolutions, as set in the Notice of the AGM.
- A summary of the combined voting results of the votes cast through Ballot Papers received and Remote e-voting is given as Annexure 1.
- I have handed over the Ballot Papers and other related papers/ registers and records 6. for the safe custody to the Chairperson who has been authorized by the Board to supervise the Ballot process.
- On the basis of the scrutiny of the votes cast by Ballot Papers and through Remote e-voting, the Resolution no. 1 to Resolution no. 7 as set out in the Notice of the AGM have been passed by the Shareholders of the Company with the requisite majority.



## SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

#### COMPANY SECRETARIES

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8. You may accordingly declare the aforesaid voting result of votes cast through Ballot Papers and Remote e-voting.

Thanking you,

For Sanjay Dholakia & Associates Practicing Company Secretary

Sanjay Dholakia

Dholalua Sajar

Proprietor

Membership No. 2655 /CP No. 1798

Date

25th September, 2018

Place:

Mumbai

Annexure 1

# RESOLUTION 1– ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

rticulars Remote E-voting		Polling	at the AGM	Consolidated voting Results			
No. of Members	No. of valid votes cast	Members /	No. of Valid votes cast	Members	valid votes		
53	10328099	4	1068	57	10329167	100	
1	1	0	0	1	1	0	
1	No. of Members	No. of No. of valid votes cast voted	No. of No. of valid No. of Members / Proxy voted Proxy voted	No. of No. of valid No. of No. of Valid Members / votes cast Proxy voted Proxy voted	No. of No. of valid No. of No. of Valid Total No. of Members votes cast Proxy voted Proxy voted Valid Total No. of Members voted	No. of No. of valid No. of No. of Valid Total No. of Valid Wembers / votes cast Members / votes cast voted Proxy voted votes cast	

### RESOLUTION 2 - DECLARATION OF A DIVIDEND ON EQUITY SHARES

Invalid votes

Particulars	Remote E-voting		Polling	at the AGM	Consolidated voting Results			
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted		% of total number of valid votes cast	
In favour of the Resolution	53	10328099	4	1068	57	10329167	100	
Against the Resolution	1	1	0	0	1	1	0	

# RESOLUTION 3 – RE-APPOINTMENT OF MR. MAKRAND M. APPALWAR (DIN: 00171950) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR R-APPOINTMENT.

Particulars	Remote	E-voting	Polling	at the AGM	Consolidated voting Results			
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast	
In favour of the Resolution	53	10328099	4	1068	57	10329167	100	
Against the Resolution	1	1	0	0	1	1	0	
Invalid votes	0	0	1	2				

# RESOLUTION 4 – RATIFICATION OF APPOINTMENT OF M/S. R DALIYA & ASSOCIATES, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS AND FIX THEIR REMUNERATION

Particulars	Remote E-voting		Polling a	at the AGM	Consolidated voting Results			
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted		% of total number of valid votes cast	
In favour of the Resolution	53	10328099	4	1068	57	10329167	100	
Against the Resolution	1	1	0	0	1	1	0	

Invalid votes

## RESOLUTION 5 - REGULARISATION AND APPOINTMENT OF MR. RAMA KRISHNAN AS AN INDEPENDENT OF THE COMPANY

	Remote E-voting		Polling at the AGM		Consolidated voting Results		
N	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted		% of total number of valid votes cast
In favour of the Resolution	53	10328099	4	1068	57	10329167	100
Against the Resolution	1	1	0	0	1	1	0

### RESOLUTION 6 - REGULARISATION OF MR. KRISHNAN I. SUBRAMANIAN AS A DIRECTOR OF THE COMPANY

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	the second second	% of total number of valid votes cast
In favour of the Resolution	53	10328099	4	1068	57	10329167	100
Against the Resolution	1	1	0	0	1	1	0

Invalid votes	0	. 0	1	2
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#### RESOLUTION 7 - APPOINTMENT OF MR. KRISHNAN I. SUBRAMANIAN AS A WHOLETIME DIRECTOR OF THE COMPANY

Particulars	Remote E-voting		Polling at the AGM		Consolidated voting Results		
	No. of Members voted	No. of valid votes cast	No. of Members / Proxy voted	No. of Valid votes cast	Total No. of Members voted	Total No. of valid votes cast	% of total number of valid votes cast
In favour of the Resolution	53	10328099	4	1068	57	10329167	100
Against the Resolution	1	1	0	0	1	1	0

Invalid votes	0	0	1	2

