



August 10, 2017

To, Compliance Department, <b>BSE Limited,</b> Phiroze Jeejeebhoy Tower, Dalal Street, Fort, Mumbai- 400001	To, Compliance Department, <b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot No. C/1, G-Block, Bandra-Kurla Complex Bandra-(E), Mumbai-400051
Code No:- 539889	Code No. PARAGMILK

Dear Sir/Madam,

**Sub: 25<sup>th</sup> Annual General Meeting ("AGM") and Voting Results of Parag Milk Foods Limited**

Pursuant to the requirements of Regulation 30 of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, we hereby inform you that the following businesses were transacted and approved by the members with requisite majority at the 25<sup>th</sup> Annual General Meeting of the Company held on Wednesday, August 09, 2017 at 12.30 p.m., at A-Wing, 5th Floor, MCCIA Trade Tower, ICC Complex, 403, Senapati Bapat Road, Maharashtra Chamber of Commerce Industries & Agriculture (MCCIA, Pune-411016-Maharashtra)

1. Consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Directors and Auditors thereon.
2. Consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, together with the Report of the Auditors thereon.
3. Approval of payment of dividend on equity shares for the year ended March 31, 2017.
4. Re-appointment of Mr. Devendra Shah (DIN: 01127319) Director who retires by rotation.
5. Ratification of appointment of M/s. Haribhakti & Co., LLP, Chartered Accountants, (Firm Registration No. 103523W/W100048) as Statutory Auditors of the Company for FY 2017-2018
6. Approval of Payment of Managerial Remuneration to Mr. Devendra Shah.
7. Approval of Payment of Managerial Remuneration to Mr. Pritam Shah.
8. Ratification of Remuneration of M/s. Harshad S Deshpande & Associates, Pune, Cost Accountants (Firm Registration Number 00378) for FY 2017-2018.

The Company had provided the Members the facility of remote e-voting and by electronically voting at the AGM venue, on all the resolutions set forth in the Notice.



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Parag Milk Foods Ltd.,

CIN - L15204PN1992PLC070209

Regd. Office: Flat No. 1 Plot No. 19, Nav Rajasthan Co-Op Housing Society, Behind Ratna Memorial Hospital, Senapati Bapat Road, Shivaji Nagar, Pune - 411016. Ph.:(020) 25674761/62/63.

Corporate Office: 20th floor, Nirmal building, Nariman point, Mumbai - 400021 Tel.: 022-43005555 Fax: 022-43005580

Website: [www.paragmilkfoods.com](http://www.paragmilkfoods.com)





- I. Pursuant to Regulation 44(3) SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015, we are enclosing herewith Voting results of the business transacted at the 25<sup>th</sup> AGM.

Mr. Mohammed Aabid of M/s. Aabid & Co., Company Secretaries was appointed as the Scrutinizer to supervise the remote e-voting and electronic voting ("Insta Poll") at the AGM.

In this regard, the consolidated report of the Scrutinizer on the E-voting/ Insta Poll voting conducted at the AGM venue is also enclosed herewith. The above are being uploaded on the Company website.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,

For Parag Milk Foods Limited

**Rachana Sanganeria**  
**Company Secretary & Compliance Officer**  
**ACS No. 10280**



Encl:a/a





Date of the AGM/EGM	PARAG MILK FOODS LIMITED
Total number of shareholders on record date	09-08-2017
No. of shareholders present in the meeting either in person or through proxy:	22763
Promoters and Promoter Group:	6
Public:	89
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1	2	3	4	5	6	7	
Resolution required: (Ordinary/Special)	ORDINARY - Consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017, together with the Reports of the Directors and Auditors thereon							
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	0	0	0.0000	00	0	0.0000	0.0000
	Poll	40340067	34620567	85.8218	34620567	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Total	40340067	34620567	85.8218	34620567	0	100.0000	0.0000
	E-Voting	19750625	10973934	55.5625	10973934	0	100.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
	Total	19750625	10973934	55.5625	10973934	0	100.0000	0.0000
	E-Voting	24023890	488804	0.0129	3081	22	99.2910	0.7089
Resolution No.	2	84114582	46086408	2.0347	488802	2	99.9995	0.0004
	2	491907	0	0.0000	00	0	0.0000	0.0000
	2	491883	54.7900	2.0476	491883	24	99.9951	0.0049
Resolution required: (Ordinary/Special)	ORDINARY - Consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2017, together with the Report of the Auditors thereon							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							

