



Regd. Office : Texcellence Complex, Near. Anupam Cinema, Khokhra, Ahmedabad - 380 021, India.

Phone : 91-79-67777000 • Fax : 91-79-22773061 • E-mail : [texcellence@ashima.in](mailto:texcellence@ashima.in)

CIN No : L99999GJ1982PLC005253

18<sup>th</sup> September, 2015

<b>To, BSE Limited Corporate Relationship Department, 25<sup>th</sup> Floor, P J Towers, Dalal Street, Fort, Mumbai – 400001 SECURITY CODE NO. 514286</b>	<b>To, National Stock Exchange of India Ltd Exchange Plaza 5<sup>th</sup> Floor, Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 SECURITY CODE NO. ASHIMASYN</b>
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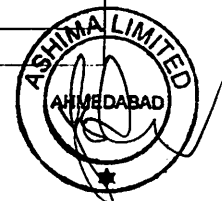
Dear Sir / Madam,

**Sub: Outcome of the 32<sup>nd</sup> Annual General Meeting – Clause 35A of the Listing Agreement.**

This is to inform you that the 32<sup>nd</sup> Annual General Meeting of the Shareholders of the Company was held on 18<sup>th</sup> September, 2015 at the Registered Office of the Company at 12:00 noon.

In compliance with Clause 35A of the Listing Agreement, we give below in the prescribed format, the details regarding the voting results along with Agenda wise results of the businesses transacted at the 32<sup>nd</sup> Annual General Meeting of the Shareholders of the Company held on **Friday, the 18<sup>th</sup> September, 2015 at 12:00 noon at Texcellence Complex, Khokhara-Mehmedabad, Ahmedabad – 380 021:-**

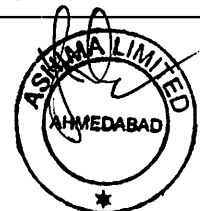
1.	Date of the Annual General Meeting	-	18 <sup>th</sup> September, 2015
2.	Total Number of Shareholders on Record Date	-	19618
3.	No. of Shareholders present in the meeting either in person or proxy or through authorised representatives:-	-	48
	Promoter and Promoter Group	-	8
	Public	-	36
	Authorized Representative	-	4
4.	No. of Shareholders attend the meeting through Video Conferencing:-	-	N.A.
	Promoter and Promoter Group	-	N.A.
	Public	-	N.A.





**AGENDA WISE**

<b>Sr. No.</b>	<b>Details of Agenda</b>	<b>Resolution Required Ordinary / Special</b>	<b>Mode of Voting Show of Hands / Poll / Postal Ballot / E-voting</b>	<b>Remarks</b>
1	Adoption of Audited Financial Statements for the year ended on 31 <sup>st</sup> March, 2015 and Reports of the Board of Directors and the Auditors thereon.	Ordinary	E-voting and Poll Process	This resolution was passed by requisite majority.
2	Appointment of Mr. Chintan N. Parikh (DIN: 00155225) as a Director of the company, who retires by rotation.	Ordinary	E-voting and Poll Process	This resolution was passed by requisite majority.
3	Appointment of Dhirubhai Shah & Doshi, Chartered Accountants (Firm Registration no. 102511W) as Statutory Auditors of the Company and fixing their remuneration.	Ordinary	E-voting and Poll Process	This resolution was passed by requisite majority.
4	Payment of remuneration to Mr. Chintan N. Parikh (DIN: 00155225) as Managing Director of the Company for the period from 01.04.2015 to 06.02.2017 pursuant to Section 197 & 203 of the Companies Act, 2013	Special	E-voting and Poll Process	This resolution was passed by requisite majority.
5	Appointment of Mrs. Koushlya V. Melwani (DIN: 01575110) as a Director of the company.	Ordinary	E-voting and Poll Process	This resolution was passed by requisite majority.
6	Re-classification of Authorised Share Capital and consequent alteration in Memorandum of	Special	E-voting and Poll Process	This resolution was passed by requisite majority.





	Association			
7	Approval of Cost Auditors' remuneration for the Financial Year 2015-16	Ordinary	E-voting and Poll Process	This resolution was passed by requisite majority.
8	Approval to Material Related Party Transactions	Special	E-voting and Poll Process	This resolution was passed by requisite majority.

