

**Mukand Ltd.**

**Regd. Office :** Bajaj Bhavan, 3rd Floor  
Jamnalal Bajaj Marg  
226 Nariman Point, Mumbai, India 400 021  
Tel : 91 22 6121 6666 Fax : 91 22 2202 1174  
www.mukand.com

**Kalwe Works :** Thane-Belapur Road  
Post office Kalwe, Thane, Maharashtra  
India 400 605  
Tel : 91 22 2172 7500 / 7700. Fax : 91 22 2534 8179  
CIN : L99999MH1937PLC002726

Sec/78AGM/  
11<sup>th</sup> August, 2016

1. Department of Corporate Services <b>BSE Limited,</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 021.	2. Listing Department <b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai – 400051
ISIN CODE : INE304A01026 INE304A04012 BSE Scrip Code : 500460	ISIN CODE : INE304A01026 INE304A04012 NSE Scrip Name : MUKAND LTD.

**Sub: Outcome of 78<sup>th</sup> Annual General Meeting (AGM) held on 8<sup>th</sup> August, 2016**  
**Ref: Submission of Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.**

Dear Sirs,

We wish to inform you that 78th AGM of the Company was held on Monday, 8<sup>th</sup> August, 2016 at 4.00 p.m. at Kamalnayan Bajaj Hall, Bajaj Bhawan, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai 400021.

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made thereunder, as amended ("Rules") and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015"), the Company had provided facility for remote e-voting to the shareholders as on 1<sup>st</sup> August, 2016 (being the cut-off date for the purpose of e-voting) to cast their votes on the items of business stated in the AGM notice. The remote e-voting system was open from Thursday, 4<sup>th</sup> August, 2016 (9.00 am) to Sunday, 7<sup>th</sup> August, 2016 (5.00 pm).

As required under the said Rules, voting facility was also made available at the venue of the AGM and members attending the meeting who had not already cast their votes by remote e-voting were able to cast their vote at the venue of the meeting using ballot paper.

The Company has now received the consolidated report of the Scrutinizer, confirming details of voting through remote e-voting and details of voting at the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions are deemed to be passed on the date of the AGM, i.e. on 8<sup>th</sup> August, 2016.

A disclosure of voting results of the meeting in terms of Regulation 44 of SEBI (LODR) Regulations, 2015, and the businesses considered and approved by the shareholders with requisite majority is enclosed, together with the Scrutinizer's consolidated report on e-voting. A copy of the same is also being placed on the Company's and on the website of Karvy Computershare Pvt. Ltd..

Kindly acknowledge and take the above on record.

Thanking you,

Yours faithfully,  
For **Mukand Ltd.**

  
K J Mallya  
Company Secretary  
([kjmallya@mukand.com](mailto:kjmallya@mukand.com))

Encl: As Above



## Mukand Ltd.

The information required under Regulation 44 of SEBI (LODR) Regulations, 2015 is as under:

<b>Date of A.G.M</b>	Monday, 8 <sup>th</sup> August, 2016
<b>Book Closure date</b>	30 <sup>th</sup> July, 2016 to 8 <sup>th</sup> August, 2016 (both days inclusive)
<b>Total number of Shareholders as on record date i.e. 1<sup>st</sup> August, 2016 (i.e. cut-off date for E-Voting)</b>	42,259 Equity Shareholders
<b>No. of Shareholders present in the meeting either in person or through proxy :</b>	141
Promoters and Promoter Group	45
Public	96
<b>No. of Shareholders attended the meeting through Video Conferencing :</b>	NIL
Promoters and Promoter Group	NIL
Public	NIL
<b>Details of the Agenda, Type of Resolutions required &amp; Mode of Voting</b>	As per Annexure

*du*



Details of Agenda

<b>Resolution No. 1:</b>	Adoption of audited standalone financial statements and audited consolidated financial statements for the year ended 31 <sup>st</sup> March, 2016 and the Reports of Directors' and Auditors' thereon.
<b>Resolution Required:</b>	Ordinary Resolution
<b>Whether promoter / promoter group are interested in agenda / resolution</b>	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	10,13,63,994	10,12,12,638	99.85	10,12,12,638	0	100.00	0.00
	AGM Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Institutions	E-Voting	73,77,965	0	0.00	0	0	0.00	0.00
	AGM Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Non Institutions	E-Voting	3,26,63,902	94,19,102	28.84	94,18,997	105	99.99	0.01
	AGM Poll		1,06,155	0.32	1,06,155	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Total</b>		<b>14,14,05,861</b>	<b>11,07,37,895</b>	<b>78.31</b>	<b>11,07,37,790</b>	<b>105</b>	<b>99.99</b>	<b>0.01</b>

\* Excluding Invalid & abstain votes.



