



IS:15622:2006  
  
CM/L 9829610



**SOMANY**

**23<sup>rd</sup> March, 2017**

The General Manager,  
Corporate Relationship Dept.,  
**BSE Limited,**  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001

The Secretary,  
**National Stock Exchange of India Limited,**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400 051

Dear Sir/Madam,

**Subject: Submission of Results declared by the Director of the Company along with the Consolidated Scrutinizer's Report on Voting on the Resolutions as set out in the Postal Ballot Notice dated 24<sup>th</sup> January, 2017 of the Company**

Pursuant to the provisions of Sections 110 and 108 of the Companies Act, 2013 read with Rule 22 and 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), please find enclosed herewith the Results of voting declared by Shri G. L. Sultania, Director of the Company along with Scrutinizer's Report of Mr. Pravin Kumar Drolia, Practicing Company Secretary, (FCS: 2366, CP: 1362) Proprietor of M/s. Drolia & Company, Kolkata, appointed as Scrutinizer for scrutinizing the voting process including both Physical Ballot Forms and remote e-voting, in a fair and transparent manner with respect to Resolution set out in the Postal Ballot Notice of the Company dated 24<sup>th</sup> January, 2017 and which were passed with requisite majority on 22<sup>nd</sup> March, 2017, in accordance with the terms of Secretarial Standard on General Meetings (SS-2).

This is for your information and record.

Thanking you,

Yours faithfully,  
For Somany Ceramics Limited

  
Ambrish Julka  
DGM (Legal) & Company Secretary  
M. No.: 4484

Encl.: as above

**SOMANY CERAMICS LIMITED**

**Works :** Kassar-124 507, Distt. Jhajjar, Bahadurgarh, Haryana, India. Tel : +91-1276-223300, 241001 to 05, Fax : +91-1276-241006 / 241011.

**Corporate Office :** F-36, Sector-6, Noida - 201 301, Telefax. : +91-120-4627900 to 4627999, 4628000 to 4628099.

**Registered Office :** 82/19, Bhakerwara Road, Mundka, New Delhi-110 041, India. Tel : +91-11-28341085.

**Corporate Identity Number (CIN) :** L40200DL1968PLC005169



IS:15622:2006  
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**DECLARATION OF RESULTS OF THE POSTAL BALLOT AND REMOTE E-VOTING IN RESPECT OF SPECIAL/ ORDINARY RESOLUTIONS SET OUT IN THE NOTICE OF POSTAL BALLOT DATED 24TH JANUARY, 2017, PURSUANT TO SECTIONS 110 AND 108 OF THE COMPANIES ACT, 2013 OF SOMANY CERAMICS LIMITED, ON THURSDAY, THE 23RD DAY OF MARCH, 2017 AT 4.00 P.M. AT 2, RED CROSS PLACE, KOLKATA- 700 001.**

To,  
The Members of the Company,

I, G.L. Sultania, Director of the Company and duly authorized by the Chairman for declaration of voting results, on the basis of the Consolidated Scrutinizer's Report dated 23<sup>rd</sup> March, 2017, duly submitted by the Scrutinizer, Mr. Pravin Kumar Drolia, Practicing Company Secretary, (FCS: 2366, CP: 1362) Proprietor of M/s. Drolia & Company, Kolkata, do hereby announce the Voting Results on the votes casted by the Members of the Company, whose names appeared on the Register of Members/ Record of Depositories as on the **cut-off date i.e. on Friday, 10<sup>th</sup> February, 2017, both by means of Postal Ballot Forms and remote e-voting**, in respect of the Special/Ordinary Resolutions set out under item nos. 1 to 5 of the Postal Ballot Notice dated 24<sup>th</sup> January, 2017 as mentioned below and the details of Resolutions passed and voting thereof is provided hereunder:-

Resolution Number	Type of Resolution	Particulars
1.	Special Resolution	Increase in the borrowing powers of the Company.
2.	Special Resolution	Creation of Charge on the moveable and immovable properties of the Company, both present and future, in respect of borrowings.
3.	Special Resolution	Authorization to the Board of Directors to make loan(s) and give guarantee(s), provide security(ies) or make investment(s) in excess of the prescribed limit under Section 186 of the Companies Act, 2013.
4.	Ordinary Resolution	Authorization to the Board of Directors to enter into contracts or arrangement with related parties including material related party, pursuant to Section 188 of the Companies Act, 2013, the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5.	Special Resolution	To issue Secured or Unsecured Redeemable Non- Convertible Debentures (NCD's) on Private Placement basis.



