



September 13, 2016

The Manager- Listing Department,  
Bombay Stock Exchange Limited  
Corporate Relationship Department  
P. J. Towers, Dalal Street,  
Mumbai – 400 001.

The Manager- Listing Department,  
The National Stock Exchange of  
India Limited, Exchange Plaza,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai 400 051

BSE Scrip Code No.524280

NSE Symbol : KOPRAN

Dear Sirs,

Sub : 57<sup>th</sup> Annual General Meeting (AGM) of the company held on  
September 10, 2016.

As per the requirement of Regulation 30 – Para A of Part A of Schedule III of the  
Listing Regulations, we are submitting:

- A. Summary of the Proceedings of the AGM as appended in Annexure I
- B. Voting Results along with Scrutinizer Report as appended in Annexure II

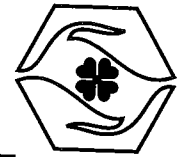
You are requested to kindly take the same on record.

Regards,

For Kopran Limited

Sunil Sodhani  
Company Secretary





# Kopran

## Summary of proceedings of the 57<sup>th</sup> Annual General Meeting

The 57<sup>th</sup> Annual General Meeting of the Members of Kopran Limited was held on Saturday, 10<sup>th</sup> September, 2016 at 3.00 p.m. at Shri S.K. Somani Memorial Hall, 79, Marine Drive, Mumbai-400 020

Mr. Surendra Somani Chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. All the Directors, except Mr. Vishnu N Khanna and DR. Sunita Banerji attended the Meeting. The Chairman speech was circulated to all members and with their permission was taken as read. The Notice of the meeting was taken as read with the permission of the members.

The following resolutions set out in the Notice convening AGM were proposed and seconded by Members:

Item No.	Details of the Agenda	Resolution required
1	Consider and adopt Annual Financial Statement of the Company for the year ended 31 <sup>st</sup> March, 2016 together with the Reports of Board of Directors and Auditors thereon.	Ordinary
2	Ratification for re-appointment of M/s Batliboi & Purohit as Statutory Auditors	Ordinary

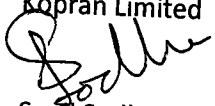
The Chairman informed that Mr. Prabhat Maheshwari of M/s GMJ & Associates, Practising Company Secretaries (Membership No. FCS 2405) was the Scrutinizer appointed by the Board to supervise the remote e-voting and electronic ballot at AGM.

The Chairman informed the Members that the facility of remote e-voting for the Members was made available from 7<sup>th</sup> September, 2016 (9.00 am) till 9<sup>th</sup> September, 2016 (5.00 pm). The Chairman requested the present members who had not cast their votes by remote e-voting could cast their vote at the Meeting. The Chairman then invited the Members to express their views, give suggestions and make enquiries on the operations and financial performance of the Company and related matters. The Chairman majorly responded to all the queries raised by the Members.

The Chairman then invited the Members and proxy holders to cast their votes in the sealed ballot box. Dr. Arvind K. Mehta thanked the Members, Proxy holders, Auditors, Directors and the Chairman for attending the meeting.

The Scrutinizer's Report was received on 12<sup>th</sup> September, 2016 and as set of therein all the said resolutions were declared passed with requisite majority.

Kopran Limited

  
Sunil Sodhani

Company Secretary



**KOPRAN LTD**

<b>Date of the AGM/EGM</b>	10/9/2016
<b>Total number of shareholders on record date</b>	34437
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	83
Promoters and promoter Group:	18
Public:	65

**No. of shareholders attended the meeting through Video Conferencing:** NONE

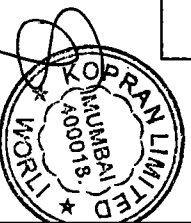
**Promoters and promoter Group:**

**Public:**

**Resolution 1 : Consider and adopt Annual Financial Statement of the Company for the year ended 31st March, 2016 together with Reports of Board of Directors and Auditor's thereon**

<b>Resolution required :(Ordinary / Special)</b>	Ordinary Resolution
<b>Whether promoter/promoter group are interested in the agenda/resolution ?</b>	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3) = \frac{(2)}{(1)} * 100$	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled $(6) = \frac{(4)}{(2)} * 100$	% of Votes against on votes polled $(7) = \frac{(5)}{(2)} * 100$
Promoter & Promoter Group	E-VOTING	19443513	15646377	80.47	15646377	0	100.00	0.00
	POLL	19443513	3768896	19.38	3768896	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	19443513	19415273	99.85	19415273	0	100.00	0.00
Public - Institutions	E-VOTING	1193328	0	0.00	0	0	0.00	0.00
	POLL	1193328	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	1193328	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	22615761	3863	0.02	1863	2000	48.23	51.77
	POLL	22615761	3707	0.02	3707	0	100.00	0.00

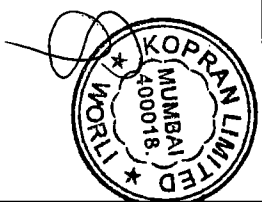


POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
TOTAL	22615761	7570	0.03	5570	2000	73.58	26.42
TOTAL	43252602	19422843	44.91	19420843	2000	99.99	0.01

