



ALFRED HERBERT (INDIA) LTD.

13/3, Strand Road, Kolkata - 700 001
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Fax : (033) 2229 9124
E-mail : kolkata@alfredherbert.com
Website : www.alfredherbert.co.in
CIN : L74999WB1919PLC003516

01.04.2019

BOMBAY STOCK EXCHANGE LIMITED
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai-400 001

Scrip Code: 505216

Dear Sirs,

Sub: Disclosure pertaining to approval of members of the Company through Postal Ballot and e-voting and voting results thereof

Ref.: Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is with reference to our letter dated 28th February, 2019 regarding Notice for Postal Ballot/ e-voting dated 25th February, 2019, consent of the Members was sought on the certain Resolution (s) as mentioned in the said Notice.

In the context, we wish to inform that the Resolution(s) for the following purposes have been passed by the Members of the Company through Postal Ballot/ e-voting with the requisite majority:

1. Special Resolution for the re-appointment of Mr. S.S. Jain as an Independent Director of the Company for the second term of Five (5) consecutive years with effect from 1st April, 2019 to 31st March, 2024.
2. Special Resolution for the re-appointment of Mr. R.C. Tapuriah of the Company as an Independent Director for the second term of Five (5) consecutive years with effect from 1st April, 2019 to 31st March, 2024.

Pursuant to the provisions of Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation"), the details of the voting results in the format prescribed under Regulation 44(3) and the Report dated 01st April, 2019 of Scrutinizer, Mr. Abhijeet Jain, Practising Company Secretary, are enclosed herewith.



Further, please find enclosed herewith the detail information as required under the provisions of Regulation 30 of Listing Regulations with regard to point nos. 1 and 2 as mentioned above.

This is for your information and records.

Thanking You,

Yours faithfully,
For ALFRED HERBERT (INDIA) LIMITED



Shobhana

(Shobhana Sethi)
Company Secretary and CFO

VOTING RESULTS OF POSTAL BALLOT AND E VOTING OF ALFRED HERBERT (INDIA) LIMITED

Date of AGM/EGM (Voting period for the resolution passed through postal ballot and e-voting)	From 9.00 A.M. on 1 st March, 2019 till 5.00 P.M. on 30 th March, 2019
The date of passing of resolution through Postal Ballot and e-voting	In accordance with the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India including any modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, if any, the resolutions are deemed to be passed on the last date specified by the Company for receipt of duly completed Postal Ballot Forms for e-voting i.e. Friday, the 1 st March, 2019. The date of declaration of voting results is on 1 st April, 2019, on the basis of Scrutinizer's Report dated 1 st April, 2019.
Total Number of Shareholders on record date (i.e. 22 nd February, 2019)	2642
No.of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	Not Applicable
No.of shareholders present in the meeting through Video Conferencing: Promoters and Promoter Group Public	Not Applicable

ALFRED HERBERT (INDIA) LIMITED



COMPANY SECRETARY & CHIEF FINANCIAL OFFICER

VOTING RESULTS OF POSTAL BALLOT AND E VOTING OF ALFRED HERBERT (INDIA) LIMITED

Resolution-1	Special Resolution for the re-appointment of Mr. S.S. Jain as an Independent Director for the second term of Five (5) consecutive years with effect from 1 st April, 2019 to 31 st March, 2024.
Resolution required: (Ordinary/Special)	Special
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 in against	% of votes in favour on vote polled	% of votes in against on vote polled
		1	2	$3=(2/1)*100$	4	5	$6=(4/2)*100$	$7=(5/2)*100$
Promoter and Promoter Group	E-voting	560644	560644	100	560644	0	100	0
	Poll							
	Postal Ballot(if applicable)							
	Total			560644	560644	100	560644	0
Public Institutions	E-voting	90	90	0	0	0	0	0
	Poll							
	Postal Ballot(if applicable)							
	Total			90	90	0	0	0
Public - Non Institutions	E-voting	210695	210695	0.27	568	0	100	0
	Poll							
	Postal Ballot(if applicable)			0.10	211	0	100	0
	Total			210695	210695	0.37	779	0
		771429			561423	0		

