

April 1, 2019

To

The Manager, Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, NSE Building Bandra Kurla Complex, Bandra East Mumbai 400 051  Scrip Code NSE: POLYPLEX	The Manager - Listing Department, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street Fort, Mumbai 400 001  Scrip Code BSE : 524051
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Dear Sir,

**Subject: Voting Results of Extra-Ordinary General Meeting (EGM) of the Company held on March 30, 2019 pursuant to regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.**

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith details of the Results of e-voting as well as poll conducted at the EGM of the Company held on Saturday, March 30, 2019 at 11.10 a.m. and concluded at 11.40 a.m., at the Registered Office of the Company at Lohia Head Road, Khatima – 262308, District Udham Singh Nagar, Uttarakhand.

All the resolutions contained in the Notice dated March 1, 2019 of the EGM were approved by the requisite majority of Shareholders through e-voting and poll conducted in this behalf.

Date of the EGM	March 30, 2019
Total number of shareholders on record date (i.e. March 22, 2019 Cut-off date for voting purpose)	15,530
Number of shareholders present in the meeting either in person or through proxy:	34 (Including 2 proxies)
Promoters and Promoter Group:	05 (Corporate Representative)
Public:	29 (Including 2 proxies)
Number of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Nil/ Not Applicable
Public:	Nil/ Not Applicable
Number of Shareholders voted through e-voting:	51
Promoters and Promoter Group:	08
Public:	43

(Agenda-wise)

The Mode of Voting for all the Resolutions was:

- (1) E-voting conducted between March 27, 2019 [9.00 AM] to March 29, 2019 [5.00 PM], and
- (2) Poll conducted at venue of EGM (held on Saturday, March 29, 2019).

**Polyplex Corporation Limited**  
(CIN: L25209UR1984PLC011596)



**Special Business:**

<b>Resolution 1</b>	Reappointment of Mr. Brij Kishore Soni (DIN: 00183432) Independent Non-Executive Director of the Company for Second term of Five Consecutive years with effect from April 1, 2019 to March 31, 2024 by way of <b>Special Resolution</b> .
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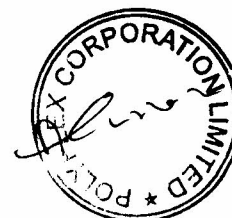
Promoter/Public	Mode of Voting	No. of shares held	No. of valid votes polled	% of Votes Polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E- Voting	16001534	15997474	99.975%	15997474	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	<b>Total</b>	<b>16001534</b>	<b>15997474</b>	<b>99.975%</b>	<b>15997474</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public – Institutional holders	E- Voting	2387347	2,048,098	85.790%	1,984,937	63161	96.92%	3.08%
	Poll		10269	0.430%	10269	0	0.00%	0.00%
	<b>Total</b>	<b>2387347</b>	<b>2058367</b>	<b>86.220%</b>	<b>1995206</b>	<b>63161</b>	<b>96.93%</b>	<b>3.08%</b>
Public-Others#	E- Voting	13595719	349	0.003%	349	0	100.00%	0.00%
	Poll		3559	0.026%	3559	0	100.00%	0.00%
	<b>Total</b>	<b>13595719</b>	<b>3908</b>	<b>0.029%</b>	<b>3908</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>31984600</b>	<b>18059749</b>	<b>56.464%</b>	<b>17996588</b>	<b>63161</b>	<b>99.65%</b>	<b>0.35%</b>

Promoter/Public	No. of Votes Invalid
Promoter and Promoter Group	-
Public – Institutional holders	-
Public-Others	-

<b>Resolution 2</b>	Reappointment of Mr. Jitender Balakrishnan (DIN:00028320) Independent Non-Executive Director of the Company for Second term of Five Consecutive years with effect from April 1, 2019 to March 31, 2024 by way of <b>Special Resolution</b> .
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Promoter/Public	Mode of Voting	No. of shares held	No. of valid 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	16001534	15997474	99.975%	15997474	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	<b>Total</b>	<b>16001534</b>	<b>15997474</b>	<b>99.975%</b>	<b>15997474</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
Public – Institutional holders	E- Voting	2387347	2,048,098	85.790%	2,001,805	46293	97.74%	2.26%
	Poll		10269	0.430%	10269	0	0.00%	0.00%
	<b>Total</b>	<b>2387347</b>	<b>2058367</b>	<b>86.220%</b>	<b>2012074</b>	<b>46293</b>	<b>97.75%</b>	<b>2.26%</b>
Public-Others#	E- Voting	13595719	349	0.003%	349	0	100.00%	0.00%
	Poll		3559	0.026%	3559	0	100.00%	0.00%
	<b>Total</b>	<b>13595719</b>	<b>3908</b>	<b>0.029%</b>	<b>3908</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>
<b>Total</b>		<b>31984600</b>	<b>18059749</b>	<b>56.464%</b>	<b>18013456</b>	<b>46293</b>	<b>99.74%</b>	<b>0.26%</b>

Promoter/Public	No. of Votes Invalid
Promoter and Promoter Group	-
Public – Institutional holders	-
Public-Others	-



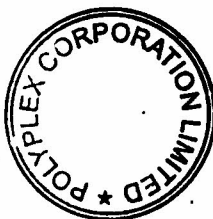
# Includes 6,800 number of equity shares in public category which are registered in favour of "Polyplex Corporation Limited-Unclaimed Suspense Account" and 2,11,463 number of equity shares in public category which are registered in favour of "Investor Education and Protection Fund Authority, Ministry Of Corporate Affairs" on which voting rights are frozen pursuant to Regulation 39 (4) read with Schedule VI of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Report of Scrutinizer Mr. Ravi Sharma, Partner, RSM & Co. Company Secretaries, is also enclosed.