**SOMANY CERAMICS LIMITED**

2, Red Cross Place, Kolkata - 700 001 (India), Tel : +91-33-2248 7406/07, Fax : +91-33-2248 7045  
**Registered Office** : 82/19, Bhakerwara Road, Mundka, New Delhi-110 041 (India) Tel : +91-11-28345049/4282  
**Corporate Office** : F-36, Sector-6, Noida - 201301 (U.P.)Tel : +91-120-4627900-999, 4628000-099  
**Corporate Identity Number (CIN)** : L40200DL1968PLC005169



Resolution Nos.	Number of Members valid votes	Number of Valid Votes cast	No. of Members voted in favour	Valid Number of votes cast in favour of the resolution	% in valid votes in favour	No. of Members voted against	Valid Number of Votes cast against	% of valid votes against	No. of Members who abstain from voting	Shares held by Members who abstain from voting	% of votes cast in favour in respect of total Paid-up Capital of the Company	Carried/ Carried Unanimously
1	94	32665911	94	32664911	100	-	-	-	1	1000	77.08	Carried Unanimously
2	94	32665911	92	32500100	99.49	2	1001	-	3	164810	76.69	Carried
3	94	32665911	75	31760486	97.23	19	381152	1.17	4	524273	74.94	Carried
4	94	32665911	90	32654878	99.97	4	433	-	1	10600	77.05	Carried
5	94	32665911	94	32665911	100	-	-	-	-	-	77.08	Carried Unanimously

I declare that the Resolutions contained in the Postal Ballot Notice of the Company dated 24<sup>th</sup> January, 2017 are duly passed with requisite majority on 22<sup>nd</sup> March, 2017, in accordance with the terms of Secretarial Standard on General Meetings (SS-2).

Place: Kolkata  
Date: 23<sup>rd</sup> March, 2017

For SOMANY CERAMICS LIMITED

  
(G. L. Sultania)  
Director

**DROLIA & COMPANY**  
**(Company Secretaries)**  
9, Crooked Lane, Kolkata - 700069  
Mobile: 9831196869; Email: droliapravin@yahoo.co.in

**Report of Scrutinizer**

*[Pursuant to Sections 110 & 108 of the Companies Act, 2013 read with Rules 22 & 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,  
The Chairman,  
**SOMANY CERAMICS LIMITED**  
**CIN: L40200DL1968PLC005169**  
2 Red Cross Place,  
Kolkata-700 001

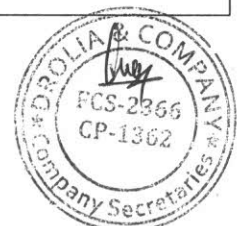
Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting and voting by means of Ballot Paper on the Resolutions set out in the Postal Ballot Notice dated 24<sup>th</sup> January, 2017 of M/s. Somany Ceramics Limited.**

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I, Pravin Kumar Drolia, (FCS No. 2366 & CP 1362) Proprietor of M/s. Drolia & Company, Company Secretaries, Kolkata, was appointed as the Scrutinizer, by the Board of Directors of **M/s. Somany Ceramics Limited** ("the Company") in their meeting held on 24<sup>th</sup> January, 2017, in terms of the provisions of Sections 110 and 108 of the Companies Act, 2013 ("Act") read with Rules 22 and 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) for the purpose of Scrutinizing and ascertaining the results of voting by electronic means i.e. remote e-voting and voting through Physical Ballot Forms in a fair and transparent manner in respect of the following resolutions set out in the Postal Ballot Notice of the Company, dated 24<sup>th</sup> January, 2017.

Resolution Number	Type of Resolution	Particulars
1.	Special Resolution	Increase in the borrowing powers of the Company.
2.	Special Resolution	Creation of Charges on the moveable and immovable properties of the Company, both present and future, in respect of borrowings.
3.	Special Resolution	Authorization to the Board of Directors to make loan(s) and give guarantee(s), provide security(ies) or make investment(s) in excess of the prescribed limit under Section 186 of the Companies Act, 2013.
4.	Ordinary Resolution	Authorization to the Board of Directors to enter into contracts or arrangement with related parties including material related party, pursuant to Section 188 of the Companies Act, 2013, the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5.	Special Resolution	To issue Secured or Unsecured Redeemable Non- Convertible Debentures (NCD's) on Private Placement basis.