ALFRED HERBERT (INDIA) LIMITED

Shekhar

COMPANY SECRETARY & CHIEF FINANCIAL OFFICER

VOTING RESULTS OF POSTAL BALLOT AND E VOTING OF ALFRED HERBERT (INDIA) LIMITED

Resolution-2	Special Resolution for the re-appointment of Mr. R.C. Tapuriah as an Independent Director for the second term of Five (5) consecutive years with effect from 1 st April, 2019 to 31 st March, 2024.
Resolution required: (Ordinary/Special)	Special
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 in against	% of votes in favour on vote polled	% of votes in against on vote polled
		1	2	$3=(2/1)*100$	4	5	$6=(4/2)*100$	$7=(5/2)*100$
Promoter and Promoter Group	E-voting	560644	560644	100	560644	0	100	0
	Poll							
	Postal Ballot(if applicable)							
	Total			560644	560644	100	560644	0
Public Institutions	E-voting	90	90	0	0	0	0	0
	Poll							
	Postal Ballot(if applicable)							
	Total			90	90	0	0	0
Public - Non Institutions	E-voting	210695	210695	0.27	568	0	100	0
	Poll							
	Postal Ballot(if applicable)			0.10	211	0	100	0
	Total			210695	210695	0.37	779	0
		771429			561423	0		

ALFRED HERBERT (INDIA) LIMITED

Shobhan

COMPANY SECRETARY & CHIEF FINANCIAL OFFICER

A J & ASSOCIATES

COMPANY SECRETARIES IN WHOLE TIME PRACTICE

Kolkata, 1st April, 2019

Sri Harsh Vardhan Lodha
Chairman,
Alfred Herbert (India) Limited
13/3, Strand Road,
Kolkata - 700 001.

Dear Sir,

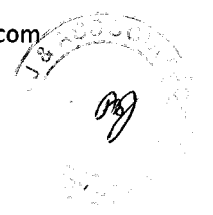
Re: SCRUTINIZER'S REPORT

I, Abhijeet Jain, Practicing Company Secretary appointed as Scrutinizer by **M/s Alfred Hebert (India) Limited** ("the Company") with respect to the **Resolution(s)** to be passed through Postal Ballot and e-Voting in accordance with the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and such other Rules and Regulations as may be applicable including any statutory modification(s) or re-enactment(s) thereof for the time being in force to process and scrutinize Postal Ballot Forms received from Members and to scrutinize votes cast electronically using e-Voting system of **Central Depository Services (India) Limited** (CDSL) during the voting period as stated herein below, in fair and transparent manner, and to submit a report thereon. In this regard, I hereby submit my report as under:

1. The Company has sent Postal Ballot Notice through email on 27th February, 2019 to the members whose e-mail ids are registered with the Company / Depository Participant(s) for voting through Postal Ballot and e- Voting facility provided by CDSL. The Postal Ballot Notice dated 25th February, 2019 together with Postal Ballot Form ('Form') along with self addressed postage prepaid business reply envelope was sent to the rest of the members through Registered Post on 28th February, 2019.

On 28th February, 2019, the Company has completed dispatch of Notice of Postal Ballot for seeking approval of members by way of Special Resolution(s) on certain Special Business as mentioned in the Postal Ballot Notice dated 25th February, 2019.
2. The voting through postal ballot Forms/ E-voting commenced on **Friday, March 1, 2019 at 9.a.m and ended on Saturday, March 30, 2019 at 5.00 p.m.**
3. The Postal Ballot Forms received during the voting period were kept in my custody and were opened by me in the presence of two witnesses, viz., Mrs. Priyanka Tibrewal and Ms. Kavita Choudhary. The e-Voting results/List was unblocked and downloaded from the CDSL website (www.evotingindia.com) at 5: 15 p.m. on 31st March, 2019 in the presence of two witnesses, viz., Mrs. Priyanka Tibrewal and Ms. Kavita Choudhary.
4. All Postal Ballot Forms including e-Voting received upto 5.00 p.m. on 30th March, 2019, i.e. the last date and time fixed by the Company for receipt of the Postal Ballot Forms and for casting the vote online, were considered for my scrutiny.

'Diamond Chamber', 4, Chowringhee Lane, Block I, 4th Floor, Suite # 4M, Kolkata – 700 016
Ph.: 033 4007 3876; Fax: +91 33 2252 1457; Email: ajasso.abhijeet@gmail.com; ajasso.jain4@gmail.com



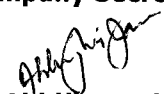
5. The Postal Ballot Forms received and e-voting details downloaded from CDSL website were scrutinized and the signatures on the postal ballot forms were verified by me. Thereafter, the shareholding was matched / confirmed with the register of members of the Company as on 22nd February, 2019. In case of voting by Companies, Institutions, Trusts, Societies, etc., I have verified the requisite documents authorising the person to vote, which were downloaded from the website of CDSL or received physically.
6. I did not find any defaced or mutilated postal ballot form. There were no postal ballot forms/invalid applications which were treated as invalid on account of vote not casted and signature mismatch.
7. The summary of the Voting Results of Postal Ballot including e-voting in respect of resolutions as contained in the Postal Ballot Notice dated 25th February, 2019 are as under:

