

Date: July 20, 2016

To,

**BSE Ltd.**  
P. J. Towers, Dalal Street,  
Mumbai - 400 001

**National Stock Exchange of India Ltd.**  
'Exchange Plaza', C-1, Block G  
Bandra Kurla Complex  
Bandra (E), Mumbai 400 051.

**Ref: Scrip Code: BSE: 517536 NSE: ONWARDTEC**

**Subject: Disclosure under Regulation 44(3) Of the SEBI (LODR) Regulations, 2015- 25<sup>th</sup> Annual General Meeting of Onward Technologies Limited (The Company)**

We hereby submit the details of voting for the 25<sup>th</sup> Annual General Meeting of the Company held on July 18, 2016 pursuant to the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The detailed voting results, consolidating the results of e-voting and poll is enclosed herewith.

Further, in terms of the Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the consolidated scrutinizer's report on the remote E-voting and poll is also enclosed herewith.

Kindly take the above on record and acknowledge receipt of the same.

**For Onward Technologies Limited**

*M. M. Damania*  
**Monik Damania**  
Company Secretary



Encl: As above

**Name of the Company:** Onward Technologies Limited

**Date of Annual General Meeting:** Monday, July 18, 2016

**Total Number of Shareholders as on Record date (Tuesday, July 12, 2016):** 6583

**No. of shareholders present in the meeting either in person or through proxy**

**Promoter and Promoter Group:** 5

**Public:** 48

**No. of Shareholders attended the meeting through Video Conferencing**

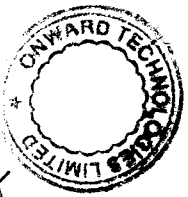
**Promoter and Promoter Group:** NA

**Public:** NA



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Resolution required:		ORDINARY - 1. Adoption of Audited Financial Statements (including consolidated financial statements) of the Company for the financial year ended March, 31, 2016						
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		9691818	100.00	9691818	0	100.00	0.00
	Poll	9691818	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>9691818</b>	<b>100.00</b>	<b>9691818</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting		186577	18.08	186577	0	100.00	0.00
	Poll	1031864	0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>186577</b>	<b>0.18</b>	<b>186577</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting		741043	17.38	741043	0	100.00	0.00
	Poll	4263038	24992	0.59	24990	2	99.99	0.01
	<b>Total</b>		<b>766035</b>	<b>17.97</b>	<b>766033</b>	<b>2</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>14986720</b>	<b>10644430</b>	<b>71.03</b>	<b>10644428</b>	<b>2</b>	<b>100.00</b>	<b>0.00</b>

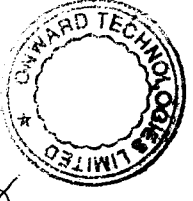


Dr. S. K. T.

Resolution required: **ORDINARY - 2. To declare dividend of Re. 1 per equity share of the Company for the financial year 2015-16**

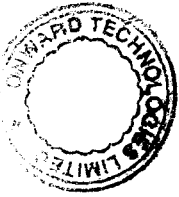
Whether promoter/ promoter group are interested in the agenda/resolution? **NO**

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		9691818	100.00	9691818	0	100.00	0.00
	Poll	9691818	0	0.00	0	0	0.00	0.00
	Total		9691818	100.00	9691818	0	100.00	0.00
Public- Institutions	E-Voting		186577	18.08	186577	0	100.00	0.00
	Poll	1031864	0	0.00	0	0	0.00	0.00
	Total		186577	0.18	186577	0	100.00	0.00
Public- Non Institutions	E-Voting		741043	17.38	741043	0	100.00	0.00
	Poll	4263038	24992	0.59	24990	2	99.99	0.01
	Total		766035	17.97	766033	2	100.00	0.00
	Total	14986720	10644430	71.03	10644428	2	100.00	0.00



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Resolution required: Whether promoter/ promoter group are interested in the agenda/resolution?		ORDINARY - 3. Ratification of appointment of statutory auditors and fixing their remuneration						
		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	9691818	9691818	100.00	9691818	0	100.00	0.00
	Poll	9691818	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>9691818</b>	<b>9691818</b>	<b>100.00</b>	<b>9691818</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	1031864	186577	18.08	186577	0	100.00	0.00
	Poll	1031864	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1031864</b>	<b>186577</b>	<b>0.18</b>	<b>186577</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	4263038	741043	17.38	741043	0	100.00	0.00
	Poll	4263038	24992	0.59	24990	2	99.99	0.01
	<b>Total</b>	<b>4263038</b>	<b>766035</b>	<b>17.97</b>	<b>766033</b>	<b>2</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>14986720</b>	<b>10644430</b>	<b>71.03</b>	<b>10644428</b>	<b>2</b>	<b>100.00</b>	<b>0.00</b>



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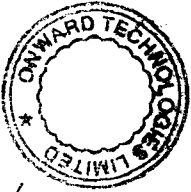
Resolution required:

ORDINARY - 4. To appoint a director in place of Mrs. Prachi Mehta (DIN 06811085), who retires by rotation and being eligible, offers herself for re-appointment

Whether promoter/ promoter group are interested in the agenda/resolution?

