



# Vaswani Industries Limited

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VIL/SECRETARIAL/2016-17

September 26, 2016

BY EMAIL/ COURIER / REGISTERED POST

National Stock Exchange of India Ltd,  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai – 400 051.

Bombay Stock Exchange Ltd.,  
Market Operations Dept.  
P. J. Towers,  
Dalal Street,  
Mumbai - 400 001.

Dear Sirs,

**Sub: Outcome of Annual General Meeting**

The Thirteenth Annual General Meeting of the Company held today i.e. 26<sup>th</sup> September 2016 at the registered office of the company, the detailed outcome of the meeting is attached here with.

This is for your information and records.

For Vaswani Industries Ltd

  
Ritu Lamba  
Compliance Officer & Company Secretary

Enclosures: Detailed outcome of 13<sup>th</sup> AGM for financial year 2015-2016.



# Vaswani Industries Limited

## THIRTEENTH ANNUAL GENERAL MEETING

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided the facility of e-voting electronically on the resolutions proposed in the Notice of 13<sup>th</sup> Annual General Meeting (AGM). The e-voting was opened from 22<sup>nd</sup> September, 2016 to 25<sup>th</sup> September, 2016.

In Line with the provisions of the Companies Act, 2012 and in the terms of the clarification issued by MCA, voting by Show of hands was not permitted at the General Meeting where e-voting has been offered to the shareholders. Therefore, at the 13<sup>th</sup> AGM, voting was conducted by poll.

The Board of Directors had appointed M/s Satish Batra & Associates, Practising Company secretary as the Scrutinizer for e-voting and poll. The Scrutinizer have carried out the scrutiny of all electronic votes received up to the close of working hours on 25<sup>th</sup> September, 2016 and poll received till the conclusion of the meeting and submitted their report on 26<sup>th</sup> September, 2016.

The consolidated Results as per scrutinizer's report dated 26<sup>th</sup> September, 2016 is as follows:

Resolutions	% Votes in favor	% Votes in Against
Ordinary		
Resolution – 1 - To receive, consider and adopt audited Statement of Profit and Loss & Balance Sheet for the year 2015-16	E-voting: 100% Poll: 100% Total: 100%	E-voting: NIL Poll: NIL Total: NIL
Resolution – 2 - To re-appoint Shri Pramod Vaswani, Whole-time Director of the Company	E-voting: 100% Poll: 100% Total: 100%	E-voting: NIL Poll: NIL Total: NIL
Resolution – 3 - To re-appoint M/s Sunil Johri & Associates, Chartered Accountants as statutory auditors for FY 16-17	E-voting: 100% Poll: 100% Total: 100%	E-voting: NIL Poll: NIL Total: NIL
Resolution – 4 – To appoint Mr. Lekhuchand Mulchandani (DIN NO.02801146) as Non-executive Independent Director	E-voting: 100% Poll: 100% Total: 100%	E-voting: NIL Poll: NIL Total: NIL
Resolution – 5 – To appoint Mr. Ajay Suri (DIN NO.00291897) as Non-executive Independent director	E-voting: 100% Poll: 100% Total: 100%	E-voting: NIL Poll: NIL Total: NIL
Resolution – 6 – To appoint Mr. Pawan Kumar Jha (DIN NO.06812944) as Director	E-voting: 100%	E-voting: NIL

REGISTERED OFFICE: MIG-4, Indravati Colony, Raipur, Chhattisgarh

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# Vaswani Industries Limited

	Poll: 100%	Poll: NIL
	Total: 100%	Total: NIL
	E-voting: 100%	E-voting: NIL
Resolution - 7 - To appoint Mr. Pawan Kumar Jha (DIN NO.06812944) as Executive Director	Poll: 100%	Poll: NIL
	Total: 100%	Total: NIL
	E-voting: 100%	E-voting: NIL
Resolution - 8 - To appoint Sanat Joshi & Associates Cost Accountants as cost auditors for FY 16-17	Poll: 100%	Poll: NIL
	Total: 100%	Total: NIL
	E-voting: 100%	E-voting: NIL
Resolution - 9 - To appoint A Siddique & Associates as Internal Auditor for financial year 2016-2017	Poll: 100%	Poll: NIL
	Total: 100%	Total: NIL

Based on consolidation report of the Scrutinizer(s), all Resolutions as set out in the Notice of 13<sup>th</sup> Annual General Meeting have been duly approved by the shareholders with requisite majority.

