

Mukand Ltd.

Regd. Office : Bajaj Bhawan, 3rd Floor
Jamnalal Bajaj Marg
226 Nariman Point, Mumbai, India 400 021
Tel : 91 22 6121 6666 Fax : 91 22 2202 1174
www.mukand.com

Sec/
14th August, 2015

To,
Corporate Relationship Deptt.
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers, 1st Floor,
Dalal Street, Fort,
Mumbai 400 001
Email: corp.relations@bseindia.com

Kalwe Works : Thane-Belapur Road
Post office Kalwe, Thane, Maharashtra
India 400 605
Tel : 91 22 2172 7500 / 7700 Fax : 91 22 2534 8179
CIN : L99999MH1937PLC002726

Ref: ISIN - INE304A01026

BSE Scrip Code – 500460 NSE Scrip Name- MUKANDLTD

Sub: Outcome of 77th Annual General Meeting held on 12th August, 2015

Ref: Submission of Voting Results pursuant to Clause 35A of the Listing Agreement

Dear Sirs,

We wish to inform you that 77th AGM of the Company was held on Wednesday, 12th August, 2015 at 4.00 p.m. at Kamalnayan Bajaj Hall, Bajaj Bhawan, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai 400021.

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made thereunder, as amended ("Amended Rules") and Clause 35B of the Listing Agreement, the Company had provided facility for remote e-voting to the shareholders as on 5th August, 2015 (being the cut-off date for the purpose of e-voting), along with physical ballot form (Assent/Dissent Forms) to cast their votes on the items of business stated in the AGM notice. The remote e-voting system was open from Sunday, 9th August, 2015 (9.00 am) to Tuesday, 11th August, 2015 (5.00 pm).

As required under the Amended Rules, electronic voting facility was also made available at the venue of the AGM and members attending the meeting who had not already cast their votes by remote e-voting were able to cast their vote at the venue of the meeting.

The Company has now received the consolidated report of the Scrutinizer, confirming details of voting through remote e-voting and details of electronic voting at the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions are deemed to be passed on the date of the AGM, i.e. on 12th August, 2015.

A disclosure of voting results of the meeting in terms of clause 35A of the Listing Agreement and the businesses considered and approved by the shareholders with an overwhelming majority is enclosed, together with the Scrutinizer's consolidated report on e-voting. A copy of the same is also being placed on the Company's & Karvy's website.

Kindly acknowledge and take the same on record.

Thanking you,

Yours faithfully,
For **Mukand Ltd.**



K J Mallya
Company Secretary
(kjmallya@mukand.com)

Encl: As Above

Mukand Ltd.

The information required under Clause 35A of the Listing Agreement is as under:

Date of A.G.M		Wednesday, 12 th August, 2015			
Book Closure date		1 st August, 2015 to 12 th August, 2015 (both days inclusive)			
Total number of Shareholders on cut-off date i.e. 5 th August, 2015		42,809 Equity Shareholders			
No. of Shareholders present in the meeting either in person or through proxy		116			
Category of Shareholder	Present in person	Present through proxy	Total	Shares	% to paid up capital
Promoter and promoter group	4	30	34	10,10,06,799	71.43
Public	60	22	82	85,05,606	6.02
Total	64	52	116	10,95,12,405	77.45
No. of Shareholders attended the meeting through Video Conferencing		Nil. No video conferencing facility was made available			
Details of the Agenda, Type of Resolutions required & Mode of Voting		As per Annexure			



Details of Agenda

The mode of voting for all resolutions was remote e-voting (which included physical ballot forms sent in advance) and e-voting at the venue of AGM

Details of Voting:

Resolution No.1: Ordinary Resolution - Adoption of audited standalone financial statements and audited consolidated financial statements for the year ended 31st March, 2015 and the Reports of Directors' and Auditors' thereon.

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	10,10,37,953	10,10,07,319	99.9697	10,10,07,319	100.0000	-	-
Public – Institutional holders	73,78,866	-	-	-	-	-	-
Public – Others	3,29,89,042	72,44,480	21.9603	72,44,375	99.9986	105	0.0014
Total	14,14,05,861	10,82,51,799	76.5540	10,82,51,694	99.9999	105	0.0001

* Includes only valid postal ballot forms / eVotes received

Resolution No.2: Ordinary Resolution - Re-appointment of Shri Narendra J. Shah (DIN: 00047403) as a Director, who retires by rotation

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	10,10,37,953	10,10,07,319	99.9697	10,10,07,319	100.0000	-	-
Public – Institutional holders	73,78,866	-	-	-	-	-	-
Public – Others	3,29,89,042	72,44,480	21.9603	72,44,375	99.9986	105	0.0014
Total	14,14,05,861	10,82,51,799	76.5540	10,82,51,694	99.9999	105	0.0001

* Includes only valid postal ballot forms / eVotes received



Resolution No.3: Ordinary Resolution - Re-appointment of Shri Niraj Bajaj (DIN: 00028261) as a Director, who retires by rotation

