



Date: September 24, 2016

To,
The Secretary, Listing Department
BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir/Ma'am

Sub: Voting result of 32nd Annual General Meeting of Aviva Industries Limited

Ref: Aviva Industries Limited (Scrip Id: AVIVA Scrip code: 512109)

This is to inform you that the 32nd Annual General Meeting ("AGM"/"Meeting") of Aviva Industries Limited ("the Company") was held on Friday, September 23, 2016, at 10.30 A.M. at Lifestyle Lounge G-10 IVY Center, Ground Floor, Prabhat Nagar, Patel Estate Road, Next to Amboli Police Station, Jogeshwari West, Mumbai, 400102, to transact the business as stated in the Notice dated August 12, 2016, convening the AGM.

In this regard, we hereby submit followings;

- Voting results of the business transacted at the AGM, as required under Regulation 44 of the Listing Regulations - **Annexure-I**.
- Consolidated Report of the Scrutinizer dated September 23, 2016 on Voting Result, pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule made there under, as amended from time to time - **Annexure-II**.

The Voting Results along with the Scrutinizer's Report dated September 23, 2016 is made available on the Company's website at www.avivaindustries.com.

This is for your information and records.

Thanking you

For, **Aviva Industries Limited**

A handwritten signature in blue ink that reads "Hitesh".

Hitesh Lachhwani
Company Secretary



**DETAILS OF VOTING RESULTS UNDER REGULATION 44 (3)
32ND ANNUAL GENERAL MEETING HELD ON SEPTEMBER 23, 2016**

| | | |
|---|---|--------------------|
| 1 | Date of AGM | September 23, 2016 |
| 2 | Total No. of Shareholders on Record Date | 618 |
| 3 | Number of Shareholders present in the meeting either in person or through proxy | |
| | a) Promoter and Promoters Group | 1 |
| | b) Public | 4 |
| 4 | Number of Shareholders attended meeting through Video Conferencing | |
| | a) Promoter and Promoters Group | Not Arranged |
| | b) Public | |



Resolution- 1:

DETAILS OF AGENDA

| Sr. No. | Resolution | Resolution Type | Whether promoters / Promoters group are interested in the agenda / resolution |
|---------|---|---------------------|---|
| 1 | Adoption of Audited Financial Statements for the financial year ended on 31 st March, 2016 with the reports of the Directors and Auditors thereon. | Ordinary Resolution | No |

Details of result of the said Resolution:

| Category | 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 votes polled | % of Votes against on votes polled |
|--------------------------------|--------------------|---------------------|-------------|----------------|---|------------------------|-------------|----------------|----------------------|---------------------|----------|--------------------------------------|------------------------------------|
| | | E-voting | Poll | Total | | (3)= [(2)/(1)]* 100 | (4) | (5) | (6)= [(4)/(2)] *100 | (7)= [(5)/(2)] *100 | | | |
| | (1) | (2) | | | | (4) | | | (5) | | | | |
| | | E-voting | Poll | Total | | E-voting | Poll | Total | E-voting | Poll | Total | | |
| Promoter and Promoter Group | 909376 | 909376 | 0 | 909376 | 100.00 | 909376 | 0 | 909376 | 0 | 0 | 0 | 100.00 | 0.00 |
| Public - Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Public-Others | 589624 | 140911 | 1556 | 142467 | 24.16% | 140911 | 1556 | 142467 | 0 | 0 | 0 | 100.00 | 0.00 |
| Total | 1499000 | 1050287 | 1556 | 1051843 | 70.17% | 1050287 | 1556 | 1051843 | 0 | 0 | 0 | 100.00 | 0.00 |



Resolution - 2:

| Sr. No. | Resolution | Resolution Type | Whether promoters / Promoters group are interested in the agenda / resolution |
|---------|--|---------------------|---|
| 2 | Re-appointment of Mrs. Shetna Patel (DIN: 06642724), as a Director of the Company who retires by rotation. | Ordinary Resolution | No |

Details of result of the said Resolution:

| Category | No. of shares held | No. of votes polled | | | % of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100 | No. of Votes in favour | | | 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 |
|--------------------------------|--------------------|---------------------|-------------|----------------|--|------------------------|-------------|----------------|----------------------|----------|------------|---|---|
| | | E-voting | Poll | Total | | E-voting | Poll | Total | E-voting | Poll | Total | | |
| Promoter and Promoter Group | 909376 | 909376 | 0 | 909376 | 100.00 | 909376 | 0 | 909376 | 0 | 0 | 0 | 100.00 | 0.00 |
| Public - Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Public-Others | 589624 | 140911 | 1556 | 142467 | 24.16% | 140651 | 1556 | 142207 | 260 | 0 | 260 | 99.82% | 0.18% |
| Total | 1499000 | 1050287 | 1556 | 1051843 | 70.17% | 1050027 | 1556 | 1051583 | 260 | 0 | 260 | 99.98% | 0.02% |



