

● Sundaram Multi Pap Ltd. CIN L21098MH1995PLC086337

(Government Recognised Export House)

Manufacturer & Exporter of Exercise Book & Paper Stationery



Books for Success...

11/09/2014

BOMBAY STOCK EXCHANGE LIMITED NATIONAL STOCK EXCHANGE OF INDIA LTD.

Corporate Relationship Department

1st Floor, P.J Towers, Dalal Street,

Mumbai-400023

Scrip Code: 533166

Exchange Plaza, 5th Floor, Plot No.C/1

G-Block, Bandra-Kurla Complex,

Bandra (E), Mumbai-400051

Scrip Code: SUNDARAM

Dear Sir,

Sub: Result Postal Ballot

Enclosed please find a copy of Scrutinizer's Report along with the copy of result of Postal Ballot duly declared by the Chairman of the Company on 11th September 2014 for the Special Resolutions passed on the following businesses:


1. To authorize the Board of Directors of the Company or a Committee thereof to borrow money in excess of aggregate of its paid up share capital and free reserves up to ₹500 Crores, under the provisions of Section 180(1)(c) of the Companies Act, 2013.
2. To authorize the Board of Directors of the Company or a Committee thereof to sell, lease, mortgage or otherwise dispose of the whole or substantially the whole of the undertaking(s), the movable and immovable properties of the Company both present and future under the provisions of Section 180(1)(a) of the Companies Act, 2013.
3. To make loans or investments and to give guarantee or to provide security in connection with a Loan made under Section 186 of the Companies Act, 2013.

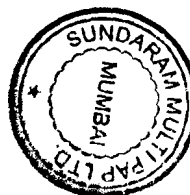
Please note that the above resolutions were passed by the shareholders by requisite majority.
Kindly take the same on your records and do the needful.

Thanking you,

Yours faithfully,

For Sundaram Multi Pap Limited


Amrut P. Shah
Chairman & Managing Director
(DIN: 00033120)



H. O. : 903, Dev Plaza, Opp. Andheri Fire Station, S. V. Road, Andheri (W), Mumbai 400 058, INDIA.

Tel : (91-22) 67602200, Fax : (91-22) 67602244/55

Plant : Plot No. 3, 4, 5, PIDCO, Palghar (W), Dist. Thane 401 404, Maharashtra, INDIA. Tel : 02525 253166, 254166, Fax : 02525 253198

Email : info@sundaramgroups.in Website : www.sundaramgroups.in

HEMANSHU KAPADIA & ASSOCIATES
COMPANY SECRETARIES

Office No. 12, 14th Floor, Navjivan Society, Building No.3
Lamington Road, Mumbai - 400 008
Tel 6631 0888/ 6631 4830
E-mail: hemanshu@hkacs.com

SCRUTINIZER'S REPORT

To,
The Chairman,
SUNDARAM MULTI PAP LIMITED
903, Dev Plaza, S.V. Road,
Opp. Andheri Fire Station,
Andheri (West),
Mumbai - 400058

Dear Sir,

1. The Board of Directors of the Company at its meeting held on July 22, 2014 has appointed me as the Scrutinizer for conducting the postal ballot voting process in fair and transparent manner for the resolutions as mentioned in Postal Ballot Notice dated July 22, 2014 pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rule, 2014.
2. I submit my report as under:
 - 2.1 Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rule, 2014, the notice of Postal Ballot containing draft of resolutions proposed to be passed by Postal Ballot and explanatory statement as required under section 102 of the Companies Act, 2013 along with Postal Ballot forms were sent to the shareholders, whose names were appearing on the Register of Members/ list of beneficiaries as on August 1, 2014 i.e. cut-off date, in following manner:
 - a) To the shareholders, who have registered their e-mail address either in the records of the Depositories or Company or Registrar and Share Transfer Agent, through e-mail, and
 - b) To other shareholders by Speed Post along with Self Addressed postage prepaid business reply envelopes to enable the shareholders to send their reply to the Scrutinizer.
 - 2.2 Particulars of all the postal ballot forms received from the Members and the votes cast by electronic mode have been entered in registers separately maintained for the purpose.