<b>Resolution No. 2:</b>	Re-appointment of Shri Rajesh V. Shah (DIN : 00033371) as a Director, who retires by rotation.
<b>Resolution Required:</b>	Ordinary Resolution
<b>Whether promoter / promoter group are interested in agenda / resolution</b>	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	10,13,63,994	8,08,42,790	79.75	8,08,42,790	0	100.00	0.00
	AGM Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Institutions	E-Voting	73,77,965	0	0.00	0	0	0.00	0.00
	AGM Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Non Institutions	E-Voting	3,26,63,902	94,18,852	28.84	94,18,747	105	99.99	0.01
	AGM Poll		1,06,155	0.32	1,06,155	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Total</b>		<b>14,14,05,861</b>	<b>9,03,67,797</b>	<b>63.91</b>	<b>9,03,67,692</b>	<b>105</b>	<b>99.99</b>	<b>0.01</b>

\* Excluding Invalid & abstain votes.



<b>Resolution No. 3:</b>	Re-appointment of Shri Suketu V. Shah (DIN : 00033407) as a Director, who retires by rotation.
<b>Resolution Required:</b>	Ordinary Resolution
<b>Whether promoter / promoter group are interested in agenda / resolution</b>	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	10,13,63,994	8,24,44,428	81.34	8,24,44,428	0	100.00	0.00
	AGM Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Institutions	E-Voting	73,77,965	0	0.00	0	0	0.00	0.00
	AGM Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Non Institutions	E-Voting	3,26,63,902	94,18,852	28.84	94,18,747	105	99.99	0.01
	AGM Poll		1,06,155	0.32	1,06,155	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Total</b>		<b>14,14,05,861</b>	<b>9,19,69,435</b>	<b>65.04</b>	<b>9,19,69,330</b>	<b>105</b>	<b>99.99</b>	<b>0.01</b>

\* Excluding Invalid & abstain votes.



<b>Resolution No. 4:</b>	Ratification of appointment of M/s. Haribhakti & Co. LLP, Chartered Accountants, as Statutory Auditors and fixing their remuneration.
<b>Resolution Required:</b>	Ordinary Resolution
<b>Whether promoter / promoter group are interested in agenda / resolution</b>	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	10,13,63,994	10,12,12,638	99.85	10,12,12,638	0	100.00	0.00
	AGM Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Institutions	E-Voting	73,77,965	0	0.00	0	0	0.00	0.00
	AGM Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Non Institutions	E-Voting	3,26,63,902	94,19,102	28.84	94,18,997	105	99.99	0.01
	AGM Poll		1,06,155	0.32	1,06,155	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Total</b>		<b>14,14,05,861</b>	<b>11,07,37,895</b>	<b>78.31</b>	<b>11,07,37,790</b>	<b>105</b>	<b>99.99</b>	<b>0.01</b>

\* Excluding Invalid & abstain votes.



<b>Resolution No. 5:</b>	Ratification of remuneration to Cost Auditor
<b>Resolution Required:</b>	Ordinary Resolution
<b>Whether promoter / promoter group are interested in agenda / resolution</b>	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	10,13,63,994	10,12,12,638	99.85	10,12,12,638	0	100.00	0.00
	AGM Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Institutions	E-Voting	73,77,965	0	0.00	0	0	0.00	0.00
	AGM Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Non Institutions	E-Voting	3,26,63,902	94,18,902	28.84	94,18,797	105	99.99	0.01
	AGM Poll		1,06,155	0.32	1,06,155	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Total</b>		<b>14,14,05,861</b>	<b>11,07,37,695</b>	<b>78.31</b>	<b>11,07,37,590</b>	<b>105</b>	<b>99.99</b>	<b>0.01</b>

\* Excluding Invalid & abstain votes.



