

MONOTYPE INDIA LIMITED

30th December, 2016

To
The Manager
Department of Corporate Services
BSE Limited, Dalal Street, Mumbai-400 001

Subject: Voting Results under Regulations 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with Scrutinizer's Report.

BSE Code: 505343

Dear Sir,

Pursuant to regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the details regarding the voting results in respect of the 41st Annual General Meeting of the Company held on 29th December, 2016 along with the Scrutinizer's Report.

Please acknowledge & take the same on record.

Thanking You,

Yours faithfully,
For **MONOTYPE INDIA LTD.**


Naresh Manakchand Jain
Whole Time Director
DIN-00291963



Encl: a/a

(CIN: L72900MH1974PLC287552)

Office No. 602, 6th Floor, "Raheja Chambers", 213, Nariman Point, Mumbai- 400 021
www.monotypeindia.in

E Mail: monotypeindialtd@gmail.com. Tel: 022-40068190

41th AGM Monotype India Limited

Date of the AGM	29.12.2016
Total number of shareholders on record date	4251
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4(Promoter) - 23(Public)
Public:	
No. of shareholders attended in the meeting through Video Conferencing:	
Promoters and Promoter Group:	NA
Public:	

Consideration and adoption of the audited Financial Statements of the Company,
the Reports of the Board of Directors and Auditors thereon for the Financial Year
ended March 31, 2016.

Resolution required : (Ordinary/ Special)		NOT APPLICABLE							
Whether promoter / promoter group are interested in the agenda/resolution?		NOT APPLICABLE							
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	TOTAL
Promoter and Promoter Group	E-voting		177332972	100.0000	177332972	0	100.000	0	100.000
	Poll		0	0.000	0	0	0	0	0
	Postal Ballot(If applicable)		0	0.000					
	Total	177332972	177332972	100.0000	177332972	0	100.000	0	100.000
Public Institutions	E-voting			0.000			0	0	0
	Poll	2200		0.000			0	0	0
	Postal Ballot(If applicable)			0.000			0	0	0
	Total			0.000			0	0	0
Public Non-applicable)	E-voting		10	0.0000	10		0.0003	0	0
	Poll		3963397	0.7538	3963397		99.9997	0	0
	Postal Ballot(If applicable)	525786717		0.000			0	0	0
	Total		3963407	0.7538	3963407	0	100	0	100
	Total	703121889	181296379	25.7845	181296379	0	100.000	0.000	100.000



Agenda-wise disclosure (to be disclosed separately for each agenda item)

Appointment of Mr Harsh Jain (DIN 02457584) as a Director of the Company who retires by rotation and being eligible offer himself for reappointment.

Resolution required : (Ordinary/ Special)		Ordinary						
Whether promoter / promoter group are interested in the agenda/resolution?		Harsh Jain						
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		177332972	100.0000	177332972	0	100.000	0
	Poll	177332972	0	0.000	0	0	0	0
Public Institutions	Postal Ballot(If applicable)	2200		0.000			0	0
	Total		177332972	100.0000	177332972	0	100.000	0
Public Non-Institutions	E-voting			0.000			0	0
	Poll		10	0.0000	10	0	0.0003	0
Total	Postal Ballot(If applicable)	525786717		0.000			0	0
	Total	703121889	181296379	25.7845	181296379	0	100.000	0.000

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Re-appointment of M/s. Motilal & Associate, Chartered Accountants (Firm Registration No. 106584W) as statutory Auditors of the Company and fixation of their remuneration

Resolution required : (Ordinary/ Special)		Ordinary						
Whether promoter / promoter group are interested in the agenda/resolution?		NOT APPLICABLE						
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		177332972	100.0000	177332972	0	100.000	0
	Poll	177332972	0	0.000	0	0	0	0
Total	Postal Ballot(If applicable)			0.000			0	0
	Total	177332972	177332972	100.0000	177332972	0	100.000	0



