

GARWARE-WALL ROPES LTD.

Regd. Office & Factory : Plot No. 11, Block D-1, M.I.D.C., Chinchwad, Pune - 411019, India.
CIN No. : L25209MH1976PLC018939
Telephone: +91-20-30780000, Fax: +91-20-30780341
Email: pune_admin@garwareropes.com
Website: www.garwareropes.com



GWRL:SEC:2016

August 12, 2016

BSE Limited

Corporate Relationship Department,
New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai 400001.

By Fax (No. 022- 22721072/
22723121)
By Courier

(Company code: 509557)

National Stock Exchange of India Ltd.

Exchange Plaza, Plot No. C/1, 'G' Block,
Bandra-Kurla Complex,
Bandra East,
Mumbai 400051.

By Fax (No. 022-26598237/38/
26598347/48)
By Courier

(Symbol: GARWALLROP, Series: EQ)

Dear Sirs,

Sub: 39th Annual General Meeting – Voting Results


Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results and the Scrutinizer's Report on e-voting and voting by poll at the 39th Annual General Meeting of the Company held on Wednesday, 10th August, 2016.

Kindly acknowledge.

Thanking you,

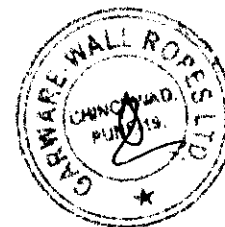
Yours faithfully,

For GARWARE-WALL ROPES LIMITED

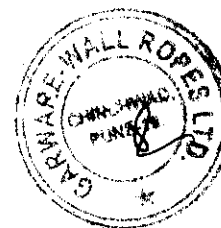

Sunil Agarwal
Company Secretary
M. No. FCS6407
Encl.: as above

Voting Results GARWARE-WALL ROPES LIMITED Regd. Office: Plot No. 11, Block D-1, M.I.D.C., Chinchwad, Pune – 411019. CIN No.: L25209MH1976PLC018939	
Date of AGM / EGM	10th August, 2016
Total number of Shareholders on record date (i.e. 3rd August, 2016)	14916
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	24
Public:	63
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

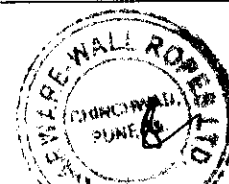
Agenda-wise disclosure (to be disclosed separately for each agenda item)	
Resolution required: (Ordinary / Special)	Ordinary - To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2016, together with the Reports of the Board of Directors and Auditors thereon; and b. the Audited Consolidated Financial Statements for the financial year ended 31st March, 2016 and the Report of the Auditors thereon.
Whether promoter / promoter group are interested in the agenda / resolution?	No



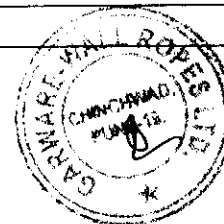
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	11084090	0	0.00	0	0	0.00	0.00
	Poll		6879667	62.07	6879667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6879667	62.07	6879667	0	100.00	0.00
Public-Institutions	E-voting	951853	*768035	80.69	740027	0	96.35	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		768035	80.69	740027	0	96.35	0.00
Public-Non Institutions	E-voting	9846117	6708	0.07	6708	0	100.00	0.00
	Poll		**1435734	14.58	1433302	0	99.83	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1442442	14.65	1440010	0	99.83	0.00
Total		21882060	9090144	41.54	9059704	0	99.67	0.00
* Invalid / Not Voted - 28008								
** Invalid / Not Voted - 2432								



Resolution required: (Ordinary / Special)			Ordinary - To declare dividend on equity shares for the financial year ended 31st March, 2016.					
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 notes 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	11084090	0	0.00	0	0	0.00	0.00
	Poll		6879667	62.07	6879667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6879667	62.07	6879667	0	100.00	0.00
Public-Institutions	E-voting	951853	768035	80.69	768035	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		768035	80.69	768035	0	100.00	0.00
Public-Non Institutions	E-voting	9846117	6708	0.07	6708	0	100.00	0.00
	Poll		*1435734	14.58	1431802	0	99.73	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1442442	14.65	1438510	0	99.73	0.00
Total		21882060	9090144	41.54	9086212	0	99.96	0.00
* Invalid / Not Voted - 3932								

