

## SHAMROCK INDUSTRIAL COMPANY LTD.

CIN: L24239MH1991PLC062298

Regd. Off: 83-E, Hansraj Pragji Building, Off Dr. E. Moses Road, Worli, Mumbai - 400 018. India. Email Id: shamrockfin@gmail.com | Tel.: +91-22 4077 8884 | Fax.: +91-22 2498 3300

Date: 27/09/2019

To,
The Bombay Stock Exchange Ltd
Corporate Relationship Dept,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort, Mumbai – 400001

BSE Scrip Code: 531240

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

Sir,

Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015), the details of the Voting Results of the 28th Annual General Meeting of the Company held on 27th September, 2019 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.

Yours faithfully,

For Shamrock Industrial Company Limited FOR SHAMROCK INDUSTRIAL CO. LTD.

V. P. Wholes

Kamlesh Khokhamuthorised Signatory

(Managing Director)

**Encl: Scrutinizer Report** 

CC To,

**National Securities Depository Limited** 

Trade World, A wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai – 400013

Date of AGM	27th September, 2019
Total number of Shareholders on record date:	2316
No. of shareholders present in the meeting either in person or through proxy*:	
(a) Promoter & Promoter group	13
(b)Public	2
No. of shareholders attended the meeting through Video Conferencing:	
(a) Promoter & Promoter group	0
(b)Public	0

## Agenda - Wise disclosure

	required: (Ordinary)		of the Balanc for the year o	– To receive, cons e Sheet as at Mare ended on that dat cuments together	ch 31, 2019, th e and the Expl	e Statement anatory Note	of Profit and Loss s annexed to, and	and Cash Flow St	atement any of			
1	Promoter / Promoter grou 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	Invalid Votes			
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	8			
Promotor 9	E-Voting		1178574	50.51	1178574	0	100.00	0.00	0			
Promoter & Promoter	Poll	2333361	1300	0.06	1300	0	0.00	0.00	0			
group	Postal Ballot(if applicable)		. 0	0.00	0	0	0.00	0.00	0			
	Total	2333361	1179874	50.57	1,179874	0	100.00	0.00	0			
Public -	E-Voting		0	0.00	0	0	0.00	0.00	0			
Institutional	Poll	0	0	0.00	0	0	0.00	0.00	0			
Holders	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0			
	Total	0	0	0.00	0	0	0.00	0.00	0			
Public -	E-Voting		66900	2.16	66900	0	100.00	0.00	0			
Non	Poll	3095053	. 2	0.00	2	0	100.00	0.00	0			
Institutions			0	0.00	0	0	0.00	0.00	0			
	Total	3095053	66902	2.16	66902	0	100.00	0.00	0			
	Total	5428414	1246776	22.97	1246776	0	100.00	0.00	0			

Resolution	required: (Ordinary)		(DIN:0032205	o. 2: To appoint a 2), who retires by , offers himself for	rotation in te	rms of section	pesh Rameshchai 1 152(6) of the Co	ndra Khokhani mpanies Act, 2013	and,
	Promoter / Promoter grou 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	Invalid Votes
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	8
Promoter &	E-Voting		930456	39.88	930456	0	100.00	0.00	0
Promoter	Poll	2333361	1300	0.06	1300	0	0.00	0.00	0
group	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
0F	Total	2333361	931756	39.93	931756	0	100.00	0.00	0
Public -	E-Voting		0	0.00	0	0	0.00	0.00	0
Institutional	Poll	. 0	0	0.00	0	0	0.00	0.00	0
Holders	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	. 0
	Total	0.0	0	0.00	0	0	0.00	0.00	0
Public -	E-Voting	. S. et A Sont	66900	2.16	66900	0	100.00	0.00	0
Non	Poll	3095053	2	0.00	2	0	100.00	0.00	0
Institutions	Postal Ballot(if applicable)	4. 45\	0	0.00	0	0	0.00	0.00	0
	Total	3095053	66902	2.16	66902	0	100.00	0.00	0
	Total	5428414	998658	18.40	998658	0	100.00	0.00	0

