

Dhanlaxmi FABRICS LTD.



Bhopar Village, Manpada Road, Dombivli (East) - 421 204.
Date: ~~28th September, 2019~~ 28th September, 2019 • Phone : 0251-2870589 / 2870590 / 91/ 92 • Fax : 0251-2870545
e-mail : info@dfi.net.in • Website : www.dfi.net.in

To,
The Bombay Stock Exchange Ltd
Corporate Relationship Dept,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort, Mumbai – 400 001

Sub: Details of Voting Results of the 27th Annual General meeting of the company held on today on 28th September, 2019, Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

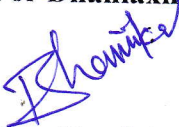
Dear Madam/Sir,

Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015), the details of the Voting Results of the 27th Annual General Meeting of the Company held on **28th September, 2019** at 01.00 p.m. at the registered office of the Company are enclosed in the format specified by SEBI Vide Circular No. CIR/CFD/CMD/8/2015 dated 4th November, 2015.

We are requested to take this on record.

Thanking You

Yours faithfully,
For Dhanlaxmi Fabrics Limited


Bhaviika Jain
(Company Secretary & Compliance Officer)



Encl:

1. Scrutinizer Report
2. Voting Summery as per Regulation 44 of LODR, Regulation 2015

CC To,
Central Depository Services (India) Limited
16th Floor, P. J. Tower,
Dalal Street, Fort, Mumbai -400 001

Pankaj Trivedi

B.Com, CS, LLB

Mob: 9224174118

Email: pankajtrivedicsllb@gmail.com

PANKAJ TRIVEDI & CO.

Practicing Company Secretaries

D-203, Crystal Plaza, New Link Road,

Opp. Infiniti Mall, Andheri (West),

Mumbai – 400053

Dated: 28th September, 2019

To,
The Chairman
Dhanlaxmi Fabrics Limited
Bhopar Village, Manpada Road,
Dombivli (E), Thane - 421204

SCRUTINIZER'S REPORT

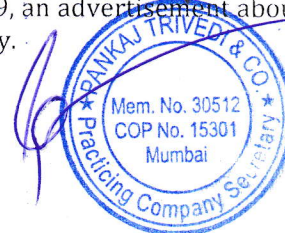
[Pursuant to Section 108 and 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

I, Pankaj Trivedi, Company Secretary in Practice, having my office at D/203, Crystal Plaza, New Link Road, Opp. Infiniti Mall, Andheri (West), Mumbai - 400053 have been appointed as the scrutinizer of M/s. Dhanlaxmi Fabrics Limited ("the Company") by the Board at its meeting held on 06.08.2019 for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting through Poll on the below mentioned resolution(s), at the 27th Annual General Meeting of the Shareholders of the Company held on Saturday, 28th September, 2019 at 01.00 P.M. at the registered office at "Bhopar Village, Manpada Road, Dombivli (E), Thane, Maharashtra, 421204.


The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rule relating to remote e-voting and voting through physical ballot process on the resolutions contained in the notice of the 27th Annual General Meeting of the members of the Company. My responsibility as Scrutinizer for the voting process through electronic means and physical ballots is restricted to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions, based on the report generated from E-Voting system of Central Depository Services (India) Limited and of voting through physical ballots.


I submit our report as under:

1. In terms of Section 108 of the Companies Act, 2013 read with Companies (management & Administration) Rules, 2014 and SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015, the Company has made arrangement with Central Depository Services (India) Limited, for providing facility of voting through electronic means (E- Voting) to its members. The members of the Company had option to cast their vote either through E-Voting or by physical/personally at AGM.
2. The Notice have been mailed electronically to those members who have registered their email addresses with the company or their Depository Participant and in other cases the Company has dispatched the Notice on or before 6th September, 2019.
3. The Company has published on 7th September, 2019, an advertisement about the dispatch Notice in one English Daily and in one Regional Daily.



