

Dated: 7th January, 2016

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai- 400 051

The Secretary
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai- 400 001

NSE Scrip Name- SKIPPER / BSE Scrip Code- 538562

Dear Sirs,

Sub: Voting Results of Postal Ballot

We are forwarding herewith results of Postal Ballot which was open from 8th December, 2015 to 6th January, 2016 along with a copy of Scrutinizers Report.

Date of the AGM/EGM/ Postal ballot	8 th December 2015 to 6 th January, 2016
Total number of shareholders on record date	2699
Number of shareholders present in the meeting either in person or proxy	N.A
Number of shareholders attended the meeting through Video Conferencing	N.A

Agenda Wise Disclosure

Resolution Required	Special Resolution- Approval of Skipper Employee Stock Options Plan 2015 and Grant of Employee Stock Options to the employees of the Company thereunder.
Whether Promoter/ Promoter group are interested in the agenda/resolution	No

SKIPPER LIMITED

Regd. Office : 3A, Loudon Street, 1st Floor, Kolkata - 700 017
CIN : L40104WB1981 PLC033408 Phone : 033 2289 2327 / 5731 / 5732, Fax : 033 2289 5733
Email : mail@skipperlimited.com, Website : www.skipperlimited.com

Category	Mode of Voting	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	E- voting	74054962	74054962	100	74054962	0	100	0
	Poll	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot	0	0	0	0	0	0	0
	Total	74054962	74054962	100	74054962	0	100	0
Public Institutions	E- voting	713390	713390	100	713390	0	100	0
	Poll	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot	0	0	0	0	0	0	0
	Total	713390	713390	100	713390	0	100	0
Public Non Institutions	E- voting	8436801	8436801	100	8028251	408550	95.16	4.84
	Poll	N.A	N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot	1400	1350	96.43	1350	0	100	0
	Total	8438201	8438151	99.99	8029601	408550	95.16	4.84
TOTAL		83206553	83206503	99.99	82797953	408550	99.50	0.50

You are requested to take the above on record.

Thanking you,

Yours faithfully,
For Skipper Limited



Arbind Kumar Jain
Company Secretary

Encl: Scrutinizers Report



SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Rule 20 as amended by Companies (Management & Administration) Amendment Rules, 2015]

7th January, 2016

To
The Chairman
Skipper Limited
3A, Loudon Street
Kolkata-700017.

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot & Voting through E-voting conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 and Rule 20, *mutatis mutandis*, of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I, Manoj Kumar Banthia, partner of MKB & Associates, Practicing Company Secretaries, appointed by the Board of Directors of Skipper Limited (the Company) on 27th November 2015 for the purpose of scrutinizing the postal ballot process and voting through e-voting conducted for seeking approval of members of the Company for Skipper Employee Stock Option Plan 2015 and grant of employees stock options to the employees of the Company do hereby submit my report as follows:

- (a) The notice dated 30th November, 2015 with the Statement under Section 102 of the Act setting out all material facts in respect of the resolution mentioned therein was sent to the shareholders of the Company electronically by email and physically by Registered Post/speed post/courier to the members whose names appear on the





register of members/ list of beneficial owners as received from the National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as on 27th November, 2015.

- (b) The Company had dispatched the Postal Ballots, along with the Notice, the Postal Ballot forms along with postage prepaid business reply envelope by speed post/ registered post 7th December, 2015 and by email on 7th December, 2015. The company also provided voting through e-voting facility offered by Central Depository Services (India) Limited (CDSL) to its shareholders.
- (c) The members holding shares either in physical or dematerialized form, as on the "Cut off" date i.e. 27th November, 2015 were entitled to vote on the proposed resolution.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period commenced on Tuesday, 8th December, 2015 at 9:00 AM(IST) and ended on Wednesday, 6th January, 2015 at 5:00 PM (IST).
- (e) All physical ballots received up to close of Working hours i.e 5.00 P.M on Wednesday, 6th January, 2015 being the last date and time fixed by the Company for receipt of the Ballot Forms, were opened on 7th January, 2015 in my presence and scrutinized by me. The votes cast through postal ballot were counted first, and thereafter, the votes cast through e-voting were unblocked in presence of Mrs. Sonam Lakhotia and Ms. Pritha Bose who acted as witnesses in accordance with Rule 20 of the Companies (Management & Administration) Rules, 2014.
- (f) Particulars of all the Postal Ballot Forms received from the Members have been entered in a register separately maintained for the purpose
- (g) The Postal Ballot Forms were kept under safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such Postal Ballot Forms.





- (h) Thereafter, the details containing inter alia, list of the members, who voted "For" or "Against" on the resolution were derived from the ballot forms received from the members of the Company as well as the report generated from the e-voting website of CDSL's e-voting website <https://www.evotingindia.com> in respect of voting through e-voting.
- (i) The Company in aggregate has received 14 (Fourteen) Postal Ballot forms out of which none of the ballot forms were invalid. I did not find any defaced or mutilated ballot paper
- (j) 40 (Forty) members have cast their votes through e-voting. There was no invalid vote through e-voting.

I now submit my consolidated report as under on the result of the voting through e-voting and poll conducted at the meeting.

Item no. 1 - Special Resolution - To take approval of the members of the Company for Skipper Employee Stock Options Plan 2015 and grant of Employees Stock Options to the employees of the Company thereafter.

	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	39	82796603	14	1350	53	82797953	99.50%
Voted against the resolution	1	408550	Nil	Nil	1	408550	00.50%
Invalid votes	Nil	Nil	Nil	Nil	Nil	Nil	00.00%





In view of the above scrutiny, I hereby certify that the special resolution for Approval of Skipper Employees Stock Options Plan 2015 and grant of Employees Stock Options to the employees of the Company as set out in notice dated 30th November, 2015 has been approved and passed by the requisite majority.

The Postal Ballot Forms and other related papers/ registers and records have been handed over to the Director /Company Secretary of the Company authorized by the Board to supervise the Postal Ballot process

Thanking You,
Yours Faithfully



MKB & Associates
Company Secretaries

Manoj Kumar Banthia
[Partner]
Membership No.: 11470
COP No.: 7596

Date: 7th January, 2016
Place: Kolkata

