

September 11, 2014

To,
Department of Corporate Services
BSE Limited
Floor 25, Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai – 400 001.

Re.: **Scrip Code: 523648**

Sub: **Proceedings of the AGM as per clause 31 of the Listing Agreement**

Dear Sir/ Madam,

This is to inform you that the members of the Company in Annual General Meeting held on 9th September, 2014 have approved the following :-

1. Audited Balance Sheet and Statement of Profit & Loss for the year ended 31st March, 2014 together with reports of the Board of Directors & Auditors thereon;
2. Declaration of dividend @ 100 % i.e. Rs. 5/- per equity share;
3. Re-appointment of Shri Anand S. Kabra, as Directors of the Company who retired by rotation;
4. Appointment of M/s. A. G. Ogale & Co. Chartered Accountants, as the Auditors of the Company;
5. Appointment of Shri H. S. Sanwal as an Independent Director.
6. Appointment of Shri P. R. Singhvi as an Independent Director.
7. Appointment of Dr. Yatish B. Vasudeo as an Independent Director.
8. Appointment of Shri Sudarshan K. Parab as an Independent Director.
9. Enabling authority in terms of Section 180(1)(a) of the Companies Act, 2013 to the Board of Directors to create charge by hypothecation and equitable mortgage.
10. Enabling authority in terms of Section 180(1)(c) of the Companies Act, 2013 to the Board of Directors to make borrowings.

11. Amendment to the Articles of Association of the Company to be in line with the provisions of the Companies Act, 2013.
12. Ratification of remuneration payable to the Cost Auditors M/s. Dhara Shah & Associates.
13. Amendment in terms of appointment of Shri Shreevallabh G. Kabra, Chairman & Managing Director to make his office liable to retire by rotation.
14. Amendment in terms of appointment of Shri Satyanarayan G. Kabra, Vice-Chairman & Managing Director to make his office liable to retire by rotation.

Kindly take the same on your record.

Thanking You,

Yours truly,

For **Plastiblends India Limited**


Company Secretary

Pursuant to 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, Plastiblends India Limited ("the company") had provided e-voting facility to the members to enable them to cast vote electronically on the resolutions proposed in the notice of 23rd Annual General Meeting (AGM). The e-voting was open from 9.00 a.m. on 2nd September, 2014 upto 6.00 p.m. on 4th September, 2014.

Further, in line with the provisions of the Companies Act, 2013 and in terms so the clarification issued by Ministry of Corporate Affairs, voting of Show of Hands was not permitted at the general meeting.

The Board of Directors had appointed Shri S. N. Bhandari and Ms. Manisha Maheshwari of Bhandari & Associates, the Company Secretary in practice as scrutinizer for e-voting and poll. The Scrutinizer have carried out the scrutiny of all the electronic votes received till 6.00 p.m. on 4th September, 2014 and on poll at the 23rd AGM and submitted their report on 5th September, 2014 and 10th September, 2014 respectively. The Reports of Scrutinizer are attached herewith.

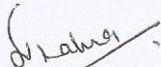
The consolidated results as per the Scrutinizers above mentioned Reports are as follows:-

Sr. No.	Item No.	Type of Resolution	No of votes in favour	% of vote in favour	No of Votes Against	% of votes Against
1	Adoption of Annual Financial Statements as at 31 st March, 2014.	Ordinary	8281539	100	Nil	Nil
2	Declaration of dividend for the financial year ended 31 st March, 2014.	Ordinary	8281539	100	Nil	Nil
3	Re-appointment of Shri Anand S. Kabra, liable to retire by rotation and seeking re-election.	Ordinary	8281539	100	Nil	Nil
4	Appointment of M/s. A. G. Ogale & Co., as Statutory Auditors.	Ordinary	8281539	100	Nil	Nil
5	Appointment of Shri H. S. Sanwal as an Independent Director.	Ordinary	8281439	99.999	100	0.001
6	Appointment of Shri P. R. Singhvi as an Independent Director.	Ordinary	8281439	99.999	100	0.001
7	Appointment of Dr. Yatish B. Vasudeo as an Independent Director.	Ordinary	8281539	100	Nil	Nil
8	Appointment of Shri Sudarshan K. Parab as an Independent Director.	Ordinary	8281539	100	Nil	Nil

