



VISAGAR
you dream, we create

18th March, 2016

The Bombay Stock Exchange Limited Corporate Communication 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
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Sub : Declaration of Result of Postal Ballot

Dear Sir,

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, enclosed herewith is the Declaration of Results of Postal Ballot announced by the Chairman on 18th March, 2016 at the Registered Office of the Company alongwith the Report of the Scrutinizer.

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

Annexure I
Format for Voting Results Date

Date of the AGM/EGM Postal Ballot	18 th March 2016
Total number of shareholders on record date	2406
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing : Promoters and Promoter Group: Public:	NA

For VISAGAR POLYTEX LIMITED


Authorised Signatory / Director

Item 1:	INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY
Resolution required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	Directors, KMP and their relatives are interested only to the extent of their shareholding in the Company.

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	97806205	81409000	83.235%	81409000	0	100%	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		14527205	14.853%	14527205	0	100%	0
	Total		97806205	95936205	98.088%	95936205	0	100%
Public- Institutions	E-Voting	1676306	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1676306	0	0	0	0	0
Public- Non Institutions	E-Voting	85167889	10579838	12.4223%	10579838	0	100%	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		19205083	22.5497%	19205083	0	100%	0
	Total		85167889	29784921	34.972%	29784921	0	100%
Total		184650400	125721126	68.086%	125721126	0	100%	0

The no. of votes polled entered above shall be construed to be no. of valid votes.

For VISAGAR POLYTEX LIMITED

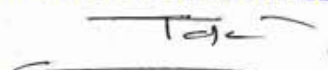

Authorised Signatory / Director

Item 2:	ALTERATION OF CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY
Resolution required	Special Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	Directors, KMP and their relatives are interested only to the extent of their shareholding in the Company.

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	97806205	81409000	83.235%	81409000	0	100%	C
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		14527205	14.853%	14527205	0	100%	C
	Total		97806205	95936205	98.088%	95936205	0	100%
Public-Institutions	E-Voting	1676306	0	0	0	0	0	C
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		0	0	0	0	0	C
	Total		1676306	0	0	0	0	0
Public- Non Institutions	E-Voting	85167889	10579838	12.4223%	10579837	1	99.9999%	0.0001%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		19205083	22.5497%	19205083	0	100%	C
	Total		85167889	29784921	34.972%	29784920	1	99.9999%
Total		184650400	125721126	68.086%	125721125	1	99.9999%	0.0001%

The no. of votes polled entered above shall be construed to be no. of valid votes.

For VISAGAR POLYTEX LIMITED


Authorised Signatory / Director

Item 3:	APPROVAL FOR ISSUE OF BONUS SHARES
Resolution required	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	Directors, KMP and their relatives are interested only to the extent of their shareholding in the Company.

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	97806205	81409000	83.235%	81409000	0	100%	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		14527205	14.853%	14527205	0	100%	0
	Total		97806205	95936205	98.088%	95936205	0	100%
Public-Institutions	E-Voting	1676306	0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1676306	0	0	0	0	0
Public- Non Institutions	E-Voting	85167889	10579838	12.4223%	10578652	1186	99.9888%	0.0112%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		19205083	22.5497%	19205083	0	100%	0
	Total		85167889	29784921	34.972%	29783735	1186	99.996%
Total		184650400	125721126	68.086%	125719940	1186	99.999%	0.001%

The no. of votes polled entered above shall be construed to be no. of valid votes.

FOR VISAGAR POLYTEX LIMITED

(Tilokchand Kothari)
Managing Director
DIN: 00413627



SCRUTINIZER'S REPORT

**TO,
THE BOARD OF DIRECTORS
THE VISAGAR POLYTEX LIMITED
907/908, DEV PLAZA, OPP.
ANDHERI FIRE STATION,
S.V. ROAD, ANDHERI (WEST),
MUMBAI-400058.**

Dear Sir,

I, **Dr. S. K. Jain**, Practicing Company Secretary, appointed as Scrutinizer by the Company duly constituted by the Board of Directors ("the Board") of **VISAGAR POLYTEX LIMITED** for seeking approval of the Shareholders by way of Special Resolutions for authorizing the Board to:

- (i) Increase in Authorized Share Capital of the Company
- (ii) Alteration of Capital Clause in the Memorandum of Association of the Company
- (iii) Approval for Issue of Bonus Shares

I hereby submit my report as under:-

- a. I had given my consent to act as Scrutinizer for the said Postal Ballot process vide my letter dated 9th February, 2016.
- b. The Company had offered Remote E-Voting facility as an alternative to all its Members, which enabled the Members to cast votes electronically instead of physically submitting duly filled in Postal Ballot Form. The instructions on Remote E-Voting were provided in the Postal Ballot Notice dated 10th February, 2016.
- c. As per Postal Ballot Notice dated 10th February, 2016, the cut-off date (Record Date) was fixed on 05th February 2016. We have been provided the following details from the Company M/s. Adroit Corporate Services Pvt Ltd (R&T) :