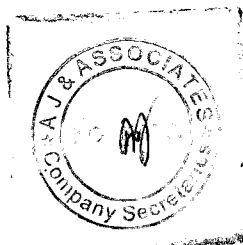
Item No. 1 Special Resolution	
Re-appointment of Mr. Sardul Singh Jain a Non-Executive Independent Director from 1 st April, 2019 till 31 st March,2024	
Total number of ballot papers dispatched to Equity Shareholders with notice through registered post.	1524
Total Number of notice send through E - mail	1118
Total number of duplicate postal ballot papers issued.	0
Last date and time up to which ballot papers received by the Company; and e-voting have been considered	30 th March, 2019 till 5:00 P.M.
Total number of e-voting received	16
Total number of ballot forms received	4
Invalid Ballots (with respect to item no. 1)	Nil
Abstained from Voting (with respect to item No. 1)	Nil
Number of Valid ballot papers	4

Item No. 2 Special Resolution	
Re-appointment of Mr. Ramesh Chandra Tapuriah a Non-Executive Independent Director from 1 st April, 2019 till 31 st March,2024	
Total number of ballot papers dispatched to Equity Shareholders with notice through registered post.	1524
Total Number of notice send through E - mail	1118
Total number of duplicate postal ballot papers issued.	0
Last date and time up to which ballot papers received by the Company; and e-voting have been considered	30 th March, 2019 till 5:00 P.M.
Total number of e-voting received	16
Total number of ballot forms received	4
Invalid Ballots (with respect to item no. 2)	Nil
Abstained from Voting (with respect to item No. 2)	Nil
Number of Valid ballot papers	4

We would like to inform you that the resolutions in Item no. 1 & 2 have been passed with requisite majority. The summary of the results are as given in the attachments to this letter.

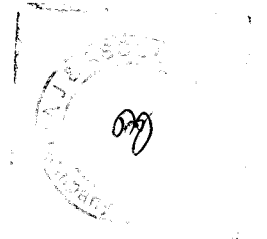
**For A J & ASSOCIATES
Company Secretaries**


CS Abhijeet Jain
Prop.
FCS: 4975
COP: 3426



A Summary of postal ballot forms received is given below:

SI No	Particulars	Resolution No. 1		Resolution No. 2	
		No. of PBF/ E-voting	No. of Shares Voted	No. of PBF/ E-voting	No. of Shares Voted
a.	Postal Ballot Forms Received	4	211	4	211
b.	e-Voting Confirmations	16	561212	16	561212
	Total	20	561423	20	561423
c.	Less: Invalid Postal ballot Forms/e-voting confirmations	-	-	-	-
d.	Net Valid Postal Ballot Forms/e-Voting confirmations of which:	20	561423	20	561423
	Less: No. of Shares not voted for	-	-	-	-
	Total voted Shares	20	561423	20	561423
(i)	Postal Ballot Forms/e- Voting with assent for the Resolution	20	561423	20	561423
	% of Assent		100.00		100.00
(ii)	Postal Ballot Forms/e- Voting with dissent for	0	0	0	0
	% of Dissent		0		0

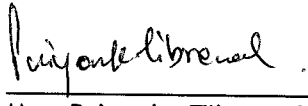


Declaration by witness for Postal and e-Voting

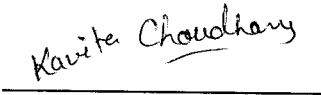
We the undersigned witnesseth that:

1. The Postal Ballot Forms of Alfred Herbert (India) Limited received were opened in our presence.
2. The e-Voting results/list was unblocked and downloaded from CDSL website (www.evotingindia.com) in our presence at 5:15 p.m. on 30th March, 2019.

Witness 1:


Mrs. Priyanka Tibrewal

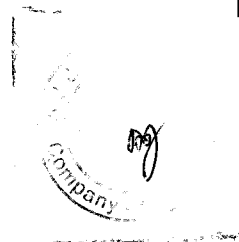
Witness 2:

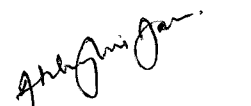

Ms. Kavita Choudhary

Date: 01.04.2019
Place: Kolkata

COUNTERSIGNED BY ME

**For A J & ASSOCIATES
Company Secretaries**




CS Abhijeet Jain
Prop.
FCS: 4975
COP: 3426