1. I submit my report as under:

1.1. The Company had completed the dispatch of physical Postal Ballot Notice dated 24<sup>th</sup> January, 2017 along with Postal Ballot Forms and self-addressed pre-paid postage envelopes through registered post on 20<sup>th</sup> February, 2017 in accordance with Companies Act, 2013 read with Rules made thereunder, to those Members who held shares in physical form and whose names appeared in the Register of Members as on 10<sup>th</sup> February, 2017, being the cut-off date fixed by the Board.

In addition to the above, Postal Ballot Notice dated 24<sup>th</sup> January, 2017 was also sent via electronic mode by the system provider, Central Depository Services Limited (CDSL), to the Members at their respective e-mail id's registered with the depository participants or with the Company, as per the data downloaded from National Security Depository Limited (NSDL) and CDSL as on 10<sup>th</sup> February, 2017 (the cut-off date). I, further report that as stated in the Postal Ballot Notice sent to the shareholders, the Company had fixed 22<sup>nd</sup> March, 2017 as the last date for receipt of Postal Ballot Forms and remote e-voting.

1.2. In Compliance to the provisions of Rule 20 and 22 of the Companies (Management and Administration) Amendment Rules, 2015 read with Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Company has also provided e-voting facility to all its Members to enable them to cast their votes electronically. Central Depository Services (India) Limited (CDSL) provided the e-voting services. The e-voting period was commenced on Tuesday, 21<sup>st</sup> February, 2017 from 9:00 A.M. (IST) and concluded on Wednesday, 22<sup>nd</sup> March, 2017 at 5:00 P.M. (IST). The vote cast by the Shareholders through e-voting facility, were scrutinized, by verifying it using the Scrutinizer's login on the CDSL e-voting website.

1.3. At the meeting of the Board of M/s. Somany Ceramics Limited held on 24<sup>th</sup> January, 2017, Mr. Ambrish Julka, Company Secretary of the Company, was made responsible for the entire postal ballot process conducted and was authorized to do all things and to take all incidental and necessary steps for the postal ballot process.

1.4. An Advertisement was published in "Financial Express, Delhi" (English Edition) and "Jansatta, Delhi" (Hindi Edition) on 21<sup>st</sup> February, 2017, pursuant to Rules 22 and 20 of the Companies (Management and Administration) Amendment Rules, 2015 informing the Members about completion of dispatch of Postal Ballot Notice both by registered post and electronically, wherever applicable along with other information as specified in the Rules.

1.5. I have received the Postal Ballot Forms from the Members during the period starting from Tuesday, 21<sup>st</sup> February, 2017 till Wednesday, 22<sup>nd</sup> March, 2017. All the Postal Ballot forms together with all votes cast by e-voting through CDSL received upto 5.00 P.M. on Wednesday, the 22<sup>nd</sup> March, 2017, being the last date fixed by the Company for receipt of the ballot forms/e-voting were considered for my scrutiny. Particulars of votes cast through all the valid Postal Ballot Forms received from the Members and the votes casted by means of remote e-voting through the e-voting platform provided by CDSL, by the Members, were entered in the register maintained separately for the purpose in electronic mode.

1.6. The sealed Postal Ballot Forms received from the shareholders were kept under the safe custody of the Company.

1.7. No Envelopes containing Postal Ballot Forms were received after working hours (17:00 hours) on 22<sup>nd</sup> March, 2017.



- 1.8. Scrutiny of Physical Postal Ballots Forms was commenced at 11.00 A. M. on 23<sup>rd</sup> March, 2017 in presence of my authorized representative and continued till 1.00 P.M. on same day. Since e-voting facility were provided by CDSL, the details of the e-voting exercised by the Shareholders and also the votes exercised through postal ballots, which were duly Scrutinized and processed were duly compiled by the RTA while the details of the e-voting was provided by the system provider namely CDSL the compilation of the Register, in respect of Postal Ballots containing the statement of shareholder's name, Folio Number, Postal Ballots Number, Number of Shares held, Number of votes exercised, Votes in favour, Votes Against and those votes which were rejected were generated by the RTA which have been duly Scrutinized and shareholdings were matched /confirmed with the register of Members of the Company /list of beneficiaries as on 10<sup>th</sup> February, 2017.
- 1.9. Envelopes containing Postal Ballot Forms which were returned undelivered were not opened and not considered for scrutiny. I have not found any Defaced/Mutilated Postal Ballot Form.
- 1.10. The e-voting facility provided by CDSL was unblocked at about 6.00 P.M. on 22<sup>nd</sup> March, 2017, in the presence of two witnesses, Mr. Subhajit Dutta, residing at Dhararapara, Chandannagar, Hooghly-712136 and Mr. Bishnu Kumar Megotia, residing at 2/52A, Ashoknagar, Tallygunj, Kolkata - 700 040, who were not in the employment of the Company.

