

30<sup>th</sup> December, 2015

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.  
Script code: 513269

National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E), Mumbai-400 051.  
Script code: MANINDS

**Sub: Outcome and Intimation of the voting results of 27<sup>th</sup> Annual General Meeting of the Company held on Monday, December 28, 2015.**

Dear Sir/Madam,

With reference to the above captioned subject, we wish to inform you that the 27<sup>th</sup> Annual General Meeting (“AGM”) of the Company was held on Monday, December 28, 2015 at Juhu Vile Parle Gymkhana Club, Plot No U/13, J.V.P.D. Scheme, 13th Road, Juhu, Opposite Juhu Bus Depot, Juhu Mumbai, Maharashtra – 400049 at 11. 00 a.m. and based on the Consolidated Scrutinizer’s Report for voting at AGM venue and remote E-voting dated December 29, 2015, following resolutions have been passed with requisite majority:

1. Adoption of the audited financial statements and the reports of the Board of Directors and Auditors thereon for the financial year ended March 31, 2015 (Ordinary Resolution);
2. To declare dividend on equity shares (Ordinary Resolution);
3. To appoint a Director in place of Mr. R.C. Mansukhani (DIN: 00012033), who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution);
4. Re-appointment of M/s. Rohira Mehta & Associates, Chartered Accountants as the Statutory Auditors of the Company and to fix their remuneration (Ordinary Resolution);
5. Appointment of Ms. Heena Vinay Kalantri (DIN 00149407) as a Director of the Company (Ordinary Resolution);
6. Approval of the remuneration payable to the Cost Auditors for the financial year 2015-16 (Ordinary Resolution);
7. To Create charges on the movable and immovable properties of the Company, both present and future, in respect of the Company’s borrowings (Special Resolution);
8. Adoption of a new set of Articles of Association of the Company in alignment with the Companies Act, 2013 (Special Resolution);



Pursuant to the provisions of Clause 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the details of voting results in the prescribed format along with the Consolidated Scrutinizer's Report.

Kindly acknowledge the receipt and take the same on your records.

Thanking you,

Yours faithfully,

**For Man Industries (India) Limited**



**Shashank Belkhede**  
**VP - Legal & Company Secretary**



Encl: a/a

## DETAILS OF VOTING RESULTS

	Man Industries (India) Limited
<b>Date of Annual General Meeting</b>	Monday, December 28, 2015
<b>Total number of shareholders as on record date (Cut-off date)</b> i.e. As on Monday, December 21, 2015	24,034
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
a. Promoters and Promoter Group:	5
b. Public:	83
<b>No. of shareholders attended the meeting through video Conferencing:</b>	Not Arranged
a. Promoters and Promoter Group:	Not Applicable
b. Public:	Not Applicable

### AGENDA-WISE

The mode of voting on all the resolutions was:

1. Remote e-voting conducted between Friday, December 25, 2015 to Sunday, December 27, 2015 and
2. Physical (through Ballot Paper) conducted at the Meeting.

The details of resolution wise voting are given below in Annexure 1.



**Annexure 1**

Resolution Required : (Ordinary)		1 - Adoption of audited financial statements and the reports of the Board of Directors and Auditors thereon						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	31346804	20795430	66.3399	20795430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20795430</b>	<b>66.3399</b>	<b>20795430</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3543621	117215	3.3078	0	117215	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>117215</b>	<b>3.3078</b>	<b>0</b>	<b>117215</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	22212630	2500613	11.2576	2370517	130096	94.7974	5.2026
	Poll		21899	0.0986	21897	2	99.9909	0.0091
	<b>Total</b>		<b>2522512</b>	<b>11.3562</b>	<b>2392414</b>	<b>130098</b>	<b>94.8425</b>	<b>5.1575</b>
<b>Total</b>		<b>57103055</b>	<b>23435157</b>	<b>41.0401</b>	<b>23187844</b>	<b>247313</b>	<b>98.9447</b>	<b>1.0553</b>



Resolution Required : (Ordinary)		2 - To declare a dividend on equity shares						
Whether promoter/ promoter group are Interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	31346804	20795430	66.3399	20795430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20795430</b>	<b>66.3399</b>	<b>20795430</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3543621	117215	3.3078	117215	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>117215</b>	<b>3.3078</b>	<b>117215</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	22212630	2500613	11.2576	2500613	0	100.0000	0.0000
	Poll		21901	0.0986	21299	602	97.2513	2.7487
	<b>Total</b>		<b>2522514</b>	<b>11.3562</b>	<b>2521912</b>	<b>602</b>	<b>99.9761</b>	<b>0.0239</b>
<b>Total</b>		<b>57103055</b>	<b>23435159</b>	<b>41.0401</b>	<b>23434557</b>	<b>602</b>	<b>99.9974</b>	<b>0.0026</b>