**For Ashima Limited**

**Dipak Thaker**

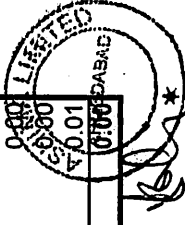
**Authorised Person**



ASHIMA LIMITED - CIN NO. L99999GJ1982PLC005253 CLAUSE 35A (Physical and e-voting) - Resolution no.1							
Promoter / Public	No. of Shares held	No. of Votes Polled (Including Physical & E-voting)	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour of 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	11137293	11137293	100.00	11137293	0	100.00	0.00
Public - Institutional holders	26374	0	0.00	0	0	0.00	0.00
Public - Others	22205120	4099950	18.46	4099650	300	99.99	0.01
<b>Total</b>	<b>33368787</b>	<b>15237243</b>	<b>45.66</b>	<b>15236943</b>	<b>300</b>	<b>100.00</b>	<b>0.00</b>

ASHIMA LIMITED - CIN NO. L99999GJ1982PLC005253 CLAUSE 35A (Physical and e-voting) - Resolution no.2							
Promoter / Public	No. of Shares held	No. of Votes Polled (Including Physical & E-voting)	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour of 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	11137293	11137293	100.00	11137293	0	100.00	0.00
Public - Institutional holders	26374	0	0.00	0	0	0.00	0.00
Public - Others	22205120	4099950	18.46	4099745	205	99.99	0.005
<b>Total</b>	<b>33368787</b>	<b>15237243</b>	<b>45.66</b>	<b>15237038</b>	<b>205</b>	<b>100.00</b>	<b>0.00</b>

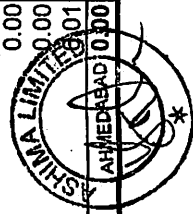
ASHIMA LIMITED - CIN NO. L99999GJ1982PLC005253 CLAUSE 35A (Physical and e-voting) - Resolution no.3							
Promoter / Public	No. of Shares held	No. of Votes Polled (Including Physical & E-voting)	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour of 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	11137293	11137293	100.00	11137293	0	100.00	0.00
Public - Institutional holders	26374	0	0.00	0	0	0.00	0.00
Public - Others	22205120	4099950	18.46	4099745	205	99.99	0.001
<b>Total</b>	<b>33368787</b>	<b>15237243</b>	<b>45.66</b>	<b>15237038</b>	<b>205</b>	<b>100.00</b>	<b>0.00</b>



ASHIMA LIMITED - CIN NO. L99999GJ1982PLC005253									
CLAUSE 35A (Physical and e-voting) - Resolution no.4									
Promoter / Public	No. of Shares held	No. of Votes Polled (Including Physical & E-voting)	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour of 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	11137293	11137293	100.00	11137293	0	100.00	0.00		
Public - Institutional holders	26374	0	0.00	0	0	0.00	0.00		
Public - Others	22205120	4099950	18.46	4099650	300	99.99	0.01		
<b>Total</b>	<b>33368787</b>	<b>15237243</b>	<b>45.66</b>	<b>15236943</b>	<b>300</b>	<b>100.00</b>	<b>0.00</b>		

ASHIMA LIMITED - CIN NO. L99999GJ1982PLC005253									
CLAUSE 35A (Physical and e-voting) - Resolution no.5									
Promoter / Public	No. of Shares held	No. of Votes Polled (Including Physical & E-voting)	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour of 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	11137293	11137293	100.00	11137293	0	100.00	0.00		
Public - Institutional holders	26374	0	0.00	0	0	0.00	0.00		
Public - Others	22205120	4099950	18.46	4099745	205	99.99	0.01		
<b>Total</b>	<b>33368787</b>	<b>15237243</b>	<b>45.66</b>	<b>15237038</b>	<b>205</b>	<b>100.00</b>	<b>0.00</b>		