On scrutiny, I report that out of 8,345 shareholders, 85 shareholders have exercised their vote through e-voting and 9 shareholders have exercised their votes through Postal ballot Forms, as received. The details of Polling results for the items placed for consideration by the members are enclosed and marked as **Annexure – "A"**.

**RESULTS:**

In terms of Section 110 and 108 of the Companies Act, 2013 and the Companies (Management and Administration) Amendment Rules, 2015, the Special/Ordinary Resolutions as set out in the Notice of Postal Ballot dated 24<sup>th</sup> January, 2017 has been passed by the shareholders with requisite majority. The Resolutions are deemed to be passed as on the last date of receipt of duly completed postal ballots forms and e-voting i.e. Wednesday, the 22<sup>nd</sup> March, 2017.

I, further report that as per the Postal Ballot Notice dated 24<sup>th</sup> January, 2017 and the Board Resolution of the same date, the Chairman or any other person as authorized by the Board in this regard may declare and confirm the above results of voting by Postal Ballot in respect of the resolution referred herein on 23<sup>rd</sup> March, 2017 at 4.00 P.M. at 2, Red Cross Place, Kolkata- 700 001.

Thanking You,  
Yours faithfully,

**FOR DROLIA & COMPANY**

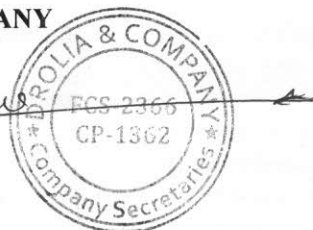
(Company Secretaries)

(Pravin Kumar Drolia)

Proprietor

F.C.S No.2366,

Certificate of Practice No.1362



A handwritten signature in black ink, appearing to read "Pravin Kumar Drolia". Below the signature is a circular stamp with the text "Pravin Kumar Drolia" around the top edge and "Company Secretaries" around the bottom edge. In the center, there is a star symbol.

Place: Kolkata

Date: 23<sup>rd</sup> March, 2017



Consolidated Scrutinizer(s) Report of Voting on the Resolutions as set out in the Postal Ballot Notice dated 24th January, 2017 of SOMANY CERAMICS LIMITED, deemed to be passed on the last date of receipt of Postal Ballot Forms, i.e., 22nd March, 2017

**Resolution No. 1 - Special Resolution****Increase in the borrowing powers of the Company.**

Total No. of Shareholders	8,345		
Total No. of Shares	423,79,426		
Receipt of Postal Ballot Forms	From 21st February, 2017 to 22nd March, 2017		
		Number of Members	Number of Shares
Total Votes cast through e-Voting	A	85	32516713
Total Votes cast through Postal Ballot Forms Received	B	9	149198
Grand Total of e-voting/Postal Ballot Form (A+B)	C	94	32665911
Less: Invalid e-voting/Postal Ballot Forms	D	0	0
Net e-voting /Postal Ballot Forms (C-D)	E	94 *	32665911*

Category	Mode of Voting	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
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	218,39,360	218,39,360	100.00	218,39,360	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>218,39,360</b>	<b>100.00</b>	<b>218,39,360</b>	-	<b>100.00</b>	-
Public-Institutions	E-voting	68,19,519	59,53,282	87.30	59,53,282	-	100.00	-
	Postal Ballot		1,47,274	2.16	1,47,274	-	100.00	-
	<b>Total</b>		<b>61,00,556</b>	<b>89.46</b>	<b>61,00,556</b>	-	<b>100.00</b>	-
Public-Non Institutions	E-voting	137,20,547	47,24,071	34.43	47,24,071	-	100.00	-
	Postal Ballot		1,924	0.01	924	-	48.02	-
	<b>Total</b>		<b>47,25,995</b>	<b>34.44</b>	<b>47,24,995</b>	-	<b>99.98</b>	-
<b>Total</b>		<b>423,79,426</b>	<b>326,65,911</b>	<b>77.08</b>	<b>326,64,911</b>	-	<b>100.00</b>	-

