



MANUGRAPH
Technology in Print

Ref:RVJ:RN:

August 28, 2014

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

Security Code : 505324

The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra – Kurla Complex,
Bandra (E),
Mumbai – 400 051

Security Symbol : MANUGRAPH
Security Series: EQ

Dear Sirs,

Sub: Submission of details regarding the voting results for the 42nd
Annual General Meeting of the Members of the Company held on
27th August, 2014

This is to inform you that at the 42nd Annual General Meeting of the
Members of the Company was held on 27th August, 2014 at M. C. Ghia
Hall, Bhogilal Hargovindas Building, 18/20, Kaikhushru Dubash Marg,
Mumbai – 400 001 to transact the business mentioned in the notice of
the Annual General Meeting dated 27th May, 2014.

As required by the provisions of the Section 108 of the Companies Act,
2013 read with Rule 20 of the Companies (Management and
Administration) Rules, 2014 and clause 35B of the Listing Agreement,
facility of voting through electronic means on all proposals contained in
the Annual General Meeting Notice dated 27th May, 2014 was provided to
the members. The e-voting was held between 19th August, 2014 to 21st
August, 2014.

All the items of business as mentioned in the Annual General Meeting
Notice have been transacted and based on the report of the Scrutiniser,
the resolutions indicated below were declared as duly passed by requisite
majority by e-voting and through poll.

MANUGRAPH INDIA LTD.

Sidhwa House, N.A. Sawant Marg, Colaba, Mumbai-400 005.India.

Tel: 91-22-2287 4815 Fax : 91-22-2287 0702 **CIN : L29290MH1972PLC015772**

Email: info@manugraph.com URL: www.manugraph.com


1.	Date of AGM	27 th August, 2014	
2.	Total number of shareholders on record date	12094	
3.	Number of shareholders present in the meeting in person or through proxy - Promoter and Promoter Group - Public	11 31	
4.	Number of shareholders attended the meeting through Video Conferencing' - Promoter and Promoter Group - Public	Not Arranged	
5	Details of Agenda	Resolution required	Mode of voting
1.	To receive, consider and adopt the audited Balance Sheet as at 31 st March, 2014 and the Statement of Profit and Loss for the year ended 31 st March, 2014 together with reports of the Directors and the Auditors thereon.	Ordinary Resolution	e-voting & Poll
2.	To declare dividend on equity shares	Ordinary Resolution	e-voting & Poll
3.	To appoint a Director in place of Mr. Hiten C Timbadia who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution	e-voting & Poll
4.	To appoint a Director in place of Mr. Jai S. Diwanji who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution	e-voting & Poll
5.	To re-appoint Auditors and to authorise the Board of Directors to fix their remuneration.	Ordinary Resolution	e-voting & Poll

Details of voting results as submitted by the scrutiniser are attached herewith.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For MANUGRAPH INDIA LIMITED


(RAVINDRA V. JOSHI)
COMPANY SECRETARY

PRAJAKTA V. PADHYE & Co.

Prajakta V. Padhye
M.COM. FCS
Practicing Company Secretary

Sawant Building, 70,
Nageshwar Society,
Behind DNC High School,
Dombivli (East) - 421201
☎: 9833710444

✉ : prajakta_padhye@rediffmail.com

To,
The Chairman,
Manugraph India Limited,
Sidhwa House, 1st Floor,
N. A. Sawant Marg,
Colaba, Mumbai - 400 005

Dear Sir,

Subject: Consolidated Scrutinizer's Report on e-voting process and poll conducted at 42nd Annual General Meeting (AGM) held on 27th August, 2014.

The Board of the Company at its meeting held on 27th May, 2014 had appointed me as a scrutinizer for the e-voting held from 19th August, 2014 at 10.00 a.m. till 21st August, 2014 at 5.30 p.m. and the Chairman of 42nd Annual General Meeting (AGM) has appointed me as the scrutinizer for the poll held at AGM of the Company on 27th August, 2014.