ASHIMA LIMITED - CIN NO. L99999GJ1982PLC005253									
CLAUSE 35A (Physical and e-voting) - Resolution no.6									
Promoter / Public	No. of Shares held	No. of Votes Polled (Including Physical & E-voting)	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour of 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	11137293	11137293	100.00	11137293	0	100.00	0.00		
Public - Institutional holders	26374	0	0.00	0	0	0.00	0.00		
Public - Others	22205120	4099950	18.46	4099745	205	99.99	0.01		
<b>Total</b>	<b>33368787</b>	<b>15237243</b>	<b>45.66</b>	<b>15237038</b>	<b>205</b>	<b>100.00</b>	<b>0.00</b>		



ASHIMA LIMITED - CIN NO. L99999GJ1982PLC005253 CLAUSE 35A (Physical and e-voting) - Resolution no.7							
Promoter / Public	No. of Shares held	No. of Votes Polled (Including Physical & E-voting)	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour of 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	11137293	11137293	100.00	11137293	0	100.00	0.00
Public - Institutional holders	26374	0	0.00	0	0	0.00	0.00
Public - Others	22205120	4099950	18.46	4099745	205	99.99	0.01
<b>Total</b>	<b>33368787</b>	<b>15237243</b>	<b>45.66</b>	<b>15237038</b>	<b>205</b>	<b>100.00</b>	<b>0.00</b>

ASHIMA LIMITED - CIN NO. L99999GJ1982PLC005253 CLAUSE 35A (Physical and e-voting) - Resolution no.8							
Promoter / Public	No. of Shares held	No. of Votes Polled (Including Physical & E-voting)	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour of 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	11137293	0	0.00	0	0	0.00	0.00
Public - Institutional holders	26374	0	0.00	0	0	0.00	0.00
Public - Others	22205120	4086150	18.40	4085945	205	99.99	0.01
<b>Total</b>	<b>33368787</b>	<b>4086150</b>	<b>12.25</b>	<b>4085945</b>	<b>205</b>	<b>100.00</b>	<b>0.00</b>





To,

The Chairman of the Meeting

**Ashima Limited**  
Ahmedabad.

Dear Sir,

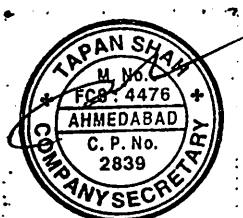
**Subject: Declaration of Consolidated Results of Remote E-voting and Physical voting through Ballot process in respect of resolutions placed in the notice of 32<sup>nd</sup> Annual General Meeting of members of the Ashima Limited held on 18<sup>th</sup> September, 2015**

I, Mr. Tapan Shah, Practicing Company Secretary, has been appointed as a Scrutinizer of Ashima Limited ("the Company"), pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the remote e-voting and physical voting through ballot process at the 32<sup>nd</sup> Annual General Meeting ("AGM") of the Company in a fair and transparent manner on the below mentioned resolution(s), as mentioned in the agenda of the Notice dated 8<sup>th</sup> August, 2015 of AGM of the Equity Shareholders of the Company, held on 18<sup>th</sup> day of September, 2015 at 12.00 Noon at Registered Office of the Company.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the listing agreement, relating to remote e-voting and physical voting through ballot process on the resolution contained in the aforesaid notice to the AGM of the members of the company. My responsibility as a scrutinizer is to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot process in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL) and of physical voting through ballot process.

Following resolutions were carried out by the Company at the AGM;

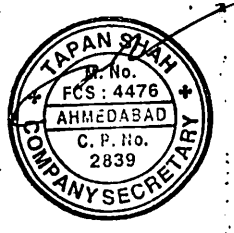
- i. **Ordinary Resolution** To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2015 and the Reports of the Board of Directors and the Auditors thereon.
- ii. **Ordinary Resolution** To appoint Mr. Chintan N. Parikh (DIN: 00155225), who retires by rotation and being eligible, offers himself for re-appointment.



- iii. **Ordinary Resolution** To appoint M/s. Dhirubhai Shah & Doshi, Chartered Accountants (Firm Registration No. 102511W) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and authorize the Board to fix their remuneration.
- iv. **Special Resolution** For Payment of remuneration to Mr. Chintan N. Parikh, Managing Director of the Company.
- v. **Ordinary Resolution** For Appointment of Mrs. Koushlya V. Melwani (DIN: 01575110) as Director of the Company.
- vi. **Special Resolution** For Re-classification of Authorised Share Capital and consequent alteration in Memorandum of Association of the Company.
- vii. **Ordinary Resolution** For Approval of Cost Auditor's Remuneration for the financial year ending March 31st, 2016.
- viii. **Special Resolution** For Approval of Material Related Party Transactions.