Resolution	n required: (Ordinary)		Resolution N	o. 3: Ratification o	f Statutory Au	ditors of the	Company and fix	ing their remuner	ation
	Promoter / Promoter grou in the agenda/ Resolution?					No			ation
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	Invalid Votes
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	. 8
Promoter &	E-Voting		1178574	50.51	1178574	0	100.00	0.00	0
Promoter	Poll	2333361	1300	0.06	1300	0	0.00	0.00	0
group	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	2333361	1179874	50.57	1179874	0	100.00	0.00	
	E-Voting		0	0.00	0	0	0.00		0
Public - P	Poll	0	0	0.00	0	0	0.00	0.00	0
Holders	Postal Ballot(if applicable)		0	0.00	0	0	0.00		0
	Total	. 0	0	0.00	0	0		0.00	0
	E-Voting		66900	2.16	66900		0.00	0.00	0
Public -	Poll	3095053	2			0	100.00	0.00	0
Non	Postal Ballot(if applicable)	3033053		0.00	2	0	100.00	0.00	0
nstitutions	Total	2005050	0	0.00	0	0	0.00	0.00	0
		3095053	66902	2.16	66902	0	100.00	0.00	0
	Total	5428414	1246776	22.97	1246776	0	100.00	0.00	0

Resolution	n required: (Ordinary)		Resolution N Cost Auditor	o. 4: Ratification o s of the Company	of appointmen	t of Mr. Dilip	Murlidhar Bathij	a., Cost Accountan	ts, as a
	Promoter / Promoter grou in the agenda/ Resolution?			or the company		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	Invalid Votes
	Rosessi I - Au	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	. 8
Promoter &	E-Voting		0	0.00	0	0	0.00	0.00	0
Promoter	Poll	2333361	0	0.00	0	0	0.00	0.00	0
group	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	2333361	0	0.00	0	0	0.00	0.00	0
Public - Poll	E-Voting	0	0	0.00	0	0	0.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	0
Holders	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	0	0	0.00	0	0	0.00		0
	E-Voting	3095053	66900	2.16	66900	0	100.00	0.00	0
Non	Poll		2	0.00	2	0		0.00	0
	Postal Ballot(if applicable)		0	0.00			100.00	0.00	0
	Total	3095053	66902		0	0	0.00	0.00	0
	Total			2.16	66902	0	100.00	0.00	0
	Total	5428414	66902	1.23	66902	0	100.00	0.00	0

For Shamrock Industrial Company Limited

FOR SHAMROCK INDUSTRIAL CO. LTD.

Kamlesh Khokhani AUTHORISED SIGNATORY (Managing Director)

Date: 27/09/2019 Place: Mumbai

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

> COP No. 15301 Mumbai

> > -ompat

Dated: 27th September, 2019

To,
The Chairman
Shamrock Industrial Company Ltd
83-E, Hansraj Pragji Building,
Off. Dr. E Moses Road, Worli,
Mumbai– 400018

## 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 (W), Mumbai-400053, have been appointed as the scrutinizer of **M/s**. Shamrock Industrial Company Ltd ("the Company") at its Board meeting held on 14th August, 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 28th Annual General Meeting of the Equity Shareholders of the Company held on Friday, 27th September, 2019 at 11.30 A.M. at registered office of the Company at "83-E, Hansraj Pragji Building, Off. Dr. E Moses Road, Worli, Mumbai- 400018.

I, submit our report as under:

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 28th 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 repot generated from E-Voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots.

- 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 National Securities Depository Limited (NSDL) 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 5th September, 2019.
- 3. The Company has published on 6th September, 2019, an advertisement about the dispatch Notice in one English Daily and in one Regional Daily.

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- 4. The e-voting period remained open from 24th September, 2019 (09.00 A.M) to 26th September, 2019 (5.00 P.M).
- 5. The Shareholders holding shares as on the "cut-off" date i.e. 20th September, 2019 were entitled to vote on the proposed resolutions item no. 1 to 4 as set out in the Notice of the 28th Annual General Meeting of the Company.
- **6.** The votes were unblocked on 27th September, 2019 around 12.05 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 National Securities Depository Limited (NSDL). (https://www.evoting.nsdl.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 were reconciled with the records maintained by RTA of the Company and the authorizations / proxies lodged with 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 15 members were present in person and No member were present through proxy.
- **12.** 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.

Witness 1
Komal Bheda

Witness 2
Risha Shah

Mem. No. 30512
COP No. 15301
Mumbai

# 13. The result of E-voting and Poll is as under:

and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution 1 – To receive, consider and adopt the Audited Standalone 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 on that date and the Explanatory Notes annexed to.

