

23<sup>rd</sup> September, 2016The Manager  
Department of Corporate Services (DCS)  
The BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400 001.The Manager  
The National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai- 400 051.

Scrip Code : 526217

Scrip Symbol : HITECHPLAS

Dear Sir/Madam,

**Sub : Pursuant to Regulations 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Submission of Proceedings and Voting Results of the 25<sup>th</sup> Annual General Meeting**

This is to inform you that the 25<sup>th</sup> Annual General Meeting (AGM) of the Company was held today on Friday, 23<sup>rd</sup> September, 2016, at the Indian Merchants' Chamber, 2<sup>nd</sup> Floor, Kilachand Conference Room, IMC Building, Churchgate, Mumbai- 400 020 at 11.30 a.m.

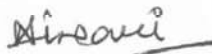
In this regard, please note that Mr. Keyul M. Dedhia, Proprietor of M/s. Keyul M. Dedhia & Associates, Practising Company Secretaries, Mumbai, was appointed as Scrutiniser for the remote e-voting and Poll process at the AGM. The Scrutinizer has submitted Consolidated Report on 23<sup>rd</sup> September, 2016. In accordance with the said Report, the Members of the Company have approved all the Resolutions as embodied in Notice convening the 25<sup>th</sup> Annual General Meeting of the Company, with requisite majority. Accordingly, the results were declared today, 23<sup>rd</sup> September, 2016.

The details of voting results in connection with the Resolutions as stated in the Notice convening the 25<sup>th</sup> AGM, in the prescribed format as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizers' Report in this regard are enclosed herewith.

Kindly acknowledge receipt of the same and take the same on record.

Thanking you,

Yours faithfully,  
For Hitech Plast Limited



Namita Tiwari  
Company Secretary



Enclosure: As above

Details of Proceedings of the Meeting		
Sr No.	Particulars	Details
1	Date of the AGM/EGM	Annual General Meeting Friday, 23 <sup>rd</sup> September, 2016
2	No. of Shareholders as on record date	As on Cut- off date i.e. 16 <sup>th</sup> September, 2016 7774 (Nos)
3	No. of Persons present at the meeting either in person or through Proxy:  Promoters & Promoter Group –  Public-	  8  51
4	No. of Shareholders attended the meeting through video conferencing:  Promoters & Promoter Group –  Public	  Not Arranged



Item No	Resolutions	Resolutions required (Ordinary/Special)	Mode of Voting	Remarks
1.	Adoption of the Audited Financial Statements for the Financial Year ended 31 <sup>st</sup> March, 2016 together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite Majority
2.	Declaration of dividend on equity shares for the Financial Year ended 31 <sup>st</sup> March, 2016.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite Majority
3.	Appointment of Director in place of Mr. Jalaj A. Dani (DIN 00019080), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite Majority
4.	Ratification of appointment of M/s Manubhai & Shah LLP, Chartered Accountants, Mumbai (FRN 106041W/W100136) as the Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of the next AGM and fixing their remuneration.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite Majority
5.	Re-appointment of Mr. Malav A. Dani (DIN: 01184336) as the Managing Director of the Company for a period of 5 years.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite Majority
6.	Appointment of Mr. Mehernosh A. Mehta (DIN:00372340) as a Director of the Company.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite Majority
7.	Appointment of Mr. Mehernosh A. Mehta (DIN: 00372340) as a Whole Time Director of the Company for a period of 5 years.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite Majority
8.	Appointment of Mr. Bomi Pesi Chinoy (DIN: 07519315) as an Independent Director of the Company for a period of 5 years.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite Majority
9.	Appointment of Ms. Vaishali Sharma ((DIN: 07531200) as an Independent Director of the Company for a period of 5 years.	Ordinary	e-voting and ballot paper at the AGM	Passed with requisite Majority



## Hitech Plast Limited

1 - Adoption of the audited financial statements for the period ended 31st March, 2016 together with the Reports of the Board of Directors and the Auditors thereon.