I hereby report as under;

1. On the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on **14<sup>th</sup> August, 2015**, the Company completed dispatch of the Notice of the AGM:
  - A. by email to Members who had registered their email-ids with the Company on **21<sup>st</sup> August, 2015** and
  - B. by Courier to Members in physical form on or before **22<sup>nd</sup> August, 2015**.
2. The Company has also placed the Notice of 32<sup>nd</sup> AGM on the Web site of the Company as well as web Site of E-voting Agency i.e. CDSL.
3. The Company has given the news paper advertisement for date and time of commencement and end of remote e-voting in;
  - A. The Western Times (Vernacular Language - Gujarati) on 25<sup>th</sup> August, 2015 and
  - B. The Western Times (English Language) on 25<sup>th</sup> August, 2015.
4. The Shareholders holding Shares as on the "Cut off" date, i.e. 11<sup>th</sup> September, 2015 were entitled to vote through remote e-voting and voting at the AGM through Physical ballot process on the resolutions as mentioned in the Notice of AGM of the Company.





5. In terms of the aforesaid Notice, remote e-voting was open for three days from **9.00 a.m. on Tuesday, 15<sup>th</sup> September, 2015 to 05.00 p.m. on Thursday, 17<sup>th</sup> September, 2015** and members were required to cast their votes electronically conveying their assent or Dissent in respect of the Ordinary and Special Resolutions, on remote e-voting platform provided by Central Depository Services (India) Limited (CDSL).
6. Further, at the venue of Annual General Meeting, the Company has provided the facility of voting at the meeting through physical ballot papers to those Shareholders who were present at the Meeting and had not voted through remote e-voting.
7. After the conclusion of voting at the Annual General Meeting, I first counted the Vote cast at the meeting through physical ballots papers and thereafter unblocked the votes cast through remote e-voting on Friday, the 18<sup>th</sup> day of September, 2015 around 03.22 p.m. after the completion of voting at the Annual General Meeting, in the presence of two witnesses, namely, Mr. Naresh Prajapati and Mr. Hitesh Lachhwani, who are not in employment of the Company.
8. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of 32<sup>nd</sup> Annual General Meeting held on, 18<sup>th</sup> September, 2015 is **annexed herewith**.
9. The Register, all other papers and relevant records relating to electronic voting and voting at the AGM through physical ballot process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.
10. The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman or any other Director, as decided by the Board of Director of the Company and who has also countersigned this report.

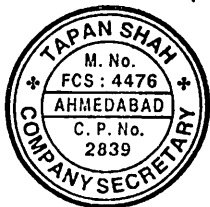
Place: **Ahmedabad**

Signature: 

Date: **18<sup>th</sup> September, 2015**

Name of Company Secretary: **TAPAN SHAH**

C.P.No.: **2839**



**Declaration**

We, the undersigned witnesseth that;

1. The physical ballot papers were opened in our presence;
2. The remote e-voting result/list was unblocked and downloaded from the CDSL website ([www.evotingindia.com](http://www.evotingindia.com)) in our presence at 03.22 p.m. on 18<sup>th</sup> September, 2015 at the office of Mr. Tapan Shah, the scrutinizer.

Place: Ahmedabad

Date: 18<sup>th</sup> September, 2015



**Witness 1:**

**Mr. Naresh Prajapati**

41, Vijaylaxmi Soc, Nr Kabadi -3,  
Bhulabhai road, Ahmedabad  
- 380006



**Witness 2:**

**Mr. Hitesh Lachhwani**

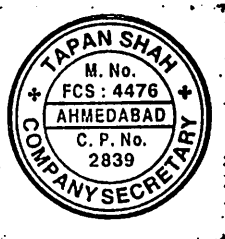
8, Maheshwari Park Soc.  
Garden Road, Bhadwatnagar  
Ahmedabad – 380 008

