



VISAGAR
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1st October, 2017

BSE Limited Corporate Services Department, Dalal Street, Fort Mumbai - 400001. BSE Scrip ID - VIVIDHA BSE Scrip Code - 506146	The National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051. ISIN Code- INE370E01029
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Sub: Submission of Scrutinizer's Report of Voting Results of the 34th Annual General Meeting

Dear Sir,

Enclosed herewith is the Report of Scrutinizer on Voting Results declaring the combined result of e-voting and poll process carried out on the resolutions contained in the Notice of the 34th Annual General Meeting of the Company held on Saturday, 30th September, 2017 at 10.30 a.m. at 1008/1009, Gold Crest Centre, L T Road, Borivali West, Mumbai - 400092.

Kindly take the same on record and oblige.

Thanking You,

Yours Faithfully,

FOR VISAGAR POLYTEX LIMITED


(Tilokchand Kothari)
Managing Director
DIN: 00413627



Encl: A/a

VISAGAR POLYTEX LIMITED

FORM NO. MGT-13

SCRUTINIZER'S REPORT

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20(4)(xii) & 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,

NAME OF THE COMPANY	Visagar Polytex Limited
MEETING	34th Annual General Meeting
DATE & TIME	Saturday, 30th September, 2017 at 10:30 a.m.
VENUE	1008/1009, Gold Crest Centre, L T Road, Borivali West, Mumbai - 400092

Dear Sir,

1. I, **Dr. S. K. Jain**, Practicing Company Secretary, at 11, Friend's Union Premises Co-operative Society Ltd, 2nd Floor, 227, P.D' Mello Road, Beside Manama Hotel, Opp St. George Hospital, Mumbai-400 001 was appointed as Scrutinizer by the Board of Directors of **M/s. Visagar Polytex Limited** (the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the Meeting pursuant to Section 108 & 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the below mentioned Resolutions proposed at the 34th Annual General Meeting of the Equity Shareholders of the Company held on Saturday, 30th September, 2017 at 10:30 a.m. at 1008/1009, Gold Crest Centre, L T Road, Borivali West, Mumbai - 400092 Maharashtra, India, submit my report as under:



2. Dispatch of Notice convening the Meeting

The Notice dated 10th August, 2017 along with Statement setting out material facts under Section 102 of the Act were sent to the shareholders on 06th September, 2017 in respect of the below mentioned Resolutions proposed at 34th Annual General Meeting of the Company.

3. Cut-off Date

The Voting rights were reckoned as on **Saturday, 23rd September, 2017** being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-Voting and Voting at the Meeting.

4. Remote e-Voting

i. Agency:

The Company has appointed National Securities Depository Limited (NSDL) as the Agency for providing the remote e-Voting platform.

ii. Remote e-Voting:

The remote e-Voting platform was open from 09.00 a.m. on Wednesday, 27th September, 2017 upto 5.00 p.m. on Friday, 29th September, 2017 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolutions, on the e-Voting platform provided by NSDL.



5. Voting at the AGM

i. Members present in person / through authorised representatives-	30
Members present but did not participate in Poll as they had exercised their votes through E-Voting-	2
Members present but did not participate in Poll and also did not had exercised their votes through E-Voting-	3
Members present who caste their vote through poll	25

- ii. After the time fixed for closing of the poll by the Chairman one ballot box kept for polling was locked in my presence with due identification mark placed by me.
- iii. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

6. Counting Process:

- i. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked at around 6:00 P.M. in presence of two witnesses who were not in the employment of the Company. The ballot box was opened and polling papers were removed and examined.

Name: Ms. Geeta Vandur

Name: Ms. Pooja Pareek

- ii. Thereafter, the details of equity shareholders, who voted for or against was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were downloaded from the E-Voting website of National Securities Depository Limited (NSDL) (<https://www.evoting.nsdl.com>)
- iii. The combined result of remote E-voting and poll is as under:



VOTING RESULTS

[Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of the AGM	30 th September, 2017
Total number of shareholders on record date	16849
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	27
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public	0



Resolution No. 1

To receive, consider and adopt the Audited Financial Statement as at March 31st, 2017 and Profit & Loss Account of the Company for the year ended on that date together with the Reports of Directors and Auditors thereon.