9	Enabling authority in terms of Section 180(1)(a) of the Companies Act, 2013 to the Board of Directors to create charge by hypothecation and equitable mortgage.	Special	8278144	99.959	3395	0.041
10	Enabling authority in terms of Section 180(1)(c) of the Companies Act, 2013 to the Board of Directors to make borrowings	Special	8278144	99.959	3395	0.041
11	Amendment to the Articles of Association of the Company to be in line with the provisions of the Companies Act, 2013.	Special	8278144	99.959	3395	0.041
12	Ratification of remuneration payable to the Cost Auditors M/s. Dhara Shah & Associates	Ordinary	8281539	100	Nil	Nil
13	Amendment in terms of appointment of Shri Shreevallabh G. Kabra, Chairman & Managing Director.	Special	8278044	99.958	3495	0.042
14	Amendment in terms of appointment of Shri Satyanarayan G. Kabra – Vice-Chairman & Managing Director.	Special	8278043	99.958	3495	0.042

Based on the Report of the Scrutinizer, all Resolutions as set out in the Notice of 23rd AGM have been duly approved by the Members with requisite majority.

For Plastiblends India Limited


S. V. Kabra

Chairman and Managing Director



Dt:- 11th Sep. 2014

Place:- Mumbai

BHANDARI & ASSOCIATES

Company Secretaries

901, Kamla Executive Park, Off. Andheri Kurla Road,
J. B. Nagar, Andheri East. Mumbai- 400 059
Tel: +91 22 4221 5300 Fax: +91 22 4221 5303
Email: mumbai@anilashok.com

Combined Scrutinizer Report for E-Voting & Ballot Voting Plastiblends India Limited

To,

The Chairman of Twenty-Third Annual General Meeting (AGM) of the Members of Plastiblends India Limited held on Tuesday, 9th September, 2014, at 4.30 p.m. at Hotel Karl Residency, 36, Lallubhai Park Road, Next to Lallubhai Park, Andheri (West), Mumbai – 400 058.

Dear Sir,

The Board of Directors of the Company had appointed me as Scrutinizer for the E-Voting process commenced on 2nd September, 2014 (from 09.00 am IST) and ended on 4th September, 2014 (06.00 pm IST). Further, I was also appointed as the Scrutinizer for the Ballot voting conducted at the Twenty-Third Annual General Meeting (AGM) of the Company held on the 9th September, 2014.

The Company had appointed the “Central Depository Services (India) Limited” (‘CDSL’) as the authorized Service Provider, for extending the facility of electronic voting to the shareholders of the Company from 2nd September, 2014 (from 09.00 am IST) and ended on 4th September, 2014 (06.00 pm IST). The E-Voting results were unblocked by me on 4th September, 2014 in the presence of two witnesses. For further details, kindly refer my Scrutinizer’s report dated 5th September, 2014.

At the Twenty-Third AGM of the Company held on 9th September, 2014, Company had extended the facility to members present at the meeting to record their votes through ballot voting who could not participate in the e-voting process to record their votes. For further details kindly refer to my Scrutinizers report dated 9th September, 2014.

My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer Report of the votes cast “in favour” or “against” the resolution(s) based on the reports generated from the e-voting system provided by the CDSL and on the ballot papers submitted by the shareholders of the Company in AGM.



B&A

As requested by Management of the Company, I submit herewith my combined report on the results of e-voting together with that of ballot voting as under:

Item No of the Notice	Mode	Votes in Favour of the Resolution		Votes in Against the Resolution		Invalid Votes
		Nos	% of total Number of Valid Votes castes (Favours or Against)	Nos	% of total Number of Valid Votes castes (Favours or Against)	
Item No 1 Ordinary resolution to consider and adopt the audited Balance Sheet as at 31 st March, 2014 and the Statement of Profit and Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.	E-Voting	8153568	100	Nil	Nil	Nil
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8281539	100	Nil	Nil	Nil
Item No 2 Ordinary resolution to declare dividend on Equity Shares for the financial year ended 31 st March, 2014.	E-Voting	8153568	100	Nil	Nil	Nil
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8281539	100	Nil	Nil	Nil