Public Institutions	Poll	2200	0	0.000	0	0	0	0
	Postal Ballot (if applicable)							
Public Institutions	E-voting	0	0	0.000	0	0	0.0003	0
	Poll	10	10	0.0000	10	0	99.9997	0
Public Non-Institutions	Postal Ballot (if applicable)	525786717	0	0.000	0	0	0	0
	Total	525786717	3963407	0.7538	3963407	0	100	0
Total	Total	703121889	181296379	25.7845	181296379	0	100.000	0.000

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Appointment of Mr Suryakant Maruti kadakane (Din 02272617) as an Independent Director

Resolution required : (Ordinary/ Special)		Suryakant Maruti kadakane							
Whether promoter / promoter group are interested in the agenda/resolution?	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	TOTAL
Promoter and Promoter Group	E-voting	177332972	177332972	100.0000	177332972	0	100.000	0	0
	Postal Ballot (if Total)	0	0	0.000	0	0	0	0	0
Public Institutions	E-voting	2200	0	0.000	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0.000	0	0	0	0	0
Public Non-Institutions	E-voting	525786717	10	0.0000	10	0	0.0003	0	0
	Postal Ballot (if applicable)	0	3963397	0.7538	3963397	0	99.9997	0	0
Total	Total	703121889	181296379	25.7845	181296379	0	100.000	0.000	100.000

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Reappointment of Mr Naresh Manakchand Jain (DIN- 00291963) as Whole-Time Director of the Company

Resolution required : (Ordinary/ Special)	Whether promoter / promoter group are interested in the agenda/resolution?
Ordinary	Mr Naresh Manakchand Jain



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	TOTAL
Promoter and Promoter Group	E-voting		177332972	100.0000	177332972	0	100.000	0	
	Poll		0	0.000	0	0	0	0	
Public Institutions	Postal Ballot (if applicable)	177332972	0	0.000			0	0	100.000
	Total		177332972	100.0000	177332972	0	100.000	0	100.000
Public Institutions	E-voting			0.000			0	0	
	Poll	2200		0.000			0	0	
Public Non-Institutions	Postal Ballot (if applicable)			0.000			0	0	
	Total		0	0.000	0	0	0	0	0
Public Non-Institutions	E-voting		10	0.0000			0.0003	0	
	Poll		3963397	0.7538			99.9997	0	
Public Non-Institutions	Postal Ballot (if applicable)	525786717		0.000			0	0	
	Total		3963407	0.7538		0	100	0	100
Total	Total	703121889	181296379	25.7845	181296379	0	100.000	0.000	100.000





MANOJ SHAW & CO.
COMPANY SECRETARIES

"COMMERCE HOUSE"
2A, GANESH CHANDRA AVENUE,
8TH FLOOR, R. NO. 8C, KOLKATA- 700 013
☎ : 033-2213-2007, Cell : 9830271137
E-mail : shawmanoj2003@yahoo.co.in
shawmanoj2003@gmail.com

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 and Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014]

The Chairman
Monotype India Limited
Office no. 602, 6th Floor
"Raheja Chambers"
213, Nariman point
Mumbai-400021

41st Annual General Meeting of the Members of Monotype India Limited. ("the Company") held on Thursday, 29th December, 2016 at 11.00 a.m. at Office no. 602, 6th Floor, "Raheja Chambers" 213, Nariman point, Mumbai-400021.

Dear Sir,

I, Manoj Prasad Shaw, Proprietor of Manoj Shaw & Co. appointed by the Board of Directors of the Company to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 read with Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of scrutinizing the process of remote e-voting and physical votes through ballot paper, pursuant to the provisions of Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014, at the 41st Annual General Meeting (AGM) of the Company in respect of the Resolutions for approval at the said AGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relating to voting through electronic means (i.e. by remote e-voting) and voting by Ballot at the AGM for the resolutions contained in the Notice to the AGM of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) is restricted to make a consolidated scrutinizer's report of the votes cast "In Favour" or "Against" the resolutions, based on the reports generated from the e-voting system provided by CDSL, the Agency authorized under the Rules and from Ballot Papers received at the venue of the AGM of the Company.