The Company had appointed Central Depository Services Limited (CDSL) as the service provider for extending the facility of electronic voting to the shareholders of the Company from 19th August, 2014 at 10.00 a.m. till 21st August, 2014 at 5.30 p.m. The e-voting facility was then unblocked in the presence of two witnesses who were not in the employment of the Company. For further details kindly refer my scrutinizer's report dated 22nd August, 2014.

At the 42nd AGM of the Company held on 27th August, 2014, the Chairman of the Company had suo motto called for poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the voting by poll process. The Chairman of the AGM had appointed me as the scrutinizer for the same. For further details kindly refer my scrutinizer's report in form MGT-13 dated 28th August, 2014.

I hereby submit my following consolidated report on e-voting together with the poll.



CONSOLIDATED REPORT

Sr. No. of Resolution	Particulars of Resolution	Method of Voting	Votes in Favour of Resolution		Votes against the Resolution		Invalid Votes
			No.	%	No.	%	
1	To adopt audited financial statement of the Company for the financial year ended 31 st March, 2014.	e-voting	2128028	100	0	0	0
		Poll	17450247	100	0	0	2316
		Total	19578275	100	0	0	2316
2	Declaration of Dividend	e-voting	2128028	100	0	0	0
		Poll	17450247	100	0	0	2316
		Total	19578275	100	0	0	2316
3	Reappointment of Mr. Hiten C. Timbadia as a Director liable to retire by rotation	e-voting	2128013	99.99	15	0.01	0
		Poll	17450247	100	0	0	2316
		Total	19578260	99.99	15	0.01	2316
4	Reappointment of Mr. Jai S. Diwanji as a Director liable to retire by rotation	e-voting	2128013	99.99	15	0.01	0
		Poll	17450247	100	0	0	2316
		Total	19578260	99.99	15	0.01	2316



Sr.No. of Resolution	Particulars of Resolution	Method of Voting	Votes in Favour of Resolution		Votes against the Resolution		Invalid Votes
			No.	%	No.	%	
5	Appointment of Statutory Auditors	e-voting	2128028	100	0	0	0
		Poll	17450247	100	0	0	2316
		Total	19578275	100	0	0	2316

From the above report I state that the entire resolutions stand passed under the combined e-voting & poll with requisite majority.

The register and all other papers and relevant records relating to electronic voting & Voting by Poll are handed over to the Company Secretary.

Thanking You,

Yours Faithfully,

For Prajakta V. Padhye & Co.,
Practicing Company Secretary

P.v. Padhye

Prajakta V. Padhye
Proprietor

CP: 7891
FCS: 7478

Place: Dombivli
Date: 28th August, 2014



PRAJAKTA V. PADHYE & Co.

*Prajakta V. Padhye
M.COM, FCS
Practicing Company Secretary*

*Sawant Building, 70,
Nageshwar Society,
Behind DNC High School,
Dombivli (East) - 421201
☎: 9833710444*

✉ : prajakta_padhye@rediffmail.com

To,
The Chairman,
MANUGRAPH INDIA LIMITED,
Sidhwa House, 1st Floor,
N. A. Sawant Marg,
Colaba, Mumbai - 400 005

Dear Sir,

Subject: Scrutinizer's Report on e-voting process.

I, Prajakta V. Padhye, Proprietor of Prajakta V. Padhye & Co., Practicing Company Secretary, had been appointed as the scrutinizer by the Board of Directors of MANUGRAPH INDIA LIMITED vides Board Resolution dated 27th May, 2014 to scrutinize the e-voting process in fair & transparent manner in respect of the below mentioned resolution to be passed at 42nd Annual General Meeting (AGM) to be held on 27th August, 2014.

The notice dated 27th May, 2014 convening AGM of the Company alongwith the statement setting out material facts under Section 102 of Companies Act, 2013 were sent to the shareholders and it was also placed on the website of the Company.

