



VISAGAR
you dream, we create

1st October, 2016

✓ **BSE Limited**

Corporate Services Department,
Dalal Street, Fort
Mumbai - 400001.
BSE Scrip ID - **VIVIDHA**
BSE Scrip Code - **506146**

The National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051.
ISIN Code- **INE370E01029**

Sub: Disclosure of Voting Results of the 33rd Annual General Meeting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Enclosed herewith is the Disclosure of Voting Results declaring the combined result of e-voting and poll process carried out on the resolutions contained in the Notice of the 33rd Annual General Meeting of the Company held on Friday, 30th September, 2016 at 11.00 a.m. at 1008/1009, Gold Crest Centre, L T Road, Borivali West, Mumbai - 400092 alongwith the Scrutinizer Report on e-voting & poll issued by Dr, S. K. Jain, Proprietor of M/s. S. K. Jain & Co., Practising Company Secretaries.

Kindly take the same on record and oblige.

Thanking You,

Yours Faithfully,

FOR VISAGAR POLYTEX LIMITED


(Tilokchand Kothari)
Managing Director
DIN: 00413627



Encl: A/a

VISAGAR POLYTEX LIMITED

Disclosure of Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

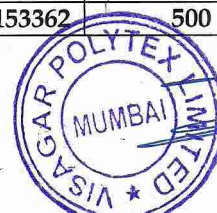
Date of the AGM	30 th September 2016
Total number of shareholders on record date	13,580 Members
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	
In person	8
In proxy	-
Public:	
In person	29
In proxy	-
No. of Shareholders attended the meeting through Video Conferencing	None
Promoters and Promoter Group:	
Public	

Agenda- wise Disclosure

Resolution No. 1:

Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon.

Resolution required:			Ordinary Resolution					
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		0	0	0	0	0	0
	Poll		123342938	95.6031	123342938	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	12,90,15,566	123342938	95.6031	123342938	0	100	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	61,35,000	0	0	0	0	0	0
Public- Non Institutions	E-Voting		2486415	2.2390	2485915	500	99.9799	0.0201
	Poll		3324509	2.9937	3324509	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	11,10,49,968	5810924	5.2327	5810424	500	99.9914	0.0086
Total		24,62,00,534	129153862	52.4588	129153362	500	99.9996	0.0004



Resolution No. 2:

Appointment of Mr. Kanwarlal Rathi (DIN: 06441986), who retires by rotation and being eligible, offers himself for re-appointment.

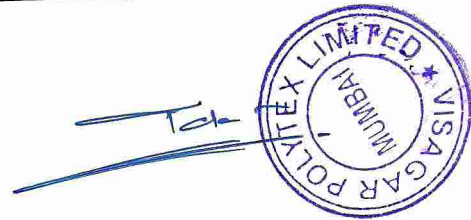
Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour 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		0	0	0	0	0	0
	Poll		123342938	95.6031	123342938	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	12,90,15,566	123342938	95.6031	123342938	0	100	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	61,35,000	0	0	0	0	0	0
Public- Non Institutions	E-Voting		2485515	2.2382	2440259	45256	98.1792	1.8208
	Poll		3324509	2.9937	3324509	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	11,10,49,968	5810024	5.2319	5764768	45256	99.2211	0.7789
Total		24,62,00,534	129152962	52.4584	129107706	45256	99.9650	0.0350



Resolution No. 3

Re-appointment of M/s. Sudhir M Desai & Co., Chartered Accountants (Firm Registration No. 125516W), Mumbai, to hold office from the conclusion of ensuing Annual General Meeting till the conclusion of the next Annual General Meeting and to fix their remuneration.

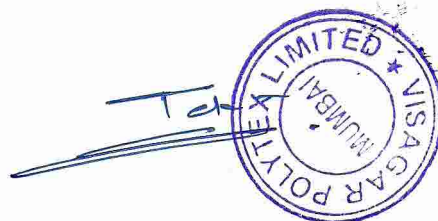
Resolution required:			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour 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		0	0	0	0	0	0
	Poll		123342938	95.6031	123342938	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	12,90,15,566	123342938	95.6031	123342938	0	100	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	61,35,000	0	0	0	0	0	0
Public- Non Institutions	E-Voting		2481364	2.2345	2385142	96222	96.1222	3.8778
	Poll		3324509	2.9937	3324509	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	11,10,49,968	5805873	5.2282	5709651	96222	98.3427	1.6573
Total		24,62,00,534	129148811	52.4568	129052589	96222	99.9255	0.0745



Resolution No. 4

Appointment of Mr. Manish Kumar Gupta (DIN: 05331936) as Independent Non-Executive Director of the Company for a term of five years.