Resolution - 3:

| Sr. No. | Resolution | Resolution Type | Whether promoters / Promoters group are interested in the agenda / resolution |
|---------|--|---------------------|---|
| 3 | Ratification of appointment of M/s. Vishves A. Shah & Co., Chartered Accountants, (Firm Registration No. 121356W) Ahmedabad and fixing their remuneration. | Ordinary Resolution | No |

Details of result of the said Resolution:

| Category | 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 votes polled | % of Votes against on votes polled |
|--------------------------------|--------------------|---------------------|-------------|----------------|---|------------------------|-------------|----------------|----------------------|----------|----------|--------------------------------------|------------------------------------|
| | | E-voting | Poll | Total | | E-voting | Poll | Total | E-voting | Poll | Total | | |
| | (1) | (2) | | | (3)= [(2)/(1)]* 100 | (4) | | | (5) | | | (6)= [(4)/(2)] *100 | (7)= [(5)/(2)] *100 |
| Promoter and Promoter Group | 909376 | 909376 | 0 | 909376 | 100.00 | 909376 | 0 | 909376 | 0 | 0 | 0 | 100.00 | 0.00 |
| Public - Institutional holders | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Public-Others | 589624 | 140911 | 1556 | 142467 | 24.16% | 140911 | 1556 | 142467 | 0 | 0 | 0 | 100.00 | 0.00 |
| Total | 1499000 | 1050287 | 1556 | 1051843 | 70.17% | 1050287 | 1556 | 1051843 | 0 | 0 | 0 | 100.00 | 0.00 |

For, Aviva Industries Limited


Hitesh Lachhwani
Company Secretary



CS Anand S. Lavingia
ACS, LL.b (Spl.). B. Com
Practicing Company Secretary

To,
The Chairman of the Meeting
Aviva Industries Limited
4th Floor, Jaya Talkies, S.V.Road,
Opp. Indraprastha, Borivalli (W),
Mumbai – 400 092

Dear Sir,

Sub: Report on Consolidated Results of Remote E-voting and Physical voting through Ballot Papers in respect of businesses set forth in the notice of 32nd Annual General Meeting of members of the Aviva Industries Limited held on Friday, September 23, 2016 at 10.30 A.M. at Lifestyle Lounge G-10 IVY Center, Ground Floor, Prabhat Nagar, Patel Estate Road, Next to Amboli Police Station, Jogeshwari West, Mumbai – 400102.

I, Anand S. Lavingia, Practicing Company Secretary, have been appointed as a Scrutinizer of Aviva Industries Limited ("the Company"), pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the remote e-voting and physical voting through ballot papers ("Poll") in respect of businesses set forth in the notice of 32nd Annual General Meeting ("AGM") of the Company, in a fair and transparent manner.

Responsibility of the Management of the Company

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and physical voting through ballot papers on the resolution contained in the aforesaid notice to the AGM of the members of the company.

Responsibility of Scrutinizer

My responsibility, as a scrutinizer, is to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot papers in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL) and on physical voting through ballot papers.

As per the Notice of AGM, below mentioned businesses were proposed for the approval of Members through Remote E-voting and physical ballot paper at the AGM;

1. **Ordinary Resolution** for receiving, considering and adopting audited financial statement of account for the financial year ended on March 31, 2016 and the reports of the Director's and the Auditor's thereon;

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Practicing Company Secretary

2. **Ordinary Resolution** for appointment of a Director in place of Mrs. Shetna Patel (DIN: 06642724), who retires by rotation and being eligible, seeks re-appointment;
3. **Ordinary Resolution** for ratification of appointment of Statutory Auditors and fix their remuneration;

I hereby report as under;