Resolution 2 : Ratification for Re-appointment of M/s Batliboi & Purohit as Statutory Auditor

Resolution required : (Ordinary / Special)	Ordinary Resolution
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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	19443513	15646377	80.47	15646377	0	100.00	0.00
	POLL	19443513	3768896	19.38	3768896	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	19443513	19415273	99.85	19415273	0	100.00	0.00
Public - Institutions	E-VOTING	1193328	0	0.00	0	0	0.00	0.00
	POLL	1193328	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	1193328	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	22615761	3863	0.02	1863	2000	48.23	51.77
	POLL	22615761	3707	0.02	3707	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	22615761	7570	0.03	5570	2000	73.58	26.42
TOTAL	TOTAL	43252602	19422843	44.91	19420843	2000	99.99	0.01



**FORM NO. MGT-13**

**Combined Report of Scrutinizer for e-voting & voting through ballot process**

[Pursuant to Section 108/109 of the Companies Act, 2013 read with the Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

To,  
The Chairman,  
Kopran Limited,  
Parijat House,  
1076, Dr. E. Moses Road,  
Worli, Mumbai-400 018.

**Subject: 57<sup>th</sup> Annual General Meeting of the Members of Kopran Limited held on Saturday, 10<sup>th</sup> September, 2016 at 3:00 p.m. at Shri S. K. Somani Memorial Hall, 79, Marine Drive, Mumbai 400 020.**

Dear Sir,

I, CS Prabhat Maheshwari, Company Secretary in Practice (FCS: 2405, CP No. 1432), Partner of M/s. GMJ & Associates, Company Secretaries was duly appointed by the Board of Directors for the purpose of scrutinizing the Remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment thereof and voting through Poll at the venue of the Annual General Meeting (AGM) in a fair and transparent manner in respect of the Resolutions contained in the Notice of the 57<sup>th</sup> AGM of Equity Shareholders of Kopran Limited at their Meeting held on Saturday, 10<sup>th</sup> September, 2016 at 3:00 p.m. at Shri S K Somani Memorial Hall, 79, Marine Drive, Mumbai 400 020.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (Remote e-voting) and voting by Poll at the venue of AGM on the resolutions contained in the Notice of the 57<sup>th</sup> AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for the Poll at the 57<sup>th</sup> AGM is restricted to make a Scrutinizer's Report of the Votes Cast "in favour" or "against" the resolutions as stated below on the report generated from the remote e-voting system provided by Central Depositories Services (India) Limited (CDSL), the authorised agency engaged by



Company to provide Remote e-voting facilities and the report generated electronically for voting by Poll at the venue of AGM.

After the time fixed for closing of Poll by the Chairman, Ballot Box kept for polling was locked in my presence with due identification marks placed by me.

The locked Ballot Box was subsequently opened by us in the presence of two witnesses, who are not in employment of the company, Thereafter the poll papers were diligently scrutinized. The Poll papers were reconciled with the records maintained by the Registrar and Transfer Agents / the Company and the authorizations / proxies lodged with the company. Incomplete, invalid and/or defective Poll papers were rejected by us.

The Consolidated Scrutinizer's Report on the resolutions proposed in the Notice of the AGM with respect to Remote e-voting and Poll Process is as under;

**ITEM NO. 1: ORDINARY RESOLUTION:**

To receive, consider and Adopt of the Audited Balance Sheet as at 31<sup>st</sup> March, 2016 and the Statement of Profit & Loss for the financial year ended 31<sup>st</sup> March, 2016 together with the Reports of the Board of Directors and Auditors thereon.

Mode of voting	Total Valid Votes	Votes in Favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/ e-voting entry	Nos.	% to total valid	No of ballot/ e-voting entry	Nos.	% to total valid	Nos.
E-voting	15650240	33	15648240	100	1	2000	0.00	0
Poll/Ballot voting	3772603	41	3772603	100	0	0	0	10
<b>Total</b>	<b>19422843</b>	<b>74</b>	<b>19420843</b>	<b>100</b>	<b>1</b>	<b>2000</b>	<b>0.00</b>	<b>10</b>

**ITEM NO. 2: ORDINARY RESOLUTION:**

Reappointment of M/s. Batliboi & Purohit & Co., Chartered Accountants (FRN No.: 101048W), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the Conclusion of the next Annual General Meeting.



Mode of voting	Total Valid Votes	Votes in Favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot/ e-voting entry	Nos.	% to total valid	No of ballot/ e-voting entry	Nos.	% to total valid	Nos.
E-voting	15650240	33	15648240	100	1	2000	0.00	0
Poll/Ballot voting	3772603	41	3772603	100	0	0	0	10
<b>Total</b>	<b>19422843</b>	<b>74</b>	<b>19420843</b>	<b>100</b>	<b>1</b>	<b>2000</b>	<b>0.00</b>	<b>10</b>

All the resolutions voted through Remote e-voting and Poll were passed with requisite majority.  
The Poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

For GMJ & ASSOCIATES  
Company Secretaries

*Prabhat Maheshwari*

[CS PRABHAT MAHESHWARI]

PARTNER

FCS No. : 2405

COP No. : 1432



PLACE: MUMBAI

DATE: 12<sup>th</sup> SEPTEMBER, 2016.