Resolution required:			Ordinary Resolution					
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		0	0	0	0	0	0
	Poll		123342938	95.6031	123342938	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	12,90,15,566	123342938	95.6031	123342938	0	100	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	61,35,000	0	0	0	0	0	0
Public- Non Institutions	E-Voting		2485015	2.2377	1798397	686618	72.3697	27.6303
	Poll		3324509	2.9937	3324509	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	11,10,49,968	5809524	5.2314	5122906	686618	88.1812	11.8188
Total		24,62,00,534	129152462	52.4582	128465844	686618	99.4684	0.5316



Resolution No. 5

Determination of fees to be charged for service of documents in a particular mode.

Resolution required:			Ordinary Resolution					
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		0	0	0	0	0	0
	Poll		123342938	95.6031	123342938	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	12,90,15,566	123342938	95.6031	123342938	0	100	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	61,35,000	0	0	0	0	0	0
Public- Non Institutions	E-Voting		2509815	2.2601	2456053	53762	97.8579	2.1421
	Poll		3324509	2.9937	3324509	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	11,10,49,968	5834324	5.2538	5780562	53762	99.0785	00.9215
Total		24,62,00,534	129177262	52.4683	129123500	53762	99.9584	0.0416

All the abovementioned resolutions were passed with requisite majority.

FOR VISAGAR POLYTEX LIMITED


 (Tilokchand Kothari)
 Chairman & Managing Director
 DIN: 00413627



FORM NO. MGT-13

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20(4)(xii) & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,

NAME OF THE COMPANY	Visagar Polytex Limited
MEETING	33rd Annual General Meeting
DATE & TIME	Friday, 30th September, 2016 at 11:00 a.m.
VENUE	1008/1009, Gold Crest Centre, L. T. Road, Borivali West, Mumbai-400092

Dear Sir,

1. I, **Dr. S. K. Jain**, Practicing Company Secretary, at 13/16, Kapadia Chambers, 599, J.S.S. Road, Chira Bazaar, Mumbai- 400002 was appointed as Scrutinizer by the Board of Directors of **M/s. Visagar Polytex Limited** (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the Meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the 33rd Annual General Meeting of the Equity Shareholders of the Company held on Friday, 30th September, 2016 at 11:00 a.m. at 1008/1009, Gold Crest Centre, L T Road, Borivali West, Mumbai-400092, Maharashtra, India, submit my report as under:



1

2. Dispatch of Notice convening the Meeting

The Notice dated 12th August, 2016 alongwith Statement setting out material facts under Section 102 of the Companies Act, 2013 was sent to the Shareholders/Beneficiary Owners in respect of the Resolutions which were to be passed at the 33rd Annual General Meeting of the Company.

3. Cut-off Date

The Voting rights were reckoned as on **Friday, 23rd September, 2016** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting and Voting at the Meeting.

4. Remote e-Voting

i. Agency:

The Company has appointed National Securities Depository Limited (NSDL) as the Agency for providing the remote e-Voting platform.

ii. Remote e-Voting:

The remote e-Voting platform was open from 10.00 a.m. on Tuesday, 27th September 2016 up to 5.00 p.m. on Thursday, 29th September, 2016 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions, on the e-Voting platform provided by NSDL.

5. Voting at the AGM

i.

Members present in person / through authorized representatives-	37
Members present but did not participate in Poll as they had exercised their votes through E-Voting-	6
Members present but did not participate in Poll and also did not exercise their votes through E-Voting-	3
Members who cast vote through Poll	28



- ii. After the time fixed for closing of the poll by the Chairman one ballot box kept for polling was locked in my presence with due identification mark placed by me.
- iii. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
- iv. Two (2) persons had signed the Attendance Sheet of 33rd Annual General Meeting. However, on scrutiny, their names were not found in the Register of Members. Hence, their presence was not taken on record.

6. Counting Process:

- i. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked at around 05.37 p.m. in presence of two witnesses who were not in the employment of the Company. The ballot box was opened and polling papers were removed and examined.



