



AGARWAL INDUSTRIAL CORPORATION LIMITED

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

CIN NO.: L99999MH1995PLC084618

September 30, 2019

To,

Corporate Service Department BSE Limited 25 th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Listing Department National Stock Exchange of India Ltd Exchange Plaza, Plot No. C/1, G Block, Bandra – Kurla Complex, Bandra (E) Mumbai 400 051
Scrip: Equity 531921	Trading Symbol: AGARIND

Sub: Disclosure of Combined E-Voting & Poll Results of the Twenty Fifth Annual General Meeting of the Company held on Monday, September 30, 2019 & Consolidated Scrutinizer's Report, pursuant to Regulation 44 of SEBI (LODR) Regulation, 2015

Dear Sir,

We are pleased to enclose herewith Combined E-Voting & Poll Results along with Consolidated Scrutinizer's Report of the Twenty Fifth Annual General Meeting of the Company held on Monday, September 30, 2019 at 10.30 A.M at Hotel Stars Parade, Lower Hall, Swami Jairamdas Building, Near Basant Park, Chembur, Mumbai- 400 071, pursuant to Regulation 44 of SEBI (LODR) Regulation, 2015.

Thanking You,

Yours Faithfully,

For Agarwal Industrial Corporation Limited

Lucinda D'souza
Company Secretary



Encl: a/a



ANNOUNCEMENT OF RESULT OF AGM HELD ON SEPTEMBER 30, 2019 (E-VOTING & POLL)

Results of e-voting & Poll of AGM held on September 30, 2019 are as under:

Description (Item as proposed in AGM Notice)	Remote E-voting		Ballot (Poll)		Status
	Favour (No. of shares)	Against (No. of Shares)	Favour (No. of shares)	Against (No. of Shares)	
Item No.1 (a) of the Notice (As an Ordinary Resolution) To receive, consider and adopt: (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019 along with the Reports of the Board of Directors and Independent Auditors thereon: and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 along with the Report of the Independent Auditors thereon.	61,26,307	0	4,00,053	0	Passed an Ordinary Resolution with the requisite majority
Item No. 2 of the Notice (As an Ordinary Resolution) To declare Dividend on Equity Shares for the Financial Year 2018-19.	61,26,307	0	4,00,053	0	Passed an Ordinary Resolution with the requisite majority



Item No. 3 of the Notice (As an Ordinary Resolution) To appoint a Director in place of Mr. Mahendra Agarwal (DIN- 01366495), who retires by rotation, and being eligible, offers himself for re-appointment.	28,36,982	0	4,00,053	0	Passed an Ordinary Resolution with the requisite majority
Item No. 4 of the Notice (As an Ordinary Resolution) To Appoint Statutory Auditors for the Second Term	61,26,307	0	4,00,053	0	Passed an Ordinary Resolution with the requisite majority
Item No. 5 of the Notice (As a Special Resolution) Re-appointment of Mr. Jaiprakash Agarwal as Managing Director of the Company	25,72,824	0	4,00,053	0	Passed a Special Resolution with the requisite majority
Item No. 6 of the Notice (As a Special Resolution) Re-appointment of Mr. Lalit Agarwal as Whole Time Director of the Company	26,84,668	0	4,00,053	0	Passed a Special Resolution with the requisite majority
Item No. 7 of the Notice (As a Special Resolution) Re-appointment of Mr. Ramchandra Agarwal as Whole Time Director of the Company	25,63,202	0	4,00,053	0	Passed a Special Resolution with the requisite majority



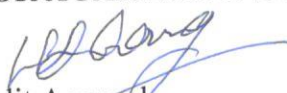
Item No. 8 of the Notice (As an Ordinary Resolution) Re-appointment of Mr. Rajkumar Mehta as an Independent Director of the Company for the Second Term	60,49,407	0	4,00,053	0	Passed an Ordinary Resolution with the requisite majority
Item No. 9 of the Notice (As an Ordinary Resolution) Re-appointment of Mr. Harikrishna Patni as an Independent Director of the Company for the Second Term	61,26,307	0	4,00,053	0	Passed an Ordinary Resolution with the requisite majority
Item No. 10 of the Notice (As an Ordinary Resolution) Re-appointment of Mr. Alok Bharara as an Independent Director of the Company for the Second Term	61,26,307	0	4,00,053	0	Passed an Ordinary Resolution with the requisite majority
Item No. 11 of the Notice (As an Ordinary Resolution) Re-appointment of Mrs. Priti Lodha as an Independent Director of the Company for the Second Term	61,26,307	0	4,00,053	0	Passed an Ordinary Resolution with the requisite majority
Item No. 12 of the Notice (As a Special Resolution) Related Party Transactions	9,08,440	0	4,00,053	0	Passed a Special Resolution with the requisite majority



Item No. 13 of the Notice (As an Ordinary Resolution) Appointment of Cost Auditors for F. Y. 2019-20	61,26,307	0	4,00,053	0	Passed an Ordinary Resolution with the requisite majority
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The above items have been passed as an Ordinary resolutions & Special resolution (as proposed in the Notice convening AGM) by the Shareholders.