YES

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		9555766	98.60	9555766	0	100.00	0.00
	Poll	9691818	0	0.00	0	0	0.00	0.00
	Total		9555766	98.60	9555766	0	100.00	0.00
Public- Institutions	E-Voting		186577	18.08	186577	0	100.00	0.00
	Poll	1031864	0	0.00	0	0	0.00	0.00
	Total		186577	0.18	186577	0	100.00	0.00
Public- Non Institutions	E-Voting		741043	17.38	741043	0	100.00	0.00
	Poll	4263038	24992	0.59	24990	2	99.99	0.01
	Total		766035	17.97	766033	2	100.00	0.00
Total	Total	14986720	10508378	70.12	10508376	2	100.00	0.00

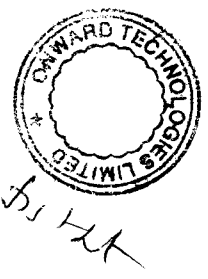


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Resolution required: **ORDINARY - 5. Appointment of Mr. Jigar Mehta as Director of the Company**

Whether promoter/promoter group are interested in the agenda/resolution? **YES**

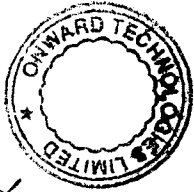
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		9489174	97.91	9489174	0	100.00	0.00
	Poll	9691818	0	0.00	0	0	0.00	0.00
	Total		9489174	97.91	9489174	0	100.00	0.00
Public- Institutions	E-Voting		186577	18.08	186577	0	100.00	0.00
	Poll	1031864	0	0.00	0	0	0.00	0.00
	Total		186577	0.18	186577	0	100.00	0.00
Public- Non Institutions	E-Voting		741043	17.38	740870	173	99.98	0.00
	Poll	4263038	24992	0.59	24990	2	99.99	0.01
	Total		766035	17.97	765860	175	99.98	0.02
	Total	14986720	10441786	69.67	10441611	175	100.00	0.00



Resolution required: **SPECIAL - 6. Appointment of Mr. Jigar Mehta as Managing Director of the Company**

Whether promoter/ promoter group are interested in the agenda/resolution? **YES**

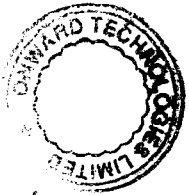
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		9489174	97.91	9489174	0	100.00	0.00
	Poll	9691818	0	0.00	0	0	0.00	0.00
	Total		9489174	97.91	9489174	0	100.00	0.00
Public- Institutions	E-Voting		186577	18.08	186577	0	100.00	0.00
	Poll	1031864	0	0.00	0	0	0.00	0.00
	Total		186577	0.18	186577	0	100.00	0.00
Public- Non Institutions	E-Voting		741043	17.38	740870	173	99.98	0.00
	Poll	4263038	24992	0.59	24990	2	99.99	0.01
	Total		766035	17.97	765860	175	99.98	0.02
Total		14986720	10441786	69.67	10441611	175	100.00	0.00



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Resolution required:	SPECIAL - 7. Re-appointment of Mr. Harish Mehta as Chairman and Whole Time Director (Executive Chairman) of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	YES							
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		9496390	97.98	9496390	0	100.00	0.00
	Poll	9691818	0	0.00	0	0	0.00	0.00
	Total		9496390	97.98	9496390	0	100.00	0.00
Public- Institutions	E-Voting		186577	18.08	186577	0	100.00	0.00
	Poll	1031864	0	0.00	0	0	0.00	0.00
	Total		186577	0.18	186577	0	100.00	0.00
Public- Non Institutions	E-Voting		741043	1.738	740870	173	99.98	0.00
	Poll	4263038	24992	0.59	24990	2	99.99	0.01
	Total		766035	17.97	765860	175	99.98	0.02
<b>Total</b>		<b>14986720</b>	<b>10449002</b>	<b>69.72</b>	<b>10448827</b>	<b>175</b>	<b>100.00</b>	<b>0.00</b>



# NILESH A. PRADHAN & CO.

*Nilesh A. Pradhan.*

*B.COM., F.C.S.*

*Practicing Company Secretary*

*B-201, Pratik Industrial  
Estate, Near Fortis Hospital,  
Mulund-Goregaon Link Road,  
Mumbai- 400078.*

*☎ 91 - 2225662152/53*

*91 - 2225667226/7/8*

*Email: info@napco.in*

To,  
The Chairman,  
Onward Technologies Limited,  
Sterling Centre, 2nd Floor,  
Dr. A.B. Road, Worli,  
Mumbai-400018

Dear Sir,

Subject: Consolidated Scrutinizer's Report on e-voting process and poll conducted at 25<sup>th</sup> Annual General Meeting (AGM) held on 18<sup>th</sup> July, 2016.

