

August 14, 2015

Corporate Relationship Department,
Bombay Stock Exchange Limited,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort, Mumbai – 400 001.

Security Code No. 505324

The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Security Symbol : MANUGRAPH
Security Series : EQ

Dear Sir,

Sub.: Result of Voting at the 43rd Annual General Meeting

This is further to our letter intimating outcome of the Annual General Meeting, please find enclosed herewith voting results as required under Clause 35A of the Listing Agreement.

Also enclosed herewith is the consolidated report of M/s. Aashish K. Bhatt & Associates, Practicing Company Secretary, scrutinizer for the remote E-Voting and Poll on the resolutions at the Annual General Meeting.

This is for your information and records.

You are requested to take note of the above.

For Manugraph India Limited



Mihir Mehta
Company Secretary

Encl.: a/a

MANUGRAPH INDIA LTD.

Sidhwa House, N.A.Sawant Marg, Colaba, Mumbai-400 005. India.
Tel: 91-22-2287 4815 Fax : 91-22-2287 0702 CIN: L29290MH1972PLC015772
Email: info@manugraph.com Website: www.manugraph.com

VOTING RESULTS

| 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 |
|---|-----------------------|------------------------|---|-----------------------------|-------------------------|--|--|
| Resolution No. 1 - Adoption of Audited Financial Statement, Reports of the Board of Directors and Auditors Audited Consolidated Financial Statement | | | | | | | |
| Mode of Voting: (E-voting+Poll at the AGM) | | | | | | | |
| Promoter and Promoter Group | 17385792 | 17385792 | 100.00 | 17385792 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 1709978 | 1709978 | 100.00 | 1709978 | 0 | 100.00 | 0.00 |
| Public-Others | 2113506 | 2113506 | 100.00 | 1047323 | 1066183 | 49.55 | 50.45 |
| Total (A) | 21209276 | 21209276 | 100.00 | 20143093 | 1066183 | 94.97 | 5.03 |

INVALID Nil

| 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 |
|---|-----------------------|------------------------|---|-----------------------------|-------------------------|--|--|
| Resolution No. 2 - Declaration of Dividend on Equity Shares | | | | | | | |
| Mode of Voting: (E-voting+Poll at the AGM) | | | | | | | |
| Promoter and Promoter Group | 17385792 | 17385792 | 100.00 | 17385792 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 1709978 | 1709978 | 100.00 | 1709978 | 0 | 100.00 | 0.00 |
| Public-Others | 2113506 | 2113506 | 100.00 | 2113496 | 10 | 100.00 | 0.00 |
| Total (A) | 21209276 | 21209276 | 100.00 | 21209266 | 10 | 100.00 | 0.00 |

INVALID Nil

| 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 |
|---|-----------------------|------------------------|---|-----------------------------|-------------------------|--|--|
| Resolution No. 3 - Re-appointment of Mr. Sanjay S. Shah, retiring by rotation | | | | | | | |
| Mode of Voting: (E-voting+Poll at the AGM) | | | | | | | |
| Promoter and Promoter Group | 17385792 | 17385792 | 100.00 | 17385792 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 1709978 | 1709978 | 100.00 | 1709978 | 0 | 100.00 | 0.00 |
| Public-Others | 2113506 | 2113506 | 100.00 | 1092159 | 1021347 | 51.68 | 48.32 |
| Total (A) | 21209276 | 21209276 | 100.00 | 20187929 | 1021347 | 95.18 | 4.82 |

INVALID Nil

For MANUGRAPH INDIA LIMITED



Mihir V. Mehta
Company Secretary

MANUGRAPH INDIA LIMITED

VOTING RESULTS

| 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 |
|--|-----------------------|------------------------|---|-----------------------------|-------------------------|--|--|
| Resolution No. 4 - Appointment of Auditors and fixing their remuneration Mode of Voting: (E-voting+Poll at the AGM) | | | | | | | |
| Promoter and Promoter Group | 17385792 | 17385792 | 100.00 | 17385792 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 1709978 | 1709978 | 100.00 | 1709978 | 0 | 100.00 | 0.00 |
| Public-Others | 2113506 | 2113506 | 100.00 | 1094159 | 1019347 | 51.77 | 48.23 |
| Total (A) | 21209276 | 21209276 | 100.00 | 20189929 | 1019347 | 95.19 | 4.81 |

