

## EMA INDIA LIMITED

CIN:L27201UP1971PLC003409

Mfrs. of Induction  
Heating and Honing  
Machines & Accessories

Date: 20.09.2018

To,  
Manager-CRD,  
BSE Limited,  
Pheroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai-400001

Dear Sir/Ma'am,

**Sub: Submission of Summary of Proceedings, Scrutinizers Report and Voting Results of 47<sup>th</sup> Annual General Meeting of the Company**

**Re: EMA India Limited; Scrip Code: 522027**

This to inform you that the 47<sup>th</sup> Annual General Meeting ("AGM") of the Company was held on Thursday, 20<sup>th</sup> September, 2018, at 11:00 A.M. at the Registered Office of the Company at C-37 Panki Industrial Area, P.O. Udyog Nagar, Kanpur-208022.

In this regard, please find enclosed herewith the followings:-

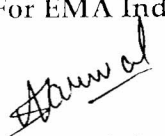
- i) Summary of Proceedings of 47<sup>th</sup> AGM pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") as **Annexure-A**.
- ii) Voting Results of the AGM in the format prescribed under Regulation 44 of the Listing Regulations as **Annexure-B**.
- iii) Consolidated Scrutinizer's Report on Remote E-voting & Voting conducted at the AGM through Ballot papers, pursuant to Section 108 and 109 of the Companies Act, 2013 read with rules made thereunder as **Annexure-C**.

Kindly take the above on your record.

Thanking You,

Yours Faithfully

For EMA India Limited

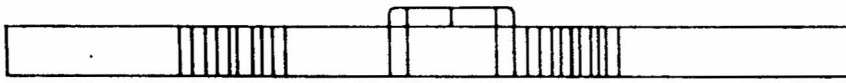
  
Namita Sabarwal  
(Company Secretary)  
M. No.: A35411

Encl.: As Above

Regd. Office & Postal Address  
**EMA INDIA LTD.**  
C-37, Panki Industrial Area  
P.O. Udyog Nagar  
Kanpur-208 022  
INDIA

Honing Machine Division  
**GEHRING INDIA**  
(A Div. of Ema India Ltd.)  
Vill. Maharajpur, 19th Km. Stone  
P.O. Tantiyaganj, Mandhana  
Kanpur Dehat-209 203  
INDIA

EMA Tel. : +91-512-691210-11-12-13  
Fax : +91-512-691214  
GEHRING Tel. : +91-5112-20105, 20107  
Fax : +91-5112-20106  
E-mail : emain@iw1.vsnl.net.in



**EMA INDIA LIMITED**

CIN:L27201UP1971PLC003409

Mfrs. of Induction  
Heating and Honing  
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**PROCEEDINGS OF THE 47<sup>TH</sup> ANNUAL GENERAL MEETING OF EMA INDIA LIMITED HELD ON THURSDAY THE 20<sup>TH</sup> DAY OF SEPTEMBER, 2018 AT THE REGISTERED OFFICE OF THE COMPANY AT C-37 PANKI INDUSTRIAL AREA , P.O. UDYOG NAGAR, KANPUR - 208022**

**PRESENT:**

As per Attendance Register.

The meeting commenced at 11:00 A.M.

Ms. Ranjana Bhargava was elected as chairperson by common consent.

After ascertaining the requisite quorum, the chairperson called the meeting to start and extended a warm welcome to the members present.

With the consent of the members, the notice calling 47<sup>th</sup> Annual General Meeting, Annual Report including Annual Accounts and Directors' Report, having already been circulated to members, were taken as read.

The report of the Statutory Auditors and the report of the Secretarial Auditors of the Company for the financial year ended 31<sup>st</sup> March, 2018 which had also been circulated to the members containing no qualifications / adverse remarks were read by the Company Secretary.

The members were also informed that remote e-voting facility was extended to the members through National Securities Depository Limited and it was available from 17<sup>th</sup> September, 2018 (9:00 A.M. onwards) till 19<sup>th</sup> September, 2018 (till 5:00 P.M.). Mr. K.N. Shridhar, a Practising Company Secretary was appointed as Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.