Parag Milk Foods Limited

*Signature*

Company Secretary & Compliance Officer



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		0	0.0000	00	0	0.0000	0.0000
	Poll	40340067	34620567	85.8218	34620567	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Total		34620567	85.8218	34620567	0	100	0
	E-Voting		10973934	55.5625	10973934	0	100.0000	0.0000
	Poll	19750625	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		491907	2.0476	491905	2	99.9996	0.0004
	Total	84114582	46086408	54.7900	46086406	2	100.0000	0.0000

Resolution No.	3	ORDINARY - To declare dividend on equity shares for the year ended March 31, 2017.						
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend on equity shares for the year ended March 31, 2017.							
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		0	0.0000	00	0	0.0000	0.0000
	Poll	40340067	34620567	85.8218	34620567	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	Total		34620567	85.8218	34620567	0	100	0
	E-Voting		10973934	55.5625	10973934	0	100.0000	0.0000
	Poll	19750625	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		491907	2.0476	491905	2	99.9996	0.0004
	Total	84114582	46086408	54.7900	46086406	2	100.0000	0.0000

Parag Milk Foods Limited

*Parag*

Company Secretary & Compliance Officer





Resolution No.	4	ORDINARY - Re-appointment of Mr. Dewendra Shah (DIN:01127319) Director who retires by rotation and eligible offers himself for re-appointment										
Resolution required: (Ordinary/ 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			0.0000	00	0	0.0000	0.0000				
	Poll	40340067	34620567	85.8218	34620567	0	100.0000	0.0000				
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		34620567	85.8218	34620567	0	100.0000	0.0000				
Public- Institutions	E-Voting			0.0000	00	0	0.0000	0.0000				
	Poll	19750625	10973934	55.5625	10973934	0	100.0000	0.0000				
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		10973934	55.5625	10973934	0	100.0000	0.0000				
Public- Non Institutions	E-Voting			0.0000	00	0	0.0000	0.0000				
	Poll	24023890	488804	2.0347	488802	2	99.9995	0.0004				
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		491907	2.0476	491830	77	99.9843	0.0157				
	Total	84114582	46086408	54.7900	41587831	4498577	90.2388	9.7612				
Resolution No.	5	SPECIAL - Ratification of appointment of M/s. Harbhakti & Co., LLP, Chartered Accountants, (Firm Registration No. 103523W/OW100048) as Statutory Auditors of the Company for the financial year 2017-18										
Resolution required: (Ordinary/ 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			0.0000	00	0	0.0000	0.0000				
	Poll	40340067	34620567	85.8218	34620567	0	100.0000	0.0000				
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		34620567	85.8218	34620567	0	100.0000	0.0000				
Public- Institutions	E-Voting			0.0000	00	0	0.0000	0.0000				
	Poll	19750625	10973934	55.5625	10973934	0	100.0000	0.0000				
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		10973934	55.5625	10973934	0	100.0000	0.0000				

Parag Milk Foods Limited

*Rachana*

Company Secretary & Compliance Officer





Public- Non Institutions	E-Voting	24023890	3068	0.0128	3068	0	100.0000	0.0000
	Poll		488804	2.0347	488802	2	99.9995	0.0004
Postal Ballot (if applicable)	0	0.0000	00	0	0	0.0000	0.0000	0.0000
Total	491872	2.0475	491870	2	99.9996	0.0004	0.0000	0.0004
Total	84114582	46086373	54.7900	46086371	2	100.0000	0.0000	0.0000