The shareholders have been informed about the facility to exercise their vote at AGM by electronic means. The Company has availed the e-voting facility offered by Central Depository Services Limited (CDSL) for conducting e-voting by the shareholders of the Company.

The shareholders of the company holding shares at the end of the day, 18th July, 2014, were entitled to vote on proposed resolution as set out at items no. 1 to 5 in the notice of the AGM.

The voting period for e-voting commenced from 19th August, 2014 at 10.00 a.m. and ended on 21st August, 2014 at 5.30 p.m. and CDSL platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witness who were not in the employment of the Company.



I have scrutinized and reviewed the e-voting process and based on the data downloaded from the e-voting platform provided by CDSL, I submit my following report on e-voting process.

1) Resolution No. 1:

To adopt audited financial statement of the Company for the financial year ended 31st March, 2014 :

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
7	2128028	100%

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) **Invalid** Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil

2) Resolution No. 2:

Declaration of Dividend:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
7	2128028	100%



ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) **Invalid** Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil

3) Resolution No.3:

Reappointment of Mr. Hiten C. Timbadia as a Director liable to retire by rotation:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
6	2128013	99.99

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
1	15	0.01

iii) **Invalid** Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil



4) Resolution No.4:

Reappointment of Mr. Jai S. Diwanji as a Director liable to retire by rotation:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
6	2128013	99.99

ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
1	15	0.01

iii) **Invalid** Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil

5) Resolution No.5:

Appointment of Statutory Auditors:

i) Voted **in favour** of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
7	2128028	100%



ii) Voted **against** the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) **Invalid** Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil

The register and all other papers and relevant records relating to electronic voting shall remain in our custody until the Chairman considers, approves & signs the minutes of the aforesaid AGM and the same are handed over to the Company Secretary.

Thanking You,

Yours Faithfully,

For Prajakta V. Padhye & Co.,
Practicing Company Secretary

P.V. Padhye.

Prajakta V. Padhye
Proprietor

CP: 7891
FCS: 7478

Place: Mumbai
Date: 22nd August, 2014



PRAJAKTA V. PADHYE & Co.

*Prajakta V. Padhye
M.COM. FCS
Practicing Company Secretary*

*Sawant Building, 70,
Nageshwar Society,
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FORM No. MGT-13

Report of Scrutinizer(s)

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

To,
Mr. Sanat M. Shah
Chairman of
42nd Annual General Meeting of the Equity Shareholders of Manugraph India Limited

Held on Wednesday, 27th August, 2014 at 3.00 p.m. at M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, Kaikhushru Dubhash Marg, Mumbai-400001.

Dear Sir,

I Prajakta V. Padhye, Proprietor of Prajakta V. Padhye & Co., Practicing Company Secretary appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 42nd Annual General Meeting of the Equity Shareholders of MANUGRAPH INDIA LIMITED held on Wednesday, 27th August, 2014 at 3.00 p.m. at M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, Kaikhushru Dubhash Marg, Mumbai-400001, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my/our presence with due identification marks placed by me.
2. 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 the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:



(a) Resolution 1 - To adopt audited financial statement of the Company for the financial year ended 31st March, 2014

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	17450247	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
12	2316

(b) Resolution 2: Declaration of Dividend

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	17450247	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil



(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
12	2316

(c) Resolution 3: Reappointment of Mr. Hiten C. Timbadia as a Director liable to retire by rotation:

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	17450247	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
12	2316

(d) Resolution 4: Reappointment of Mr. Jai S. Diwanji as a Director liable to retire by rotation:

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	17450247	100



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
12	2316

(e) Resolution 5: Appointment of Statutory Auditors:

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	17450247	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
12	2316



Prajakta V. Padhye & Co.
Practicing Company Secretary

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,
For Prajakta V. Padhye & Co.,
Practicing Company Secretary

P.v. Padhye

Prajakta V. Padhye
Proprietor

CP: 7891
FCS: 7478

Place: Dombivli
Date: 28th August, 2014