The Chairperson requested the members present to raise the queries, if any on the Annual Accounts. No query was raised by any member.

The Chairperson then requested the members to propose and second the following resolutions as contained in the notice convening the 47<sup>th</sup> Annual General Meeting:

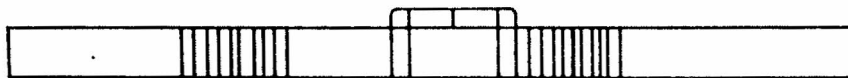
The Chairperson then one by one read the items to be transacted. The thereafter ordered for voting by poll and requested the shareholders who had not cast their vote on remote e-voting, to cast their vote and ballot paper were distributed under the supervision of scrutinizer.

The Members were briefed about the process of poll and empty ballot box was displayed and sealed.

Regd. Office & Postal Address  
**EMA INDIA LTD.**  
C-37, Panki Industrial Area  
P.O. Udyog Nagar  
Kanpur-208 022  
INDIA

Honing Machine Division  
**GEHRING INDIA**  
(A Div. of Erna India Ltd.)  
Vill. Maharajour, 19th Km. Stone  
P.O. Tantiyaganj Mandhara  
Kanpur Dehat-209 203  
INDIA

EMA Tel. : +91-512-691210-11-12-13  
Fax : +91-512-691214  
GEHRING Tel. : +91-5112-20105, 20107  
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## EMA INDIA LIMITED

CIN:L27201UP1971PLC003409

Mrs. of Induction  
Heating and Honing  
Machines & Accessories

The following resolutions were put to vote:

### ORDINARY BUSINESS:-

1. Adoption of Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2018 together with the Reports of the Board of Directors and Auditors thereon.

“RESOLVED THAT Audited Financial Statements of the Company for the financial year ended together with the Reports of the Board of Directors and Auditors thereon be and are hereby adopted.”

2. Re-appointment of Ms. Ranjana Bhargava (DIN: 00234421) who retires by rotation.

“RESOLVED THAT Ms. Ranjana Bhargava (DIN: 00234421) retiring by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013, be and is hereby re-appointed as Director of the Company.”

The poll was then conducted and concluded.

The Chairperson informed the Members that subject to receipt of requisite number of votes, the Resolutions shall be deemed to have been passed on date of the Annual General Meeting.

She Further informed that on receipt of the Consolidated Scrutinizer's report, the result of voting through the Poll taken at the Annual General Meeting and votes cast through remote e-voting on all the resolutions, would be declared within 48 hours of the conclusion of Annual General Meeting and the voting results would be hosted on the Company's website viz. www.eilt.info and intimated to the BSE Limited.

The Chairman then declared the Meeting as concluded and thanked the Members for participating in the Meeting.

The meeting concludes at 11:35 A.M. with a vote of thanks to the chair.

Based on the Scrutinizer's Report dated 20<sup>th</sup> September, 2018 all the resolutions as set out in the Notice of 47<sup>th</sup> Annual General Meeting were declared as passed with requisite majority.

For EMA India Limited

Namita Sabarwal  
(Company Secretary)  
M. No.: A35411

Regd. Office : **EMA INDIA LTD.**  
& C-37, Panki Industrial Area  
Postal Address P.O. Udyog Nagar  
Kanpur-208 022  
INDIA

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Machine (A Div. of Ema India Ltd.)  
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<b>Date of AGM/EGM</b>	Thursday, September 20th September, 2018 at 11:00 A.M.
Total number of shareholders on record date/cut-off date i.e. 14th September, 2018	1980
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
- Promoters and Promoter Group	4
- Public:	11
<b>No. of shareholders attended the meeting through Video Conferencing</b>	
- Promoters and Promoter Group	NA
- Public:	NA

Agenda- wise disclosure (to be disclosed separately for each agenda item)

