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TIRUPATI FOAM LTD.

Manufacturers of : POLYURETHANE FOAM

To,
The Bombay Stock Exchange Limited
P.J. Tower, Dalal Street,
Mumbai – 400 001.

Dear Sir,

Sub: Clause 35A listing agreement - Detail of voting 28th Annual general meeting of the company.

Pursuant to clause 35A of Listing agreement , we hereby submitting herewith the details regarding the voting results of the business transacted at annual general meeting of Shareholder held on September 30, 2015 at 3:00 at Tirupati House, 4th Floor, Nr. Topaz Restaurant, University Road, Polytechnic Char Rasta, Ambawadi, Ahmedabad – 380 015, in the prescribed format showing the result of voting.

Further, we also enclose the Scrutinizer report on remote e-voting and Poll at AGM.

The above are also uploaded on company's website.

We request you to note the above and acknowledge the receipt of this letter.

Thanking you,

Yours faithfully

For Tirupati foam Limited



(Roshan Sanghvi)

Managing Director

REGD. OFFICE : "TIRUPATI" House, 4th Floor, Nr. Topaz Restaurant, University Road, Polytechnic Char Rasta, Ambawadi, Ahmedabad-380015. Gujarat, INDIA.

FACTORY : Plot No.4-A, Block No. 65, Village, Khatraj, Post : Khatraj, Ta. Kalol, Dist. Gandhinagar (Guj.) INDIA
Tele. : 02764-281049-281224 Fax : 91-2764-281225

Detail of voting

Particular	Details
Date of the AGM/EGM:	30th September,2015
Total number of shareholders on record date:	As per cutoff date on 23rd September
No. of shareholders present in the meeting either in person or through proxy:	23
Promoters and Promoter Group:	20
Public:	3
No. of Shareholders attended the meeting through Video Conferencing	Not arranged
Promoters and Promoter Group:	
Public:	

Agenda wise

Item No.	Agenda	Resolution required	Mode of voting	Remark
1	Adoption of Balance Sheet, Profit and Loss Account for the year ended on March 31, 2015 and the Report of Directors and Auditors thereon.	Ordinary Resolution	E voting and voting by poll	Passed with Requisite majority
2	To declare dividend on Equity Shares for the year end 31 st March 2015.	Ordinary Resolution	E voting and voting by poll	Passed with Requisite majority
3	Re-appointment of M/s Mayank Shah & Associates, Chartered Accountants, Ahmedabad as Auditors and fix their remuneration.	Ordinary Resolution	E voting and voting by poll	Passed with Requisite majority
4	To regularize Mrs. Minaben R. Sanghavi as Women Director of the company.	Ordinary Resolution	E voting and voting by poll	Passed with Majority
5	To regularize Mr. Gopalsinh Ratansing Zala as Chief Financial Officer of the Company.	Ordinary Resolution	E voting and voting by poll	Passed with Majority

Tirupati Foam Limited

Resolution no.1:
Ordinary Resolution

Adoption of Balance Sheet, Profit and Loss Account for the year ended on March 31, 2015 and the Report of Directors and Auditors thereon.

Detail of reporting as per clause 35A of listing agreement based on e-voting physical ballot forms and voting at the meeting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	2914086	1386615	47	1386610	5	31.46	0
Foreign holding (NRI REP, NRI NON REP)	8997	0	0	0	0	0	0
Public-Others	1483917	0	0	0	0	0	0
Total	4407000	0	0	1386610	5	0	0

Tirupati Foam Limited

Resolution no. 2:
Ordinary Resolution

To declare dividend on Equity Shares for the year end 31st March 2015.

Detail of reporting as per clause 35A of listing agreement based on e-voting physical ballot forms and voting at the meeting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares(3) =[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	2914086	1386615	47	1386610	5	99.9	0
Foreign holding (NRI REP, NRI NON REP)	8997	0	0	0	0	0	0
Public-Others	1483917	0	0	0	0	0	0
Total	4407000	0	0	1386610	5	99.9	0

Tirupati Foam Limited

Resolution no. 3:
Ordinary Resolution

Re-appointment of M/s Mayank Shah & Associates, Chartered Accountants, Ahmedabad as Auditors and fix their remuneration.

Detail of reporting as per clause 35A of listing agreement based on e-voting physical ballot forms and voting at the meeting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	2914086	1386615	47	1386610	5	99.9	0
Foreign holding (NRI REP, NRI NON REP)	8997	0	0	0	0	0	0
Public-Others	1483917	0	0	0	0	0	0
Total	4407000	0	0	1386610	5	99.9	0

Tirupati Foam Limited

Resolution No. 4:
Ordinary Resolution

To regularize Mrs. Minaben R. Sanghavi as Women Director of the company.

