

TAINWALA

Date: 24th September, 2014

To,
The Bombay Stock Exchange Limited
The Deputy Manager
Department of Corporate Services,
P. J. Towers, Dalal Street,
Mumbai - 400 001

Sub: - Outcome of the 29th Annual General Meeting of the Company for the financial year 2013 - 2014

Ref: Scrip Code: 507785

Dear Sir/Madam,

Pursuant to Clause 31(d) and other applicable clauses of the Listing Agreement, we give below the proceedings of the 29th Annual General Meeting of the Company, held on Wednesday, 24th September, 2014 at 11.30AM at The All India Plastic Manufacturers Association, A - 52, Street No. 1, Marol, Andheri (East), Mumbai - 400 093. At the said AGM, the shareholders of the Company:

Ordinary Business:

1. Adopted the Audited Balance sheet of the Company as at 31st March, 2014 and the Profit & Loss Account for the year ended on that date together with the Report of the Board of Directors and Auditors thereon.
2. Appointed M/s. Rungta and Associates, Chartered Accountant, Mumbai (Firm Registration No. 108888W) as Statutory Auditors from the conclusion of this Annual General Meeting until the next Annual General Meeting of the Company and authorized the Board of Directors to fix their remuneration.

Special Business:

3. Adopted new Articles of Association of the Company as per new Companies Act, 2013.
4. Appointed Mr. Mayank Gunvat Dhuldhoya, (DIN No. 00067165) as an Independent Director of the Company for Five years term.

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TAINWALA CHEMICALS & PLASTICS (INDIA) LIMITED

Tainwala House, Road No. 18, M.I.D.C., Andheri (East), Mumbai - 93. Tel.: 2821 9171 / 6692 6120 / 6122 • Fax : 022 - 2838 7039 / 2821 9592
Works - Plot No. 87, Govt. Indl. Estate, Khadoli Village, Silvassa, 396 230. Tel.: 0260-2699074 / 2699144 • Fax : 0260-2699145

SUBJECT TO SILVASSA JURISDICTION

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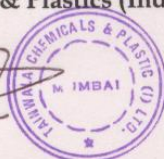
5. Appointed Mr. Subhash Kantilal Kadakia (DIN No. 00364149) as an Independent Director of the Company for Five years term.
6. Appointed Mr. Abhay Natwarlal Sheth (DIN No. 00520055) as an Independent Director of the Company for Five years term.
7. Appointed Mr. Chandraprakash Kanhaiyalal Doshi (DIN No. 02264856) as an Independent Director of the Company for Five years term.
8. Appointed Ms. Simran Ram Mansukhani (DIN No. 06500475) as an Executive Director of the Company.
9. Appointed M/s. Devarajan Swaminathan & Co., Cost Accountant, Mumbai (Firm Registration No. 100669) as Cost Auditor to conduct the audit of cost record of the Company for the financial year ending 31st March, 2015 and to be paid remuneration amounting to Rs. 30,000/- (Rupees Thirty Thousand only) plus out of pocket expenses and applicable service tax, if any.

The scrutinizers report on results of e-Voting and poll is attached herewith.

Kindly take the same on records and acknowledged the receipt of the same.

Thanking you,

For Tainwala Chemicals & Plastics (India) Limited

Pooja Ravindra Khedkar
Company Secretary

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TAINWALA CHEMICALS & PLASTICS (INDIA) LIMITED

Tainwala House, Road No. 18, M.I.D.C., Andheri (East), Mumbai - 93. Tel.: 2821 9171 / 6692 6120 / 6122 • Fax: 022 - 2838 7039 / 2821 9592
Works - Plot No. 87, Govt. Indl. Estate, Khadoli Village, Silvassa, 396 230. Tel.: 0260-2699074 / 2699144 • Fax: 0260-2699145

SUBJECT TO SILVASSA JURISDICTION



AASHISH K. BHATT & ASSOCIATES
Practising Company Secretaries

Aashish K. Bhatt
B.Com., A.C.S. PGDSL

To,
The Chairman,
Tainwala Chemicals and Plastics (India) Ltd,
"Tainwala House" Road No 18, Opp. Plot No 118,
MIDC, Marol, Andheri (East), Mumbai – 400 093.

Sub: Scrutinizer's report pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

I, Aashish Bhatt, Proprietor of Aashish K. Bhatt & Associates, Practicing Company Secretaries, Mumbai had been appointed as the Scrutinizer by the Board of Directors of **Tainwala Chemicals and Plastics (India) Ltd** (hereinafter referred as "the Company") vide their resolution dated 29th May, 2014 pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the purpose of the electronic voting (e-voting) on the resolution(s) as mentioned in the Notice of the Annual General Meeting (AGM) dated 29th May, 2014 for conveying AGM on 24th September, 2014.