<b>Resolution No. 6:</b>	Approval of Material Related Party Transactions
<b>Resolution Required:</b>	Ordinary Resolution
<b>Whether promoter / promoter group are interested in agenda / resolution</b>	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	10,13,63,994	1,38,64,271	13.68	1,38,64,271	0	100.00	0.00
	AGM Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Institutions	E-Voting	73,77,965	0	0.00	0	0	0.00	0.00
	AGM Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public – Non Institutions	E-Voting	3,26,63,902	94,18,852	28.84	94,18,747	105	99.99	0.01
	AGM Poll		98,955	0.30	98,955	0	100.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
<b>Total</b>		<b>14,14,05,861</b>	<b>2,33,82,078</b>	<b>16.54</b>	<b>2,33,81,973</b>	<b>105</b>	<b>99.99</b>	<b>0.01</b>

\* Excluding Invalid & abstain votes.





**Scrutinizer's Report**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies  
(Management and Administration) Rules, 2014 as amended]**

To  
The Chairman  
Mukand Limited  
CIN: L99999MH1937PLC002726  
3<sup>rd</sup> Floor, Bajaj Bhavan, Jamnalal Bajaj Marg,  
226 Nariman Point, Mumbai- 400 021  
Maharashtra

Dear Sir,

1. We, M/s. Anant B. Khamankar & Co., Practicing Company Secretaries, had been appointed by the Board of Directors of Mukand Limited ("the Company") as the Scrutinizer for the purpose of Scrutinizing the e-voting process along with the Ballot Forms, and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 (4) (ix) of the Companies (Management and Administration) Rules, 2014 as amended, on the Resolutions contained in the Notice convening (hereinafter referred to as "the Resolutions") the 78<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on Monday the 08<sup>th</sup> August, 2016 at 4.00 P.M. at Kamalnayan Bajaj Hall, Bajaj Bhavan, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai- 400021, Maharashtra.
2. The Notice dated 23<sup>rd</sup> May, 2016 convening the AGM of the Company along with statement setting out material facts under Section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the Resolutions to be passed at the said AGM of the Company.



3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and Ballot Forms on the Resolutions contained in the Notice convening the AGM of the members of the Company. Our responsibility as the Scrutinizers for the remote e-voting process is restricted to make a Scrutinizer's Report of the votes, cast "in favor" or "against" the Resolutions and "invalid" and "abstained" ballots and votes, based on the reports generated from the remote e-voting process system provided by Karvy Computershare Private Limited (Karvy), the authorized agency engaged by the Company to provide remote e-voting facilities.
4. Further to the above, We submit our report as under:-
  - i. The remote e-voting period remained open from Thursday, 4<sup>th</sup> August, 2016 at 9.00 a.m. (IST) and ended on Sunday, 7<sup>th</sup> August, 2016 at 05.00 p.m. (IST).
  - ii. The members who were on record of the Company as on the "cut-off" date i.e. Monday, 1<sup>st</sup> August, 2016 were entitled to vote on the Resolutions as set out in the Notice of the AGM.
  - iii. The ballot voting facility was again provided at the AGM to those members who attended the meeting but not voted through remote e-voting facility/ballot form.
  - iv. After the conclusion of counting of the voting cast at AGM, the votes cast through remote e-voting were unblocked in the presence of two witnesses, viz. Ms. Gauri Mali and Ms. Aishwarya Prithweeraj, who are not in the employment of the Company.



- v. Thereafter considering remote e-voting and ballot voting at AGM, the combined result of the voting is annexed. The details containing inter alia, list of Equity Share Holders, who voted "for" or "against", on each of the Resolutions that were put to vote, and whose votes became invalid or who abstained from voting, were generated from the e-voting website of Karvy i.e. [evoting.karvy.com](http://evoting.karvy.com) and is based on such reports generated.

Thanking You.

Yours truly,

**For Anant B. Khamankar & Co.**



**Anant B. Khamankar**



**FCS: 3198**

**CP No: 1860**

**Place: Mumbai,**

**Date: 09<sup>th</sup> August, 2016.**

Based on the foregoing, the Resolutions Nos. 1 to 6 have been passed with requisite majority.