Resolution required:			ORDINARY RESOLUTION					
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	81239192	0	0	0	0	0	0
	Poll		78778659	96.9712	78778659	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		78778659	96.9712	78778659	0	100	0
Public-Institutions	E-Voting	375268	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	164586074	1048805	0.6372	1048805	0	100	0
	Poll		303595	0.1844	303595	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		1352400	0.8217	1352400	0	100	0
Total		246200534	80131059	32.5471	80131059	0	100	0



Resolution No. 2

To appoint a Director in place of Mr. KanwarLal Rathi (DIN: 06441986) who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required:			ORDINARY RESOLUTION					
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	81239192	0	0	0	0	0	0
	Poll		78778659	96.9712	78778659	0	96.9712	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	81239192	78778659	96.9712	78778659	0	96.9712	0
Public- Institutions	E-Voting	375268	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	375268	0	0	0	0	0	0
Public- Non Institutions	E-Voting	164586074	1048805	0.6372	1009715	39090	96.2729	3.7271
	Poll		303595	0.1840	303595	0	100	0
	Postal Ballot (not applicable)							
	Total	164586074	1352400	0.8217	1313310	39090	97.1096	2.8904
Total		246200534	80131059	32.5471	80091969	39090	99.9512	0.0488



Resolution No. 3

To appoint of M/s S C Mehra & Associates (Firm Registration. 106156W) as Statutory Auditors and fix their remuneration

Resolution required:			ORDINARY RESOLUTION					
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	81239192	0	0	0	0	0	0
	Poll		78778659	96.9712	78778659	0	96.9712	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	81239192	78778659	96.9712	78778659	0	96.9712	0
Public-Institutions	E-Voting	375268	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	375268	0	0	0	0	0	0
Public- Non Institutions	E-Voting	164586074	1048805	0.6372	1048715	90	99.9914	0.0086
	Poll		303595	0.184	303595	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total	164586074	1352400	0.8217	1352310	90	99.9933	0.0067
Total		246200532	80131059	32.5471	80130969	90	99.9998	0.0002



Resolution No. 4

To appoint Ms. Parul Gulati (DIN: 07740390) as an Independent Director of the Company who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act.

Resolution required:			ORDINARY RESOLUTION					
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	81239192	0	0	0	0	0	0
	Poll		78778659	96.9712	78778659	0	96.9712	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		78778659	96.9712	78778659	0	96.9712	0
Public-Institutions	E-Voting	375268	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	164586074	1014805	0.6166	1009715	5090	99.4984	0.5016
	Poll		303595	0.1844	303595	0	100	0
	Postal Ballot (not applicable)		0	0	0	0	0	0
	Total		1318400	0.8010	1313310	5090	99.6139	0.3861
Total		246200534	80097059	32.5332	80091969	5090	99.9936	0.0064



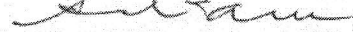
RESULT SUMMARY

SR. NO.	RESOLUTION	TYPE OF RESOLUTION	FAVOUR (%)	AGAINST (%)
1.	To receive, consider and adopt the Audited Financial Statement as at March 31 st , 2017 and Profit & Loss Account of the Company for the year ended on that date together with the Reports of Directors and Auditors thereon.	Ordinary Resolution	100	-
2.	To appoint a Director in place of Mr. KanwarLal Rathi (DIN: 06441986) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	99.9512	0.0488
3.	To ratify appointment of M/s S C Mehra & Associates (Firm Registration No. 106156W) as Statutory Auditors and fix their remuneration.	Ordinary Resolution	99.9998	0.0002
4.	To appoint Ms. Parul Gulati (DIN: 07740390) as an Independent Director of the Company who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act.	Ordinary Resolution	99.9936	0.0064

The poll papers and all other relevant records of voting were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,



Dr. S. K. Jain
Practicing Company Secretary



Tilokehand Kothari
Chairman



Place: Mumbai
Date: 01/10/2017