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	10,10,37,953	10,10,07,319	99.9697	10,10,07,319	100.0000	-	-
Public – Institutional holders	73,78,866	-	-	-	-	-	-
Public – Others	3,29,89,042	72,44,480	21.9603	72,44,375	99.9986	105	0.0014
Total	14,14,05,861	10,82,51,799	76.5540	10,82,51,694	99.9999	105	0.0001

* Includes only valid postal ballot forms / eVotes received

Resolution No.4: Ordinary Resolution - Ratification of appointment of M/s. Haribhakti & Co. LLP, Chartered Accountants, as Statutory Auditors and fixing their remuneration

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	10,10,37,953	10,10,07,319	99.9697	10,10,07,319	100.0000	-	-
Public – Institutional holders	73,78,866	-	-	-	-	-	-
Public – Others	3,29,89,042	72,44,480	21.9603	72,44,375	99.9986	105	0.0014
Total	14,14,05,861	10,82,51,799	76.5540	10,82,51,694	99.9999	105	0.0001

* Includes only valid postal ballot forms / eVotes received



Resolution No.5: Ordinary Resolution - Appointment of Smt. Bharti R. Gandhi (DIN: 00306004) as an Independent Director

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	10,10,37,953	10,10,07,319	99.9697	10,10,07,319	100.0000	-	-
Public – Institutional holders	73,78,866	-	-	-	-	-	-
Public – Others	3,29,89,042	72,44,480	21.9603	72,44,375	99.9986	105	0.0014
Total	14,14,05,861	10,82,51,799	76.5540	10,82,51,694	99.9999	105	0.0001

* Includes only valid postal ballot forms / eVotes received

Resolution No.6: Ordinary Resolution - Ratification of remuneration to Cost Auditor

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	10,10,37,953	10,10,07,319	99.9697	10,10,07,319	100.0000	-	-
Public – Institutional holders	73,78,866	-	-	-	-	-	-
Public – Others	3,29,89,042	72,44,480	21.9603	72,44,375	99.9986	105	0.0014
Total	14,14,05,861	10,82,51,799	76.5540	10,82,51,694	99.9999	105	0.0001

* Includes only valid postal ballot forms / eVotes received



Resolution No.7: Special Resolution - Approval of Material Related Party Transactions

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	10,10,37,953	1,38,64,271	13.7218	1,38,64,271	100.0000	-	-
Public – Institutional holders	73,78,866	-	-	-	-	-	-
Public – Others	3,29,89,042	72,44,480	21.9603	72,44,375	99.9986	105	0.0014
Total	14,14,05,861	2,11,08,751	14.9278	2,11,08,646	99.9995	105	0.0005

* Includes only valid postal ballot forms / eVotes received



Scrutinizer's Report

**[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the
Companies, (Management and Administration) Rules, 2014 as amended]**

To
The Chairman
Mukand Limited
CIN L99999MH1937PLC002726
Bajaj Bhawan (Third Floor)
226, Nariman Point
Mumbai - 400021

Dear Sir,

1. I, Anant B. Khamankar, Practicing Company Secretary, has been appointed by the Board of Directors of Mukand Limited ("The Company") as a Scrutinizer for the purpose of Scrutinizing the e-voting process along with the Ballot forms and instapoll (i.e. e-voting at AGM), and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 (4) (ix) of the Companies (Management and Administration) Rules, 2014 as amended, on the Resolutions contained in the Notice convening (hereinafter referred to as "the resolutions") the 77th Annual General Meeting (AGM) of the members of the Company, held on Wednesday the 12th day of August, 2015 at 04.00 P.M. at Kamalnayan Bajaj Hall, Jamnalal Bajaj Marg, Nariman Point, Mumbai - 400 021, Maharashtra.
2. The Notice dated 9th day of July, 2015 convening the 77th AGM of the Company along with statement setting out material facts under Section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the resolutions to be passed at the said AGM of the Company.





3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and Ballot Forms on the resolutions contained in the Notice convening the 77th AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process, ballot forms and instapoll is restricted to make a Scrutinizer's Report of the votes, cast "in favor" or "against" the resolutions and "invalid" and "abstained" ballots and votes, based on the reports generated from the e-voting process system provided by Karvy Computershare Private Limited, the authorized agency engaged by the Company, to provide remote e-voting facilities, ballot forms received and instapoll.
4. Further to the above, I submit my report as under:-
- i. The remote e-voting period remained open from Sunday, 9th August, 2015 at 9.00 a.m. (IST) and ended on Tuesday, 11th August, 2015 at 5.00 p.m. (IST).
 - ii. Ballot forms received till Tuesday, 11th August, 2015 at 5.00 p.m. (IST) are considered.
 - iii. The members who were on record of the Company as on the "cut-off" date i.e. Wednesday, 5th August, 2015 were entitled to vote on the resolutions as set out in the notice of the 77th AGM of the Company.
 - iv. The e-voting was again provided at the 77th AGM on Wednesday, the 12th day of August, 2015 for those members who attended the meeting but not voted through remote e-voting facility.
 - v. The votes cast through e-voting were unblocked, after the conclusion of counting of the voting cast at the general meeting, in the presence of two witnesses, viz Ms. Anshu Shah and Ms. Shikha Singh who are not in the employment of the Company.