4. The e-voting period remained open from 25th September, 2019 (09.00 A.M) to 27th September, 2019 (5.00 P.M).
5. The Shareholders holding shares as on the "cut-off" date i.e. 21st September, 2019 were entitled to vote on the proposed resolutions item no. 1 to 12 as set out in the Notice of the 27th Annual General Meeting of the Company.
6. The votes were unblocked on 28th September, 2019 around 01.42 p.m. in the presence of two witnesses, who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.
7. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>)
8. After the time fixed for closing of poll by chairman, one ballot box kept for polling were locked in my presence with due identification mark placed by me.
9. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers, authorizations / proxies lodged with the Company were reconciled with the records maintained by RTA of the Company.
10. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
11. Total 18 (Eighteen) members were present in person and 0 (none) member were present through proxy.
12. None of the members cast their vote by poll.
13. The particulars of voting and other requisite details have been entered in a separate register maintained for the purpose AND the poll papers and other records were handed over to the Chairman for safe keeping.


Joy Vasghe
Witness 1


Komal Bhele
Witness 2



14. The result of E-voting is as under:

Resolution 1 – Consideration and adoption of the Audited Standalone and Consolidated Financial Statements consisting of the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and Cash Flow Statement for the year ended together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

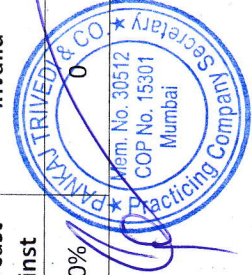
Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
22	56,11,723	56,11,723	100%	0	0.00%	0	0.00%

Resolution No. 2: Re-appointment of Director in place of Mr. Mahesh Jhawar DIN:00002908, who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment. (Ordinary Resolution)

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Resolution No. 3: Appointment of Statutory Auditor M/s. Dinesh Bangar & Co., Chartered Accountants, Mumbai (FRN:102588W), to fill the casual vacancy caused by the resignation of M/s. R. Soni & Co. Mumbai, (Firm Registration No130349W).. (Ordinary Resolution)

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Resolution No. 4: Appointment of Statutory Auditor M/s. Dinesh Bangar & Co., Chartered Accountants from the conclusion of 27th Annual General Meeting, for a single tenure of 5 (five) years and to fix their remuneration. (Ordinary Resolution)

Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
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Resolution No. 5: Ratification of appointment of Mr. Dilip Murlidhar Bathija., Cost Accountants, as a Cost Auditors of the Company. (Ordinary Resolution)

Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
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Resolution No. 6: Approval of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013. (Special Resolution)

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Resolution No. 7: Re-appointment of Mr. Durgesh Kabra, (DIN: 00017670) as an Independent Director of the Company for next 5 years for second term. (Special Resolution)

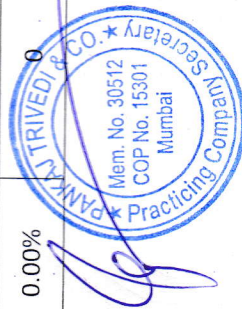
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22	56,11,723	56,11,723	100%	0	0.00%	0	0.00%

Resolution No. 8: Appointment of Ms. Ayushi Gilra (DIN: 08511294) as an Independent Director of the Company. (Ordinary Resolution)

Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
22	56,11,723	56,11,723	100%	0	0.00%	0	0.00%

Resolution No. 9: Appointment of Mr. Mukul Jhavar as an Executive Director of the Company and fix remuneration. (Ordinary Resolution)

Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
12	21,717	21,717	100%	0	0.00%	0	0.00%



Resolution No. 10: Payment of remuneration to Executive Directors. (Special Resolution)

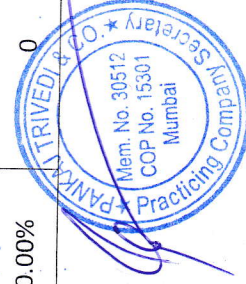
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Resolution No. 11: Approve related party transaction under Section 188 of the Companies Act, 2013 with Promtech Impex Private Limited. (Special Resolution)

Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
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Resolution No. 12: (Alteration of the Memorandum of Association of the Company. (Special Resolution)

Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
22	56,11,723	56,11,723	100%	0	0.00%	0	0.00%



15. The result of the voting through physical ballot forms are as under:

Resolution 1 – Consideration and adoption of the Audited Standalone and Consolidated Financial Statements consisting of the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and Cash Flow Statement for the year ended together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

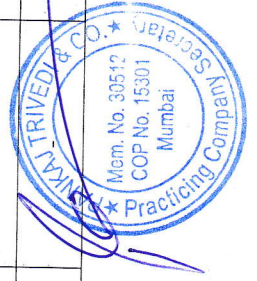
Number of members voted through Physical Ballot Form	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
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Resolution No. 2: Re-appointment of Director in place of Mr. Mahesh Jhawar DIN:00002908), who retires by rotation in terms of section 152(G) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment. (Ordinary Resolution)

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Resolution No. 3: Appointment of Statutory Auditor M/s. Dinesh Bangar & Co., Chartered Accountants, Mumbai (FRN:102588W), to fill the casual vacancy caused by the resignation of M/s. R. Soni & Co. Mumbai, (Firm Registration No130349W).. (Ordinary Resolution)

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Resolution No. 4: Appointment of Statutory Auditor M/s. Dinesh Bangar & Co., Chartered Accountants from the conclusion of 27th Annual General Meeting, for a single tenure of 5 (five) years and to fix their remuneration. (Ordinary Resolution)

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Resolution No. 5: Ratification of appointment of Mr. Dilip Murlidhar Bathija, Cost Accountants, as a Cost Auditors of the Company. (Ordinary Resolution)

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Resolution No. 6: Approval of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013. (Special Resolution)

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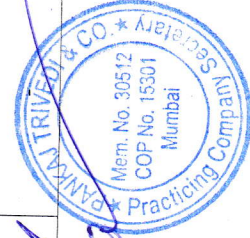
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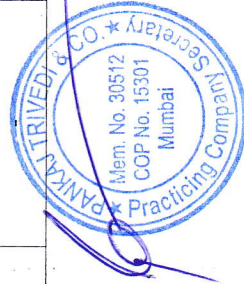
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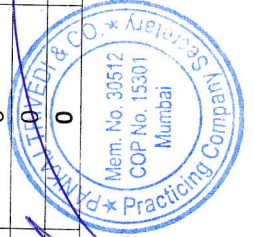
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Ballot	0	0	0	0.00%	0	0.00%	0	0.00%
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Resolution No. 2: Re-appointment of Director in place of Mr. Mahesh Jhawar DIN:00002908), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment. (Ordinary Resolution)

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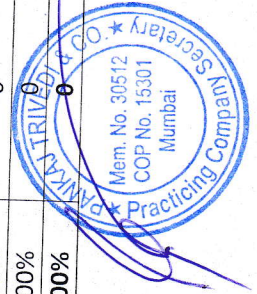
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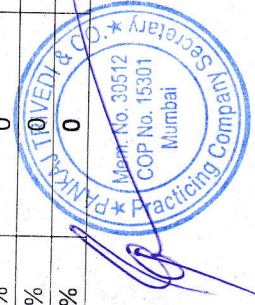
Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
E-Voting	22	56,11,723	56,11,723	100%	0	0.00%	0	0.00%
Ballot	0	0	0	0.00%	0	0.00%	0	0.00%
Total		56,11,723	56,11,723	100%	0	0.00%	0	0.00%

Resolution No. 8: Appointment of Ms. Ayushi Gilra (DIN: 08511294) as an Independent Director of the Company. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
E-Voting	22	56,11,723	56,11,723	100%	0	0.00%	0	0.00%
Ballot	0	0	0	0.00%	0	0.00%	0	0.00%
Total		56,11,723	56,11,723	100%	0	0.00%	0	0.00%