**For Mukand Limited**



**NIRAJ BAJAJ**

**CHAIRMAN & MANAGING DIRECTOR**

Annexure																
MUKAND LIMITED																
Ballot Control Report (e-voting & Physical ballot) for the AGM held on 08/08/2016.																
Resolution No.	Resolution Description	AGM Poll	Total Votes received		Invalid Votes		Abstain Votes		Valid Votes		Voted in FAVOUR			Voted AGAINST		
			Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	*Ballots	No. of Votes / Shares	*Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	%	Ballots	No. of Votes / Shares	%
1	Adoption of Audited standalone financial statements for the year ended 31st March, 2016 and Reports of Director's and Auditor's thereon.	*Remote e-voting	114	110631740	0	0	0	0	114	110631740	112	110631635	99.9999	2	105	0.0001
		Ballot Form	32	106657	1	502	0	0	31	106155	31	106155	100	0	0	0
		<b>TOTAL</b>	<b>146</b>	<b>110738397</b>	<b>1</b>	<b>502</b>	<b>0</b>	<b>0</b>	<b>145</b>	<b>110737895</b>	<b>143</b>	<b>110737790</b>	<b>99.9999</b>	<b>2</b>	<b>105</b>	<b>0.0001</b>
2	Re-appointment of Shri Rajesh V. Shah as Director.	*Remote e-voting	114	110631740	0	0	14	20370098	100	90261642	98	90261537	99.9999	2	105	0.0001
		Ballot Form	32	106657	1	502	0	0	31	106155	31	106155	100	0	0	0
		<b>TOTAL</b>	<b>146</b>	<b>110738397</b>	<b>1</b>	<b>502</b>	<b>14</b>	<b>20370098</b>	<b>131</b>	<b>90367797</b>	<b>129</b>	<b>90367692</b>	<b>99.9999</b>	<b>2</b>	<b>105</b>	<b>0.0001</b>
3	Re-appointment of Shri Suketu V. Shah as Director.	*Remote e-voting	114	110631740	0	0	12	18768460	102	91863280	100	91863175	99.9999	2	105	0.0001
		Ballot Form	32	106657	1	502	0	0	31	106155	31	106155	100	0	0	0
		<b>TOTAL</b>	<b>146</b>	<b>110738397</b>	<b>1</b>	<b>502</b>	<b>12</b>	<b>18768460</b>	<b>133</b>	<b>91969435</b>	<b>131</b>	<b>91969330</b>	<b>99.9999</b>	<b>2</b>	<b>105</b>	<b>0.0001</b>
4	Ratification of appointment of M/s. Haribhakti & Co., LLP, Chartered Accountants, as Statutory Auditors and fixing their remuneration.	*Remote e-voting	114	110631740	0	0	0	0	114	110631740	112	110631635	99.9999	2	105	0.0001
		Ballot Form	32	106657	1	502	0	0	31	106155	31	106155	100	0	0	0
		<b>TOTAL</b>	<b>146</b>	<b>110738397</b>	<b>1</b>	<b>502</b>	<b>0</b>	<b>0</b>	<b>145</b>	<b>110737895</b>	<b>143</b>	<b>110737790</b>	<b>99.9999</b>	<b>2</b>	<b>105</b>	<b>0.0001</b>
5	Ratification of remuneration to Cost Auditor.	*Remote e-voting	114	110631740	0	0	1	200	113	110631540	111	110631435	99.9999	2	105	0.0001
		Ballot Form	32	106657	1	502	0	0	31	106155	31	106155	100	0	0	0
		<b>TOTAL</b>	<b>146</b>	<b>110738397</b>	<b>1</b>	<b>502</b>	<b>1</b>	<b>200</b>	<b>144</b>	<b>110737695</b>	<b>142</b>	<b>110737590</b>	<b>99.9999</b>	<b>2</b>	<b>105</b>	<b>0.0001</b>
6	Approval of Material Related Party Transactions.	*Remote e-voting	114	110631740	0	0	38	87348617	76	23283123	74	23283018	99.9999	2	105	0.0001
		Ballot Form	32	106657	4	7702	0	0	28	98955	28	98955	100	0	0	0
		<b>TOTAL</b>	<b>146</b>	<b>110738397</b>	<b>4</b>	<b>7702</b>	<b>38</b>	<b>87348617</b>	<b>104</b>	<b>23382078</b>	<b>102</b>	<b>23381973</b>	<b>99.9999</b>	<b>2</b>	<b>105</b>	<b>0.0001</b>