INVALID Nil

| 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 |
|--|-----------------------|------------------------|---|-----------------------------|-------------------------|--|--|
| Resolution No. 5 - Appointment of Mrs. Sohni Harish Daswani as an Independent Director Mode of Voting: (E-voting+Poll at the AGM) | | | | | | | |
| Promoter and Promoter Group | 17385792 | 17385792 | 100.00 | 17385792 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 1709978 | 1709978 | 100.00 | 1709978 | 0 | 100.00 | 0.00 |
| Public-Others | 2113506 | 2113506 | 100.00 | 1092159 | 1021347 | 51.68 | 48.32 |
| Total (A) | 21209276 | 21209276 | 100.00 | 20187929 | 1021347 | 95.18 | 4.82 |

INVALID Nil

| 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 |
|--|-----------------------|------------------------|---|-----------------------------|-------------------------|--|--|
| Resolution No. 6 - Re-appointment of Mr. Sanjay S. Shah as Vice Chairman and Managing Director and payment of remuneration Mode of Voting: (E-voting+Poll at the AGM) | | | | | | | |
| Promoter and Promoter Group | 17385792 | 17385792 | 100.00 | 17385792 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 1709978 | 1709978 | 100.00 | 1709978 | 0 | 100.00 | 0.00 |
| Public-Others | 2113506 | 2113506 | 100.00 | 25986 | 2087520 | 1.23 | 98.77 |
| Total (A) | 21209276 | 21209276 | 100.00 | 19121756 | 2087520 | 90.16 | 9.84 |

INVALID Nil

For MANUGRAPH INDIA LIMITED

(Signature)

Minir V. Mehta
Company Secretary

MANUGRAPH INDIA LIMITED

VOTING RESULTS

| 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 |
|---|-----------------------|------------------------|---|-----------------------------|-------------------------|--|--|
| Resolution No. 7 - Re-appointment of Mr. Pradeep S. Shah as Managing Director and payment of remuneration | | | | | | | |
| Mode of Voting: (E-voting+Poll at the AGM) | | | | | | | |
| Promoter and Promoter Group | 17385792 | 17385792 | 100.00 | 17385792 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 1709978 | 1709978 | 100.00 | 1709978 | 0 | 100.00 | 0.00 |
| Public-Others | 2113506 | 2113506 | 100.00 | 25986 | 2087520 | 1.23 | 98.77 |
| Total (A) | 21209276 | 21209276 | 100.00 | 19121756 | 2087520 | 90.16 | 9.84 |

INVALID Nil

| 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 |
|---|-----------------------|------------------------|---|-----------------------------|-------------------------|--|--|
| Resolution No. 8 - Re-appointment of Mr. Bhupal B. Nandave as Whole Time Director (Works) and payment of remuneration | | | | | | | |
| Mode of Voting: (E-voting+Poll at the AGM) | | | | | | | |
| Promoter and Promoter Group | 17385792 | 17385792 | 100.00 | 17385792 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 1709978 | 1709978 | 100.00 | 1709978 | 0 | 100.00 | 0.00 |
| Public-Others | 2113506 | 2113506 | 100.00 | 2114496 | 2010 | 99.90 | 0.10 |
| Total (A) | 21209276 | 21209276 | 100.00 | 21207266 | 2010 | 99.99 | 0.01 |

INVALID Nil

| 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 |
|--|-----------------------|------------------------|---|-----------------------------|-------------------------|--|--|
| Resolution No. 9 - Approval of the remuneration of the Cost Auditors | | | | | | | |
| Mode of Voting: (E-voting+Poll at the AGM) | | | | | | | |
| Promoter and Promoter Group | 17385792 | 17385792 | 100.00 | 17385792 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 1709978 | 1709978 | 100.00 | 1709978 | 0 | 100.00 | 0.00 |
| Public-Others | 2113506 | 2113506 | 100.00 | 1094159 | 1019347 | 51.77 | 48.23 |
| Total (A) | 21209276 | 21209276 | 100.00 | 20189929 | 1019347 | 95.19 | 4.81 |

INVALID Nil

For MANUGRAPH INDIA LIMITED

(Signature)

Mihir V. Mehta
Company Secretary



AASHISH K. BHATT & ASSOCIATES

Practising Company Secretaries

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

Manugraph India Limited

43rd Annual General Meeting (AGM) held on 13.08.2015

1. Consolidated Results on E-voting and Poll at the AGM on Resolution 1 – Ordinary Resolution

| Particulars | Number of Members Voted through | | | Number of votes contained in | | | Percentage |
|-------------|---------------------------------|------|-------|------------------------------|------|----------|------------|
| | E-voting | Poll | Total | E-voting | Poll | Total | |
| Assent | 48 | 11 | 59 | 20136843 | 6250 | 20143093 | 94.97 |
| Dissent | 10 | - | 10 | 1066183 | - | 1066183 | 5.03 |
| Total | 58 | 11 | 69 | 21203026 | 6250 | 21209276 | 100 |

Accordingly, out of 21209276 votes through poll and e-voting 20143093 votes were casted assenting to the Ordinary resolution constituting 94.97% and 1066183 votes were casted dissenting to the Ordinary resolution constituting 5.03%.