- 2.3 The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
- 2.4 The ballot forms were opened on September 9, 2014 at 10.30 a.m. in my presence.
- 2.5 I have also received a complete record from Central Depository System (India) Limited (CDSL), the agency appointed for providing and supervising electronic platform, of votes casted through electronic mode upto 5:00 p.m. on September 8, 2014. The votes cast were unblocked on September 9, 2014 in the presence of two witnesses, Mr. Vipin Mehta and Ms. Pooja Udeshi who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Vipin Mehta



Name: Pooja Udeshi

- 2.6 The postal ballot forms/e-voting register duly opened in my presence and scrutinized by me for verification of votes cast in favour and against the Resolutions and the shareholding was matched/confirmed with the Register of the Members/list of beneficiaries of the Company as on August 1, 2014 (i.e. cut-off date).
- 2.7 All postal ballot forms received upto the close of working hours on September 8, 2014 and votes cast by electronic mode upto 5:00 p.m. on September 8, 2014, the last date and time fixed by the Company for receipt of the forms or votes cast by electronic mode, were considered for my scrutiny.
- 2.8 Envelopes containing postal ballot forms received after the close of working hours on September 8, 2014, were not considered for my scrutiny.
- 2.9 Envelopes containing postal ballot forms returned undelivered aggregated to 246 vide serial number 1 to 246. These envelopes were also not opened and they are separately kept.
- 2.10 I did not find any defaced or mutilated ballot paper.
3. A summary of the postal ballot forms received is given below:



RESOLUTION 1- AUTHORITY TO THE BOARD OF DIRECTORS OR A COMMITTEE THEREOF TO BORROW MONEY IN EXCESS OF AGGREGATE OF ITS PAID UP SHARE CAPITAL AND FREE RESERVES UPTO RS. 500 CRORES:

Sr. No.	Particulars	Postal Ballot forms			Voting by electronic mode		
		No. of Postal Ballot forms received	No. of Shares	% to the total shares representing valid votes	No. of electric Ballot received	No. of Shares	% to the total shares representing valid votes
(a)	Total Postal Ballot forms/ voted through evoting received	70	17,332,687	---	39	50,508,699	---
(b)	Less: Invalid Postal Ballot forms/ votes through evoting *	23	2,500,262	---	0	0	---
(c)	Net valid Postal Ballot forms/ votes through evoting (As per Register)	47	14,832,425	100	39	50,508,699	100
(d)	Postal Ballot forms/ votes through evoting with assent for the resolution	42	14,829,925	99.98	30	50,483,087	99.95
(e)	Postal Ballot forms/ votes through evoting with dissent for the resolution	5	2500	0.02	9	25,612	0.05

Total: Resolution 1

Sr. No.	Particulars	No. of votes	No. of Shares	% to the total shares representing valid votes
(a)	Total votes received	109	67,841,386	---
(b)	Less: Invalid votes (as per register)*	23	2,500,262	---
(c)	Net valid votes (As per Register)	86	65,341,124	100
(d)	Votes with assent for the resolution	72	65,313,012	99.96
(e)	Votes with dissent for the resolution	14	28,112	0.04

*Invalid votes include cases where shareholders had sent the Postal Ballot Form but have not cast their vote and rejected postal ballot forms.