- vi. Thereafter considering remote e-voting, the Ballot forms received and votes by instapoll, the combined result of the voting is annexed. The details containing inter alia, list of Equity Share holders, who voted "for" or "against", on each of the resolution that was put to vote, and whose votes became invalid or who abstained from voting, were generated from the e-voting website of Karvy Computershare Private Limited i.e. <https://evoting.karvy.com> and is based on such reports generated.

Thanking You.

Yours truly,



Anant B. Khamankar
Company Secretary

FCS: 3198
CP No: 1860

Place: Mumbai,
Date: 13th August, 2015.

Based on the foregoing, the Resolution Nos. 1 to 7 have been passed with requisite majority.

For Mukand Limited



NIRAJ BAJAJ
CHAIRMAN

MUKAND LIMITED

Ballot Control Report [E-VOTING, PHYSICAL BALLOT & INSTA-POLL] for the AGM held on 12/08/2015

Resol ⁿ on ID	Resolution Description	Mode	Ballot Received	Total Votes	Valid Votes (Total minus invalid)	Favour Ballots	Favour Votes	% of total valid votes	Against Ballots	Against Votes	% of total valid votes	Invalid Ballots	Invalid Votes	Invalid %	Abstain Ballots	Abstain Votes	Abstain %
1	Adoption of Financial statements for the year ended 31st March, 2015 and the Director's and Auditors Report thereon.	Electronic Physical Instapoll	123 2 55	110,499,642 91 343,757	107,928,009 91 323,699	107 2 53	107,927,904 91 323,699	91 0 2990	2 0 99999	105 0 99999	0.0001 0 0.0001	14 0 2	2,571,633 0 20,058	2.3272 0 5.8349	0 0 2381	0 0 2381	0 0 2.3272
	TOTAL																
2	Re-appointment of Shri Narendra J. Shah (DIN: 00047403) as a Director, who retires by rotation.	Electronic Physical Instapoll	123 2 55	110,499,642 91 343,757	107,928,009 91 323,699	162 2 53	107,927,904 91 323,699	904 0 2990	2 0 99999	105 0 99999	0.0001 0 0.0001	14 0 2	2,571,633 0 20,058	2.3272 0 5.8349	0 0 2381	0 0 2381	0 0 2.3272
	TOTAL																
3	Re-appointment of Shri Niraj Bajaj (DIN: 00038261) as a Director, who retires by rotation.	Electronic Physical Instapoll	123 2 55	110,499,642 91 343,757	107,928,009 91 323,699	107 2 53	107,927,904 91 323,699	904 0 2990	2 0 99999	105 0 99999	0.0001 0 0.0001	14 0 2	2,571,633 0 20,058	2.3272 0 5.8349	0 0 2381	0 0 2381	0 0 2.3272
	TOTAL																
4	Ratification of appointment of M/s. Haribhakti & Co. LLP, Chartered Accountants, as Statutory Auditors and fixing their	Electronic Physical Instapoll	123 2 55	110,499,642 91 343,757	107,928,009 91 323,699	107 2 53	107,927,904 91 323,699	904 0 2990	2 0 99999	105 0 99999	0.0001 0 0.0001	14 0 2	2,571,633 0 20,058	2.3272 0 5.8349	0 0 2381	0 0 2381	0 0 2.3272
	TOTAL																
5	Appointment of Smt. Bharti R. Gandhi (DIN: 00306004) as an Independent Director.	Electronic Physical Instapoll	123 2 55	110,499,642 91 343,757	107,928,009 91 323,699	107 2 53	107,927,904 91 323,699	904 0 2990	2 0 99999	105 0 99999	0.0001 0 0.0001	14 0 2	2,571,633 0 20,058	2.3272 0 5.8349	0 0 2381	0 0 2381	0 0 2.3272
	TOTAL																
6	Ratification of remuneration to Cost Auditor.	Electronic Physical Instapoll	123 2 55	110,499,642 91 343,757	107,928,009 91 323,699	107 2 53	107,927,904 91 323,699	904 0 2990	2 0 99999	105 0 99999	0.0001 0 0.0001	14 0 2	2,571,633 0 20,058	2.3272 0 5.8349	0 0 2381	0 0 2381	0 0 2.3272
	TOTAL																
7	Approval of Material Related Party Transactions.	Electronic Physical Instapoll	123 2 55	110,499,642 91 343,757	107,928,009 91 323,699	65 2 53	20,784,856 91 323,699	8656 91 15335	2 0 99999	105 0 99999	0.0005 0 0.0005	56 0 2	89,714,681 0 20,058	81.1900 0 5.8349	0 0 2381	0 0 2381	0 0 2.3272
	TOTAL																
	GRAND TOTAL			775,904,430	670,618,810	1,092	670,618,810		14	735		154	105,284,885				