Item No of the Notice	Mode	Votes in Favour of the Resolution		Votes in Against the Resolution		Invalid Votes
		Nos	% of total Number of Valid Votes castes (Favours or Against)	Nos	% of total Number of Valid Votes castes (Favours or Against)	
Item No 3 Ordinary resolution to appoint a Director in place of Shri Anand S. Kabra (DIN: 00016010), a Director liable to retire by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	E-Voting	8153568	100	Nil	Nil	Nos
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8281539	100	Nil	Nil	Nil
Item No 4 Ordinary resolution to re-appoint the Statutory Auditors of the Company	E-Voting	8153568	100	Nil	Nil	Nil
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8281539	100	Nil	Nil	Nil
Item No 5 Ordinary resolution to appoint Shri Haridas S. Sanwal (DIN: 00017852) as an Independent Director of the Company.	E-Voting	8153468	99.999	100	0.001	Nil
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8281439	99.999	100	0.001	Nil



Item No of the Notice	Mode	Votes in Favour of the Resolution		Votes in Against the Resolution		Invalid Votes
		Nos	% of total Number of Valid Votes (Favours or Against)	Nos	% of total Number of Valid Votes (Favours or Against)	
Item No 6 Ordinary resolution to appoint Shri Pushp Raj Singhvi (DIN: 00347511) as an Independent Director of the Company.	E-Voting	8153468	99.999	100	0.001	Nil
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8281439	99.999	100	0.001	Nil
Item No 7 Ordinary resolution to appoint Dr. Yatish B. Vasudeo (DIN: 00524759) as an Independent Director of the Company.	E-Voting	8153568	100	Nil	Nil	Nil
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8281539	100	Nil	Nil	Nil
Item No 8 Ordinary resolution to appoint Shri Sudarshan K Parab (DIN: 02331587) as an Independent Director of the Company.	E-Voting	8153568	100	Nil	Nil	Nil
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8281539	100	Nil	Nil	Nil



Item No of the Notice	Mode	Votes in Favour of the Resolution		Votes in Against the Resolution		Invalid Votes
		Nos	% of total Number of Valid Votes (Favours or Against)	Nos	% of total Number of Valid Votes (Favours or Against)	
Item No 9 Special resolution to create charge by way of hypothecation and/or equitable mortgage pursuant to section 180(1)(a) of the Companies Act, 2013	E-Voting	8150173	99.958	3395	0.042	Nil
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8278144	99.959	3395	0.041	Nil
Item No 10 Special resolution to borrow money pursuant to section 180 (1) (c) of the Companies Act, 2013	E-Voting	8150173	99.958	3395	0.042	Nil
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8278144	99.959	3395	0.041	Nil
Item No 11 Special resolution for alteration of the Articles of Association of the Company.	E-Voting	8150173	99.958	3395	0.042	Nil
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8278144	99.959	3395	0.041	Nil
Item No 12 Ordinary resolution to appoint M/s. Dhara Shah & Associates, Cost Accountants as Cost Auditors of the Company.	E-Voting	8153568	100	Nil	Nil	Nil
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8281539	100	Nil	Nil	Nil



Item No of the Notice	Mode	Votes in Favour of the Resolution		Votes in Against the Resolution		Invalid Votes
		Nos	% of total Number of Valid Votes castes (Favours or Against)	Nos	% of total Number of Valid Votes castes (Favours or Against)	
Item No 13 Special resolution to change terms of appointment of Shri Shreevallabh G. Kabra (DIN: 00015415), Chairman & Managing Director of the Company.	E-Voting	8150073	99.958	3495	0.042	Nil
	Ballot Voting	127971	100	Nil	Nil	Nil
	Total	8278044	99.958	3495	0.042	Nil
Item No 14 Special resolution to change terms of appointment of Shri Satyanarayan G. Kabra (DIN: 00015930), Vice - Chairman & Managing Director of the Company	E-Voting	8150073	99.958	3495	0.042	Nil
	Ballot Voting	127970	100	Nil	Nil	1
	Total	8278043	99.958	3495	0.042	1

Thanking you,

Yours Faithfully


S N Bhandari
FCS: 761 COP: 366
Mumbai, 10th September, 2014