<b>Resolution No.: 1</b>								
To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.								
Resolution required: (Ordinary/Special)					Ordinary			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Share 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
<b>Promoter and Promoter Group</b>	E-Voting	490549	0	0.0000	0	0	0.0000	0.0000
	Poll		490549	100.0000	490549	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>490549</b>	<b>100.0000</b>	<b>490549</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public Institutions</b>	E-Voting	800	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Public Non Institution</b>	E-Voting	513651	50	0.0097	00	50	0.0000	100.0000
	Poll		1930	0.3757	1930	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1980</b>	<b>0.3855</b>	<b>1930</b>	<b>50</b>	<b>97.4747</b>	<b>2.5253</b>
<b>Total</b>		<b>1005000</b>	<b>492529</b>	<b>49.0079</b>	<b>492479</b>	<b>50</b>	<b>99.9898</b>	<b>0.0102</b>

<b>Resolution No.: 2</b>								
To appoint a director in place of Ms. Ranjana Bhargava (DIN: 00234421) who retires by rotation and being eligible offers herself for re-appointment.								
Resolution required: (Ordinary/Special)					Ordinary			
Whether promoter/promoter group are Interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Share 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
<b>Promoter and Promoter Group</b>	E-Voting	490549	0	0.0000	0	0	0.0000	0.0000
	Poll		441549	90.0112	441549	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>441549</b>	<b>90.0112</b>	<b>441549</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public Institutions</b>	E-Voting	800	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
<b>Public Non Institution</b>	E-Voting	513651	50	0.0097	00	50	0.0000	100.0000
	Poll		1930	0.3757	1930	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1980</b>	<b>0.3855</b>	<b>1930</b>	<b>50</b>	<b>97.4747</b>	<b>2.5253</b>
<b>Total</b>		<b>1005000</b>	<b>443529</b>	<b>44.1322</b>	<b>443479</b>	<b>50</b>	<b>99.9887</b>	<b>0.0113</b>

*Handwritten signature*

**K N SHRIDHAR & ASSOCIATES**  
COMPANY SECRETARIES

111, Chandralok Complex,  
26/72-D, Birhana Road, Kanpur  
(O) 0512-2300628, 9935648484  
Email: kn.shridhar@yahoo.co.in

**Consolidated Scrutinizer's Report**

[Pursuant to the Section 108 and 109 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 Rule 21 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson of 47<sup>th</sup> Annual General Meeting of the Members of **EMA India Limited** (CIN: L27201UP1971PLC003408) held on Thursday, 20<sup>th</sup> day of September, 2018 at 11:00 A.M. at the Registered Office of the Company at **C-37, Panki Industrial Area, P.O. Udyog Nagar, Kanpur – 208022**

Dear Ma'am,

I, **K.N. SHRIDHAR, FCS**, a Company Secretary in Practice, have been appointed as a scrutinizer for the purpose of Remote E-Voting and Voting by poll at the 47<sup>th</sup> Annual General Meeting of Members of **EMA India Limited** held on Thursday, 20<sup>th</sup> day of September, 2018 at 11:00 A.M. at **C-37, Panki Industrial Area, P.O. Udyog Nagar, Kanpur – 208022**, on the resolutions contained in the notice to the 47<sup>th</sup> Annual General Meeting, submit my consolidated report on E-voting and voting by poll at the 47<sup>th</sup> Annual General Meeting in terms of **Section 108 and 109** of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Rule 21 of the Companies (Management and Administration) Rules, 2014:

1. The Company had provided Remote E-voting facility as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 (the Rules) for its members to exercise their right to vote in respect of business to be conducted at the 47<sup>th</sup> Annual General Meeting held on 20<sup>th</sup> day of September, 2018.

The Company had availed the E-voting facility offered by the National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the Company.

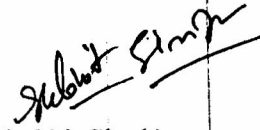


The E-voting module was kept open from (09:00 A.M.) on 17<sup>th</sup> day of September, 2018 till (05:00 P.M.) on 19<sup>th</sup> day of September, 2018 and the NSDL e-voting platform was blocked thereafter.