Resolution Required : (Ordinary)		No									
Whether promoter/ promoter group are interested in the agenda/ resolution?		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	12784480	12784480	100.0000	12784480	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	12784480	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Poll	10358	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>			
Public Non Institutions	E-Voting		139538	3.1852	139538	0	100.0000	0.0000			
	Poll		70226	1.6030	70226	0	100.0000	0.0000			
	Postal Ballot	4380862	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>209764</b>	<b>4.7882</b>	<b>209764</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
<b>Total</b>		<b>17175700</b>	<b>12994244</b>	<b>75.6548</b>	<b>12994244</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			



### Hitech Plast Limited

2 - Declaration of dividend on equity shares.										
No										
Resolution Required : (Ordinary)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
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		12784480	100.0000	12784480	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	12784480	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	10358	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>		
Public Non Institutions	E-Voting		139538	3.1852	139538	0	100.0000	0.0000		
	Poll		70226	1.6030	70226	0	100.0000	0.0000		
	Postal Ballot	4380862	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>209764</b>	<b>4.7882</b>	<b>209764</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
<b>Total</b>		<b>17175700</b>	<b>12994244</b>	<b>75.6548</b>	<b>12994244</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		



### Hitech Plast Limited

3 - Appointment of a Director in place of Mr. Jalaj A. Dani (DIN 00019080), who retires by rotation and being eligible, offers himself for reappointment.

Yes

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

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		12784480	100.0000	12784480	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	12784480		0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	10358	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		139533	3.1851	139533	0	100.0000	0.0000
	Poll		70226	1.6030	70226	0	100.0000	0.0000
	Postal Ballot	4380862	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>209759</b>	<b>4.7881</b>	<b>209759</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>17175700</b>	<b>12994239</b>	<b>75.6548</b>	<b>12994239</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



## Hitech Plast Limited

4 - Appointment of M/s Manubhai & Shah LLP, Chartered Accountants (FRN 106041W/ W100136) as the Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of the next AGM and fixing their remuneration.

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

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		12784480	100.0000	12784480	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	12784480						
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	10358						
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting		139538	3.1852	139538	0	100.0000	0.0000
	Poll		70226	1.6030	70226	0	100.0000	0.0000
	Postal Ballot	4380862						
	<b>Total</b>		<b>209764</b>	<b>4.7882</b>	<b>209764</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>		<b>17175700</b>	<b>12994244</b>	<b>75.6548</b>	<b>12994244</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



## Hitech Plast Limited

5 - Re-appointment of Mr. Malav A. Dani (DIN: 01184336) as the Managing Director of the Company for a period of 5 years.

Resolution Required : (Special)		Yes									
Whether promoter/ promoter group are interested in the agenda/resolution?		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		12335385	96.4872	12335385	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	12784480	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>12335385</b>	<b>96.4872</b>	<b>12335385</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Poll	10358	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>			
Public Non Institutions	E-Voting		139538	3.1852	139538	0	100.0000	0.0000			
	Poll		70226	1.6030	70226	0	100.0000	0.0000			
	Postal Ballot	4380862	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>209764</b>	<b>4.7882</b>	<b>209764</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
<b>Total</b>		<b>17175700</b>	<b>12545149</b>	<b>73.0401</b>	<b>12545149</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			





### Hitech Plast Limited

6 - Appointment of Mr. Mehernosh A. Mehta (DIN:00372340) as a Director of the Company.

Resolution Required : (Special)		No									
Whether promoter/ promoter group are interested in the agenda/resolution?		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		12784480	100.0000	12784480	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	12784480	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Poll	10358	0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>			
Public Non Institutions	E-Voting		139538	3.1852	139538	0	100.0000	0.0000			
	Pol		70226	1.6030	70226	0	100.0000	0.0000			
	Postal Ballot	4380862	0	0.0000	0	0	0.0000	0.0000			
	<b>Total</b>		<b>209764</b>	<b>4.7882</b>	<b>209764</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			
<b>Total</b>		<b>17175700</b>	<b>12994244</b>	<b>75.6548</b>	<b>12994244</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>			



## Hitech Plast Limited

7 - Appointment of Mr. Mehernosh A. Mehta (DIN: 00372340) as a Whole Time Director for a period of 5 Years.