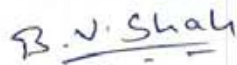
- (I) The Company has completed dispatch of 752 Postal Ballot Notices along with draft Resolutions, Explanatory Statements, Postal Ballot Forms and Postage Prepaid Business Reply Envelopes by 15th February, 2016 whereas 14 Postal Ballot Forms which were sent through email were bounced back and then dispatched by courier on 17th February, 2015.
- (II) In the Postage Pre- Paid Business Reply Envelope the address of my Office i.e. 13/16, Kapadia Chambers, Ground Floor, 599, J.S.S Road, Chira Bazaar, Mumbai- 400 002 was given and hence the same were delivered to me.
- (III) There were 2406 Shareholders as on 5th February, 2016 out of which 2304 Shareholders were having Demat Accounts with Depository Participants and 102 Shareholders were holding Shares in physical form.
- (IV) 1654 Shareholders had registered their e-mail id with M/s. Adroit Corporate Services Pvt Ltd (R&T) and therefore Postal Ballot Notice was sent through e-mail to these Shareholders.
- (V) 1654 Shareholders to whom Postal Ballot Notice was sent through e-mail, 14 e-mails were bounced back due to Invalid E-mail Ids.
- (VI) The Company has provided Certificate from Paramount Enterprises Courier, having its address at B-507, Suryoday Apartment, Vokola, Yashwant Nagar, Santacruz (E), Mumbai- 400 055 confirming that they have received 752 and 14 Articles (which were not received through email) from M/s Visagar Polytex Limited and they had completed dispatch of all the Articles on 15th February, 2016 and 17th February, 2016 respectively.



- d. A Public Notice that the Company had sent Postal Ballot Notices along with other documents to the Shareholders was published in Free Press (English Newspaper) in Mumbai and Navshakti (Regional Language) Newspaper in Mumbai on Wednesday, 10th February, 2016.

c. **Remote E-Voting**

The Company provided Remote E-Voting facility through NSDL portal on <https://www.evoting.nsdl.com> under Electronic Voting Event Number (EVEN) 103789. The Remote E-Voting commenced from 16th February, 2016 at 09.00 a.m. and closed on 16th March, 2016 at 06.00 p.m. The votes cast were unblocked on 17th March, 2016, Thursday at 11.45 a.m. in the presence of two witnesses, Mr. Bhaumin Shah and Ms. Hiya Samria who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Name: Mr. Bhaumin Shah


Name: Ms. Hiya Samria

Thereafter, the details containing inter-alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the Remote E-Voting website of NSDL i.e. <https://www.evoting.nsdl.com>.

45 (Forty Five) Shareholders exercised their voting rights through Remote E-Voting facility provided by NSDL.

f. **Voting through Postal Ballot Forms**

I have received total 13 (Thirteen) Postal Ballot Forms from the Shareholders of the Company out of which 2 shareholders have cast their vote through E-Voting and 1 Shareholder has mentioned wrong Folio no. and shareholding and hence considered as Invalid. The Postal Ballot Forms were scanned and sent to M/s Adroit Corporate Services Pvt Ltd for signature verification.

- g. The result of the scrutiny is as under:



Item No. 1**Ordinary Resolution: Increase in Authorized Share Capital of the Company****Physical Result:**

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = (7/4)x100	(10) = (8/4)x100
Promoter and Promoter Group	97806205	14527205	14527205	0	14.8530%	14527205	0	100%	0
Public Institutional holders	1676306	0	0	0	0	0	0	0	0
Public Others	85167889	29966382	19205083	10761299	35.1850%	19205083	0	100%	0
Total	184650400	44493587	33732288	10761299	24.0961%	33732288	0	100%	0

Remote E-Voting Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = (7/4)x100	(10) = (8/4)x100
Promoter and Promoter Group	97806205	81409000	81409000	0	83.2350%	81409000	0	100%	0
Public Institutional holders	1676306	0	0	0	0	0	0	0	0
Public Others	85167889	10579838	10579838	0	12.4223%	10579838	0	100%	0
Total	184650400	91988838	91988838	0	49.8178%	91988838	0	100%	0



Combined Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	97806205	95936205	95936205	0	98.0880%	95936205	0	100%	0
Public Institutional holders	1676306	0	0	0	0	0	0	0	0
Public Others	85167889	40546220	29784921	10761299	47.6074%	29784921	0	100%	0
Total	184650400	136482425	125721126	10761299	73.9139%	125721126	0	100%	0

Voted In Favour of Resolution

Category	No. of Votes in favour	% of Votes in favour to Valid Votes Polled i.e. 125721126
Promoter & Promoter Group	95936205	76.3087%
Public Institutional holders	0	0
Public Others	29784921	23.6913%
Total	125721126	100%