FOR AGARWAL INDUSTRIAL CORPORATION LIMITED


Lalit Agarwal
Whole Time Director
DIN: 01335107



Place: **Mumbai**
Date: **September 30, 2019**

Agarwal Industrial Corporation Limited - Voting Results of the Twenty Fifth Annual General Meeting held on September 30, 2019 (including e-voting)	
Disclosure as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
Date of the Annual General Meeting	September 30, 2019
Total number of shareholders on record date (i.e. September 23, 2019)	2,573
No. of shareholders present in the meeting either in person or through proxy	13
Promoters and Promoter Group	11
Public	
No. of Shareholders attended the meeting through Video Conferencing	No Video Conferencing facility was made available
Promoters and Promoter Group	No Video Conferencing facility was made available
Public	

Item No. 1 - To receive, consider and adopt:								
(a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2019 along with the Reports of the Board of Directors and Independent Auditors thereon: and								
(b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 along with the Report of the Independent Auditors thereon								
Resolution required: (Ordinary/ Special)			Ordinary					
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
Public - Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,168,355	439,968	10.55	439,968	0	100.00	0.00
Total		10,258,747	6,526,360	63.62	6,526,360	0	100.00	0.00



Item No. 2 - To declare Dividend on Equity Shares for the Financial Year 2018-19.

Resolution required: (Ordinary/ Special)

Ordinary

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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
Public - Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,168,355	439,968	10.55	439,968	0	100.00	0.00
Total		10,258,747	6,526,360	63.62	6,526,360	0	100.00	0.00



Item No. 3 - To appoint a Director in place of Mr. Mahendra Agrawal (DIN-01366495) who retires by rotation, and being eligible, offers himself for re-appointment.								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution			Yes					
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6,086,392	2,797,067	45.96	2,797,067	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	6,086,392	2,797,067	45.96	2,797,067	0	100.00	0.00
Public – Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0	0	0	0	0.00
	Total	4,168,355	439,968	10.55	439,968	0	100.00	0.00
Total		10,258,747	3,237,035	31.55	3,237,035	0	100.00	0.00



Item No. 4 - To Appoint Statutory Auditors for the Second Term								
Resolution required: (Ordinary/ Special)			Ordinary					
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
Public – Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,168,355	439,968	10.55	439,968	0	100.00	0.00
Total		10,258,747	6,526,360	63.62	6,526,360	0	100.00	0.00



Item No. 5 - Re-appointment of Mr. Jaiprakash Agarwal as Managing Director of the Company

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution			Yes					
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6,086,392	2,532,909	41.62	2,532,909	0	100.00	0.00
	Poll (Not Applicable)		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	6,086,392	2,532,909	41.62	2,532,909	0	100.00	0.00
Public - Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll (Not Applicable)		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	4,000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll (Not Applicable)		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total	4,168,355	439,968	10.55	439,968	0	100.00	0.00
Total		10,258,747	2,972,877	28.98	2,972,877	0	100.00	0.00



Item No. 6 - Re-appointment of Mr. Lalit Agarwal as Whole Time Director of the Company								
Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution				Yes				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6,086,392	2,644,753	43.45	2,644,753	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	6,086,392	2,644,753	43.45	2,644,753	0	100.00	0.00
Public - Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,168,355	439,968	10.55	439,968	0	100.00	0.00
Total		10,258,747	3,084,721	30.07	3,084,721	0	100.00	0.00



Item No. 7 - Re-appointment of Mr. Ramchandra Agarwal as Whole Time Director of the Company

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution			Yes					
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6,086,392	2,523,287	41.46	2,523,287	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	6,086,392	2,523,287	41.46	2,523,287	0	100.00	0.00
Public - Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,168,355	439,968	10.55	439,968	0	100.00	0.00
Total		10,258,747	2,963,255	28.89	2,963,255	0	100.00	0.00



Item No. 8 - Re-appointment of Mr. Rajkumar Mehta as an Independent Director of the Company for the Second Term