RESOLUTION 2: AUTHORITY TO THE BOARD OF DIRECTORS OR A COMMITTEE THEREOF TO SELL, LEASE, MORTGAGE OR OTHERWISE DISPOSE OF THE WHOLE OR SUBSTANTIALLY THE WHOLE OF THE UNDERTAKING(S), THE MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY BOTH PRESENT OR FUTURE

Sr. No.	Particulars	Postal Ballot forms			Voting by electronic mode		
		No. of Postal Ballot forms received	No. of Shares	% to the total shares representing valid votes	No. of electric Ballot received	No. of Shares	% to the total shares representing valid votes
(a)	Total Postal Ballot forms/ voted through evoting received	70	17,332,687	---	39	50,508,699	---
(b)	Less: Invalid Postal Ballot forms/ votes through evoting *	23	2,500,262	---	0	0	---
(c)	Net valid Postal Ballot forms/ votes through evoting (As per Register)	47	14,832,425	100	39	50,508,699	100
(d)	Postal Ballot forms/ votes through evoting with assent for the resolution	42	14,829,925	99.98	28	50,448,634	99.88
(e)	Postal Ballot forms/ votes through evoting with dissent for the resolution	5	2500	0.02	11	60,065	0.12

Total: Resolution 2

Sr. No.	Particulars	No. of votes	No. of Shares	% to the total shares representing valid votes
(a)	Total votes received.	109	67,841,386	---
(b)	Less: Invalid votes (as per register)*	23	2,500,262	---
(c)	Net valid votes (As per Register)	86	65,341,124	100
(d)	Votes with assent for the resolution	70	65,278,559	99.90
(e)	Votes with dissent for the resolution	16	62,565	0.10

* Invalid votes include cases where shareholders had sent the Postal Ballot Form but have not cast their vote and rejected postal ballot forms.



RESOLUTION 3 -TO MAKE LOANS OR INVESTMENTS AND TO GIVE GUARANTEE OR TO PROVIDE SECURITY IN CONNECTION WITH A LOAN MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Sr. No.	Particulars	Postal Ballot forms			Voting by electronic mode		
		No. of Postal Ballot forms received	No. of Shares	% to the total shares representing valid votes	No. of electric Ballot received	No. of Shares	% to the total shares representing valid votes
(a)	Total Postal Ballot forms/ voted through evoting received	70	17,332,687	---	39	50,508,699	---
(b)	Less: Invalid Postal Ballot forms/ votes through evoting *	24	2,501,162	---	0	0	---
(c)	Net valid Postal Ballot forms/ votes through evoting (As per Register)	46	14,831,525	100	39	50,508,699	100
(d)	Postal Ballot forms/ votes through evoting with assent for the resolution	40	14,828,425	99.98	30	50,483,087	99.95
(e)	Postal Ballot forms/ votes through evoting with dissent for the resolution	6	3,100	0.02	9	25,612	0.05

Total: Resolution 3

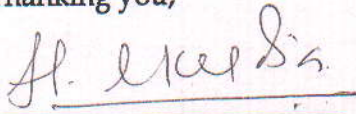
Sr. No.	Particulars	No. of votes	No. of Shares	% to the total shares representing valid votes
(a)	Total votes received.	109	67,841,386	---
(b)	Less: Invalid votes (as per register)*	24	2,501,162	---
(c)	Net valid votes (As per Register)	85	65,340,224	100
(d)	Votes with assent for the resolution	70	65,311,512	99.96
(e)	Votes with dissent for the resolution	15	28,712	0.04

* Invalid votes include cases where shareholders had sent the Postal Ballot Form but have not cast their vote and rejected postal ballot forms.



4. I shall hand over the postal ballot forms and other related papers/ registers and records for the safe custody to Shri Amrut P. Shah, Chairman and Managing Director of the Company, who have been authorized by the Board to supervise the Postal Ballot process, after the receipt of certified true copy of signed minutes.
5. On the basis of the scrutiny of the postal ballot forms and votes casted through electronic mode, the Special Resolutions mentioned at the item no. 1 to 3 of the Postal Ballot Notice dated July 22, 2014 may be deemed to be passed by the shareholders of the Company as on the date of meeting convened in this behalf.
6. You may accordingly declare the result of voting by Postal Ballot process (including votes cast through evoting).