Resolution No. 9: Appointment of Mr. Mukul Jhawar as an Executive Director of the Company and fix remuneration. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
E-Voting	12	21,717	21,717	100%	0	0.00%	0	0.00%
Ballot	0	0	0	0.00%	0	0.00%	0	0.00%
Total		21,717	21,717	100%	0	0.00%	0	0.00%



Resolution No. 10: Payment of remuneration to Executive Directors. (Special Resolution)

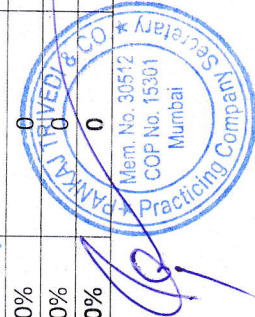
Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
E-Voting	22	56,11,723	56,11,723	100%	0	0.00%	0	0.00%
Ballot	0	0	0	0.00%	0	0.00%	0	0.00%
Total		56,11,723	56,11,723	100%	0	0.00%	0	0.00%

Resolution No. 11: Approve related party transaction under Section 188 of the Companies Act, 2013 with Promtech Impex Private Limited. (Special Resolution)

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
E-Voting	12	21,717	21,717	100%	0	0.00%	0	0.00%
Ballot	0	0	0	0.00%	0	0.00%	0	0.00%
Total		21,717	21,717	100%	0	0.00%	0	0.00%

Resolution No. 12: (Alteration of the Memorandum of Association of the Company. (Special Resolution)

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
E-Voting	22	56,11,723	56,11,723	100%	0	0.00%	0	0.00%
Ballot	0	0	0	0.00%	0	0.00%	0	0.00%
Total		56,11,723	56,11,723	100%	0	0.00%	0	0.00%




17. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting of the Company to enable the shareholders to cast their votes physically in case the same has not been casted by them through remote e-voting.
18. The members who had voted through remote E-voting were instructed not to vote through poll at the meeting.
19. The members who had casted votes through E-voting as well as through poll, the voting done by E-voting were considered.
20. The interested members were instructed not to vote on agenda in which they are interested and if voted, the voting done by them considered as invalid.
21. Since the all votes were casted in favour of the resolutions is 100%. I report that all resolutions as set out in the notice of the AGM has been passed with requisite majority.
22. The physical ballot forms and registers and records were handed over to the Chairman / Director Authorised by Board for safe keeping.
23. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Authorised Person for safe keeping.

Kindly acknowledge the receipt.

Thanking You,

Yours Truly,

For Pankaj Trivedi & Co.


Pankaj Trivedi
(Proprietor)
Mem. No. 15301

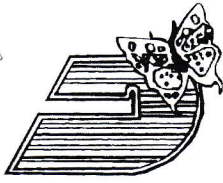
Place: Mumbai
Date: 28/09/2019





Received by
Bhavika Jain
Company Secretary / Compliance Officer

Place: Mumbai
Date: 28/09/2019



Dhanlaxmi FABRICS LTD.



Bhopar Village, Manpada Road, Dombivli (East) - 421 204.
 Phone : 0251-2870589 / 2870590 / 91/ 92 • Fax : 0251-2870545
 e-mail : info@dfi.net.in • Website : www.dfi.net.in

Date of AGM	28th September, 2019
Total number of Shareholders on record date:	993
No. of shareholders present in the meeting either in person or through proxy*:	
(a) Promoter & Promoter group	7
(b) Public	11
No. of shareholders attended the meeting through Video Conferencing:	
(a) Promoter & Promoter group	0
(b) Public	0

Agenda - Wise disclosure

Resolution required: (Ordinary)			Resolution No. 1 : Consideration and adoption of the Audited Standalone and Consolidated Financial Statements consisting of the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and Cash Flow Statement for the year ended together with the reports of the Board of Directors and the Auditors thereon					
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 & Promoter group	E-Voting	5590506	5590006	65.14	5590006	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		5590506	5590006	65.14	5590006	0	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public - Non Institutions	E-Voting	2990594	21717	0.25	21717	0	100	0.00
	Poll		0	0.00	0	0	0	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		2990594	21717	0.25	21717	0	100
Total		8581100	5611723	65.40	5611723	0	100	0.00

