



AGARWAL INDUSTRIAL CORPORATION LIMITED

Petrochemicals (Manufacturers & Traders of Bitumen & Bituminous Products) • Logistics for Bitumen & LPG • Wind Mills.

CIN NO.: L99999MH1995PLC084618

February 16, 2019

To,

BSE Limited
Corporate Relationship Department
P.J. Towers, Dalal Street,
Mumbai - 400 001
Scrip Code - 531921

National Stock Exchange of India Limited
'Exchange Plaza' C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051
Symbol: AGARIND; Series: EQ

Dear Sir,

Sub: Proceedings of the Declaration of Results of Postal Ballot (including e-voting) declared on February 16, 2019 at the Registered Office of the Company.

Please find attached herewith proceedings of the Declaration of Results of Postal Ballot (including e-voting) at the Registered office of the Company.

This is for your kind information and records.

Thanking You,

For Agarwal Industrial Corporation Limited


Lucinda D'souza
Company Secretary



Encl: a/a





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Proceedings of the Declaration of Results of Postal Ballot (including e-voting) of Agarwal Industrial Corporation Limited declared on February 16, 2019 at the Registered Office of the Company pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015

Pursuant to provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company had issued a Postal Ballot Notice dated December 17, 2018 to obtain approval of shareholders through Postal Ballot (including e-voting) as per the Resolutions contained in the Notice.

The Board of Directors had engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facility to all members as on cut-off date i.e. January 11, 2019. The voting period commenced on January 16, 2019 (9.00 a.m.) to February 14, 2019 (5.00 p.m.).

The Board of Directors had appointed Mr. P. M. Vala, Practicing Company Secretary as Scrutinizer for conducting the Postal Ballot Process (including e-voting) in a fair and transparent manner.

The Notice was sent by electronic mode to the members whose e-mail addresses were registered with the Depository Participant(s)/ Company's Registrar and Share Transfer Agent. Physical copy of the Notice of the Notice was sent to members who had not registered their e-mail addresses. The Postal Ballot Form and a self addressed pre-paid envelope was also sent to the members. The said notice was also put up on the website of the Company, the Stock Exchanges (BSE Limited and National Stock Exchange of India Limited) and CDSL. The intimation about completion of dispatch of Postal Ballot Notice (along Explanatory Statement and with Postal Ballot Form) was and the last day of receipt of reply from the shareholders was also intimated to the members by way of publication of advertisement in the newspaper viz, Business Standard (English) and Mumbai Lakshwadeep (Marathi) on January 16, 2019.

Members were advised to carefully read the instructions before casting their votes.

The Scrutinizer after scrutiny of all Postal Ballot (including e-voting) received within the scheduled time has submitted his report on February 16, 2019.

On the basis of Scrutinizer's Report, Mr. Lalit Agarwal (Whole Time Director) declared the result of the Postal Ballot (including e-voting) on February 16, 2019 at 4.00 P. M. at the Registered office of the Company and the Resolutions as mentioned in the Postal Ballot Notice dated December 17, 2018, was duly passed with requisite majority as a Special Resolution:



Item No. 1- Special Resolution for Amendment in Object Clause of Memorandum of Association of the Company for the addition/s of new Objects in the Object.

Summary of Postal Ballot:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng 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
Promoter and Promoter Group	E-Voting	60,86,391	60,86,391	100.000	60,86,391	0	100.000	0.0000
	Poll (Not Applicable)							
	Postal Ballot		0		0	0	0.00	0.0000
	Total		60,86,391	60,86,391	100.000	60,86,391	0	100.000
Public- Institutions	E-Voting	4,000	0	0.000	0	0	0.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total		4,000	0	0.000	0	0	0.000
Public- Non Institutions	E-Voting	41,68,356	207	0.0049	175	32	84.5410	15.4589
	Poll (Not Applicable)							
	Postal Ballot		49	0.0012	49	0	100.000	0.000
	Total		41,68,356	256	0.0061	224	32	87.500
Total		1,02,58,747	60,86,647	59.3313	60,86,615	32	99.9995	0.0005

Percentage of votes casted in favour: 99.9995%, Percentage of votes casted against: 0.0005%

Item No. 2- Special Resolution for Amendment in the Liability Clause of the Memorandum of Association of the Company to align the same with the provisions of the Companies Act, 2013.

Summary of Postal Ballot:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng 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
Promoter and Promoter Group	E-Voting	60,86,391	60,86,391	100.000	60,86,391	0	100.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0		0	0	0.000	0.000



	Total	60,86,391	60,86,391	100.000	60,86,391	0	100.000	0.000
Public- Institutions	E-Voting	4,000	0	0.000	0	0	0.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total	4,000	0	0.000	0	0	0.000	0.000
Public- Non Institutions	E-Voting	41,68,356	207	0.0049	50	157	24.1546	75.8454
	Poll (Not Applicable)							
	Postal Ballot		49	0.0012	49	0	100.000	0.000
	Total	41,68,356	256	0.0061	99	157	38.6719	61.3281
Total		1,02,58,747	60,86,647	59.3313	60,86,490	157	99.9974	0.0026

Percentage of votes casted in favour: 99.9974%, Percentage of votes casted against: 0.0026%

Item No. 3- Special Resolution for Amendment in the Share Capital Clause of the Memorandum of Association of the Company to align the same with the provisions of the Companies Act, 2013.