Countered by

For Ashima Limited



**Chairman**



## Detailed Consolidated Results of Remote e-voting and Ballot Forms voting

Annexure

**Resolution 1 - To receive, consider and adopt the Audited Balancesheet as at March 31, 2015, the audited Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors' and Auditors' thereon. - Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	61	76	870360	14366883	15237243	100.000
Assent	15	58	73	870360	14366583	15236943	99.998
Dissent	0	3	3	0	300	300	0.002
<b>Total</b>	<b>15</b>	<b>61</b>	<b>76</b>	<b>870360</b>	<b>14366883</b>	<b>15237243</b>	<b>100.000</b>

**Resolution 2 - To appoint a Director in place of Shri Chintan Parikh (holding DIN - 00155225) who retires by rotation and being eligible offers himself for re-appointment - Ordinary Resolution**

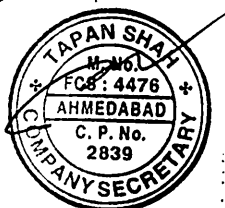
Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	61	76	870360	14366883	15237243	100.000
Assent	15	59	74	870360	14366678	15237038	99.999
Dissent	0	2	2	0	205	205	0.001
<b>Total</b>	<b>15</b>	<b>61</b>	<b>76</b>	<b>870360</b>	<b>14366883</b>	<b>15237243</b>	<b>100.000</b>

**Resolution 3 - To appoint Statutory Auditors of the Company for the financial year 2015-16 and to fix their remuneration - Ordinary Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	61	76	870360	14366883	15237243	100.000
Assent	15	59	74	870360	14366678	15237038	99.999
Dissent	0	2	2	0	205	205	0.001
<b>Total</b>	<b>15</b>	<b>61</b>	<b>76</b>	<b>870360</b>	<b>14366883</b>	<b>15237243</b>	<b>100.000</b>

**Resolution 4 - To approve payment of remuneration to Shri Chintan N. Parikh, Managing Director - Special Resolution**

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	61	76	870360	14366883	15237243	100.000
Assent	15	58	73	870360	14366583	15236943	99.998
Dissent	0	3	3	0	300	300	0.002
<b>Total</b>	<b>15</b>	<b>61</b>	<b>76</b>	<b>870360</b>	<b>14366883</b>	<b>15237243</b>	<b>100.000</b>



## Resolution 5 - To consider appointment of Mrs. Koushlya V. Melwani (DIN : 01575110) as Director - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	61	76	870360	14366883	15237243	100.000
Assent	15	59	74	870360	14366678	15237038	99.999
Dissent	0	2	2	0	205	205	0.001
<b>Total</b>	<b>15</b>	<b>61</b>	<b>76</b>	<b>870360</b>	<b>14366883</b>	<b>15237243</b>	<b>100.000</b>

## Resolution 6 - To consider Re-classification of Authorised Share Capital and consequent alteration in Memorandum of Association- Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	61	76	870360	14366883	15237243	100.000
Assent	15	59	74	870360	14366678	15237038	99.999
Dissent	0	2	2	0	205	205	0.001
<b>Total</b>	<b>15</b>	<b>61</b>	<b>76</b>	<b>870360</b>	<b>14366883</b>	<b>15237243</b>	<b>100.000</b>

## Resolution 7 - To approve Cost Auditor's Remuneration - Ordinary Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	15	61	76	870360	14366883	15237243	100.000
Assent	15	59	74	870360	14366678	15237038	99.999
Dissent	0	2	2	0	205	205	0.001
<b>Total</b>	<b>15</b>	<b>61</b>	<b>76</b>	<b>870360</b>	<b>14366883</b>	<b>15237243</b>	<b>100.000</b>

## Resolution 8 - To approve Material Related Party Transactions - Special Resolution

Particulars	No. of			No. of Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Received	11	49	60	2160	4083990	4086150	100.000
Assent	11	47	58	2160	4083785	4085945	99.995
Dissent	0	2	2	0	205	205	0.005
<b>Total</b>	<b>11</b>	<b>49</b>	<b>60</b>	<b>2160</b>	<b>4083990</b>	<b>4086150</b>	<b>100.000</b>

Thanking You  
Your Faithfully

Tapan Shah  
C.P. No: 2839