Resolution No.	6	Resolution required: (Ordinary/ Special)	SPECIAL - Approval for Payment of Managerial Remuneration to Mr. Devendra Shah-Chairman (Din: 01127319)	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
	E-Voting	40340067	0	0.0000	00	0	0.0000	0.0000
Poll	34620567	85.8218	34620567	85.8218	0	100.0000	0.0000	
Postal Ballot (if applicable)	0	0.0000	00	0	0	0.0000	0.0000	
Promoter and Promoter Group	Total	34620567	85.8218	34620567	0	100.0000	0.0000	
Public- Institutions	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
	E-Voting	19750625	10973934	55.5625	8877098	2096836	80.8925	19.1074
Poll	0	0.0000	00	0	0	0.0000	0.0000	
Postal Ballot (if applicable)	0	0.0000	00	0	0	0.0000	0.0000	
Total	10973934	55.5625	8877098	2096836	80.8926	19.1074	0.0000	
Public- Non Institutions	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
	E-Voting	24023890	3103	0.129	3098	5	99.8388	0.1611
Poll	488804	2.0347	488802	2	99.9995	0.0004	0.0004	
Postal Ballot (if applicable)	0	0.0000	00	0	0	0.0000	0.0000	
Total	491907	2.0476	491900	7	99.9986	0.0014	0.0014	
Total	84114582	46086408	54.7900	43989565	2096843	95.4502	4.5498	

Resolution No.	7	Resolution required: (Ordinary/ Special)	SPECIAL - Approval for Payment of Managerial Remuneration to Mr. Pritam Shah-Managing Director (Din: 01127247)	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
	E-Voting	40340067	0	0.0000	00	0	0.0000	0.0000
Poll	34620567	85.8218	34620567	85.8218	0	100.0000	0.0000	
Postal Ballot (if applicable)	0	0.0000	00	0	0	0.0000	0.0000	
Promoter and Promoter Group	Total	34620567	85.8218	34620567	0	100	0.0000	0.0000

Parag Milk Foods Limited

Company Secretary & Compliance Officer

*Radhika*



Resolution No.	8	ORDINARY - Ratification of Remuneration of Harshad S Deshpande & Associate, Pune, Cost Accountants (Firm Registration Number 00378). For the financial year 2017-18									
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			
Public- Institutions	E-Voting		10973934	55.5625	8877098	2096836	80.8925	19.1074			
	Postal Ballot (if applicable)	19750625	0	0.0000	00	0	0.0000	0.0000			
	Total		10973934	55.5625	8877098	2096836	80.8926	19.1074			
Public- Non Institutions	E-Voting		3103	0.0129	3098	5	99.8388	0.1611			
	Postal Ballot (if applicable)	24023890	488804	2.0347	488802	2	99.9995	0.0004			
	Total		491907	2.0476	491900	7	99.9986	0.0014			
Total		84114582	46086408	54.7900	43989565	2096843	95.4502	4.5498			

Resolution No.	8	ORDINARY - Ratification of Remuneration of Harshad S Deshpande & Associate, Pune, Cost Accountants (Firm Registration Number 00378). For the financial year 2017-18									
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		34620567	85.8218	34620567	0	100.0000	0.0000			
	Postal Ballot (if applicable)	40340067	0	0.0000	00	0	0.0000	0.0000			
	Total		34620567	85.8218	34620567	0	100	0			
Public- Institutions	E-Voting		10973934	55.5625	10973934	0	100.0000	0.0000			
	Postal Ballot (if applicable)	19750625	0	0.0000	00	0	0.0000	0.0000			
	Total		10973934	55.5625	10973934	0	100	0			
Public- Non Institutions	E-Voting		3103	0.0129	3098	5	99.8388	0.1611			
	Postal Ballot (if applicable)	24023890	488804	2.0347	488802	2	99.9995	0.0004			
	Total		491907	2.0476	491900	7	99.9986	0.0014			
Total		84114582	46086408	54.7900	46086401	7	100.0000	0.0000			

Parag Milk Foods Limited

Company Secretary & Compliance Officer





**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, 2014 as amended by Companies (Management & Administration) Rules, 2015.