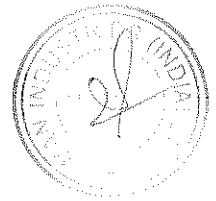
Resolution Required : (Ordinary)			3 - To appoint a Director in place of Mr. R.C. Mansukhani (DIN 00012033), who retires of rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	31346804	20795430	66.3399	20795430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20795430</b>	<b>66.3399</b>	<b>20795430</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3543621	117215	3.3078	117215	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>117215</b>	<b>3.3078</b>	<b>117215</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	22212630	2500613	11.2576	2500613	0	100.0000	0.0000
	Poll		21901	0.0986	21901	0	100.0000	0.0000
	<b>Total</b>		<b>2522514</b>	<b>11.3562</b>	<b>2522514</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>57103055</b>	<b>23435159</b>	<b>41.0401</b>	<b>23435159</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



Resolution Required : (Ordinary)		4 - Re-appointment of Statutory Auditors						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	31346804	20795430	66.3399	20795430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20795430</b>	<b>66.3399</b>	<b>20795430</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3543621	117215	3.3078	117215	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>117215</b>	<b>3.3078</b>	<b>117215</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	22212630	2500613	11.2576	2500613	0	100.0000	0.0000
	Poll		21901	0.0986	21897	4	99.9817	0.0183
	<b>Total</b>		<b>2522514</b>	<b>11.3562</b>	<b>2522510</b>	<b>4</b>	<b>99.9998</b>	<b>0.0002</b>
<b>Total</b>		<b>57103055</b>	<b>23435159</b>	<b>41.0401</b>	<b>23435155</b>	<b>4</b>	<b>100.0000</b>	<b>0.0000</b>



Resolution Required : (Ordinary)		5 - Appointment of Ms. Heena Vinay Kalantri (DIN 00149407) as Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	31346804	20795430	66.3399	20795430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20795430</b>	<b>66.3399</b>	<b>20795430</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3543621	117215	3.3078	0	117215	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>117215</b>	<b>3.3078</b>	<b>0</b>	<b>117215</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	22212630	2500613	11.2576	2370517	130096	94.7974	5.2026
	Poll		21901	0.0986	21901	0	100.0000	0.0000
	<b>Total</b>		<b>2522514</b>	<b>11.3562</b>	<b>2392418</b>	<b>130096</b>	<b>94.8426</b>	<b>5.1574</b>
<b>Total</b>		<b>57103055</b>	<b>23435159</b>	<b>41.0401</b>	<b>23187848</b>	<b>247311</b>	<b>98.9447</b>	<b>1.0553</b>





Resolution Required : (Ordinary)			6 - Approval of the remuneration payable to the Cost Auditors for the financial year 2015-16					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes –Against	% of Votes In favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	31346804	20795430	66.3399	20795430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20795430</b>	<b>66.3399</b>	<b>20795430</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3543621	117215	3.3078	117215	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>117215</b>	<b>3.3078</b>	<b>117215</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	22212630	2500613	11.2576	2500613	0	100.0000	0.0000
	Poll		21901	0.0986	21612	289	98.6804	1.3196
	<b>Total</b>		<b>2522514</b>	<b>11.3562</b>	<b>2522225</b>	<b>289</b>	<b>99.9885</b>	<b>0.0115</b>
<b>Total</b>		<b>57103055</b>	<b>23435159</b>	<b>41.0401</b>	<b>23434870</b>	<b>289</b>	<b>99.9988</b>	<b>0.0012</b>

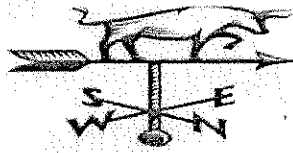


Resolution Required : (Special)		7 - To Create charges on the movable and Immoveable properties of the Company, both present and future, in respect of Company's borrowings						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	31346804	20795430	66.3399	20795430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20795430</b>	<b>66.3399</b>	<b>20795430</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3543621	117215	3.3078	0	117215	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>117215</b>	<b>3.3078</b>	<b>0</b>	<b>117215</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	22212630	2500613	11.2576	2370517	130096	94.7974	5.2026
	Poll		21901	0.0986	21612	289	98.6804	1.3196
	<b>Total</b>		<b>2522514</b>	<b>11.3562</b>	<b>2392129</b>	<b>130385</b>	<b>94.8311</b>	<b>5.1689</b>
<b>Total</b>		<b>57103055</b>	<b>23435159</b>	<b>41.0401</b>	<b>23187559</b>	<b>247600</b>	<b>98.9435</b>	<b>1.0565</b>