Resolution required: (Ordinary/ Special)		Ordinary						
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6,086,392	6,009,492	98.74	6,009,492	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total		6,086,392	6,009,492	98.74	6,009,492	0	100.00
Public – Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total		4,000	0	0.00	0	0	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total		4,168,355	439,968	10.55	439,968	0	100.00
Total		10,258,747	6,449,460	62.87	6,449,460	0	100.00	0.00



Item No. 9 - Re-appointment of Mr. Harikrishna Patni as an Independent Director of the Company for the Second Term

Resolution required: (Ordinary/ Special)			Ordinary					
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total		6,086,392	6,086,392	100.00	6,086,392	0	100.00
Public - Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total		4,000	0	0.00	0	0	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total		4,168,355	439,968	10.55	439,968	0	100.00
Total		10,258,747	6,526,360	63.62	6,526,360	0	100.00	0.00



Item No. 10 - Re-appointment of Mr. Alok Bharara as an Independent Director of the Company for the Second Term

Resolution required: (Ordinary/ Special)

Ordinary

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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
Public – Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,168,355	439,968	10.55	439,968	0	100.00	0.00
Total		10,258,747	6,526,360	63.62	6,526,360	0	100.00	0.00



Item No. 11 - Re-appointment of Mrs. Priti Lodha as an Independent Director of the Company for the Second Term

Resolution required: (Ordinary/ Special)

Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution

No

Category	Mode of Voting	No. of shares held	No	% 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
Promoter and Promoter Group	E-voting	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
Public - Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,168,355	439,968	10.55	439,968	0	100.00	0.00
Total		10,258,747	6,526,360	63.62	6,526,360	0	100.00	0.00



Item No. 12 - Related Party Transactions For F. Y. 2019-20

Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution			Yes					
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6,086,392	868,525	14.27	868,525	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	6,086,392	868,525	14.27	868,525	0	100.00	0.00
Public – Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,168,355	439,968	10.55	439,968	0	100.00	0.00
Total		10,258,747	1,308,493	12.75	1,308,493	0	100.00	0.00



Item No. 13 - Appointment of Cost Auditors For F. Y. 2019-20								
Resolution required: (Ordinary/ Special)				Ordinary				
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)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	6,086,392	6,086,392	100.00	6,086,392	0	100.00	0.00
Public – Institutions	E-voting	4,000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,000	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-voting	4,168,355	39,915	0.96	39,915	0	100.00	0.00
	Poll		400,053	9.60	400,053	0	100.00	0.00
	Postal Ballot (Not Applicable)		0	0.00	0	0	0.00	0.00
	Total	4,168,355	439,968	10.55	439,968	0	100.00	0.00
Total		10,258,747	6,526,360	63.62	6,526,360	0	100.00	0.00

Notes:

All the abovementioned Resolutions have been passed with requisite majority on September 30, 2019 i.e. the date of the Annual General Meeting.

For Agarwal Industrial Corporation Limited


Lalit Agarwal
Whole Time Director
DIN: 01335107



Place: Mumbai
Date : September 30, 2019

P. M. VALA & ASSOCIATES

COMPANY SECRETARIES

Shop No.1, Laxmi Sadan CHS., Opp. New Rose Villa,
Daji Ramchandra Road, Charai, Thane (W) - 400 601
Ph : 2538 0966 / 2544 0126 Cell : 98696 99875 / 88794 10333
E-mail : pmvala@yahoo.co.in

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 2(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations 2015 ("SEBI Listing Regulations")]

To,

The Chairman of **Twenty Fifth** Annual General Meeting of the Members of **Agarwal Industrial Corporation Limited** held on **Monday, September 30, 2019** at 10:30 a.m. at Hotel Stars Parade, Lower Hall, Swami Jairamdas Building, Near Basant Park, Chembur, Mumbai – 400 071

Dear Sir

1. I, CS P. M. VALA, Company Secretary in practice, had been appointed on August 31, 2019 as Scrutinizer by the Board of Directors of **Agarwal Industrial Corporation Limited** (the Company) (CIN: L99999MH1995PLC084618) to conduct the voting process (including remote e-voting) in a fair and transparent manner in respect of the resolutions contained in the Notice of the Twenty Fifth Annual General Meeting (AGM) of Members of the Company, Monday, September 30, 2019 at 10:30 a.m. at Hotel Stars Parade, Lower Hall, Swami Jairamdas Building, Near Basant Park, Chembur, Mumbai-400 071 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.
2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting process (including remote e-voting) in respect of the resolutions contained in the Notice of the Twenty Fifth Annual General Meeting (AGM) of Members of the Company. My responsibility as a Scrutinizer is restricted to make a Consolidated Scrutinizer's Report of the total votes cast "in favour" or "against" the resolutions as contained in the Notice stated above, based on the voting at the AGM venue through poll process and report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities.
3. The Members of the Company as on the "cut-off" date i.e. Monday, September 23, 2019 were entitled to vote on the resolutions (Item Nos. 1 to 13 as set out in the Notice of the AGM of the Company).