Resolution required: (Ordinary)			Resolution No. 2 : Re-appointment of Director in place of Mr. Mahesh Jawar DIN:00002908, who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment					
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 & Promoter group	E-Voting	5590506	5590006	65.14	5590006	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		5590506	5590006	65.14	5590006	0	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public - Non Institutions	E-Voting	2990594	21717	0.25	21717	0	100	0.00
	Poll		0	0.00	0	0	0	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		2990594	21717	0.25	21717	0	100
Total		8581100	5611723	65.40	5611723	0	100	0.00



Resolution required: (Ordinary)			Resolution No. 3 : Appointment of Statutory Auditor M/s. Dinesh Bangar & Co., Chartered Accountants, Mumbai (FRN:102588W), to fill the casual vacancy caused by the resignation of M/s. R. Soni & Co. Mumbai, (Firm Registration No130349W).					
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 & Promoter group	E-Voting	5590506	5590006	65.14	5590006	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		5590506	5590006	65.14	5590006	0	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public - Non Institutions	E-Voting	2990594	21717	0.25	21717	0	100	0.00
	Poll		0	0.00	0	0	0	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		2990594	21717	0.25	21717	0	100
Total		8581100	5611723	65.40	5611723	0	100	0.00

Resolution required: (Ordinary)			Resolution No. 4 : Appointment of Statutory Auditor M/s. Dinesh Bangar & Co., Chartered Accountants from the conclusion of 27th Annual General Meeting, for a single tenure of 5 (five) years and to fix their remuneration					
Whether Promoter / Promoter group are interested in the agenda/ Resolution?			No					
Category	Mode of Voting	No. of Shares held	S	% 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 & Promoter group	E-Voting	5590506	5590006	65.14	5590006	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		5590506	5590006	65.14	5590006	0	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public - Non Institutions	E-Voting	2990594	21717	0.25	21717	0	100	0.00
	Poll		0	0.00	0	0	0	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		2990594	21717	0.25	21717	0	100
Total		8581100	5611723	65.40	5611723	0	100	0.00



Resolution required: (Ordinary)			Resolution No. 5 : Ratification of appointment of Mr. Dilip Murlidhar Bathija., Cost Accountants, as a Cost Auditors of the Company					
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 & Promoter group	E-Voting	5590506	5590006	65.14	5590006	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		5590506	5590006	65.14	5590006	0	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public - Non Institutions	E-Voting	2990594	21717	0.25	21717	0	100	0.00
	Poll		0	0.00	0	0	0	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		2990594	21717	0.25	21717	0	100
Total		8581100	5611723	65.40	5611723	0	100	0.00

Resolution required: (Special)			Resolution No. 6 : Approval of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013					
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 & Promoter group	E-Voting	5590506	5590006	65.14	5590006	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		5590506	5590006	65.14	5590006	0	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public - Non Institutions	E-Voting	2990594	21717	0.25	21717	0	100	0.00
	Poll		0	0.00	0	0	0	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		2990594	21717	0.25	21717	0	100
Total		8581100	5611723	65.40	5611723	0	100	0.00



Resolution required: (Special)			Resolution No. 7 : Re-appointment of Mr. Durgesh Kabra, (DIN: 00017670) as an Independent Director of the Company for next 5 years for second term					
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 & Promoter group	E-Voting	5590506	5590006	65.14	5590006	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	5590506	5590006	65.14	5590006	0	0.00	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	2990594	21717	0.25	21717	0	100	0.00
	Poll		0	0.00	0	0	0	0.00
	Postal Ballot(if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	2990594	21717	0.25	21717	0	100	0.00
Total	8581100	5611723	65.40	5611723	0	100	0.00	