Summary of Postal Ballot:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng 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
Promoter and Promoter Group	E-Voting	60,86,391	60,86,391	100.000	60,86,391	0	100.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0		0	0	0.000	0.000
	Total	60,86,391	60,86,391	100.000	60,86,391	0	100.000	0.00
Public- Institutions	E-Voting	4,000	0	0.000	0	0	0.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total	4,000	0	0.000	0	0	0.000	0.000
Public- Non Institutions	E-Voting	41,68,356	207	0.0049	81	126	39.1304	60.8695
	Poll (Not Applicable)							
	Postal Ballot		49	0.0012	49	0	100.000	0.00
	Total	41,68,356	256	0.0061	130	126	50.7813	49.2188
Total		1,02,58,747	60,86,647	59.3313	60,86,521	126	99.9979	0.0021



Percentage of votes casted in favour: 99.9979%, Percentage of votes casted against: 0.0021%

Item No. 4- Special Resolution for Amendment in Memorandum of Association of the Company to align the same with the provisions of the Companies Act, 2013.

Summary of Postal Ballot:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng 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
Promoter and Promoter Group	E-Voting	60,86,391	60,86,391	100.000	60,86,391	0	100.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0		0	0	0.000	0.000
	Total		60,86,391	60,86,391	100.000	60,86,391	0	100.000
Public- Institutions	E-Voting	4,000	0	0.000	0	0	0.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total		4,000	0	0.000	0	0	0.000
Public- Non Institutions	E-Voting	41,68,356	207	0.0049	206	1	99.5169	0.4831
	Poll (Not Applicable)							
	Postal Ballot		49	0.0012	49	0	100.00	0.00
	Total		41,68,356	256	0.0061	255	1	99.6093
Total		1,02,58,747	60,86,647	59.3313	60,86,646	1	99.99998	0.00002

Percentage of votes casted in favour: 99.99998%, Percentage of votes casted against: 0.00002%

Item No. 5- Special Resolution for Authorization to the Board of Directors to borrow moneys on behalf of the Company.

Summary of Postal Ballot:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng 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
Promoter and Promoter Group	E-Voting	60,86,391	60,86,391	100.000	60,86,391	0	100.000	0.000
	Poll (Not Applicable)							



	Postal Ballot		0		0	0	0.000	0.000
	Total	60,86,391	60,86,391	100.000	60,86,391	0	100.000	0.00
Public- Institutions	E-Voting	4,000	0	0.000	0	0	0.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total	4,000	0	0.000	0	0	0.000	0.000
Public- Non Institutions	E-Voting	41,68,356	207	0.0049	206	1	99.5169	0.4831
	Poll (Not Applicable)							
	Postal Ballot		49	0.0012	49	0	100.00	0.00
	Total	41,68,356	256	0.0061	255	1	99.6093	0.3906
Total		1,02,58,747	60,86,647	59.3313	60,86,646	1	99.99998	0.00002

Percentage of votes casted in favour: 99.99998%, Percentage of votes casted against: 0.00002%

Item No. 6- Special Resolution for Authorization to the Board of Directors to create mortgage/pledge/hypothecation/charge on all or any of the movable/immovable properties of the Company.

Summary of Postal Ballot:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng 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
Promoter and Promoter Group	E-Voting	60,86,391	60,86,391	100.000	60,86,391	0	100.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0		0	0	0.000	0.000
	Total	60,86,391	60,86,391	100.000	60,86,391	0	100.000	0.000
Public- Institutions	E-Voting	4,000	0	0.000	0	0	0.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total	4,000	0	0.000	0	0	0.000	0.000
Public- Non Institutions	E-Voting	41,68,356	207	0.0049	50	157	24.1546	75.8454
	Poll (Not Applicable)							
	Postal Ballot		49	0.0012	49	0	100.000	0.000
	Total	41,68,356	256	0.0061	99	157	38.6719	61.3281
Total		1,02,58,747	60,86,647	59.3313	60,86,490	157	99.9974	0.0026



Percentage of votes casted in favour: 99.9974%, Percentage of votes casted against: 0.0026%

Item No. 7- Special Resolution for Authorization to the Board of Directors to grant loan, provide guarantee/securities and make investment in except of limit as specified under section 186 of the Companies Act, 2013 borrow moneys on behalf of the Company.

Summary of Postal Ballot:

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstandi ng 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
Promoter and Promoter Group	E-Voting	60,86,391	60,86,391	100.000	60,86,391	0	100.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0		0	0	0.000	0.000
	Total	60,86,391	60,86,391	100.000	60,86,391	0	100.000	0.000
Public- Institutions	E-Voting	4,000	0	0.000	0	0	0.000	0.000
	Poll (Not Applicable)							
	Postal Ballot		0	0.000	0	0	0.000	0.000
	Total	4,000	0	0.000	0	0	0.000	0.000
Public- Non Institutions	E-Voting	41,68,356	207	0.0049	50	157	24.1546	75.8454
	Poll (Not Applicable)							
	Postal Ballot		49	0.0012	49	0	100.000	0.000
	Total	41,68,356	256	0.0061	99	157	38.6719	61.3281
Total		1,02,58,747	60,86,647	59.3313	60,86,490	157	99.9974	0.0026

Percentage of votes casted in favour: 99.9974%, Percentage of votes casted against: 0.0026%

All the above mentioned Resolutions have been passed with requisite majority on February 14, 2019 i.e. the last day of receipt of duly completed Ballot forms and e-voting.

FOR AGARWAL INDUSTRIAL CORPORATION LTD


Lalit Agarwal
Chairman



Place: Mumbai

Date: February 16, 2019