4. The remote e-voting period remained open from Friday, September 27, 2019 (09.00 A.M.) till the end of Sunday, September 29, 2019 (05.00 P.M.) and CDSL e-voting platform was blocked thereafter.
5. The votes cast through remote e-voting were unblocked on Monday, September 30, 2019, after counting the votes cast at AGM, in the presence of 2 (Two) witnesses, who were not in the employment of the Company.
6. The Company had also provided voting facility at the AGM venue to the Members present thereat, who had not cast their vote earlier through remote e-voting facility. The locked polling box was opened by me after conclusion of the poll in the presence of 2 (Two) witnesses, who were not in the employment of the Company and the poll papers were diligently scrutinized.
7. I had submitted separate Scrutinizer's Report dated September 30, 2019 on the results of the voting at the AGM venue through poll process and remote e-voting in respect of the resolutions (Item Nos. 1 to 13 as set out in the Notice of the AGM of the Company).
8. I now submit the Consolidated Scrutinizer's Report on the results of the voting at the AGM venue through poll process and remote e-voting in respect of the resolutions (Item Nos.1 to 13 as set out in the Notice of the AGM of the Company) as under :-

Sr. No	Particulars	Item No. 1		Item No. 2	
		Number of members who cast their votes through remote e-voting and poll	No. of equity shares	Number of members who cast their votes through remote e-voting and poll	No. of equity shares
1	Total Number of votes casted	46	6526360	46	6526360
2	Less: Invalid No. of votes casted	0	0	0	0
3	Valid No. of votes casted (Net)	46	6526360	46	6526360



Sr. No	Particulars	Item No. 3		Item No. 4	
		Number of members who cast their votes through remote e-voting and poll	No. of equity shares	Number of members who cast their votes through remote e-voting and poll	No. of equity shares
1	Total Number of votes casted	36	3237035	46	6526360
2	Less: Invalid No. of votes casted	0	0	0	0
3	Valid No. of votes casted (Net)	36	3237035	46	6526360

Sr. No	Particulars	Item No. 5		Item No. 6	
		Number of members who cast their votes through remote e-voting and poll	No. of equity shares	Number of members who cast their votes through remote e-voting and poll	No. of equity shares
1	Total Number of votes casted	38	2972877	36	3084721
2	Less: Invalid No. of votes casted	0	0	0	0
3	Valid No. of votes casted (Net)	38	2972877	36	3084721

Sr. No	Particulars	Item No. 7		Item No. 8	
		Number of members who cast their votes through remote e-voting and poll	No. of equity shares	Number of members who cast their votes through remote e-voting and poll	No. of equity shares
1	Total Number of votes casted	36	2963255	45	6449460
2	Less: Invalid No. of votes casted	0	0	0	0
3	Valid No. of votes casted (Net)	36	2963255	45	6449460



Sr. No	Particulars	Item No. 9		Item No. 10	
		Number of members who cast their votes through remote e-voting and poll	No. of equity shares	Number of members who cast their votes through remote e-voting and poll	No. of equity shares
1	Total Number of votes casted	46	6526360	46	6526360
2	Less: Invalid No. of votes casted	0	0	0	0
3	Valid No. of votes casted (Net)	46	6526360	46	6526360

Sr. No	Particulars	Item No. 11		Item No. 12	
		Number of members who cast their votes through remote e-voting and poll	No. of equity shares	Number of members who cast their votes through remote e-voting and poll	No. of equity shares
1	Total Number of votes casted	46	6526360	26	1308493
2	Less: Invalid No. of votes casted	0	0	0	0
3	Valid No. of votes casted (Net)	46	6526360	26	1308493

Sr. No	Particulars	Item No. 13	
		Number of members who cast their votes through remote e-voting and poll	No. of equity shares
1	Total Number of votes casted	46	6526360
2	Less: Invalid No. of votes casted	0	0
3	Valid No. of votes casted (Net)	46	6526360



Item No. 1 of the Notice (As an Ordinary Resolution)

To receive, consider and adopt

- The Audited Standalone Financial Statement of the company for the Financial Year ended March 31, 2019 along with the Report of the Board of Directors and Independent Auditors thereon: and
- The Audited Consolidated Financial Statement of the company for the Financial Year ended March 31, 2019 along with the Report of the Independent Auditors thereon.