Thanking you,



Hemanshu Kapadia (Scrutinizer)
Practising Company Secretary
C.P. No.: 2285
FCS-3477

Place: Mumbai

Date: September 10, 2014



● Sundaram Multi Pap Ltd. CIN L21098MH1995PLC086337

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11/09/2014

BOMBAY STOCK EXCHANGE LIMITED NATIONAL STOCK EXCHANGE OF INDIA LTD.

Corporate Relationship Department

1st Floor, P.J Towers, Dalal Street,

Mumbai-400023

Scrip Code: 533166

Exchange Plaza, 5th Floor, Plot No.C/1

G-Block, Bandra-Kurla Complex,

Bandra (E), Mumbai-400051

Scrip Code: SUNDARAM

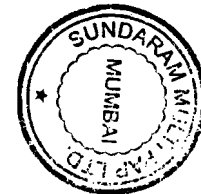
Dear Sir,

Sub:- Announcement of result of Postal Ballot (including e-voting)

Pursuant to Section 110 of the Companies Act, 2013, (Act) read with rule 22 of the Companies (Management and Administration) Rules, 2014, consent of the Shareholders of the Company was required to be obtained by passing Special Resolution for the following businesses:

1. To authorize the Board of Directors of the Company or a Committee thereof to borrow money in excess of aggregate of its paid up share capital and free reserves up to ₹500 Crores, under the provisions of Section 180(1)(c) of the Companies Act, 2013.
2. To authorize the Board of Directors of the Company or a Committee thereof to sell, lease, mortgage or otherwise dispose of the whole or substantially the whole of the undertaking(s), the movable and immovable properties of the Company both present and future under the provisions of Section 180(1)(a) of the Companies Act, 2013.
3. To make loans or investments and to give guarantee or to provide security in connection with a Loan made under Section 186 of the Companies Act, 2013.

The voting on above resolutions was cast through physical postal ballot and electronic voting process. Based on the report for the postal ballot process (which includes votes cast through physical postal ballot and e-voting) submitted by Mr. Hemanshu L. Kapadia, Practicing Company Secretary, the Scrutinizer, Mr. Amrut P. Shah, Chairman & Managing Director of the Company, declared the Special Resolutions as passed with the requisite majority. The summary of the results is as under:



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Email : info@sundaramgroups.in Website : www.sundaramgroups.in

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Special Resolution Nos. as given in the notice of Postal Ballot	Postal Ballot		Electronic Voting		Voting Result		
	Nos. (A)	%	Nos. (B)	%	Nos. (A) + (B)	%	
1. To Authorize Board of Directors or Committee thereof to borrow money in excess of aggregate of its paid up share capital and free reserves.	Votes cast in favour	14829925	99.98	50483087	99.95	65313012	99.96
	Votes cast against	2500	0.02	25612	0.05	28112	0.04
	Invalid ballot/Votes	2500262	--	0	0	2500262	--
2. To Authorize the Board of Directors or a Committee thereof to sell, lease, mortgage or otherwise dispose of the whole or substantially the whole of the undertaking(s), the moveable and immoveable properties of the Company both present and future.	Votes cast in favour	14829925	99.98	50448634	99.88	65278559	99.90
	Votes cast against	2500	0.02	60065	0.12	62565	0.10
	Invalid ballot/Votes	2500262	--	0	0	2500262	--
3. To make loans or investments and to give guarantee or to provide security in connection with a Loan.	Votes cast in favour	14828425	99.98	50483087	99.95	65311512	99.96
	Votes cast against	3100	0.02	25612	0.05	28712	0.04
	Invalid ballot/Votes	2501162	--	0	0	2501162	--

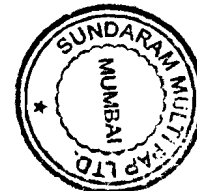
Note: The invalid ballot/votes have been excluded in calculating the total percentage of votes cast.

The Special Resolutions have therefore been approved by the Shareholders with the requisite majority.

For and on Behalf of the Board of Directors
Sundaram Multi Pap Limited


Amrut P. Shah
Chairman & Managing Director
(DIN:00033120)

Date: 11/09/2014
Place: Mumbai



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