Resolution Required : (Special)	7 - Appointment of Mr. Mehernosh A. Mehta (DIN: 00372340) as a Whole Time Director for a period of 5 Years.									
	Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$	Whether promoter/ promoter group are interested in the agenda/resolution?
Promoter and Promoter Group	E-Voting		12784480	12784480	100.0000	12784480	0	100.0000	0.0000	No
	Poll			0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		12784480	0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>			<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public Institutions	E-Voting			0	0.0000	0	0	0.0000	0.0000	
	Poll		10358	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot			0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>			<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Non Institutions	E-Voting			139533	3.1851	139533	0	100.0000	0.0000	
	Poll		4380862	70226	1.6030	70226	0	100.0000	0.0000	
	Postal Ballot			0	0.0000	0	0	0.0000	0.0000	
	<b>Total</b>			<b>209759</b>	<b>4.7881</b>	<b>209759</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
<b>Total</b>			<b>17175700</b>	<b>12994239</b>	<b>75.6548</b>	<b>12994239</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	



### Hitech Plast Limited

8 - Appointment of Mr. Bomi Pesi Chinoy (DIN: 07519315) as an Independent Director for a period of 5 years.

Resolution Required : (Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	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		12784480	100.0000	12784480	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	12784480	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	10358	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>		
Public Non Institutions	E-Voting		139533	3.1851	139533	0	100.0000	0.0000		
	Poll		70226	1.6030	70226	0	100.0000	0.0000		
	Postal Ballot	4380862	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>209759</b>	<b>4.7881</b>	<b>209759</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		
<b>Total</b>		<b>17175700</b>	<b>12994239</b>	<b>75.6548</b>	<b>12994239</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>		



### Hitech Plast Limited

9 - Appointment of Ms. Vaishali Sharma (DIN: 07531200) as an Independent Director for a period of 5 years.

Resolution Required : (Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

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		12784480	100.0000	12784480	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	12784480	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12784480</b>	<b>100.0000</b>	<b>12784480</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	10358	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Financial Institutions	E-Voting		139538	3.1852	139538	0	100.0000	0.0000
	Poll		70226	1.6030	70226	0	100.0000	0.0000
	Postal Ballot	4380862	0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>17175700</b>	<b>4.7882</b>	<b>209764</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Total</b>			<b>12994244</b>	<b>75.6548</b>	<b>12994244</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



B/15, 3rd Floor, Raja Co-op. Hsg. Soc. Ltd., L. T. Road, Dahisar (W), Mumbai 400 068.

**FORM NO. MGT-13**

**Consolidated Report of Scrutinizer**

*[Pursuant to Section 108 read with 109 of the Companies Act, 2013 and Rule 20 read with 21 of the Companies (Management & Administration) Rules, 2014, as amended]*

To,

**Mr. Ashwin Dani**

*The Chairman of*

*Twenty Fifth Annual General Meeting of Equity Shareholders of*

**Hitech Plast Limited**

Held on Friday, September 23, 2016 at 11.30 a.m. at

Indian Merchants' Chambers, 2<sup>nd</sup> Floor, Kilachand Conference Room,

IMC Building, Churchgate, Mumbai – 400 020.

**Dear Sir,**

I, Keyul M. Dedhia of M/s. Keyul M. Dedhia & Associates, Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Hitech Plast Limited ('the Company') pursuant to provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process and to scrutinize the voting process at the Twenty Fifth Annual General Meeting held on Friday, September 23, 2016 at 11.30 a.m. at Indian Merchants' Chambers, 2<sup>nd</sup> Floor, Kilachand Conference Room, IMC Building, Churchgate, Mumbai – 400 020, and to submit consolidated report on result of the remote e-voting and voting through poll i.e. polling papers at the said Annual General Meeting. We hereby submit our report as under:

*The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to voting through remote e-voting and through poll by using polling papers on the resolutions contained in the notice for the Twenty Fifth Annual General Meeting of the members of the Company. Our responsibility as a Scrutinizer is to ensure that the voting process both through electronics means and by use of polling papers at the meeting are conducted in fair and transparent manner and submit 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 remote e-voting system provided by National Securities Depository Limited ('NSDL') and the report generated for voting by use of polling papers at the meeting.*

The Notice dated August 02, 2016 convening the Twenty Fifth Annual General Meeting of the Company to be held on Friday, September 23, 2016 at 11.30 a.m. at Indian Merchants' Chambers, 2<sup>nd</sup> Floor, Kilachand Conference Room, IMC Building, Churchgate, Mumbai – 400 020 along with Statement setting out material facts under Section 102 of the Act were sent to the members of the Company.