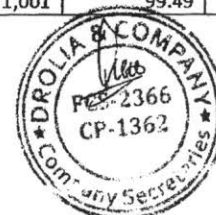
\* One Shareholder holding 1000 shares has abstained from voting on Resolution No. 1

**Resolution No. 2 - Special Resolution****Creation of Charges on the moveable and immovable properties of the Company, both present and future, in respect of borrowings.**

Total No. of Shareholders	8,345		
Total No. of Shares	423,79,426		
Receipt of Postal Ballot Forms	From 21st February, 2017 to 22nd March, 2017		
		Number of Members	Number of Shares
Total Votes cast through e-Voting	A	85	32516713
Total Votes cast through Postal Ballot Forms Received	B	9	149198
Grand Total of e-voting/Postal Ballot Form (A+B)	C	94	32665911
Less: Invalid e-voting/Postal Ballot Forms	D	0	0
Net e-voting /Postal Ballot Forms (C-D)	E	94*	32665911*

Category	Mode of Voting	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
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	218,39,360	218,39,360	100.00	218,39,360	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>218,39,360</b>	<b>100.00</b>	<b>218,39,360</b>	-	<b>100.00</b>	-
Public-Institutions	E-voting	68,19,519	59,53,282	87.30	57,88,472	-	97.23	-
	Postal Ballot		1,47,274	2.16	1,47,274	-	100.00	-
	<b>Total</b>		<b>61,00,556</b>	<b>89.46</b>	<b>59,35,746</b>	-	<b>97.30</b>	-
Public-Non Institutions	E-voting	137,20,547	47,24,071	34.43	47,24,070	1	100.00	0.00
	Postal Ballot		1,924	0.01	924	1,000	48.02	51.98
	<b>Total</b>		<b>47,25,995</b>	<b>34.44</b>	<b>47,24,994</b>	<b>1,001</b>	<b>99.98</b>	<b>0.02</b>
<b>Total</b>		<b>423,79,426</b>	<b>326,65,911</b>	<b>77.08</b>	<b>325,00,100</b>	<b>1,001</b>	<b>99.49</b>	<b>0.00</b>

\* Three Shareholders holding 164810 shares has abstained from voting on Resolution No. 2



**Resolution No. 3 - Special Resolution**

Authorization to the Board of Directors to make loan(s) and give guarantee(s), provide security (ies) or make investment(s) in excess of the prescribed limit under Section 186 of the Companies Act, 2013.

Total No. of Shareholders	8,345		
Total No. of Shares	42,379,426		
Receipt of Postal Ballot Forms	From 21st February, 2017 to 22nd March, 2017		
		Number of Members	Number of Shares
Total Votes cast through e-Voting	A	85	32516713
Total Votes cast through Postal Ballot Forms Received	B	9	149198
Grand Total of e-voting/Postal Ballot Form (A+B)	C	94	32665911
Less: Invalid e-voting/Postal Ballot Forms	D	0	0
Net e-voting /Postal Ballot Forms (C-D)	E	94*	32665911*

Category	Mode of Voting	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
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	21,839,360	21,839,360	100.00	21,839,360	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>21,839,360</b>	<b>100.00</b>	<b>21,839,360</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-voting	6,819,519	5,953,282	87.30	5,407,787	380,685	90.84	6.39
	Postal Ballot		147,274	2.16	147,274	-	100.00	-
	<b>Total</b>		<b>6,100,556</b>	<b>89.46</b>	<b>5,555,061</b>	<b>380,685</b>	<b>91.06</b>	<b>6.24</b>
Public-Non Institutions	E-voting	13,720,547	4,724,071	34.43	4,364,141	467	92.38	0.01
	Postal Ballot		1,924	0.01	1,924	-	100.00	-
	<b>Total</b>		<b>4,725,995</b>	<b>34.44</b>	<b>4,366,065</b>	<b>467</b>	<b>92.38</b>	<b>0.01</b>
<b>Total</b>		<b>42,379,426</b>	<b>32,665,911</b>	<b>77.08</b>	<b>31,760,486</b>	<b>381,152</b>	<b>97.23</b>	<b>1.17</b>

\* Four Shareholders holding 524273 shares has abstained from voting on Resolution No. 3