Detail of reporting as per clause 35A of listing agreement based on e-voting physical ballot forms and voting at the meeting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	2914086	877945	30.12	877940	50	99.9	0
Foreign holding (NRI REP, NRI NON REP)	8997	0	0	0	0	0	0
Public-Others	1483917	0	0	0	0	0	0
Total	4407000	877945	0	877940	5	0	0

Tirupati Foam Limited

Resolution no. 5:
Ordinary Resolution

To regularize Mr. Gopalsinh Ratansing Zala as Chief Financial Officer of the Company.

Detail of reporting as per clause 35A of listing agreement based on e-voting physical ballot forms and voting at the meeting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	2914086	1386615	47	1386610	5	99.9	0
Foreign holding (NRI REP, NRI NON REP)	8997	0	0	0	0	0	0
Public-Others	1483917	0	0	0	0	0	0
Total	4407000	1386615	0	1386610	5	99.9	0



D. A. Rupawala & Associates
Chartered Accountants

To,
The Chairman of 28th Annual General Meeting of,
Tirupati Foam Limited
4th Floor, Tirupati House,
Nr. Topaz Restaurant,
Polytechnic Char Rasta,
Ahmedabad – 380 015

Respected Sir,

Sub: Consolidated Scrutinizers Report on e-voting conducted pursuant to the provision of section 108 of the Companies Act, 2013("the Act") read with the rule 20 of Companies (Management and Administration) Rules, 2014 and the Physical poll form received from the shareholder who do not have access to e-voting.

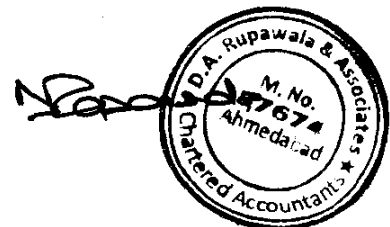
I, D A Rupawala, Proprietor M/s D.A. Rupawala & Associates, Chartered Accountant, had been appointed as scrutinizer by the board of director vide resolution dated September 1, 2015 pursuant to the provision of section 108 of the Companies Act, 2013 read with the rule 20 of Companies (Management and Administration) Rules, 2014 for the e-voting process and also for physical polling at 28th Annual General Meeting (AGM) of the company to be held on September 30, 2015.

The Notice dated September 1, 2015 of AGM of the company along with the statement setting out material facts u/s 102 of the Act were sent to the Shareholders in respect of the below mention resolutions to be passed at the said AGM of the company to be held on September 30, 2015.

The Company has availed remote e-voting facility offered by Central Depositories Securities Limited (CDSL) for conducting e-voting by the shareholders of the company. The Company has also provided voting by physical poll papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the cut-off date of September 23, 2015, were entitled to vote on the proposed resolutions as set out at item nos. 1 to 3 in the Notice of the AGM.

The voting period for e-voting commenced on Sunday, September 27, 2015 at 9.00 a.m. and ended on Tuesday, September 29, 2015 at 5.00 p.m. and the CDSL e-voting platform was blocked thereafter. On September 30, 2015 after counting votes casted at the Meeting, the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company.





D. A. Rupawala & Associates
Chartered Accountants

After the time fixed for closing of the poll by the Chairman, one poll box kept for polling was locked in my presence with due identification marks placed by me. The locked poll box was subsequently opened by me. As all the members present at the Annual General Meeting had already casted their votes through remote e-voting, none of the members present at the meeting participated in the poll at the venue of the AGM. Accordingly, no poll paper can be considered invalid.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered there in based on the data downloaded from the CDSL e-voting system and the poll form received respectively.

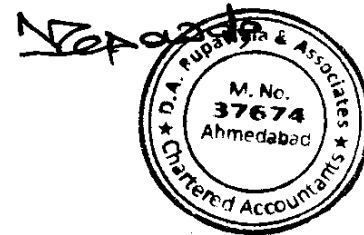
I now submit my report as under on the result of voting through means and physical mode on the said Resolutions.

1. Resolution No. 1:-

Adoption of Balance Sheet, Profit and Loss Account for the year ended on March 31, 2015 and the Report of Directors and Auditors thereon (Ordinary Resolution).

(i) Voted in the favour of resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	18	1386610	100
Voting by poll	16	1046779	100
Total	34	1386610	100





D. A. Rupawala & Associates
Chartered Accountants

(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	1	5	0
Voting by poll	0	0	0
Total	1	5	0

(iii) Invalid votes

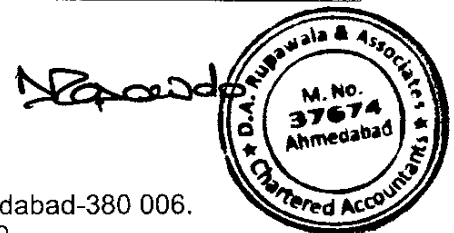
Mode of voting	Number of members voted.	Number of votes cast by members
Remote E-voting	0	0
Voting by poll	0	0
Total	0	0

2. Resolution No. 2:-

To declare dividend on Equity Shares for the year end 31st March 2015. (Ordinary Resolution).