Resolution)

							7
21	system	CIII ONSII E ACCIII P	through E-voting	members voted		Number of	
12,45,474				Antes cast	Votos Cast	No. of lotal	-64-4-1
12,45,474			resolution	Case in a case	cast in "Favour" of	INUILIDEI OI ACCCO	Number of Votes
100%	Idvoni	Eavour	votes cast in		number of		% of total
0			resolution	rocolution	cast "Against the	. "" " "	Number of votes
0.00%		Against	400000000	votes cast	ומווומפו סו	and of	% of total
0				invalid	Acces access on	votes declared	Total number of
0.00%				invalid votes		number of	% OF TOTAL

of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.. (Ordinary Resolution) Resolution No. 2: To appoint a Director in place of Shri Kalpesh Rameshchandra Khokhani (DIN:00322052),who retires by rotation in terms

20 9,97,356 9,97,356	system	CIII OGGII L'ACCIII P	through E-voting resolution v		members voted Votes Cast III ravour or	of "Environment of		
100%		Favour	Aotes cast III		10111001 01	number of		
0			I egolation	resolution		cast "Against" the	. // // //	
0.00%		Against		votes cast		חמוווטפו טו	-	
0				Invalid		אטנכט מכנימי כמ	votos declared	
0.00%				IIIAGIICIAOCES	100			

pass, with or without modification(s), the following resolution as Ordinary Resolution. (Ordinary Resolution) Resolution No. 3: To Ratify the appointment of Auditors and to fix their remuneration and in this regard to consider and if thought fit, to

100%
Favour
Votes cast II
Cast In Favour of Humber of
_
Mullipel of Aores /oor
of total

Resolution No. 4: To regularize appointment of Mrs. Neeta Jitesh Khokhani as a Director who has been appointed as an additional Director on Board w.e.f. 14.11.2018.

10	system	through E-voting	members voted	Number of
66,900			<b>Votes Cast</b>	No. of Total
66,900		resolution	cast in "Favour" of	Number of Votes
100%	Favour	votes cast in	number of	% of total
0		resolution	cast "Against" the	Number of votes
0.00%	Against	votes cast	number of	% of total
0		invalid	votes declared	Total number of
0.00%		invalid votes	number of	% of total

## 4 The result of the voting through physical ballot forms are as under:

and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon. (Ordinary 2019, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, Resolution 1 — To receive, consider and adopt the Audited Standalone Financial Statements consisting of the Balance Sheet as at March 31,

Kesolution

0.00%	0	0.00%	0	100%	1,302	1,302	4
		Against		Favour			Ballot Form
invalid votes	invalid	votes cast	resolution	votes cast in	resolution		through Physical
number of	votes declared	number of	cast "Against" the	number of	cast in "Favour" of	<b>Votes Cast</b>	members voted
% of tota	Total number of	% of total	Number of votes	% of total	Number of Votes	No. of Total	Number of

of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment. (Ordinary Resolution) Resolution No. 2: To appoint a Director in place of Shri Kalpesh Rameshchandra Khokhani (DIN:00322052), who retires by rotation in terms

1.0	188						
VED 0.00%	9 WATER	0.00%	0	100%	1,302	1,302	4
		Against		Favour			Ballot Form
invalid votes	invalid	votes cast	resolution	votes cast in	resolution		through Physical
number of	votes declared	number of	cast "Against" the	number of	cast in "Favour" of	<b>Votes Cast</b>	members voted
% of total	Total number of	% of total	Number of votes	% of total	Number of Votes	No. of Total	Number of

pass, with or without modification(s), the following resolution as Ordinary Resolution. (Ordinary Resolution) Resolution No. 3: To Ratify the appointment of Auditors and to fix their remuneration and in this regard to consider and if thought fit, to

4	Number of members voted through Physical Ballot Form
1,302	No. of Total Votes Cast
1,302	Number of Votes cast in "Favour" of resolution
100%	% of total number of votes cast in Favour
0	Number of votes cast "Against" the resolution
0.00%	% of total number of votes cast Against
0	Total number of votes declared invalid
0.00%	% of total number of invalid votes

on Board w.e.f. 14.11.2018. (Ordinary Resolution) Resolution No. 4: To regularize appointment of Mrs. Neeta Jitesh Khokhani as a Director who has been appointed as an additional Director

0.00%	0	0.00%	0	100%	2	2	4
		Against		Favour			Ballot Form
Invalid vote	invalid	votes cast	resolution	votes cast in	resolution		through Physical
number o	votes declared	number of	cast "Against" the	number of	cast in "Favour" of	<b>Votes Cast</b>	members voted
% of tota	Total number of	% of total	Number of votes	% of total	Number of Votes	No. of Total	Number of

