

Ref: AL/SE/0417/11

Date: 29.04.2017

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra- Kurla Complex,
Bandra (East), Mumbai - 400051.
Fax No. 2659 8237 / 38

Corporate Relationship Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
2nd Floor, Dalal Street,
Mumbai - 400 001
Fax No. 2272 3121/ 2037

Re.: - Arshiya Limited - **NSE Scrip Name: ARSHIYA**
BSE Scrip Code: 506074

Kind attention: Compliance Department.

Sub: Update on & Proceedings at the Extraordinary General Meeting.

Dear Sir,

This is in continuation to our earlier letter dated April 29, 2017, the Extraordinary General Meeting ('EGM') of the Company was held today and the business mentioned in the Notice dated April 04 2017 were transacted.

In this regard, Please find enclosed the following-

1. Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure - I**.
2. Report of Scrutinizer dated April 29, 2017 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

The proceedings of the Extraordinary General Meeting ('EGM') are also available on the company's website www.arshyalimited.com

This is for your information and records.

Thanking You.

Yours faithfully,
For ARSHIYA LIMITED


Savita Dalal
Company Secretary & Compliance officer



Arshiya Limited

Regd. Off.: 302, Level-3, Ceejay House, Shiv Sagar Estate, F-Block, Dr. Annie Besant Road, Worli, Mumbai - 400018. India.
T: +91 22 4230 5500/502 | F: +91 22 4230 5555 | Email: info@arshyalimited.com | www.arshyalimited.com
CIN : L93000MH1981PLC024747

Annexure - I

Summary of proceedings of the Extraordinary General Meeting

The Extraordinary General Meeting (EGM) of the shareholders of Arshiya Limited ('the Company') was held on Saturday, April 29, 2017 at 03.00 P.M (IST) at the Hall of Culture, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018, Mr. Ajay S Mittal, being the Chairman & Managing Director chaired the meeting. He then introduced the members of the Board. Requisite quorum being present, the Chairman called the meeting to order. At the request of the shareholders, the notice convening the EGM was taken as read.

The Chairman informed that the Company had provided the shareholders the facility to cast their vote electronically, on all resolutions set forth in the Notice. Shareholders who were present at the EGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end the meeting.

The following items of business, as per the Notice of EGM dated April 04, 2017, were transacted at the meeting & that all the resolutions as stated in the notice of the EGM and summarized as under, were duly approved by the members at the EGM:

1. Increase in and reclassification of the Authorized Share Capital of the Company;
2. Alteration of Articles of Association;
3. Issue of Equity Shares, Optionally Convertible Redeemable Preference Shares, Warrants on Preferential basis.

Brief clarifications were provided by the Chairman to the queries raised by the members. The Board of Directors had appointed M/s Aabid & Co., Practising Company Secretary as the Scrutinizer to supervise the e - voting and ballot voting process. The Chairman authorized the Company secretary to declare the results of voting.

The scrutinizers report was received and accordingly all the resolutions as set out in the notice were declared as passed.

The Chairman concluded the meeting with a vote of thanks to all the members present at the EGM.

This is for your information and records.

Thanking you,
Yours Sincerely,

For Arshiya Limited


Savita Dalal

Company Secretary & Compliance officer



Arshiya Limited

Regd. Off.: 302, Level-3, Ceejay House, Shiv Sagar Estate, F-Block, Dr. Annie Besant Road, Worli, Mumbai - 400018. India.
T: +91 22 4230 5500/502 | F: +91 22 4230 5555 | Email: info@arshyalimited.com | www.arshyalimited.com
CIN : L93000MH1981PLC024747

REPORT OF SCRUTINIZER

(Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management & Administration) Rules, 2015 as amended by Companies
(Management & Administration) Rules, 2015