For Vaswani Industries Limited

Ritu Lamba  
(Company Secretary & Compliance Officer)

Place: Raipur (C.G.)  
Date: 26/09/2016

REGISTERED OFFICE: MIG-4, Indravati Colony, Raipur, Chhattisgarh

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# Vaswani Industries Limited

## OUTCOME OF VOTING OF 13<sup>TH</sup> ANNUAL GENERAL MEETING (AS PER CLAUSE 35A OF LISTING AGREEMENT)

### OUTCOME

Date of Annual General Meeting	26 <sup>th</sup> September, 2016			
Total Number of Shareholders as on record date	3546 equity shareholders as on 19.09.2016			
No. of shareholders present in the meeting either in person or through proxy	Promoters & Promoter group	Public	In person	Through Proxy
	In person	Public	18	NIL
No. of shareholders attended meeting through Video Conferencing	Promoters & Promoter group	Public	6	
	NIL	NIL		
No. of shareholders voted through E-voting	Promoters & Promoter group	Public		
	NIL	02		

### Agenda Wise

The mode of voting for all the resolutions was:

1. E-voting conducted between 22<sup>nd</sup> September, 2016 from 09:00 A.M. to 25<sup>th</sup> September, 2016 till 5:00 P.M.
2. Poll (manually) conducted at the meeting.

Given Below is the resolution wise combined result of e-voting and poll.

Resolution - 1: Adoption of Audited Balance Sheet of the Company as on 31st March, 2016 and Profit & Loss Accounts of the Company for the year ended on that date and the Reports of Board of Directors and Auditors along with some modifications as mentioned in annexure -1.

Category	No. of shares held (1)	No. of voted polled (2)	No. of votes in favor (4)	No. of votes in against (5)	% of votes in favor on votes polled $(\frac{4}{(4)+(5)} \times 100$	% of votes against on votes polled $(\frac{5}{(4)+(5)} \times 100$
Promoter and promoter group	17500000	17499000	17499000	0	100.00%	0.00



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Category	No. of shares held (1)	No. of shares polled (2)	No. of votes in favor (4)	No. of votes in against (5)	% of votes in favor on polled votes (6)=[(4)/(2)*100]	% of votes against on polled votes (7)=[(5)/(2)*100]
Public Financial Institutional holders	0	0	0	0	0	0
Public - Others	12500000	1443336	1443336	0	100.00%	0
Total (A)	30000000	18942336	18942336	0	100.00%	0
E voted	200	Favor 200	200	Against 00	100.00%	NIL
Total (B)	200	200	200	00	100.00%	NIL
Total (C)= (A)+(B)	30000000	18942536	18942536	00	100.00%	NIL

Resolution - 2: Re-appointment of Shri Pramod Vaswani, Whole-time Director of the Company, who retires by rotation and is eligible for re-appointment

Category	No. of shares held (1)	No. of shares polled (2)	No. of votes in favor (4)	No. of votes in against (5)	% of votes in favor on polled votes (6)=[(4)/(2)*100]	% of votes against on polled votes (7)=[(5)/(2)*100]
Promoter and promoter group	17500000	17499000	17499000	0	100.00%	0.00
Public Financial Institutional holders	0	0	0	0	0	0
Public - Others	12500000	1443336	1443336	0	100.00%	0
Total (A)	30000000	18942336	18942336	0	100.00%	0
E voted	200	Favor 200	200	Against 00	100.00%	NIL
Total (B)	200	200	200	00	100.00%	NIL
Total (C)= (A)+(B)	30000000	18942536	18942536	00	100.00%	NIL