(i) Voted in the favour of resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	18	1386610	100
Voting by poll	16	1046779	100
Total	34	1386610	100





D. A. Rupawala & Associates
Chartered Accountants

(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	1	5	0
Voting by poll	0	0	0
Total	1	5	0

(iii) Invalid votes

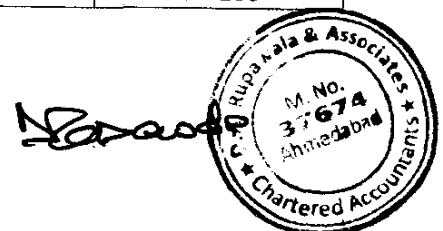
Mode of voting	Number of members voted.	Number of votes cast by members
Remote E-voting	0	0
Voting by poll	0	0
Total	0	0

3. Resolution No. 3:-

Re-appointment of M/s Mayank Shah & Associates, Chartered Accountants, Ahmedabad as Auditors and fix their remuneration (Ordinary Resolution).

(i) Voted in the favour of resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
E-voting	18	1386610	100
physical	16	1046779	100
Total	34	1386610	100





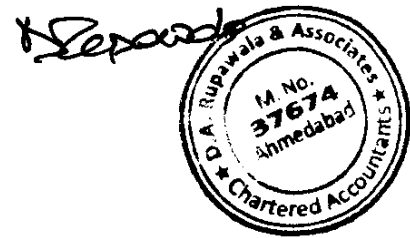
D. A. Rupawala & Associates
Chartered Accountants

(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	1	5	0
Voting by poll	0	0	0
Total	1	5	0

(iii) Invalid votes

Mode of voting	Number of members voted.	Number of votes cast by members
Remote E-voting	0	0
Voting by poll	0	0
Total	0	0





D. A. Rupawala & Associates
Chartered Accountants

4. Resolution No. 4:-

To regularize Mrs. Minaben R. Sanghavi as Women Director of the company. (Ordinary Resolution).

(i) Voted in the favour of resolution:

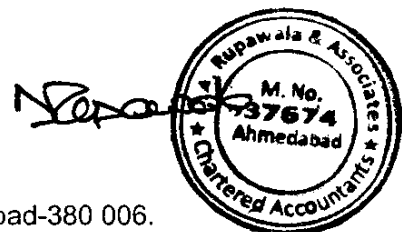
Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
E-voting	15	877940	100
physical	14	895329	100
Total	29	877940	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	1	5	0
Voting by poll	0	0	0
Total	1	5	0

(iii) Invalid votes

Mode of voting	Number of members voted.	Number of votes cast by members
Remote E-voting	3	508670
Voting by poll	0	0
Total	3	508670





D. A. Rupawala & Associates
Chartered Accountants

5. Resolution No. 5:-

To regularize Mr. Gopalsinh Ratansing Zala as Chief Financial Officer of the Company.
Ordinary Resolution

(i) Voted in the favour of resolution:

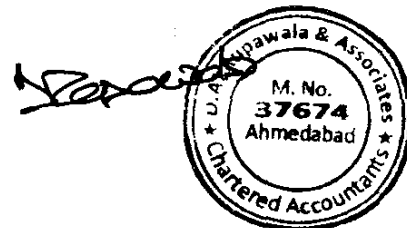
Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
E-voting	18	1386610	100
physical	16	1046779	100
Total	34	1386610	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	1	5	0
Voting by poll	0	0	0
Total	1	5	0

(iii) Invalid votes

Mode of voting	Number of members voted.	Number of votes cast by members
Remote E-voting	0	0
Voting by poll	0	0
Total	0	0





D. A. Rupawala & Associates
Chartered Accountants

Based on the above result of voting, all the resolutions were carried on with the requisite majority.


A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" is enclosed herewith.

The register, all other papers and relevant data/ records relating to electronic voting and physical poll shall remain in our safe custody and will be handed over to Company Secretary for preserving safely after the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking you,

Yours faithfully.

For, D. A. Rupawala & Associates.


D. A. Rupawala
(Scrutinizer)



Place: Ahmedabad
Dated: 01/10/2015



Witness 1



Witness 2

Countersign by

For Tirupati Foam Limited

(Roshan Sanghvi)
Managing Director