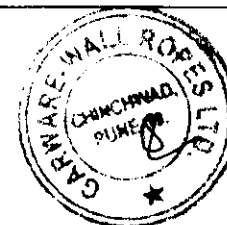


Resolution required: (Ordinary / Special)			Ordinary - To appoint a Director in place of Ms. M. V. Garware (DIN 06948274), who retires by rotation and, being eligible, offers herself for reappointment.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	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 notes 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	11084090	0	0.00	0	0	0.00	0.00
	Poll		*6879667	62.07	6860009	0	99.71	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6879667	62.07	6860009	0	99.71	0.00
Public-Institutions	E-voting	951853	768035	80.69	376512	391523	49.02	50.98
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		768035	80.69	376512	391523	49.02	50.98
Public-Non Institutions	E-voting	9846117	**6708	0.07	6008	0	89.56	0.00
	Poll		***1435734	14.58	1430428	696	99.63	0.05
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1442442	14.65	1436436	696	99.58	0.05
Total		21882060	9090144	41.54	8672957	392219	95.41	4.31
* Invalid / Not Voted - 19658								
** Invalid / Not Voted - 700								
*** Invalid / Not Voted - 4610								



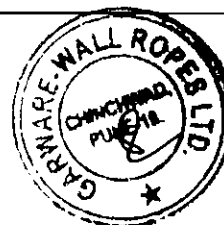
Resolution required: (Ordinary / Special)			Ordinary - Ratification of appointment of Statutory Auditors.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes 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	11084090	0	0.00	0	0	0.00	0.00
	Poll		6879667	62.07	6879667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6879667	62.07	6879667	0	100.00	0.00
Public-Institutions	E-voting	951853	768035	80.69	768035	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		768035	80.69	768035	0	100.00	0.00
Public-Non Institutions	E-voting	9846117	6708	0.07	6708	0	100.00	0.00
	Poll		*1435734	14.58	1431802	0	99.73	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1442442	14.65	1438510	0	99.73	0.00
Total		21882060	9090144	41.54	9086212	0	99.96	0.00

* Invalid / Not Voted - 3932

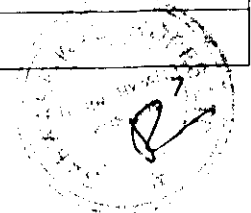


Resolution required: (Ordinary / Special)			Ordinary - Ratification of Cost Auditors' remuneration.					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on notes 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	11084090	0	0.00	0	0	0.00	0.00
	Poll		6879667	62.07	6879667	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6879667	62.07	6879667	0	100.00	0.00
Public-Institutions	E-voting	951853	768035	80.69	768035	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		768035	80.69	768035	0	100.00	0.00
Public-Non Institutions	E-voting	9846117	6708	0.07	6708	0	100.00	0.00
	Poll		*1435734	14.58	1431802	0	99.73	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1442442	14.65	1438510	0	99.73	0.00
Total		21882060	9090144	41.54	9086212	0	99.96	0.00

* Invalid / Not Voted - 3932



Resolution required: (Ordinary / Special)			Ordinary - Re-appointment of Mr. V. R. Garware (DIN 00092201), as Chairman & Managing Director of the Company.					
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 notes 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	11084090	0	0.00	0	0	0.00	0.00
	Poll		*6879667	62.07	6860009	0	99.71	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		6879667	62.07	6860009	0	99.71	0.00
Public-Institutions	E-voting	951853	768035	80.69	706798	61237	92.03	7.97
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		768035	80.69	706798	61237	92.03	0.00
Public-Non Institutions	E-voting	9846117	**6708	0.07	6008	0	89.56	0.00
	Poll		***1435734	14.58	1431802	0	99.73	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1442442	14.65	1437810	0	99.68	0.00
Total		21882060	9090144	41.54	9004617	61237	99.06	0.67
* Invalid / Not Voted - 19658								
** Invalid / Not Voted - 700								
*** Invalid / Not Voted - 3932								
Resolutions No. 1, 2, 4 and 5 has been passed unanimously and Resolutions No. 3 and 6 has been passed by requisite majority.								