Resolution - 3: Appointment of M/s Sunil Johri & Associates, Chartered Accountants, Statutory Auditors for holding the office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration

Category	No. of shares held (1)	No. of shares polled (2)	No. of votes in favor	No. of votes in against	% of votes in favor on polled votes	% of votes against on polled votes



# Vaswani Industries Limited

	(1)	(2)	(3)	(4)	(5)	(6)=[(4)/(2)*100]	(7)=[(5)/(2)*100]
Promoter and promoter group	17500000	17499000	17499000	17499000	0	100.00%	0.00
Public Financial Institutional holders	0	0	0	0	0	0	0
Public - Others	12500000	1443336	1443336	1443336	0	100.00%	0
Total (A)	30000000	18942336	18942336	18942336	Against	100.00%	% of votes NIL
E voted	200	200	200	200	00	100.00%	NIL
Total (B)	200	200	200	200	00	100.00%	NIL
Total (C)= (A)+(B)	30000000	18942536	18942536	18942536	00	100.00%	NIL

Resolution - 4: To appoint Mr. Lekhuchand Mulchandani (DIN NO.02801146) as Non-executive Independent Director

Category	No. of shares held (1)	No. of voted polled (2)	No. of votes in favor (4)	No. of votes in against (5)	% of votes in favor on votes polled (6)=[(4)/(2)*100]	% of votes against on votes polled (7)=[(5)/(2)*100]
Promoter and promoter group	17500000	17499000	17499000	0	100.00%	0.00
Public Financial Institutional holders	0	0	0	0	0	0
Public - Others	12500000	1443336	1443336	0	100.00%	0
Total (A)	30000000	18942336	18942336	Against	100.00%	% of votes NIL
E voted	200	200	200	00	100.00%	NIL
Total (B)	200	200	200	00	100.00%	NIL
Total (C)= (A)+(B)	30000000	18942536	18942536	00	100.00%	NIL



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Resolution - 5: To appoint Mr. Ashok Suri (DIN NO.00291897) as Non-executive Independent director

Category	No. of shares held (1)	No. of votes polled (2)	No. of votes in favor (4)	No. of votes in against (5)	% of votes in favor on votes polled (6)=[(4)/(2)*100]	% of votes against on votes polled (7)=[(5)/(2)*100]
Promoter and promoter group	17500000	17499000	17499000	0	100.00%	0
Public Financial Institutional holders	0	0	0	0	0	0
Public - Others	12500000	1443336	1443336	0	100.00%	0
Total (A)	30000000	18942336	18942336	0	100.00%	0
E voted	200	Favor	200	Against	100.00%	NIL
Total (B)	200	200	200	00	100.00%	NIL
Total (C)= (A)+(B)	30000000	18942536	18942536	00	100.00%	NIL

Resolution - 6: To appoint Mr. Pawan Kumar Jha (DIN NO.06812944) as Director

Category	No. of shares held (1)	No. of votes polled (2)	No. of votes in favor (4)	No. of votes in against (5)	% of votes in favor on votes polled (6)=[(4)/(2)*100]	% of votes against on votes polled (7)=[(5)/(2)*100]
Promoter and promoter group	17500000	17499000	17499000	0	100.00%	0
Public Financial Institutional holders	0	0	0	0	0	0
Public - Others	12500000	1443336	1443336	0	100.00%	0
Total (A)	30000000	18942336	18942336	0	100.00%	0
		Favor		Against		% of votes



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	No. of shares held (1)	No. of votes in favor (4)	No. of votes in against (5)	% of votes in favor on votes polled (6)=[(4)/(2)*100]	% of votes against on votes polled (7)=[(5)/(2)*100]
E voted	200	200	00	100.00%	NIL
Total (B)	200	200	00	100.00%	NIL
Total (C)= (A)+(B)	30000000	18942536	18942536	100.00%	NIL

Resolution - 7: - To appoint Mr. Pawan Kumar Jha (DIN NO.06812944) as Executive Director