The Company had availed the e-voting facility offered by National Securities Depositories Limited (NSDL), the authorized agency to provide remote e-voting facility, engaged by the Company for conducting remote e-voting by the shareholders of the Company. The Company had also provided voting through poll i.e. polling papers for members present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date of September 16, 2016, were entitled to vote on resolutions proposed as set out in the Notice of the Twenty Fifth Annual General Meeting of the members of the Company.



The voting period for remote e-voting commenced on Tuesday, September 20, 2016 at 09.00 a.m. (IST) and ended on Thursday, September 22, 2016 at 5.00 p.m. (IST) and the NSDL remote e-voting platform was blocked thereafter.

The facility of casting vote through polling papers was provided by the Company at the meeting. One (1) ballot box kept for polling was locked in my presence with due identification marks placed on the same.

On conclusion of the voting at the Annual General Meeting through polling papers, the votes cast under remote e-voting facility and through polling papers at the meeting were unblocked in the presence of two witness viz; Mrs. Ashwini Shah and Ms. Kavita Ganatra, both are not in employment of the Company.

We have scrutinized and reviewed the votes tendered through remote e-voting based on the data downloaded from the NSDL remote e-voting system and voting done through the polling papers at the meeting respectively for the purpose of this report and the summary of voting were reconciled with the records maintained by the Company/ Registrar and Share Transfer Agent of the Company and the authorizations/ Proxies lodged with the Company. The Signature of Members, No. of Shares held by respective members, members entitled to vote through remote e-voting and polling papers were scrutinized and confirmed by the Registrar and Transfer Agent of the Company.

The result of the voting i.e. remote e-voting and voting through poll is as per annexure attached herewith.

The list of equity shareholders who voted 'for' or 'against' and those whose votes were declared 'invalid' for each resolution is enclosed.

The relevant records were sealed and handed over to the Representative of the Company for keeping under safe custody.

**Recommendation:**

All then resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours faithfully,

**For Keyul M. Dedhia and Associates  
Company Secretaries**



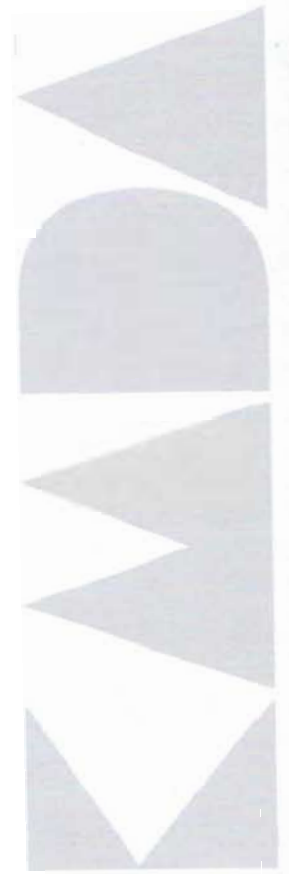
**Keyul M. Dedhia**

Proprietor  
FCS: 7756

COP: 8618



**September 23, 2016, Mumbai**



## Annexure to the Consolidated Scrutinizer's Report

Annual General Meeting: Friday, September 23, 2016 at 11.30 a.m. at Indian Merchants' Chambers, 2nd Floor, Kilachand Conference Room, IMC Building, Churchgate, Mumbai – 400 020