Resolution Required : (Special)			B - To Adopt a new set of Articles of Association of the Company in alignment with the Companies Act, 2013					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – In favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	31346804	20795430	66.3399	20795430	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>20795430</b>	<b>66.3399</b>	<b>20795430</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	3543621	117215	3.3078	0	117215	0.0000	100.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>117215</b>	<b>3.3078</b>	<b>0</b>	<b>117215</b>	<b>0.0000</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	22212630	2500613	11.2576	2370517	130096	94.7974	5.2026
	Poll		21901	0.0986	21612	289	98.6804	1.3196
	<b>Total</b>		<b>2522514</b>	<b>11.3562</b>	<b>2392129</b>	<b>130385</b>	<b>94.8311</b>	<b>5.1689</b>
<b>Total</b>		<b>57103055</b>	<b>23435159</b>	<b>41.0401</b>	<b>23187559</b>	<b>247600</b>	<b>98.9435</b>	<b>1.0565</b>





**Rishikesh Vyas & Associates  
Company Secretaries**

**Consolidated Scrutinizer's Report**

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 27<sup>th</sup> Annual General Meeting (Annual General Meeting) of the Equity Shareholders of Man Industries (India) Limited (the Company), held on Monday 28<sup>th</sup> December, 2015 at 11.00 a.m. at Juhu Vile Parle Gymkhana Club, Plot No. U/13 J.V.P.D. Scheme, 13<sup>th</sup> Road, Opposite Juhu Bus Depot, Juhu, Mumbai -400049, Maharashtra.

Dear Sir,

I, CS Rishikesh Gagan Vyas of M/s. Rishikesh Vyas & Associates., a Company Secretary Firm having its registered office at 801-802 Ahimsa Towers Ahimsa Marg, Off Link Road, Malad West, Mumbai 400064, have been appointed as the Scrutinizer by the Board of Directors of the Company for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, and
- (ii) Scrutinizing the physical ballot (Poll) voting process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, conducted for passing the resolutions contained in the Notice convening the 27<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company held Monday 28<sup>th</sup> December, 2015 at 11.00 a.m. at Juhu Vile Parle Gymkhana Club, Plot No. U/13 J.V.P.D. Scheme, 13<sup>th</sup> Road, Opposite Juhu Bus Depot, Juhu, Mumbai -400049, Maharashtra

The Notice dated 01<sup>st</sup> December, 2015 convening the Annual General Meeting along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders in respect of the below mentioned resolutions to be passed at the Annual General Meeting of the Equity Shareholders of the Company. The Company had availed the remote e - voting facility offered by Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting to the Shareholders of the Company. The Company also provided voting by physical ballot (Poll) at the venue of the Annual General Meeting to those members who attended the Annual General Meeting and who had not voted electronically.

801-802, Ahimsa Towers, Ahimsa Marg, Chinchol, off Link Road, Malad(W), Mumbai 64

Mobile No: 09819195689, Tel: 022-28413793

email: [interact.vyas@gmail.com](mailto:interact.vyas@gmail.com), [rishikeshvyas@gmail.com](mailto:rishikeshvyas@gmail.com), website : [www.rishikeshvyas.in](http://www.rishikeshvyas.in)



The Shareholders of the Company holding shares of the Company as on the "cut-off" date of December 21, 2015 were entitled to vote on the resolutions, as contained in the Notice of Annual General Meeting of the Company.

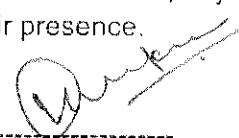
The period for remote e-voting commenced on Friday, December 25, 2015 at 10.A.M. and ends on Sunday, December 27, 2015 at 5.00 P.M. The CDSL e-voting platform was blocked thereafter.

On December 27, 2015, after the end of the remote e-voting period, I was provided access to details of the members who had opted for e-voting. The details such as the name of the member, folio no., and number of shares held by the member could be seen to ensure that these members do not vote again at the Annual General Meeting. However the manner in which the votes cast by the members by e-voting were not available.

Further, the Chairman announced the poll at the Annual General Meeting for the Shareholders who attended the meeting and had not cast their vote earlier through remote e-voting.

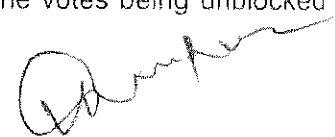
After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling was locked in our presence with due identification marks placed by me. The locked ballot box was subsequently opened in the presence of two witnesses, Ms Manisha Chandwani (Residing E 13, 3<sup>rd</sup> Floor Mulund Mamta Building, Opposite Sanstoshi Mata Temple, LBS Road, Mulund West Mumbai 80 and Mr. Vatsal Gaonkar (Residing at E 3 /219 VRINDAVAN NEAR SAI BABA MANDIR MALAD WEST 400097.) who are not in the employment of the Company. They have signed below in confirmation of the ballot box being opened in their presence.