1. The cut-off date for e-voting was finalized as 19th September, 2014, accordingly Register of Members-and List of Beneficiary owners from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) was made available.
2. The Company has availed e-voting facilities offered by CDSL for conducting e-voting by the shareholders of the Company.
3. The e-voting facility was open for one day i.e on 19th September, 2014 from 9.00 am to 6.00 pm, for the members to cast their votes electronically to convey their assent / dissent in respect of resolution(s) as mentioned in the aforesaid notice.

4. The e-voting facility was blocked at 6:00 p.m of 19th September, 2014 and was subsequently unblocked in my presence together with Ms. Bhavika Bhatt & Ms. Khushboo Bhatt as witness not being employee of the Company on 19th September, 2014 at 7:00 pm for diligent scrutiny.

5. We did not find any electronic votes invalid.

We hereby submit our report as the results of e-voting in respect of resolutions as stated in the aforesaid AGM notice:

(a) **Resolution 1 – Adoption of the audited Balance sheet, Profit & Loss account as on the year ended 31st March, 2014 and Board’s report and auditor’s report thereon. (Ordinary Resolution).**

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 25 | 4,045,459 | 99.80 |

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 3 | 8,056 | 0.20 |

(iii) **Invalid Votes:**

| Total number of members whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 0 | 0 |

(b) **Resolution 2 – Appointment of Director’s in place of those retiring by rotation. (Ordinary Resolution)**

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 26 | 4,045,460 | 99.80 |

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 2 | 8,055 | 0.20 |

(iii) **Invalid Votes:**

| Total number of members whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 0 | 0 |

(c) **Resolution 3 – Appointment of M/s Rungta and Associates, Chartered Accountants as the Statutory Auditors of the Company and to fix their remuneration. (Ordinary Resolution)**

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 26 | 4,045,460 | 99.80 |

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 2 | 8,055 | 0.20 |

(iii) **Invalid Votes:**

| Total number of members whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 0 | 0 |

(d) **Resolution 4 – Adoption of New Articles of Association of the Company. (Special Resolution)**

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 26 | 4,045,460 | 99.80 |

At Start

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 2 | 8,055 | 0.20 |

(iii) **Invalid Votes:**

| Total number of members whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 0 | 0 |

(e) **Resolution 5 – Appointment of Mr. Mayank Dhuldhoya as an Independent Director of the Company. (Ordinary Resolution)**

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 25 | 4,045,459 | 99.80 |

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 3 | 8,056 | 0.20 |

(iii) **Invalid Votes:**

| Total number of members whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 0 | 0 |

(f) **Resolution 6 – Appointment of Mr. Subhash Kadakia as an Independent Director of the Company. (Ordinary Resolution)**

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 25 | 4,045,459 | 99.80 |

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 3 | 8,056 | 0.20 |

(iii) **Invalid Votes:**

| Total number of members whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 0 | 0 |

(g) **Resolution 7 – Appointment of Mr. Abhay Sheth as an Independent Director of the Company. (Ordinary Resolution)**

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 25 | 4,045,459 | 99.80 |

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 2 | 8,055 | 0.20 |

(iii) **Invalid Votes:**

| Total number of members whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 0 | 0 |

(h) **Resolution 8 – Appointment of Mr. Chandraprakash Doshi as an Independent Director of the Company. (Ordinary Resolution)**

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

| Number of member | Number of Votes Cast | % of total Number of |
|------------------|----------------------|----------------------|
|------------------|----------------------|----------------------|

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| Voted | by them | Valid Votes Cast |
|-------|-----------|------------------|
| 25 | 4,045,459 | 99.80 |

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 3 | 8,056 | 0.20 |

(iii) **Invalid** Votes:

| Total number of members whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 0 | 0 |

(i) **Resolution 9 – Appointment of Mrs. Simran Mansukhani as an Executive Director of the Company. (Ordinary Resolution)**

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 25 | 4,045,459 | 99.80 |

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 3 | 8,056 | 0.20 |

(iii) **Invalid** Votes:

| Total number of members whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 0 | 0 |

(j) **Resolution 10 – To appoint M/s Devarajan Swaminathan & Co., Cost Accountants as the Cost Auditors of the Company. (Ordinary Resolution)**

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 25 | 4,045,459 | 99.80 |

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

| Number of member Voted | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|------------------------|------------------------------|---------------------------------------|
| 2 | 8,055 | 0.20 |

(iii) **Invalid** Votes:

| Total number of members whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 0 | 0 |

6. A Register for e-voting has been maintained in electronic form.

7. The papers pertaining to e-voting and all other relevant records are kept in our safe custody.

Thanking You,

Yours faithfully,
For Aashish K. Bhatt & Associates
Company Secretary in Practise



Aashish Bhatt

Place: Mumbai

Dated: 19th September, 2014



AASHISH K. BHATT & ASSOCIATES
Practising Company Secretaries

Aashish K. Bhatt
B.Com., A.C.S. PGDSL

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,
The Chairman,
Annual General Meeting of the Equity Shareholders
Tainwala Chemicals and Plastics (India) Ltd on 24th September, 2014,
At 11.30 a.m at The All India Plastics Manufacturers Association,
A-52, Street No. 1, M.I.D.C, Andheri (East), Mumbai – 400 093.