Votes In against of Resolution

Category	No. of Votes against	% of Votes against to Valid Votes Polled i.e. 125721126
Promoter & Promoter Group	0	0
Public Institutional holders	0	0
Public Others	0	0
Total	0	0



Item No. 2

Special Resolution: Alteration of Capital Clause in the Memorandum of Association of the Company

Physical Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	97806205	14527205	14527205	0	14.8530%	14527205	0	100%	0
Public Institutional holders	1676306	0	0	0	0	0	0	0	0
Public Others	85167889	29966382	19205083	10761299	35.1850%	19205083	0	100%	0
Total	184650400	44493587	33732288	10761299	24.0961%	33732288	0	100%	0

Remote E-Voting Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = (7/4)x100	(10) = (8/4)x100
Promoter and Promoter Group	97806205	81409000	81409000	0	83.2350%	81409000	0	100%	0
Public Institutional holders	1676306	0	0	0	0	0	0	0	0
Public Others	85167889	10579838	10579838	0	12.4223%	10579837	1	99.9999%	0.0001%
Total	184650400	91988838	91988838	0	49.8178%	91988837	1	99.9999%	0.0001%



Combined Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	97806205	95936205	95936205	0	98.0880%	95936205	0	100%	0
Public Institutional holders	1676306	0	0	0	0	0	0	0	0
Public Others	85167889	40546220	29784921	10761299	47.6074%	29784920	1	99.9999%	0.0001%
Total	184650400	136482425	125721126	10761299	73.9139%	125721125	1	99.9999%	0.0001%

Voted In Favour of Resolution:

Category	No. of Votes in favour	% of Votes in favour to Valid Votes Polled i.e. 125721126
Promoter & Promoter Group	95936205	76.3087%
Public Institutional holders	0	0
Public Others	29784920	23.6912%
Total	125721125	99.9999%

Votes In against of Resolution:

Category	No. of Votes against	% of Votes against to Valid Votes Polled i.e. 125721126
Promoter & Promoter Group	0	0
Public Institutional holders	0	0
Public Others	1	0.0001%
Total	1	0.0001%



Item No. 3**Ordinary Resolution: Approval for Issue of Bonus Shares****Physical Result:**

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	97806205	14527205	14527205	0	14.8530%	14527205	0	100%	0
Public Institutional holders	1676306	0	0	0	0	0	0	0	0
Public Others	85167889	29966382	19205083	10761299	35.1850%	19205083	0	100%	0
Total	184650400	44493587	33732288	10761299	24.0961%	33732288	0	100%	0

Remote E-Voting Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = (7/4)x100	(10) = (8/4)x100
Promoter and Promoter Group	97806205	81409000	81409000	0	83.2350%	81409000	0	100%	0
Public Institutional holders	1676306	0	0	0	0	0	0	0	0
Public Others	85167889	10579838	10579838	0	12.4223%	10578652	1186	99.9888%	0.0112%
Total	184650400	91988838	91988838	0	49.8178%	91987652	1186	99.9987%	0.0013%



Combined Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	97806205	95936205	95936205	0	98.0880%	95936205	0	100%	0
Public Institutional holders	1676306	0	0	0	0	0	0	0	0
Public Others	85167889	40546220	29784921	10761299	47.6074%	29783735	1186	99.996%	0.004%
Total	184650400	136482425	125721126	10761299	73.9139%	125719940	1186	99.9990%	0.001%

Voted In Favour of Resolution:

Category	No. of Votes in favour	% of Votes in favour to Valid Votes Polled i.e. 125721126
Promoter & Promoter Group	95936205	76.3087%
Public Institutional holders	0	0
Public Others	29783735	23.6903%
Total	125719940	99.9990%

Votes In against of Resolution:

Category	No. of Votes against	% of Votes against to Valid Votes Polled i.e. 125721126
Promoter & Promoter Group	0	0
Public Institutional holders	0	0
Public Others	1186	0.001%
Total	1186	0.001%



Result of Postal Ballot

Based on above, I report that all the following two Resolutions which were proposed to be passed through Postal Ballot as Special Resolutions have been passed with requisite majority.

Item No.	Description	Type of Resolution	No. of Votes in favour	% of Votes in favour	No. of Votes against	% of Votes against
1.	Increase in Authorized Share Capital of the Company	Ordinary	125721126	100%	0	0
2.	Alteration of Capital Clause in the Memorandum of Association of the Company	Special	125721125	99.9999%	1	0.0001%
3.	Approval for Issue of Bonus Shares	Ordinary	125719940	99.9990%	1186	0.001%

Thanking You,
Yours faithfully,



Name/s and Signature/s of the Scrutinizer/s

Dr. S. K. Jain

Practicing Company Secretary

Place: Mumbai

Dated: 18/03/2016