  
-----  
Name: Ms. Manisha Chandwani

  
-----  
Name: Vatsal Gaonkar

The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Link Intime India Private Limited, Registrar and Transfer Agents of the Company and the authorization/proxies lodged with the Company. The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately. The votes cast through e-voting were unblocked after the Annual General Meeting in the presence of two witnesses, Ms. Manisha Chandwani (Residing E 13, 3<sup>rd</sup> Floor Mulund Mamta Building, Opposite Sanstoshi Mata Temple, LBS Road, Mulund West Mumbai 80 and Mr. Vatsal Gaonkar (Residing at E 3 /219 VRINDAVAN NEAR SAI BABA MANDIR MALAD WEST 400097.) They have signed below in confirmation of the votes being unblocked in their presence.

  
-----  
Name: Manisha Chandwani

  
-----  
Name: Vatsal Gaonkar



I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the e-voting website of CDSL and also the ballot forms received during the poll process at the Annual General Meeting.

**The Consolidated Report on the result of the remote e-voting and voting at the meeting through poll (physical ballot) in respect of the said Resolutions is as under:**

**Resolution No.1: Ordinary: To Receive,** consider and adopt Audited Financial Statements and Reports thereon for the year ended 31<sup>st</sup> March, 2015.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	29	23165947	99.91
Physical Ballot	38	21897	0.09
Total	67	23187844	100

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	247311	99.99
Physical Ballot	1	2	0.01
Total	4	247313	100

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	6	905685



**Resolution No.2: Ordinary:** Declaration of Dividend on Equity Shares.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	32	23413258	99.09
Physical Ballot	38	21299	0.91
Total	70	23434557	100

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical Ballot	2	602	100
Total	2	602	100

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	6	905685

**Resolution No.3: Ordinary:** Appointment of Mr. Rameshchandra Manuskhani (DIN: 00012033) as a Director.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	32	23413258	99.91
Physical Ballot	40	21901	0.09
Total	72	23435159	100

(ii) Voted against the resolution:

Type of Voting	Number of members	Number of votes cast by	% of total number
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	voted	them	of valid votes cast
Remote e-voting	0	0	0
Physical Ballot	0	0	0
Total	0	0	0

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	6	905685

**Resolution No.4: Ordinary:** Ratification of appointment of M/s. Rohit Mehta & Associates, Chartered Accountants, (Firm Registration No. 118777W) as Statutory Auditors and to fix their remuneration.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	32	23413258	99.91
Physical Ballot	38	21897	0.09
Total	70	23435155	100

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0
Physical Ballot	2	4	100
Total	2	4	100

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	6	905685

**Resolution No.5: Ordinary:** Appointment of Ms. Heena Vinay Kalantri (DIN: 00149407) as a Director.





(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	29	23165947	99.91
Physical Ballot	40	21901	0.09
Total	69	23187848	100

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	247311	100
Physical Ballot	0	0	0
Total	3	247311	100

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	6	905685

**Resolution No.6: Ordinary:** Ratification of Remuneration payable to M/s. ABK & Associates, Cost Auditor for the year ended 31<sup>st</sup> March, 2015.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	32	23413258	99.91
Physical Ballot	37	21612	0.09
Total	69	23434870	100

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0



Physical Ballot	3	289	100
Total	3	289	100

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	6	905685

**Resolution No.7: Special:** Creation of Charge on the Movable Properties of the Company, both present and future.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	29	23165947	99.91
Physical Ballot	37	21612	0.09
Total	66	23187559	100

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	247311	99.88
Physical Ballot	3	289	0.12
Total	6	247600	100

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	6	905685

**Resolution No.8: Special:** Adoption of new Article of Association of the Company in alignment with the Companies Act, 2013.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
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Remote e-voting	29	23165947	99.91
Physical Ballot	37	21612	0.09
Total	66	23187559	100

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

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	247311	99.88
Physical Ballot	3	289	0.12
Total	6	247600	100

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	0	0
Physical Ballot	6	905685

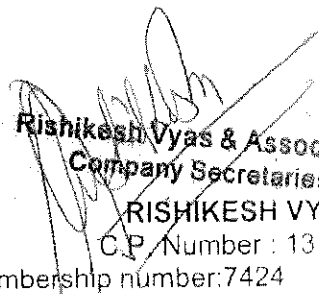
The register, all other papers and relevant records relating to remote e-voting/physical ballot forms and voting at the meeting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting, after which the same will be handed over to the Company Secretary for safe keeping.

Thanking You,  
Yours faithfully,

FOR RISHIKESH VYAS & ASSOCIATES.

Place: Mumbai

Date: 29<sup>th</sup> December, 2015

  
Rishikesh Vyas & Associates  
Company Secretaries  
RISHIKESH VYAS  
C.P. Number : 13110  
Membership number: 7424