To
The Chairman,
Garware-Wall Ropes Limited,
Plot No 11, Block D-1, MIDC,
Chinchwad, Pune-411019

Sub: Results of E-voting and voting by Poll.

Dear Sir,

I undersigned, Sridhar G. Mudaliar, Partner, SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of Garware-Wall Ropes Limited (“the Company”) for scrutinizing the e-voting process (during August 7, 2016 to August 9, 2016) and voting by poll (at 39th Annual General Meeting (AGM) held on August 10, 2016) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 relating to voting through electronic means (by remote e-voting), and voting by poll by the shareholders on the resolutions proposed in the Notice of the 39th Annual General Meeting of the Company is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting and by poll at AGM are conducted in a fair and transparent manner and render consolidated scrutinizer’s report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (“CDSL”) and the report of poll at the meeting.:

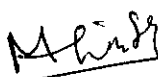

I hereby enclose below reports relating to the voting on the resolutions proposed at the 39th Annual General Meeting of the Company held on August 10, 2016:

- a) Report on E-voting; and
- b) Report on Poll; and
- c) Combined report of e-voting and Poll

I hereby declare that Resolution No. 1,2,4 and 5 has been passed unanimously and Resolution No. 3 and 6 have been passed by requisite majority as per the aforesaid Notice of the Annual General Meeting of the Company.

Thanking you,
Yours faithfully,

For SVD & Associates

Sridhar G. Mudaliar

Partner

FCS No. 6156

C. P. No. 2664

Place: Pune

Date: August 10, 2016

For **GARWARE-WALL ROPES LIMITED**



V. R. GARWARE
Chairman & Managing Director

Sridhar G. Mudaliar
M.Com, LL.B., F.C.S.

22-A, Hanuman Nagar,
Off: Senapati Bapat Road,
Model Colony, Pune- 411016
Tel: 25655319

Company Secretary

**39TH ANNUAL GENERAL MEETING OF GARWARE WALL-ROPES LIMITED
(CIN: L25209MH1976PLC018939) HELD ON AUGUST 10, 2016**

COMBINED REPORT

Sr. No	Resolutions	E - voting		Voting by poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	
1	Ordinary Resolution:- To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2016, together with the Reports of the Board of Directors and Auditors thereon; and b. the Audited Consolidated Financial Statements for the financial year ended on 31st March, 2016, and the Reports Auditors thereon.	746735	0	8312969	0	9059704	0	Resolution passed unanimously
2	Ordinary Resolution:- To declare dividend on equity shares for the financial year ended 31st March, 2016	774743	0	8311469	0	9086212	0	Resolution passed unanimously
3	Ordinary Resolution:- To appoint a Director in the place of Ms. M. V. Garware (DIN: 06948274), who retires by rotation and, being eligible, offers herself for reappointment.	382520	391523	8290437	696	8672957	392219	Resolution passed with requisite majority
4	Ordinary Resolution:- Ratification of Appointment of Statutory Auditors.	774743	0	8311469	0	9086212	0	Resolution passed unanimously

Sridhar G. Mudaliar
M.Com, LL.B., F.C.S.

Company Secretary

22-A, Hanuman Nagar,
Off: Senapati Bapat Road,
Model Colony, Pune- 411016
Tel: 25655319

39TH ANNUAL GENERAL MEETING OF GARWARE WALL-ROPES LIMITED
(CIN: L25209MH1976PLC018939) HELD ON AUGUST 10, 2016

COMBINED REPORT

Sr. No	Resolutions	E - voting		Voting by poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	
5	Ordinary Resolution:- Ratification of Cost Statutory Auditors' remuneration.	774743	0	8311469	0	9086212	0	Resolution passed unanimously
6	Ordinary Resolution:- Re-appointment of Mr. V.R. Garware (DIN: 00092201), as Chairman & Managing Director of the Company.	712806	61237	8291811	0	9004617	61237	Resolution passed with requisite majority

Date: 10th August, 2016

Place: Pune

M. S. 18

For GARWARE-WALL ROPES LIMITED

V. R. Garware
V. R. GARWARE
Chairman & Managing Director