## 15. Combine results are as under:

and forming part of, any of the above documents together with the reports of the Board of Directors and the Auditors thereon. (Ordinary 2019, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Explanatory Notes annexed to, Resolution 1 — To receive, consider and adopt the Audited Standalone Financial Statements consisting of the Balance Sheet as at March 31,

IVED		0.00%	_	100%	12,46,776	12,46,776	Total	To
200%	9	000%	•					201104
0.00%	C	0.00%	0	100%	1,302	1,302	4	Ballot
0000		0000			/ /	14,10,11	17	E-VOLIIS
0.00%	0	0.00%	0	100%	12.45.474	12 45 474	21	E Voting
0000	,							
		Against		Favour				
					01.000.000		VOLED	
IIIAGIIG ACTES	invalid	votes cast	resolution	votes cast in	of resolution		10+02	
invalid votos								Sinon
	Antes decidied	number of	cast Against the	number of	cast in "Favour"	Votes Cast	members	Voting
number of	votes declared	number of	"A-:					
א טו וטנפו	lotal number of	% of total	Number of votes	% of total	Number of Votes	No. of Total	Number of	Means of
0/ 06 +0+-	Tarabana af							

of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment. (Ordinary Resolution) Resolution No. 2: To appoint a Director in place of Shri Kalpesh Rameshchandra Khokhani (DIN:00322052), who retires by rotation in terms

Тс	Ballot	E-Voting			Voting	Means of
Total	4	20		voted	members	Number of
9,98,658	1,302	9,97,356			<b>Votes Cast</b>	No. of Total
9,98,658	1,302	9,97,356		of resolution	cast in "Favour"	Number of Votes
100%	100%	100%	Favour	votes cast in	number of	% of total
0	0	0		resolution	cast "Against" the	Number of votes
0.00%	0.00%	0.00%	Against	votes cast	number of	% of total
0	0	0		invalid	votes declared	Total number of
0.00%	0.00%	0.00%		invalid votes	number of	% of total

pass, with or without modification(s), the following resolution as Ordinary Resolution. (Ordinary Resolution) Resolution No. 3: To Ratify the appointment of Auditors and to fix their remuneration and in this regard to consider and if thought fit, to

То	Ballot	E-Voting			Voting	Means of
Total	4	21		voted	members	Number of
12,46,776	1,302	12,45,474			Votes Cast	No. of Total
12,46,776	1,302	12,45,474		of resolution	cast in "Favour"	Number of Votes
100%	100%	100%	Favour	votes cast in	number of	% of total
0	0	0		resolution	cast "Against" the	Number of votes
0.00%	0.00%	0.00%	Against	votes cast	number of	% of total
0	0	0		invalid	votes declared	Total number of
0.00%	0.00%	0.00%		invalid votes	number of	% of total

on Board w.e.f. 14.11.2018. (Ordinary Resolution) Resolution No. 4: To regularize appointment of Mrs. Neeta Jitesh Khokhani as a Director who has been appointed as an additional Director

0.00%	9/11/2	0.00%	0	100%	66,902	66,902	Total	То
100.00%	0	0.00%	0	100%	2	2	4	Ballot
0.00%	0	0.00%	0	100%	66,900	66,900	10	E-Voting
		Against		Favour				
invalid votes	invalid	votes cast	resolution	votes cast in	of resolution		voted	
number of	votes declared	number of	cast "Against" the	number of	cast in "Favour"	<b>Votes Cast</b>	members	Voting
% of total	Total number of	% of total	Number of votes	% of total	Number of Votes	No. of Total	Number of	Means of

- 16. 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.
- 17. The members who had voted through remote E-voting were instructed not to vote through poll at the meeting.
- 18. The members who had casted votes through E-voting as well as through poll, the voting done by E-voting were considered.
- 19. 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.
- 20. Since the majority of the votes were casted in favour of the resolutions. I report that all resolutions as set out in the notice of the AGM has been passed with requisite majority.
- 21. The physical ballot forms and registers and records were handed over to the Chairman / Director Authorised by Board for safe keeping.
- 22. 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.

Mem, No. 30512 COP No. 15301

Mumbai

Thanking You,

Yours Truly,

For Pankaj Trivedi & Co.

Pankaj Trivedi (Proprietor) M. No. 15301

Place: Mumbai Date: 27/09/2019 FOR SHAMROCK INDUSTRIAL CO. LTD.

AUTHORISED SIGNATORY

Received by Kamlesh Khokhani (Managing Director)