1. On the basis of the register of members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on August 12, 2016, the Company completed dispatch of the Notice of the AGM.
2. The Company has also placed the Notice of AGM on the Web site of the Company as well as web Site of E-voting Agency.
3. The Company has given the news paper advertisement for date and time of commencement and end of remote e-voting, Book Closure and Annual General Meeting in;
 - A. Navshakti (Vernacular Language - Marathi) on September 2, 2016 &
 - B. The Free Press Journal (English Language) on September 2, 2016.both circulating the district in which the registered office of the Company is situated.
4. The Shareholders holding Shares as on the "Cut off" date, i.e. September 16, 2016 were entitled to vote through remote e-voting and at the AGM through Physical ballot papers on the businesses mentioned in the Notice of AGM of the Company.
5. In terms of the aforesaid Notice, remote e-voting was open for three days which commenced on Tuesday, September 20, 2016 at 9.00 A.M. and ended on Thursday, September 22, 2016 at 05:00 P.M. and members of the Company, holding Equity Shares of the Company as on Friday, September 16, 2016, were eligible to cast their votes electronically, conveying their assent or Dissent in respect of the ordinary businesses, through remote e-voting platform provided by NSDL.
6. At the venue of Annual General Meeting, the Company has provided the facility of voting at the meeting through physical ballot papers to those Shareholders who were present at the Meeting and had not voted through remote e-voting platform.
7. After the conclusion of voting at the Annual General Meeting, My representative, Mr. Nevil Savjani first counted the Vote cast at the meeting through physical ballots papers and thereafter unblocked the votes cast through remote e-voting on Friday, September 23, 2016 around 11:07 a.m., after the completion of voting at the Annual General Meeting, in the presence of two witnesses who are not in employment of the Company.
8. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the website of NSDL E-voting System and voting through physical ballot paper at the AGM.
9. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of AGM held on September 23, 2016 is **annexed herewith**.

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Practicing Company Secretary

10. The Register, all other papers and relevant records relating to remote e-voting and voting at the AGM through physical ballot papers shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.
11. The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the above mentioned businesses may, accordingly, be declared by the Chairman or any other Authorized Person, as decided by the Board of Director of the Company and who has also countersigned this report.

Place: Ahmedabad

Date : September 23, 2016

Signature :

Name of Company Secretary : Anand S. Lavingia

ACS No.: 26458 C. P. No.:11410



Countersigned by
For Aviva Industries Limited

Chairman of AGM



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Practicing Company Secretary

Annexure

Detailed Consolidated Results of Remote e-voting and Ballot Forms voting

Resolution 1

To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended on March 31, 2016 with the reports of the Directors and Auditors thereon—**Ordinary Resolution**

| Particulars | No. of | | | No. of Votes contained in | | | % |
|-------------|----------------|---------|-------|---------------------------|---------|---------|--------|
| | Polling Papers | E-Votes | Total | Polling Papers | E-Votes | Total | |
| Received | 3 | 19 | 22 | 1556 | 1050287 | 1051843 | |
| Assent | 3 | 19 | 22 | 1556 | 1050287 | 1051843 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Invalid | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 3 | 19 | 22 | 1556 | 1050287 | 1051843 | 100.00 |

Resolution 2

Appointment of a Director in place of Mrs. Shetna Patel (DIN: 06642724), who retires by rotation and being eligible, seeks re-appointment—**Ordinary Resolution**

| Particulars | No. of | | | No. of Votes contained in | | | % |
|-------------|----------------|---------|-------|---------------------------|---------|---------|--------|
| | Polling Papers | E-Votes | Total | Polling Papers | E-Votes | Total | |
| Received | 3 | 19 | 22 | 1556 | 1050287 | 1051843 | |
| Assent | 3 | 18 | 21 | 1556 | 1050027 | 1051583 | 99.98 |
| Dissent | 0 | 1 | 1 | 0 | 260 | 260 | 0.02 |
| Invalid | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 3 | 19 | 22 | 1556 | 1050287 | 1051843 | 100.00 |

Resolution 3

Ratification of appointment of Statutory Auditors and fix their remuneration – **Special Resolution**

| Particulars | No. of | | | No. of Votes contained in | | | % |
|-------------|----------------|---------|-------|---------------------------|---------|---------|--------|
| | Polling Papers | E-Votes | Total | Polling Papers | E-Votes | Total | |
| Received | 3 | 19 | 22 | 1556 | 1050287 | 1051843 | |
| Assent | 3 | 19 | 22 | 1556 | 1050287 | 1051843 | 100.00 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Invalid | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 |
| Total | 3 | 19 | 22 | 1556 | 1050287 | 1051843 | 100.00 |

Place: Ahmedabad

Date : September 23, 2016

Signature :

Name of Company Secretary : Anand S. Lavingia

ACS No.: 26458 C. P. No.: 11410



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