Name: Ms. Hiya Samria



Name: Ms. Aashita Shah

- ii. Thereafter, the details of equity shareholders, who voted for or against was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the E-Voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>)
- iii. The combined result of remote E-voting and poll is as under:



VOTING RESULTS

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of the AGM/EGM	30 th September, 2016
Total number of shareholders on record date	13580
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	8
Public:	29
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	0
Public	0

Resolution No. 1

To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2016

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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		0	0	0	0	0	0
	Poll		123342938	95.6031	123342938	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	12,90,15,566	123342938	95.6031	123342938	0	100	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	61,35,000	0	0	0	0	0	0
Public- Non Institutions	E-Voting		2486415	2.2390	2485915	500	99.9799	0.0201
	Poll		3324509	2.9937	3324509	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	11,10,49,968	5810924	5.2327	5810424	500	99.9914	0.0086
Total	24,62,00,534	129153862	52.4588	129153362	500	99.9996	0.0004	



Resolution No. 2

To appoint a Director in place of Shri Kanwarlal Rathi (DIN: 06441986) who retires by rotation and being eligible, offers himself for re-appointment

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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		0	0	0	0	0	0
	Poll		123342938	95.6031	123342938	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	12,90,15,566	123342938	95.6031	123342938	0	100	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	61,35,000	0	0	0	0	0	0
Public- Non Institutions	E-Voting		2485515	2.2382	2440259	45256	98.1792	1.8208
	Poll		3324509	2.9937	3324509	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	11,10,49,968	5810024	5.2319	5764768	45256	99.2211	0.7789
Total		24,62,00,534	129152962	52.4584	129107706	45256	99.9650	0.0350



Resolution No. 3

To re-appoint M/s. Sudhir M. Desai & Co., Chartered Accountants as Statutory Auditors of the Company (Firm's Registration No. 122516W)

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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		0	0	0	0	0	0
	Poll		123342938	95.6031	123342938	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	12,90,15,566	123342938	95.6031	123342938	0	100	0
Public- Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	61,35,000	0	0	0	0	0	0
Public- Non Institutions	E-Voting		2481364	2.2345	2385142	96222	96.1222	3.8778
	Poll		3324509	2.9937	3324509	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	11,10,49,968	5805873	5.2282	5709651	96222	98.3427	1.6573
Total		24,62,00,534	129148811	52.4568	129052589	96222	99.9255	0.0745



Resolution No. 4

To appoint Mr. Manish Kumar Gupta as an Independent Director for a term of Five (5) years

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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		0	0	0	0	0	0
	Poll		123342938	95.6031	123342938	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	12,90,15,566	123342938	95.6031	123342938	0	100	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	61,35,000	0	0	0	0	0	0
Public- Non Institutions	E-Voting		2485015	2.2377	1798397	686618	72.3697	27.6303
	Poll		3324509	2.9937	3324509	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	11,10,49,968	5809524	5.2314	5122906	686618	88.1812	11.8188
Total		24,62,00,534	129152462	52.4582	128465844	686618	99.4684	0.5316



Resolution No. 5**To determine the fees to be charged for service of documents in a particular mode**

Resolution required:			ORDINARY RESOLUTION					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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		0	0	0	0	0	0
	Poll		123342938	95.6031	123342938	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	12,90,15,566	123342938	95.6031	123342938	0	100	0
Public-Institutions	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	61,35,000	0	0	0	0	0	0
Public- Non Institutions	E-Voting		2509815	2.2601	2456053	53762	97.8579	2.1421
	Poll		3324509	2.9937	3324509	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	11,10,49,968	5834324	5.2538	5780562	53762	99.0785	00.9215
Total		24,62,00,534	129177262	52.4683	129123500	53762	99.9584	0.0416



RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2016	Ordinary Resolution	99.9996	0.0004
2.	To appoint a Director in place of Shri Kanwarlal Rathi (DIN: 06441986) who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution	99.9650	0.0350
3.	To re-appoint M/s. Sudhir M. Desai & Co., Chartered Accountants as Statutory Auditors of the Company (Firm's Registration No. 122516W)	Ordinary Resolution	99.9255	0.0745
4.	To appoint Mr. Manish Kumar Gupta as an Independent Director for a term of Five (5) years.	Ordinary Resolution	99.4684	0.5316
5.	To determine the fees to be charged for service of documents in a particular mode.	Ordinary Resolution	99.9584	0.0416

The poll papers and all other relevant records of voting were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

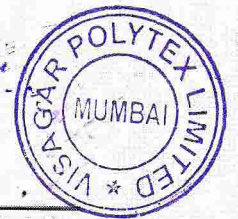
Thanking You,

Yours Faithfully,


Dr. S. K. Jain
Practicing Company Secretary




Tilokchand Kothari
Chairman



Place: Mumbai
Date: 01st October, 2016