Dear Sir,

I, Aashish Bhatt, Proprietor of Aashish K. Bhatt & Associates, Practicing Company Secretaries, Mumbai, has been appointed as a Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General meeting of the Equity Shareholders of **Tainwala Chemicals and Plastics (India) Ltd** (hereinafter referred to as "the Company"), held on 24th September, 2014, at 11:30 A.M at The All India Plastics Manufacturers Association, A52, Street No. 1, M.I.D.C, Andheri (East), Mumbai – 400 093, 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 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 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 results of the Poll are as under:

- (a) **Resolution 1 – Adoption of the audited Balance sheet, Profit & Loss account as on the year ended 31st March, 2014 and Board's report and auditor's report thereon. (Ordinary Resolution).**

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 6 | 23,14,957 | 100 |

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 0 | - | - |

- (iii) **Invalid Votes:**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 1 | 10 |

- b) Resolution 2 – Appointment of Director's in place of those retiring by rotation. (Ordinary Resolution)**

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 6 | 23,14,957 | 100 |

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 0 | - | - |

- (iii) **Invalid Votes:**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 1 | 10 |

At Stair

c) Resolution 3 – Appointment of M/s Rungta and Associates, Chartered Accountants as the Statutory Auditors of the Company and to fix their remuneration. (Ordinary Resolution)

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 6 | 23,14,957 | 100 |

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 0 | - | - |

(iii) **Invalid** Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 1 | 10 |

d) Resolution 4 – Adoption of New Articles of Association of the Company. (Special Resolution)

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 6 | 23,14,957 | 100 |

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 0 | - | - |

(iii) **Invalid** Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| | |

Attest

| | |
|---|----|
| 1 | 10 |
|---|----|

e) Resolution 5 – Appointment of Mr. Mayank Dhuldhoya as an Independent Director of the Company. (Ordinary Resolution)

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 6 | 23,14,957 | 100 |

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 0 | - | - |

(iii) **Invalid Votes:**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 1 | 10 |

f) Resolution 6 – Appointment of Mr. Subhash Kadakia as an Independent Director of the Company. (Ordinary Resolution)

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 6 | 23,14,957 | 100 |

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 0 | 0 | 0.00 |

(iii) **Invalid Votes:**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 1 | 10 |

At Home

g) Resolution 7 – Appointment of Mr. Abhay Sheth as an Independent Director of the Company. (Ordinary Resolution)

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 6 | 23,14,957 | 100 |

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 0 | 0 | 0.00 |

(iii) **Invalid Votes:**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 1 | 10 |

h) Resolution 8 – Appointment of Mr. Chandraprakash Doshi as an Independent Director of the Company. (Ordinary Resolution)

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 6 | 23,14,957 | 100 |

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

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 0 | - | - |

(iii) **Invalid Votes:**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| | |

Abhay Sheth

| | |
|---|----|
| 1 | 10 |
|---|----|

(i) **Resolution 9 – Appointment of Mrs. Simran Mansukhani as an Executive Director of the Company. (Ordinary Resolution)**

i) Voted in favour of the resolution:

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 6 | 23,14,957 | 100 |

ii) Voted against the resolution:

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 0 | - | - |

iii) Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| 1 | 10 |

j) **Resolution 10 – To appoint M/s Devarajan Swaminathan & Co., Cost Accountants as the Cost Auditors of the Company. (Ordinary Resolution)**

i) Voted in favour of the resolution:

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 6 | 23,14,957 | 100 |

ii) Voted against the resolution:

| Number of member present and Voting (in person or by Voting) | Number of Votes Cast by them | % of total Number of Valid Votes Cast |
|--|------------------------------|---------------------------------------|
| 0 | - | - |

iii) Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total Number of Votes Cast by them |
|---|------------------------------------|
| | |

Ar. Kant

| | |
|---|----|
| 1 | 10 |
|---|----|

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 Aashish K. Bhatt & Associates
Company Secretary in Practise



Aashish Bhatt

Place: Mumbai

Dated: 24th September, 2014