

Ref.: TCL/15-16/073

1st October, 2015

The Secretary,
BSE Ltd.,
Corporate Compliance and Listing Centre,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI 400 001.

Scrip Code : 509945

Dear Sir/Ma'am,

Pursuant to Clause 31 of the Listing Agreement, please be informed that the 137th Annual General Meeting of the Members of the Company was held on 30th September, 2015 at 60, Jatia Chambers, Dr. V. B. Gandhi Marg, Fort, Mumbai 400 001, whereat the following items of agenda as per Notice dated August 3, 2015, were approved by the Members:

Ordinary Business:

1. Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March 2015 including reports of the Board of Directors and Auditors thereon.
2. Appointment of Ms. Vrinda Jatia as Director of the Company.
3. Ratification of appointment of M/s Mittal & Associates, Chartered Accountants, as Statutory Auditors of the Company.

Special Business:

4. Appointment of Mr. Raju R. Adhia as Manager of the Company.
5. Consent to the subsisting contracts already entered into with Related Parties.

In accordance with Clause 35B of the Listing Agreement and Section 108 of the Companies Act, 2013 read with Clause 20 of Companies (Management and Administration) Rules, 2014 the Company had provided remote e-voting facility, to facilitate the members of the Company who were shareholders, as of the cutoff date of 23rd September, 2015, to cast their votes electronically on all businesses proposed in the Notice of Annual General Meeting.

The Remote e-voting period commenced on Sunday, 27th September, 2015 at 9.00 a.m. and concluded on Tuesday, 29th September, 2015 at 5.00 p.m.

Please find attached a copy of the Scrutinizer's Consolidated Report on the Voting Results.

Thanking you,

Yours faithfully,

For THACKER AND COMPANY LIMITED.,


(Raju R Adhia)
Compliance Officer



Encl : As above.

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
Thacker and Company Limited
18/20 Kaikhushroo Dubash Marg,
Fort, Mumbai- 400001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of Thacker and Company Limited held on Wednesday, September 30, 2015 at 11.00 a.m.

I, P. N. Parikh, of M/s. Parikh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Thacker and Company Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015, to conduct the remote e-voting process in respect of the below mentioned resolutions passed at the Annual General Meeting of Thacker and Company Limited held on Wednesday, September 30, 2015 at 11.00 a.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on September 30, 2015.

The Notice dated August 03, 2015 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.



The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier either through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of Wednesday, September 23, 2015 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

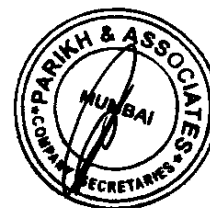
The voting period for remote e-voting commenced on Sunday, September 27, 2015 at 09:00 a.m. (IST) and ended on Tuesday, September 29, 2015 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system.

I now submit my consolidated Report as under on the result of the remote e-voting and voting at the meeting in respect of the said Resolutions.



Resolution 1: Ordinary Resolution

Adoption of the Audited Standalone and the Consolidated Financial Statements for the financial year ended March 31, 2015, including the Audited Balance sheet as at March 31, 2015 and the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	6,00,510	100.00

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	N.A.



Resolution 2: Ordinary Resolution

Appointment of a Director in place of Ms. Vrinda Jatia (DIN: 06725427) who retires by rotation and is eligible for re-appointment.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	6,00,510	100.00

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	N.A.



Resolution 3: Ordinary Resolution**Ratification of Appointment of the Statutory Auditors of the Company.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	6,00,510	100.00

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	N.A.



Resolution 4: Special Resolution

Appointment of Mr. Raju R. Adhia as Manager of the Company and payment of remuneration to him.

(i) Voted in favour of the resolution:

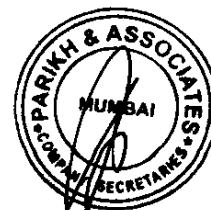
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
11	6,00,510	100.00

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	N.A.



Resolution 5: Special Resolution

Approval to the related party transactions with Pudumjee Pulp and Paper Mills Limited.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
3	2,13,750	100.00

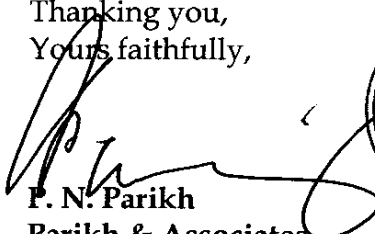
(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
NIL	N.A.

Thanking you,
Yours faithfully,




P. N. Parikh
Parikh & Associates
Practising Company Secretaries
 FCS: 327 CP: 1228
 111,11th Floor, Sai Dwar CHS Ltd
 Sab TV Lane, Opp.Laxmi Indl. Estate,
 Off Link Road, Above Shabari Restaurant,
 Andheri West, Mumbai - 400053

Place: Mumbai

Dated: September 30, 2015