The Board of the Company at its meeting held on 16<sup>th</sup> May, 2016 had appointed me as a scrutinizer for the remote e-voting held between Thursday, 14<sup>th</sup> July, 2016 to Sunday, 17<sup>th</sup> July, 2016 and the Chairman of 25<sup>th</sup> Annual General Meeting (AGM) has appointed me as the scrutinizer for the poll held at AGM of the Company on 18<sup>th</sup> July, 2016.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for extending the facility of electronic voting to the shareholders of the Company from Thursday, 14<sup>th</sup> July, 2016 to Sunday, 17<sup>th</sup> July, 2016. The remote e-voting facility was then unblocked in the presence of two witnesses who were not in the employment of the Company.

At the 25<sup>th</sup> AGM of the Company held on 18<sup>th</sup> July, 2016, the Chairman of the Company had suo moto called for poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the voting by poll process. The Chairman of the AGM had appointed me as the scrutinizer for the same.

I hereby submit my following consolidated report on remote e-voting together with the poll.





**CONSOLIDATED REPORT**

Sr. No. Resolution	Particulars of Resolution	Method of Voting	Votes in Favour of Resolution		Votes against the Resolution		Invalid or abstained Votes
			No.	% of total number of valid votes cast	No.	% of total number of valid votes cast	No.
1	To adopt audited financial statement (including consolidated financial statements) of the Company for the financial year ended March, 31, 2016	e-voting	10619438	100	0	0	0
		Poll	24990	99.992	2	0.008	0
		<b>Total</b>	<b>10644428</b>	<b>99.999</b>	<b>2</b>	<b>0.001</b>	<b>0</b>
2	To declare dividend on equity shares of the Company for the financial year 2015-2016	e-voting	10619438	100	0	0	0
		Poll	24990	99.992	2	0.008	0
		<b>Total</b>	<b>10644428</b>	<b>99.999</b>	<b>2</b>	<b>0.001</b>	<b>0</b>
3	Ratification of appointment of Statutory Auditors of the Company and fixing their remuneration.	e-voting	10619438	100	0	0	0
		Poll	24990	99.992	2	0.008	0
		<b>Total</b>	<b>10644428</b>	<b>99.999</b>	<b>2</b>	<b>0.001</b>	<b>0</b>





Sr. No. of Resolution	Particulars of Resolution	Method of Voting	Votes in Favour of Resolution		Votes against the Resolution		Invalid or abstained Votes No.
			No.	% of total number of valid votes cast	No.	% of total number of valid votes cast	
4	Appointment of Mrs. Prachi Mehta as a Director liable to retire by rotation.	e-voting	10483386	100	0	0	136052
		Poll	24990	99.992	2	0.008	0
		<b>Total</b>	<b>10508376</b>	<b>99.999</b>	<b>2</b>	<b>0.001</b>	<b>136052</b>
5	Appointment of Mr. Jigar Mehta as Director of the Company.	e-voting	10416621	99.99	173	0.0016	202644
		Poll	24990	99.992	2	0.008	0
		<b>Total</b>	<b>10441611</b>	<b>99.999</b>	<b>175</b>	<b>0.001</b>	<b>202644</b>
6	Appointment of Mr. Jigar Mehta as Managing Director of the Company	e-voting	10416621	99.99	173	0.0016	202644
		Poll	24990	99.992	2	0.008	0
		<b>Total</b>	<b>10441611</b>	<b>99.999</b>	<b>175</b>	<b>0.001</b>	<b>202644</b>





Nilesh A. Pradhan & Co.

Sr. No. of Resolution	Particulars of Resolution	Method of Voting	Votes in Favour of Resolution		Votes against the Resolution		Invalid or abstained Votes
			No.	% of total number of valid votes cast	No.	% of total number of valid votes cast	No.
7	Reappointment of Mr. Harish Mehta as chairman and Whole Time Director (Executive Chairman) of the Company	e-voting	10423837	99.98	173	0.0016	195428
		Poll	24990	99.992	2	0.008	0
		<b>Total</b>	<b>10448827</b>	<b>99.999</b>	<b>175</b>	<b>0.001</b>	<b>195428</b>

From the above report I state that the entire resolutions stand passed under the combined remote e-voting & poll with requisite majority.

The register and all other papers and relevant records relating to remote electronic voting & Voting by Poll shall be handed over to the Chairman.

Thanking You,

Yours Faithfully,

For Nilesh A. Pradhan & Co.,  
Practicing Company Secretary

Nilesh A. Pradhan  
Proprietor

CP: 3659  
FCS: 5445

Place: Mumbai  
Date: 19<sup>th</sup> July, 2016