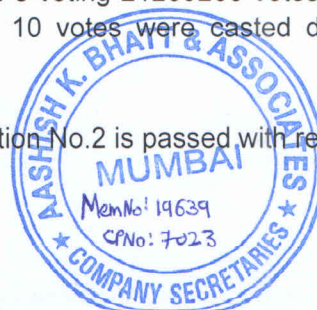
Thus, the Ordinary resolution as contained in Resolution No.1 is passed with requisite majority.

2. Consolidated Results on E-voting and Poll at the AGM on Resolution 2 – Ordinary Resolution

| Particulars | Number of Members Voted through | | | Number of votes contained in | | | Percentage |
|-------------|---------------------------------|------|-------|------------------------------|------|----------|------------|
| | E-voting | Poll | Total | E-voting | Poll | Total | |
| Assent | 57 | 11 | 68 | 21203016 | 6250 | 21209266 | 100.00 |
| Dissent | 1 | - | 1 | 10 | - | 10 | 0.00 |
| Total | 58 | 11 | 69 | 21203026 | 6250 | 21209276 | 100.00 |

Accordingly, out of 21209276 votes through poll and e-voting 21209266 votes were casted assenting to the Ordinary resolution constituting 100.00 % and 10 votes were casted dissenting to the Ordinary resolution constituting 0.00 %.

Thus, the Ordinary resolution as contained in Resolution No.2 is passed with requisite majority.



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3. Consolidated Results on E-voting and Poll at the AGM on Resolution 3 – Ordinary Resolution

| Particulars | Number of Members Voted through | | | Number of votes contained in | | | Percentage |
|-------------|---------------------------------|------|-------|------------------------------|------|----------|------------|
| | E-voting | Poll | Total | E-voting | Poll | Total | |
| Assent | 46 | 11 | 57 | 20181679 | 6250 | 20187929 | 95.18 |
| Dissent | 12 | - | 12 | 1021347 | - | 1021347 | 4.82 |
| Total | 58 | 11 | 69 | 21203026 | 6250 | 21209276 | 100.00 |

Accordingly, out of 21209276 votes through poll and e-voting 20187929 votes were casted assenting to the Ordinary resolution constituting 95.18 % and 1021347 votes were casted dissenting to the Ordinary resolution constituting 4.82 %.

Thus, the Ordinary resolution as contained in Resolution No.3 is passed with requisite majority

4. Consolidated Results on E-voting and Poll at the AGM on Resolution 4 – Ordinary Resolution

| Particulars | Number of Members Voted through | | | Number of votes contained in | | | Percentage |
|-------------|---------------------------------|------|-------|------------------------------|------|----------|------------|
| | E-voting | Poll | Total | E-voting | Poll | Total | |
| Assent | 47 | 11 | 58 | 20183679 | 6250 | 20189929 | 95.19 |
| Dissent | 11 | - | 11 | 1019347 | - | 1019347 | 4.81 |
| Total | 58 | 11 | 69 | 21203026 | 6250 | 21209276 | 100.00 |

Accordingly, out of 21209276 votes through poll and e-voting 20189929 votes were casted assenting to the Ordinary resolution constituting 95.19 % and 1019347 votes were casted dissenting to the Ordinary resolution constituting 4.81 %.

Thus, the Ordinary resolution as contained in Resolution No.4 is passed with requisite majority

5. Consolidated Results on E-voting and Poll at the AGM on Resolution 5 – Ordinary Resolution

| Particulars | Number of Members Voted through | | | Number of votes contained in | | | Percentage |
|-------------|---------------------------------|------|-------|------------------------------|------|----------|------------|
| | E-voting | Poll | Total | E-voting | Poll | Total | |
| Assent | 46 | 11 | 57 | 20181679 | 6250 | 20187929 | 95.18 |
| Dissent | 12 | - | 12 | 1021347 | - | 1021347 | 4.82 |
| Total | 58 | 11 | 69 | 21203026 | 6250 | 21209276 | 100.00 |



ATBhatt

Accordingly, out of 21209276 votes through poll and e-voting 20187929 votes were casted assenting to the Ordinary resolution constituting 95.18% and 1021347 votes were casted dissenting to the Ordinary resolution constituting 4.82 %.