Promoter/ Public	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	6086392	6086392	100.00	6086392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	6526360	63.6175	6526360	0	100.00	0.00

Item No. 2 of the Notice (As an Ordinary Resolution)

To declare Dividend on Equity Shares for the Financial Year 2018-19.

Promoter/ Public	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	6086392	6086392	100.00	6086392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	6526360	63.6175	6526360	0	100.00	0.00



Item No. 3 of the Notice (As an Ordinary Resolution)

To appoint a Director in place of Mr. Mahendra Agrawal (DIN-01366495) who retires by rotation, and being eligible, offers himself for re-appointment.

Promoter/ Public	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	6086392	2797067	45.9561	2797067	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	3237035	31.5539	3237035	0	100.00	0.00

Item No. 4 of the Notice (As an Ordinary Resolution)

To Appoint Statutory Auditors for the Second Term

Promoter/ Public	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	6086392	6086392	100.00	6086392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	6526360	63.6175	6526360	0	100.00	0.00



Item No. 5 of the Notice (As a Special Resolution)

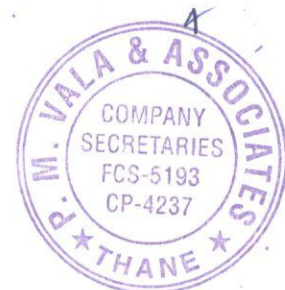
Re-appointment of Mr. Jaiprakash Agarwal as Managing Director of the Company

Promoter/ Public	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	6086392	2532909	41.6159	2532909	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	2972877	28.9789	2972877	0	100.00	0.00

Item No. 6 of the Notice (As a Special Resolution)

Re-appointment of Mr. Lalit Agarwal as Whole Time Director of the Company

Promoter/ Public	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	6086392	2644753	43.4535	2644753	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	3084721	30.0692	3084721	0	100.00	0.00



Item No. 7 of the Notice (As a Special Resolution)

Re-appointment of Mr. Ramchandra Agarwal as Whole Time Director of the Company

Promoter/ Public	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)= [(2)/(1)]*100	4	5	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6086392	2523287	41.4578	2523287	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	2963255	28.8852	2963255	0	100.00	0.00

Item No. 8 of the Notice (As an Ordinary Resolution)

Re-appointment of Mr. Rajkumar Mehta as an Independent Director of the Company for the
Second Term

Promoter/ Public	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)= [(2)/(1)]*100	4	5	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6086392	6009492	98.7365	6009492	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	6449460	62.8679	6449460	0	100.00	0.00



Item No. 9 of the Notice (As an Ordinary Resolution)

Re-appointment of Mr. Harikrishna Patni as an Independent Director of the Company for the Second Term

Promoter/ Public	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)= [(2)/(1)]*100	4	5	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6086392	6086392	100.00	6086392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	6526360	63.6175	6526360	0	100.00	0.00

Item No. 10 of the Notice (As an Ordinary Resolution)

Re-appointment of Mr. Alok Bharara as an Independent Director of the Company for the Second Term

Promoter/ Public	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)= [(2)/(1)]*100	4	5	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6086392	6086392	100.00	6086392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	6526360	63.6175	6526360	0	100.00	0.00



Item No. 11 of the Notice (As an Ordinary Resolution)

Re-appointment of Mrs. Priti Lodha as an Independent Director of the Company for the Second Term

Promoter/ Public	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)= [(2)/(1)]*100	4	5	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6086392	6086392	100.00	6086392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	6526360	63.6175	6526360	0	100.00	0.00

Item No. 12 of the Notice (As a Special Resolution)

Related Party Transactions For F. Y. 2019-20.

Promoter/ Public	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)= [(2)/(1)]*100	4	5	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6086392	868525	14.2699	868525	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	1308493	12.7549	1308493	0	100.00	0.00



Item No. 13 of the Notice (As an Ordinary Resolution)

Appointment of Cost Auditors for F. Y. 2019-20.


Promoter/ Public	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)= [(2)/(1)]*100	4	5	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6086392	6086392	100.00	6086392	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Institutional holders	E-Voting	4000	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public- Others	E-Voting	4168355	39915	0.9576	39915	0	100.00	0.00
	Poll		400053	9.5974	400053	0	100.00	0.00
Total		10258747	6526360	63.6175	6526360	0	100.00	0.00

9. The electronic data and other relevant records relating to the e-voting and Poll shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully

**For P. M. Vala & Associates
Company Secretaries**


CS. P. M. VALA
Scrutinizer,
FCS - 5193 CP - 4237



Place: Mumbai

Date: September 30, 2019