Date: 29th April, 2017

To,

The Chairman,

ARSHIYA LIMITED,

302, Ceejay House, Level-3, Shiv Sagar Estate, F-Block,

Dr. Annie Besant Road, Worli, Mumbai – 400018 Maharashtra

**Sub: Scrutinizer Report of E-Voting/ Physical Ballot Voting casted at Extra Ordinary General
Meeting of the Company**

Dear Sir(s),

I, CS Aabid Mohammad, of Aabid & Co. Practicing Company Secretaries, Mumbai had been appointed as the Scrutinizer by the Board of Directors of Arshiya Limited (hereinafter called the Company) through resolution dated 4th April, 2017 for the purpose of scrutinizing the process of voting through remote e-voting and use of ballot at the Extra Ordinary General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended by the Companies (Management & Administration) Rules 2015 in respect of the below mentioned resolutions proposed through notice dated 4th April, 2017 at the Extra Ordinary General Meeting of the Company held on 29th



April, 2017 at 3.00 P. M. at Hall of culture (Nehru Centre), Worli, Mumbai – 400018, Maharashtra, India.

The Notice of the Extra Ordinary General Meeting for passing the special business along with Statement setting out material facts under Section 102 of the Act in respect of resolutions proposed through special business to be passed by the shareholders of the Company through e – voting and poll process were duly sent to the shareholders.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the Company. The Company has also provided voting through poll in respect of shareholders who availed the facility for voting at the Extra Ordinary General Meeting of the Company.

The Shareholders of the Company holding shares either in physical or dematerialized form as on the cutoff date i.e. 22nd April, 2017 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 3 in the Notice of the Extra Ordinary General Meeting of the Company.

The voting period for remote e-voting commenced on Wednesday, 26th April, 2017 at 10:00 a.m. and ended on Friday, 28th April, 2017 at 5:00 p.m. and the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then blocked in the presence of two witnesses who were not in the employment of the company. Votes cast through physical ballot forms received on 29th April, 2017 were considered.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the ballot forms respectively.



I now submit my consolidated report on the results of e-voting and poll conducted in relation to the Resolutions considered at the Extra Ordinary General Meeting held on 29th April, 2017 at Mumbai.

SPECIAL BUSINESS

Item No. 1: Special Resolution

Increase In and Reclassification of the Authorized Share Capital of the Company

(i) **Voted in favour of the resolution:**

	Number of members voted through electronic voting system and	Number of Votes cast (Shares)	% of total number of valid votes cast
E-voting	16	21,840	0.0186
Physical	51	11,71,32,929	99.981
Total	67	11,71,54,769	99.9996

(ii) **Voted against the resolution:**

	Number of members voted through electronic voting system and physical mode.	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	1	100	0.0004
Physical	-	-	-
Total	1	100	0.0004

(iii) **Invalid votes:**

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Physical	5	28
Total	-	-



Item No. 2: Special Resolution**Alteration of Articles of Association****(i) Voted in favour of the resolution:**

	Number of members voted through electronic voting system and physical mode.	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	14	21,734	0.0186
Physical	51	11,71,32,929	99.981
Total	65	11,71,54,663	99.9996

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical mode.	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	2	106	0.0004
Physical	-	-	-
Total	2	106	0.0004

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Physical	5	28
Total	-	-



Item No. 3: Special Resolution:

To Issue Equity Shares, Optionally Convertible Redeemable Preference Shares, Warrants on Preferential Basis

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode.	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	14	21,077	0.0180
Physical	51	11,71,32,929	99.9813
Total	65	11,71,54,006	99.9993

(ii) Voted against the resolution:

	Number of members voted through electronic voting system and physical	Number of Votes cast(Shares)	% of total number of valid votes cast
E-voting	2	763	0.0007
Physical	-	-	-
Total	2	763	0.0007

(iii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of Votes cast(Shares)
E-voting	-	-
Physical	5	28
Total	-	-



The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our' safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Extra-Ordinary General Meeting and the same are handed over to the Compliance Officer for safe keeping.

Thanking You
Yours Faithfully,

Date: 29th April, 2017

Place : Mumbai

M. No.: F6579

C. P. No.: 6625



For Aabid & Co

(Aabid Mohammad)
Partner