Thanking you,

Yours faithfully,  
For Polyplex Corporation Limited

  
A.K. Gurnani  
Company Secretary



[akgurnani@polyplex.com](mailto:akgurnani@polyplex.com)

Encl: as above

R S M & CO.

Company Secretaries

D-63, JIT Complex, Jhandewalan, New Delhi 110055

Tel. 011-23624813, 99119-9008

Email contact@csrsm.com

### SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015]

**The Chairman of the Extra Ordinary General Meeting  
Polyplex Corporation Limited**

**Extra Ordinary General Meeting of the Members of Polyplex Corporation Limited  
held on Saturday, the March 30, 2019 at 11.10 A.M. at Lohia Head Road,  
Khatima, Distt.- Udham Singh Nagar, Uttarakhand-262308.**

Dear Sir,

I, Ravi Sharma, Partner of RSM & Co, Company Secretaries, New Delhi, appointed by the Board of Directors of the Company at the meeting held on February 13, 2019 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of scrutinizing the process of remote e-voting and voting at the Extra Ordinary General Meeting (EGM) of the Company in respect of the Resolutions for approval at the said EGM, do hereby submit my report as follows:-

1. All the Resolutions for approval at the EGM were transacted through remote e-voting and also voting at the EGM venue through ballot paper, for e-voting purpose the Board of Directors of the Company engaged the services of Karvy Fintech Private Limited ("KFPL").
2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. March 22, 2019 were entitled to cast their votes by remote e-voting or voting at the EGM venue.
3. Voting through remote e-voting commenced at 9.00 a.m. on March 27, 2019 and closed at 5.00 p.m. on March 29, 2019.
4. Members of the Company present at the EGM, who did not cast their votes by remote e-voting prior to the EGM, were provided physical voting facility through ballot papers at the EGM venue.
5. After the conclusion of voting at the EGM venue, the votes cast through voting at the EGM venue and remote e-voting were unblocked on March 30, 2019 at 12.34 P.M. in the presence of 2 (two) witnesses, Mr. Kundan Giri and Mr. Yogesh Rawat neither of whom are in the employment of the Company.
6. Based on the reports generated from KFPL's e-voting website [www.evoting.karvy.com](http://www.evoting.karvy.com) and on the basis of physical voting done at the venue of EGM, which I have scrutinized, the consolidated results of voting are reported as under:



**SPECIAL BUSINESS****Resolution No - 1**

**Reappointment of Mr. Brij Kishore Soni (DIN : 00183432), as an Independent Non-Executive Director of the Company to hold office for the second term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024, by way of Special Resolution**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Rs. 10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	51	18045921	99.92
Total Votes received through physical ballot mode	11	13828	0.08
Total Number of Invalid Votes	0	0	0.00
Total Number of Valid Votes	62	18059749	100
Total Number of Votes against the resolution	8	63161	0.35
Total Number of Votes in favour of Resolution	54	17996588	99.65

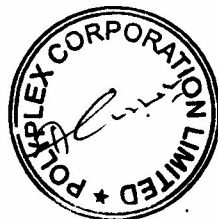
**Resolution No - 2**

**Reappointment of Mr. Jitender Balakrishnan (DIN : 00028320), as an Independent Non-Executive Director of the Company to hold office for the second term of five consecutive years with effect from 1st April, 2019 to 31st March, 2024, by way of Special Resolution**

Particulars	No. of Members who cast their votes	No. of Equity Shares of the Nominal Value of Rs. 10/- each. (No. of Votes)	% of Valid Votes Received
Total Votes received by electronic mode	51	18045921	99.92
Total Votes received through physical ballot mode	11	13828	0.08
Total Number of Invalid Votes	0	0	0.00
Total Number of Valid Votes	62	18059749	100
Total Number of Votes against the resolution	7	46293	0.26
Total Number of Votes in favour of Resolution	55	18013456	99.74


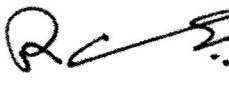
Both the Resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the records/ registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company.



The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

Thanking you  
Yours Sincerely



**RAVI SHARMA**  
SCRUTINIZER C. P. NO. 3666  
PARTNER, RSM & CO., COMPANY SECRETARIES,  
NEW DELHI

Date : 01/04/2019  
Place : NOIDA



..... Signed by  
Shri ASHOK KUMAR GURNANI Chairman of the Extra Ordinary General Meeting  
Or authorized representative of Chairman of the meeting

We the undersigned have witnessed that the votes cast through remote e-voting and voting through ballot at the EGM venue were unblocked in our presence on 30<sup>th</sup> March 2019 at 12.34 P.M.



Name: Kundan Giri  
Address: D-63, JFF Complex,  
Jhandewalan, New Delhi 110055



Name: Yogesh Rawat  
Address: D-63, JFF Complex,  
Jhandewalan, New Delhi 110055