To,

The Chairman,

**Parag Milk Foods Limited**

Flat No.1, Plot No.19, Nav Rajasthan Soc,behind Ratna,

Memorial Hospital, S.B. Road, Shivaji Nagar,

Pune - 411016 Maharashtra

**Sub- Scrutinizer Report of E-Voting/Physical Instapoll Voting casted at 25<sup>th</sup> Annual General Meeting of the Company.**

Dear Sir/Madam,

I, CS Mohammed Aabid, partner of Aabid & Co., Practicing Company Secretaries, Mumbai has been appointed as the Scrutinizer by the Board of Directors of Parag Milk Foods Limited(hereinafter called "the Company") through Resolution dated 09<sup>th</sup> August, 2017 for the purpose of scrutinizing the process of voting through remote e-voting and use of ballot paper/Instapoll at the 25<sup>th</sup> Annual General Meeting (hereinafter called "the Annual General Meeting")of the Company pursuant to Section 108 of the Companies Act, 2013 (hereinafter referred as "the Act")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 29<sup>th</sup>May, 2017 at the Annual General Meeting of the Company held on 9<sup>th</sup> August, 2017 at 12.30 p.m. at A-Wing Fifth Floor, 403 Sena Bapat Road Mahratta Chamber of Commerce, Industries and Agriculture, Pune 411016 Maharashtra.





The Notice of the Annual General Meeting for passing the Ordinary Businesses along with Statements 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 of the Company.

The Company has availed the e-voting facility offered by Karvy Computershare Private Limited ("Karvy") 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 Annual General Meeting.

The members holding shares either in physical or dematerialized form as on the cut-off date i.e. 2nd August, 2017 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 8 in the Notice of the Annual General Meeting.

In terms of the aforesaid notice and as per the provisions of 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 the voting period for remote e-voting commenced on 05<sup>th</sup> August 2017 at 9.00 a.m. and ended on 08<sup>th</sup> August 2017 at 5.00 p.m.

On conclusion of the voting at the Annual General Meeting, the votes cast at the meeting were scrutinized first and thereafter the votes cast through remote e-voting were reviewed on the basis of the data downloaded from Karvy e-voting system in presence of 2 witnesses.

I, now submit my consolidated report on the results of e-voting and poll conducted in relation to the Resolutions considered at the Annual General Meeting held on 9th August 2017 at Pune.



**ORDINARY BUSINESS****Resolution No 1:**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended March 31, 2017 together with the Report of the Board of Directors and the Auditors thereon.

## (i) Voted in favour of the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	48	1,09,77,015	23.82
Instapoll	66	3,51,09,369	76.18
<b>Total</b>	<b>114</b>	<b>4,60,86,384</b>	<b>100</b>

## (ii) Voted against the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	1	22	0.00
Instapoll	1	2	0.00
<b>Total</b>	<b>2</b>	<b>24</b>	<b>0.00</b>

## (iii) Abstain Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>





## (iv) Invalid Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Resolution No 2:**

To receive, consider and adopt the Audited Consolidated Financial Statement for the financial year ended 31<sup>st</sup> March, 2017 together with the report of the Auditors thereon.

## (i) Voted in favour of the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	48	1,09,77,037	23.82
Instapoll	66	3,51,09,369	76.18
<b>Total</b>	<b>114</b>	<b>4,60,86,406</b>	<b>100</b>

## (ii) Voted against the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	1	2	0.00
<b>Total</b>	<b>1</b>	<b>2</b>	<b>0.00</b>



## (iii) Abstain Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	-	-	-

## (iv) Invalid Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	-	-	-

**Resolution no 3:**

To declare dividend on Equity Shares for the year ended March 31, 2017.