2. The Chairperson of Annual General Meeting allowed poll by polling paper in respect of the Resolutions contained in the notice convening 47<sup>th</sup> Annual General Meeting for all those members who were present at the Annual General Meeting and have not casted their votes by availing the E-voting facility.
3. After the time fixed for closing of the poll by the Chairperson, Ballot box kept for the polling were locked with due identification marks.
4. The locked ballot box was subsequently opened in presence of two witnesses viz. Mr. Rohit Sharma, R/O. 12/18, Gandhi Nagar, Shukla Ganj, Unnao and Mr. Shobhit Singh, R/O. 2/279, Prem Nagar, Shukla Ganj, Unnao who are not in employment of the Company. They have signed below in confirmation of e-votes being unblocked in their presence



(Rohit Sharma)



(Shobhit Singh)

5. No poll paper was found incomplete and / or otherwise found defective.
6. The votes cast under remote e-voting facility were thereafter unblocked in the presence of 2 witnesses who were not in the employment of the Company. The data downloaded from NSDL e-voting system were scrutinized and reviewed.

The Combined results of E-voting and poll conducted at Annual General Meeting is summarized as under:

**Resolution No. 1: Ordinary Resolution:**

Consideration and adoption of the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2018 together with the Reports of the Board of Directors and Auditors thereon.



**Voted in 'Favour' of Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Member/Proxies voted by poll	Number of vote cast in 'Favour' of resolution by poll	Total Number of vote cast through e-voting and poll	% of total number of valid votes cast
0	0	15	492479	492479	99.99%

**Voted 'Against' the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Against' resolution by e-voting	Number of Member/Proxies voted by poll	Number of vote cast in 'Against' resolution by poll	Total Number of vote cast through e-voting and poll	% of total number of valid votes cast
1	50	0	0	50	0.01%

**'Invalid' Votes**

Number of Members voted through electronic voting system	Number of votes cast invalid by e-voting	Number of Member/Proxies voted by poll	Number of vote cast invalid by poll	Total Number of votes cast through e-voting and poll
0	0	0	0	0

**Result:**

As the votes cast in favour of the Resolution are more than votes cast against the Resolution as set out in Notice as item No. 1. **Hence, the Ordinary Resolution was passed with requisite majority.**



**Resolution No. 2: Ordinary Resolution:**

Re-appointment of Ms. Ranjana Bhargava (DIN: 00234421), who retires by rotation and being eligible offers herself for re-appointment

**Voted in 'Favour' of Resolution**

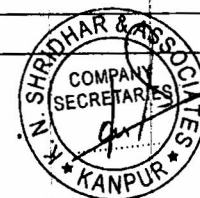
Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Member/Proxies voted by poll	Number of vote cast in 'Favour' of resolution by poll	Total Number of vote cast through e-voting and poll	% of total number of valid votes cast
0	0	14	443479	443479	99.99%

**Voted 'Against' the Resolution**

Number of Members voted through electronic voting system	Number of votes cast in 'Against' resolution by e-voting	Number of Member/Proxies voted by poll	Number of vote cast in 'Against' resolution by poll	Total Number of vote cast through e-voting and poll	% of total number of valid votes cast
1	50	0	0	50	0.01%

**'Invalid' Votes**

Number of Members voted through electronic voting system	Number of votes cast invalid by e-voting	Number of Member/Proxies voted by poll	Number of vote cast invalid by poll	Total Number of votes cast through e-voting and poll
0	0	0	0	0





However, 1 (one) shareholder whose shareholding is 49,000 has abstained his voting rights through poll.

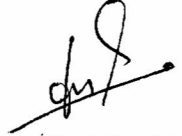
**Result:**

As the votes cast in favour of the Resolution are more than votes cast against the Resolution as set out in Notice as item No. 2. **Hence, the Ordinary Resolution was passed with requisite majority.**

7. The poll papers and all other relevant records were sealed and handed over to yourself as authorized by the Board for safe keeping.

Thanking you

**Yours faithfully**  
**For K.N. Shridhar & Associates**



**(K.N. Shridhar) FCS**  
**Proprietor C.P.: 2612**



**Date: 20/09/2018**  
**Place: Kanpur.**