I submit my report as under :-

The Remote e-voting period remained open from Monday 26th December, 2016 (9:00 a.m. IST) and ends on Wednesday 28th December, 2016, (5:00 p.m. IST).

The members of the Company as on the "cut off" date i.e., Thursday, 22nd December, 2016 were entitled to vote on the resolutions as set out in the notice of the AGM of the Company.

The votes cast on remote e- voting were unblocked at 11:26 a.m. on 29th December 2016, in the presence of two witnesses who were not in employment of the company and e-voting result/ list of equity shareholders who have voted "IN FAVOUR" and "AGAINST" were downloaded from the e-voting website of Central Depository Services Limited (CDSL) i.e. website www.evoting.cdsl.com.

After the time fixed for closing of the physical voting at the AGM by the Chairman, one ballot box kept for physical voting was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence and two witnesses not in employment of the Company and ballot papers were diligently scrutinized. The ballot 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.

The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

The combined results of the voting i.e. remote e-voting through e-voting services by CDSL and physical voting at the AGM is hereunder:-



ORDINARY BUSINESS:

Item No.1- Ordinary Resolution

Consideration and adoption of the audited Financial Statements of the Company, the Reports of the Board of Directors and Auditors thereon for the Financial Year ended March 31, 2016.

	Remote e-voting			Voting at the AGM venue			Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	8	177332982	100.00	20	3963397	100.00	28	181296379	100
Voted against the resolution	0	0	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0	0	0
Total	8	177332982	100.00	20	3963397	100.00	28	181296379	100

Item No.2- Ordinary Resolution-

Appointment of Mr Harsh Jain (DIN 02457584) as a Director of the Company who retires by rotation and being eligible offer himself for reappointment

	Remote e-voting			Voting at the AGM venue			Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	8	177332982	100.00	20	3963397	100.00	28	181296379	100
Voted against the resolution	0	0	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0	0	0
Total	8	177332982	100.00	20	3963397	100.00	28	181296379	100



Item No.3- Ordinary Resolution:

Re-appointment of M/s. Motilal & Associate, Chartered Accountants (Firm Registration No. 106584W) as statutory Auditors of the Company and fixation of their remuneration.

	Remote e-voting			Voting at the AGM venue			Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	8	177332982	100.00	20	3963397	100.00	28	181296379	100
Voted against the resolution	0	0	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0	0	0
Total	8	177332982	100.00	20	3963397	100.00	28	181296379	100

SPECIAL BUSINESS:

Item No.4- Ordinary Resolution:

Appointment of Mr Suryakant Maruti kadakane (Din 02272617) as an Independent Director.

	Remote e-voting			Voting at the AGM venue			Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	8	177332982	100.00	20	3963397	100.00	28	181296379	100
Voted against the resolution	0	0	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0	0	0
Total	8	177332982	100.00	20	3963397	100.00	28	181296379	100



Item No.5- Ordinary Resolution:

Re-appointment of Mr Naresh Manakchand Jain (DIN- 00291963) as Whole-Time Director of the Company.

	Remote e-voting			Voting at the AGM venue			Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Percentage of votes to total number of valid votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	8	177332982	100.00	20	3963397	100.00	28	181296379	100
Voted against the resolution	0	0	0	0	0	0	0	0	0
Invalid votes	0	0	0	0	0	0	0	0	0
Total	8	177332982	100.00	20	3963397	100.00	28	181296379	100

The Electronic data and the ballot papers and all other relevant records were sealed and handed over to the Company secretary authorized by the Board for safe keeping.

Yours faithfully

For Manoj Shaw & Co.



Manoj Prasad Shaw
(Manoj Prasad Shaw)

(Scrutinizer)

FCS-5517

CP-4194

Date: 30.12.2016

Place: Kolkata

WITNESS 1:

Abhishek Pal

(ABHISHEK PAL)

WITNESS 2:

Mukesh Shaw

(MUKESH SHAW)

Countersigned by :-

FOR MONOTYPE INDIA LIMITED

[Signature]
(Chairman)