## (i) Voted in favour of the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	48	1,09,77,037	23.82
Instapoll	66	3,51,09,369	76.18
<b>Total</b>	<b>114</b>	<b>4,60,86,406</b>	<b>100</b>





(ii) Voted against the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	1	2	0.00
<b>Total</b>	<b>1</b>	<b>2</b>	<b>0.00</b>

(iii) Abstain Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

(iv) Invalid Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>



**Resolution No 4:**

To appoint a Director in place of Mr. Devendra Shah (DIN: 01127319) who retires by rotation and being eligible, offers himself to be re-appointment.

(i) Voted in favour of the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	37	64,78,462	14.06
Instapoll	66	3,51,09,369	76.18
<b>Total</b>	<b>103</b>	<b>4,15,87,831</b>	<b>90.24</b>

(ii) Voted against the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	11	44,98,575	9.76
Instapoll	1	2	0.00
<b>Total</b>	<b>12</b>	<b>44,98,577</b>	<b>9.76</b>

(iii) Abstain Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>





(iv) Invalid Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	-	-	-

**Resolution No 5:**

To ratify the appointment of Statutory Auditor and fix their Remuneration and in this regard to consider and if thought fit, to pass the following resolution as an ordinary resolution:

(i) Voted in favour of the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	47	1,09,77,002	23.82
Instapoll	66	3,51,09,369	76.18
<b>Total</b>	<b>113</b>	<b>4,60,86,371</b>	<b>100.00</b>

(ii) Voted against the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	1	2	0.00
<b>Total</b>	<b>1</b>	<b>2</b>	<b>0.00</b>



## (iii) Abstain Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	1	35	0.00
Instapoll	-	-	-
<b>Total</b>	<b>1</b>	<b>35</b>	<b>0.00</b>

## (iv) Invalid Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

**SPECIAL BUSINESS****Resolution No. 6:**

Approval for Payment of Managerial Remuneration to Mr. Devendra Shah (DIN: 01127319) Chairman and Whole Time Director.

## (i) Voted in favour of the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	42	88,80,196	19.27
Instapoll	66	3,51,09,369	76.18
<b>Total</b>	<b>108</b>	<b>4,39,89,565</b>	<b>95.45</b>





## (ii) Voted against the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	6	20,96,841	4.55
Instapoll	1	2	0.00
<b>Total</b>	<b>7</b>	<b>20,96,843</b>	<b>4.55</b>

## (iii) Abstain Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

## (iv) Invalid Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>



**Resolution No. 7**

Approval for Payment of Managerial Remuneration to Mr. Pritam Shah (DIN: 01127247)  
Managing Director.

(i) Voted in favour of the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	42	88,80,196	19.27
Instapoll	66	3,51,09,369	76.18
<b>Total</b>	<b>108</b>	<b>4,39,89,565</b>	<b>95.45</b>

(ii) Voted against the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	6	20,96,841	4.55
Instapoll	1	2	0.00
<b>Total</b>	<b>7</b>	<b>20,96,843</b>	<b>4.55</b>

(iii) Abstain Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>





(iv) Invalid Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

**Resolution No. 8**

Ratification of Cost Auditors' Remuneration.

(i) Voted in favour of the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	47	1,09,77,032	23.82
Instapoll	66	3,51,09,369	76.18
<b>Total</b>	<b>113</b>	<b>4,60,86,401</b>	<b>100</b>

(ii) Voted against the Resolution:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	1	5	0.00
Instapoll	1	2	0.00
<b>Total</b>	<b>2</b>	<b>7</b>	<b>0.00</b>



## (iii) Abstain Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	-	-	-

## (iv) Invalid Votes:

	Number of members voted through electronic voting system and Instapoll	Number of Votes cast (Shares)	% of total number of the valid votes cast
E- voting	-	-	-
Instapoll	-	-	-
<b>Total</b>	-	-	-

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 Annual General Meeting and the same are handed over to the Compliance Officer for safe keeping.



Counter signed by Mr. Devendra Shah,  
Chairman

Thanking You  
Yours Faithfully,  
For Aabid & Co.

Mohammed Aabid  
Partner

Membership No.: F6579

C. P. No.: 6625



Place: Mumbai

Date: 10<sup>th</sup> August, 2017