Thus, the Ordinary resolution as contained in Resolution No.5 is passed with requisite majority

6. Consolidated Results on E-voting and Poll at the AGM on Resolution 6 – Special Resolution

| Particulars | Number of Members Voted through | | | Number of votes contained in | | | Percentage |
|----------------|---------------------------------|------|-------|------------------------------|------|----------|---------------|
| | E-voting | Poll | Total | E-voting | Poll | Total | |
| Assent | 37 | 11 | 48 | 19115506 | 6250 | 19121756 | 90.16 |
| Dissent | 21 | - | 21 | 2087520 | - | 2087520 | 9.84 |
| Total | 58 | 11 | 69 | 21203026 | 6250 | 21209276 | 100.00 |

Accordingly, out of 21209276 votes through poll and e-voting 19121756 votes were casted assenting to the Special resolution constituting 90.16% and 2087520 votes were casted dissenting to the Special resolution constituting 9.84 %.

Thus, the Special resolution as contained in Resolution No.6 is passed with requisite majority.

7. Consolidated Results on E-voting and Poll at the AGM on Resolution 7 – Special Resolution

| Particulars | Number of Members Voted through | | | Number of votes contained in | | | Percentage |
|----------------|---------------------------------|------|-------|------------------------------|------|----------|---------------|
| | E-voting | Poll | Total | E-voting | Poll | Total | |
| Assent | 37 | 11 | 48 | 19115506 | 6250 | 19121756 | 90.16 |
| Dissent | 21 | - | 21 | 2087520 | - | 2087520 | 9.84 |
| Total | 58 | 11 | 69 | 21203026 | 6250 | 21209276 | 100.00 |

Accordingly, out of 21209276 votes through poll and e-voting 19121756 votes were casted assenting to the Special resolution constituting 90.16% and 2087520 votes were casted dissenting to the Special resolution constituting 9.84%.

Thus, the Special resolution as contained in Resolution No.7 is passed with requisite majority

8. Consolidated Results on E-voting and Poll at the AGM on Resolution 8 – Special Resolution



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| Particulars | Number of Members Voted through | | | Number of votes contained in | | | Percentage |
|-------------|---------------------------------|------|-------|------------------------------|------|----------|------------|
| | E-voting | Poll | Total | E-voting | Poll | Total | |
| Assent | 56 | 11 | 67 | 21201016 | 6250 | 21207266 | 99.99 |
| Dissent | 2 | - | 2 | 2010 | - | 2010 | 0.01 |
| Total | 58 | 11 | 69 | 21203026 | 6250 | 21209276 | 100.00 |

Accordingly, out of 21209276 votes through poll and e-voting 21207266 votes were casted assenting to the Special resolution constituting 99.99% and 2010 votes were casted dissenting to the Special resolution constituting 0.01 %.

Thus, the Special resolution as contained in Resolution No.8 is passed with requisite majority

9. Consolidated Results on E-voting and Poll at the AGM on Resolution 9 – Ordinary Resolution

| Particulars | Number of Members Voted through | | | Number of votes contained in | | | Percentage |
|-------------|---------------------------------|------|-------|------------------------------|------|----------|------------|
| | E-voting | Poll | Total | E-voting | Poll | Total | |
| Assent | 47 | 11 | 58 | 20183679 | 6250 | 20189929 | 95.19 |
| Dissent | 11 | - | 11 | 1019347 | - | 1019347 | 4.81 |
| Total | 58 | 11 | 69 | 21203026 | 6250 | 21209276 | 100.00 |

Accordingly, out of 21209276 votes through poll and e-voting 20189929 votes were casted assenting to the Ordinary resolution constituting 95.19% and 1019347 votes were casted dissenting to the Ordinary resolution constituting 4.81%.

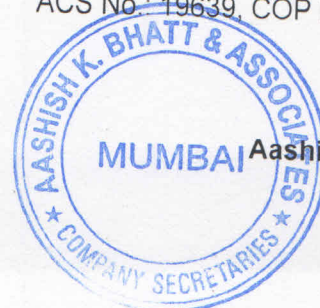
Thus, the Ordinary resolution as contained in Resolution No.9 is passed with requisite majority

Thanking You,
Yours faithfully,

Place: Mumbai

Date: 14th August, 2015

For Aashish K. Bhatt & Associates
Company Secretaries
(ICSI Unique Code S2008MH100200)
ACS No.: 19639, COP No.: 7023



Aashish Bhatt
Ashish