Resolution required: (Ordinary)			Resolution No. 8 : Appointment of Ms. Ayushi Gilra (DIN: 08511294) as an Independent Director of the Company					
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 & Promoter group	E-Voting	5590506	5590006	65.14	5590006	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	5590506	5590006	65.14	5590006	0	0.00	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	2990594	21717	0.25	21717	0	100	0.00
	Poll		0	0.00	0	0	0	0.00
	Postal Ballot(if applicable)	0	0	0.00	0	0	0.00	0.00
	Total	2990594	21717	0.25	21717	0	100	0.00
Total	8581100	5611723	65.40	5611723	0	100	0.00	

Resolution required: (Ordinary)			Resolution No. 9 : Appointment of Mr. Mukul Jhavar as an Executive Director of the Company and fix remuneration					
Whether Promoter / Promoter group are interested in the agenda/ Resolution?			Yes					
Category	Mode of Voting	No. of	No. of Votes	% of votes polled	No. of votes in	No. of votes	% of votes	% of votes
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100



Promoter & Promoter group	E-Voting	5590506	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0	0.00	0	0	0.00	0.00
	Total		5590506	0	0.00	0	0	0.00	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	2990594	21717	0.25	21717	0	100	0.00	
	Poll		0	0.00	0	0	0	0.00	
	Postal Ballot(if applicable)		0	0	0.00	0	0	0.00	0.00
	Total		2990594	21717	0.25	21717	0	100	0.00
Total		8581100	21717	0.25	21717	0	100	0.00	

Resolution required: (Special)			Resolution No. 10 : Payment of remuneration to Executive Directors						
Whether Promoter / Promoter group are interested in the			No						
Category	Mode of Voting	No. of	No. of Votes	% of votes polled	No. of votes in	No. of votes	% of votes	% of votes	
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter & Promoter group	E-Voting	5590506	5590006	65.14	5590006	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0	0.00	0	0	0.00	0.00
	Total		5590506	5590006	65.14	5590006	0	0.00	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	2990594	21717	0.25	21717	0	100	0.00	
	Poll		0	0.00	0	0	0	0.00	
	Postal Ballot(if applicable)		0	0	0.00	0	0	0.00	0.00
	Total		2990594	21717	0.25	21717	0	100	0.00
Total		8581100	5611723	65.40	5611723	0	100	0.00	

Resolution required: (Ordinary)			Resolution No. 11 : Approve related party transaction under Section 188 of the Companies Act, 2013 with Promtech Impex Private Limited						
Whether Promoter / Promoter group are interested in the			Yes						
Category	Mode of Voting	No. of	No. of Votes	% of votes polled	No. of votes in	No. of votes	% of votes	% of votes	
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter & Promoter group	E-Voting	5590506	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0	0.00	0	0	0.00	0.00
	Total		5590506	0	0.00	0	0	0.00	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Postal Ballot(if applicable)		0	0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00	0.00
Public - Non Institutions	E-Voting	2990594	21717	0.25	21717	0	100	0.00	
	Poll		0	0.00	0	0	0	0.00	
	Postal Ballot(if applicable)		0	0	0.00	0	0	0.00	0.00
	Total		2990594	21717	0.25	21717	0	100	0.00



Total	8581100	21717	0.25	21717	0	100	0.00
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Resolution required: (Special)			Resolution No. 12 : Alteration of the Memorandum of Association of the Company					
Whether Promoter / Promoter group are interested in the			No					
Category	Mode of Voting	No. of	No. of Votes	% of votes polled	No. of votes in	No. of votes	% of votes	% of votes
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter group	E-Voting	5590506	5590006	65.14	5590006	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		5590506	5590006	65.14	5590006	0	0.00
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0	0.00	0	0	0.00
Public - Non Institutions	E-Voting	2990594	21717	0.25	21717	0	100	0.00
	Poll		0	0.00	0	0	0	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total		2990594	21717	0.25	21717	0	100
Total	8581100	5611723	65.40	5611723	0	100	0.00	

Note: On item no. 9 and 11 promoters are abstained from voting due to their interest.

Bhaviika

Bhaviika Jain
(Company Secretary & Compliance Officer)
Date: 28/09/2019