**Resolution No. 4 - Ordinary Resolution**

Authorization to the Board of Directors to enter into contracts or arrangement with related parties including material related party, pursuant to Section 188 of the Companies Act, 2013, the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Total No. of Shareholders	8,345		
Total No. of Shares	42,379,426		
Receipt of Postal Ballot Forms	From 21st February, 2017 to 22nd March, 2017		
		Number of Members	Number of Shares
Total Votes cast through e-Voting	A	85	32516713
Total Votes cast through Postal Ballot Forms Received	B	9	149198
Grand Total of e-voting/Postal Ballot Form (A+B)	C	94	32665911
Less: Invalid e-voting/Postal Ballot Forms	D	0	0
Net e-voting /Postal Ballot Forms (C-D)	E	94*	32665911*

Category	Mode of Voting	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
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	21,839,360	21,839,360	100.00	21,839,360	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>21,839,360</b>	<b>100.00</b>	<b>21,839,360</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-voting	6,819,519	5,953,282	87.30	5,942,682	-	99.82	-
	Postal Ballot		147,274	2.16	147,274	-	100.00	-
	<b>Total</b>		<b>6,100,556</b>	<b>89.46</b>	<b>6,089,956</b>	<b>-</b>	<b>99.83</b>	<b>-</b>
Public-Non Institutions	E-voting	13,720,547	4,724,071	34.43	4,723,638	433	99.99	0.01
	Postal Ballot		1,924	0.01	1,924	-	100.00	-
	<b>Total</b>		<b>4,725,995</b>	<b>34.44</b>	<b>4,725,562</b>	<b>433</b>	<b>99.99</b>	<b>0.01</b>
<b>Total</b>		<b>42,379,426</b>	<b>32,665,911</b>	<b>77.08</b>	<b>32,654,878</b>	<b>433</b>	<b>99.97</b>	<b>0.00</b>

\* One Shareholder holding 10600 shares has abstained from voting on Resolution No. 4





**Resolution No. 5 - Special Resolution****To issue Secured or Unsecured Redeemable Non-Convertible Debentures (NCD's) on Private Placement basis.**

Total No. of Shareholders	8,345		
Total No. of Shares	42,379,426		
Receipt of Postal Ballot Forms	From 21st February, 2017 to 22nd March, 2017		
		Number of Members	Number of Shares
Total Votes cast through e-Voting	A	85	32516713
Total Votes cast through Postal Ballot Forms Received	B	9	149198
Grand Total of e-voting/Postal Ballot Form (A+B)	C	94	32665911
Less: Invalid e-voting/Postal Ballot Forms	D	0	0
Net e-voting /Postal Ballot Forms (C-D)	E	94*	32665911*

Category	Mode of Voting	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
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	21,839,360	21,839,360	100.00	21,839,360	-	100.00	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>21,839,360</b>	<b>100.00</b>	<b>21,839,360</b>	-	<b>100.00</b>	-
Public-Institutions	E-voting	6,819,519	5,953,282	87.30	5,953,282	-	100.00	-
	Postal Ballot		147,274	2.16	147,274	-	100.00	-
	<b>Total</b>		<b>6,100,556</b>	<b>89.46</b>	<b>6,100,556</b>	-	<b>100.00</b>	-
Public-Non Institutions	E-voting	13,720,547	4,724,071	34.43	4,724,071	-	100.00	-
	Postal Ballot		1,924	0.01	1,924	-	100.00	-
	<b>Total</b>		<b>4,725,995</b>	<b>34.44</b>	<b>4,725,995</b>	-	<b>100.00</b>	-
<b>Total</b>		<b>42,379,426</b>	<b>32,665,911</b>	<b>77.08</b>	<b>32,665,911</b>	-	<b>100.00</b>	-

**Note :**

- (i) Invalid Postal Ballot was not taken into account for counting of votes.  
(ii) Votes cast in favour or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of postal ballot or the number of shares mentioned in the postal ballot whichever is less.

We the undersigned witness that the votes were unlocked from the evoting website of CDSL(<http://www.evotingindia.com>) in our presence at 6.00 P.M. on the 22nd March, 2017.

*Subhajit Dutta*

(i) Mr. Subhajit Dutta  
Dharapara, Chandannagar  
Hooghly - 712 136

*Bishnu Kumar Megotia*

(ii) Mr. Bishnu Kumar Megotia  
2/52A, Ashoknagar, Tallygunj  
Kolkata - 700040

**FOR DROLIA & COMPANY**  
(Company Secretaries)

(Pravin Kumar Drolia)  
Proprietor

F.C.S No.2366, Certificate of Practice No. 1362



Place: Kolkata

Date: 23rd March, 2017