## Result of Voting (through remote e-voting and through polling papers) at the Twenty Fifth: Annual General Meeting

Sr No	Reso No/ Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid Votes/ Abstain	
					Voting In Favour (Assent)			Voting Against (Dissent)			Number of Members Voting	No. of Votes Casted
					No of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes		
1	1	Adoption of Audited Annual Financial Statements of the Company for the financial year ended March 31, 2016 together with Reports of the Board of Directors and the Auditors thereon	Ordinary	Remote E-Voting	55	12924018	100.00	-	-	-	-	-
				Voting at Annual General Meeting through poll	13	70226	100.00	-	-	-	-	-
				<b>Total</b>	<b>68</b>	<b>12994244</b>	<b>100.00</b>	-	-	-	-	-
2	2	Declaration of dividend on Equity Shares for the financial year ended March 31, 2016	Ordinary	Remote E-Voting	55	12924018	100.00	-	-	-	-	-
				Voting at Annual General Meeting through poll	13	70226	100.00	-	-	-	-	-
				<b>Total</b>	<b>68</b>	<b>12994244</b>	<b>100.00</b>	-	-	-	-	-
3	3	Appointment of Mr. Jalaj A Dani (DIN 00019080), as a Director of the Company, liable to retire by rotation	Ordinary	Remote E-Voting	54	12924013	100.00	-	-	-	-	-
				Voting at Annual General Meeting through poll	13	70226	100.00	-	-	-	-	-
				<b>Total</b>	<b>67</b>	<b>12994239</b>	<b>100.00</b>	-	-	-	-	-
4	4	Ratification of appointment of M/s Manubhai & Shah LLP, Chartered Accountants as the Statutory Auditors of the Company and authorizing Board of Directors to fix their remuneration	Ordinary	Remote E-Voting	55	12924018	100.00	-	-	-	-	-
				Voting at Annual General Meeting through poll	13	70226	100.00	-	-	-	-	-
				<b>Total</b>	<b>68</b>	<b>12994244</b>	<b>100.00</b>	-	-	-	-	-
5	5	Re-Appointment of Mr. Malav A Dani (DIN: 01184336) as the Managing Director of the Company for a period of five years commencing from 5th August, 2016 to 4th August, 2021	Ordinary	Remote E-Voting	47	12474923	100.00	-	-	-	-	-
				Voting at Annual General Meeting	13	70226	100.00	-	-	-	-	-
				<b>Total</b>	<b>60</b>	<b>12545149</b>	<b>100.00</b>	-	-	-	-	-
6	6	Appointment of Mr. Mehernosh A. Mehta (DIN:00372340) as a Director of the Company	Ordinary	Remote E-Voting	55	12924018	100.00	-	-	-	-	-
				Voting at Annual General Meeting through poll	13	70226	100.00	-	-	-	-	-
				<b>Total</b>	<b>68</b>	<b>12994244</b>	<b>100.00</b>	-	-	-	-	-
7	7	Appointment of Mr. Mehernosh A. Mehta (DIN:00372340) as the Wholetime Director for a period of 17th March, 2016 to 16th March, 2021	Ordinary	Remote E-Voting	54	12924013	100.00	-	-	-	-	-
				Voting at Annual General Meeting through poll	13	70226	100.00	-	-	-	-	-
				<b>Total</b>	<b>67</b>	<b>12994239</b>	<b>100.00</b>	-	-	-	-	-
8	8	Appointment of Mr. Bomi Pesi Chinoy (DIN:07519315) as an Independt Director for a period of five years commencing from 23rd May, 2016 to 22nd May, 2021	Ordinary	Remote E-Voting	54	12924013	100.00	-	-	-	-	-
				Voting at Annual General Meeting through poll	13	70226	100.00	-	-	-	-	-
				<b>Total</b>	<b>67</b>	<b>12994239</b>	<b>100.00</b>	-	-	-	-	-
9	9	Appointment of Ms. Vaishali Sharma (DIN:07531200) as an Independent Director	Ordinary	Remote E-Voting	55	12924018	100.00	-	-	-	-	-
				Voting at Annual General Meeting through poll	13	70226	100.00	-	-	-	-	-
				<b>Total</b>	<b>68</b>	<b>12994244</b>	<b>100.00</b>	-	-	-	-	-