Category	No. of shares held (1)	No. of votes in favor (4)	No. of votes in against (5)	% of votes in favor on votes polled (6)=[(4)/(2)*100]	% of votes against on votes polled (7)=[(5)/(2)*100]
Promoter and promoter group	1750000	17499000	0	100.00%	0
Public	0	0	0	0	0
Institutional holders	1250000	1443336	0	100.00%	0
Public - Others	3000000	18942336	0	100.00%	0
Total (A)		Favor 200	Against 00	100.00%	NIL
E voted	200	200	00	100.00%	NIL
Total (B)	200	200	00	100.00%	NIL
Total (C)= (A)+(B)	30000000	18942536	18942536	100.00%	NIL

Resolution - 8: To appoint Sanat Joshi & Associates Cost Accountants as cost auditors for FY 16-17

Category	No. of shares held (1)	No. of votes in favor (4)	No. of votes in against (5)	% of votes in favor on votes polled (6)=[(4)/(2)*100]	% of votes against on votes polled (7)=[(5)/(2)*100]
E voted	200	200	00	100.00%	NIL
Total (B)	200	200	00	100.00%	NIL
Total (C)= (A)+(B)	30000000	18942536	18942536	100.00%	NIL





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Promoter and promoter group	17500000	17499000	17499000	0	100.00%	0.00
Public Financial Institutional holders	0	0	0	0	0	0
Public - Others	12500000	1443336	1443336	0	100.00%	0
Total (A)	30000000	18942336	18942336	Against	100.00%	% of votes NIL
E voted	200	200	200	00	100.00%	NIL
Total (B)	200	200	200	00	100.00%	NIL
Total (C)= (A)+(B)	30000000	18942536	18942536	00	100.00%	NIL

Resolution - 9: To appoint A Siddique & Associates as Internal Auditor for financial year 2016-2017

Category	No. of shares held (1)	No. of votes polled (2)	No. of votes in favor (4)	No. of votes in against (5)	% of votes in favor on votes polled (6)=[(4)/(2)*100]	% of votes against on votes polled (7)=[(5)/(2)*100]
Promoter and promoter group	17500000	17499000	17499000	0	100.00%	0.00
Public Financial Institutional holders	0	0	0	0	0	0
Public - Others	12500000	1443336	1443336	0	100.00%	0
Total (A)	30000000	18942336	18942336	Against	100.00%	% of votes NIL
E voted	200	200	200	00	100.00%	NIL
Total (B)	200	200	200	00	100.00%	NIL
Total (C)= (A)+(B)	30000000	18942536	18942536	00	100.00%	NIL



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There were no invalid votes.

As per the consolidation results of e-voting and poll for Item 1 to 9 of the notice of AGM, all the resolutions are passed by requisite majority.

For **Vaswani Industries Limited**

Ritu Lamba

(Company Secretary & Compliance Officer)

Place: Raipur (C.G.)  
Date: 26/09/2016

**E- Voting Results – 13<sup>th</sup> Annual General Meeting of VASWANI INDUSTRIES LIMITED**

26<sup>th</sup> September, 2016  
3546

Date of the AGM	26 <sup>th</sup> September, 2016
Total number of shareholders on record date	3546
No. of shareholders present in the meeting either in person or through proxy:	06
Promoters and Promoter Group:	18
Public:	NIL
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group: Public	

**Agenda- wise disclosure (to be disclosed separately for each agenda item)**

Resolution required: (Ordinary/ Special)		Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?		No, except Resolution number 2							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Polled in outstanding shares	No. of Votes in favour	No. of Votes - against	% of favour polled	% of Votes in votes on votes	% 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 Poll	0	0	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	17500000	17499000	0	17499000	0	100.00%	100.00%	0
Public- Institutions	E-Voting Poll	0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0	0
	Total	0	0	0	0	0	100.00%	100.00%	0
Public- Non Institutions	E-Voting Poll	12500000	200	200	0	200	0	100.00%	0
	Postal Ballot (if applicable)	12500000	1443336	0	1443336	0	100.00%	100.00%	0
	Total	30000000	18942536	0	18942536	0	100.00%	100.00%	0
<b>Total</b>									

