



IS:15622:2006



CM/L 9829610



26<sup>th</sup> August, 2017

Asst. Vice President,  
Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (E)  
Mumbai- 400 051

The Secretary,  
BSE Limited  
25<sup>th</sup> Floor, P J Towers  
Dalal Street,  
Mumbai- 400 001

**Sub: Submission of Voting Results of the 49<sup>th</sup> Annual General Meeting of the Company pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

Dear Sirs,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are sending herewith the Voting Results of the 49<sup>th</sup> Annual General Meeting of the Company held on Friday, the 25<sup>th</sup> August, 2017 at 10.30 A.M. at LakshmiPat Singhania Auditorium, PHD Chamber of Commerce and Industry, PHD House, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi – 110 016, in prescribed format, for placing the same in your record.

Thanking you,

Yours Faithfully,  
For Somany Ceramics Limited

Amrish Julka  
DGM (Legal) and 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

**SOMANY CERAMICS LIMITED**

Details of voting results of E-voting and Ballot Paper as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,

Date of the AGM	25th August, 2017
Total number of shareholders on record date	8,561
No. of shareholders present in the meeting either in person or through Proxy:	
Promoters and Promoters Group:	11
Public:	61
No. of Shareholders attended the meeting through Video Conferencing	Not arranged

**Agenda No. 1**

To receive, consider and adopt: -

The Audited Financial Statements of the Company for the financial year ended 31st March, 2017 together with the Reports of Directors' and Auditors' thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2017.

Resolution Required : (Ordinary/Special)							Ordinary	
Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
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	2,18,39,360	2,18,39,360	100.00	2,18,39,360	-	100.00	-
	Polling Paper		-	-	-	-	-	-
	<b>Total</b>		<b>2,18,39,360</b>	<b>100.00</b>	<b>2,18,39,360</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-voting	1,09,06,550	83,99,357	77.01	83,99,357	-	100.00	-
	Polling Paper		-	-	-	-	-	-
	<b>Total</b>		<b>83,99,357</b>	<b>77.01</b>	<b>83,99,357</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Non Institutions	E-voting	96,33,516	8,71,472	9.05	8,71,472	-	100.00	-
	Polling Paper		3,105	0.03	3,105	-	100.00	-
	<b>Total</b>		<b>8,74,577</b>	<b>9.08</b>	<b>8,74,577</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Total</b>		<b>4,23,79,426</b>	<b>3,11,13,294</b>	<b>73.42</b>	<b>3,11,13,294</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

**Agenda No. 2**

To declare a dividend on equity shares for the financial year ended 31st March, 2017.

Resolution Required : (Ordinary/Special)							Ordinary	
Whether promoter/ promoter group are intersted in the Agenda/resolution							No	
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	2,18,39,360	2,18,39,360	100.00	2,18,39,360	-	100.00	-
	Polling Paper		-	-	-	-	-	-
	<b>Total</b>		<b>2,18,39,360</b>	<b>100.00</b>	<b>2,18,39,360</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-voting	1,09,06,550	85,10,931	78.04	85,10,931	-	100.00	-
	Polling Paper		-	-	-	-	-	-
	<b>Total</b>		<b>85,10,931</b>	<b>78.04</b>	<b>85,10,931</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Non Institutions	E-voting	96,33,516	8,71,472	9.05	8,71,472	-	100.00	-
	Polling Paper		3,105	0.03	3,105	-	100.00	-
	<b>Total</b>		<b>8,74,577</b>	<b>9.08</b>	<b>8,74,577</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Total</b>		<b>4,23,79,426</b>	<b>3,12,24,868</b>	<b>73.68</b>	<b>3,12,24,868</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



**Agenda No. 3**

To appoint a Director in place of Shri Abhishek Somany (DIN: 00021448), who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.

Resolution Required : (Ordinary/Special)							Ordinary	
Whether promoter/ promoter group are interested in the Agenda/resolution							Yes	
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	2,18,39,360	2,18,39,360	100.00	2,18,39,360	-	100.00	-
	Polling Paper		-	-	-	-	-	-
	<b>Total</b>		<b>2,18,39,360</b>	<b>100.00</b>	<b>2,18,39,360</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-voting	1,09,06,550	85,10,931	78.04	85,10,931	-	100.00	-
	Polling Paper		-	-	-	-	-	-
	<b>Total</b>		<b>85,10,931</b>	<b>78.04</b>	<b>85,10,931</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Non Institutions	E-voting	96,33,516	8,71,472	9.05	8,71,472	-	100.00	-
	Polling Paper		3,105	0.03	3,105	-	100.00	-
	<b>Total</b>		<b>8,74,577</b>	<b>9.08</b>	<b>8,74,577</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Total</b>		<b>4,23,79,426</b>	<b>3,12,24,868</b>	<b>73.68</b>	<b>3,12,24,868</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

**Agenda No. 4**

Appointment of M/s Singhi & Co., Chartered Accountants, as the Statutory Auditors of the Company for a term of 5 (Five) consecutive years i.e. from 1st April, 2017 to 31st March, 2022 and fixing their remuneration for the year ended 31st March, 2018, subject to ratification of their re-appointment at every Annual General Meeting till their term of appointment.

Resolution Required : (Ordinary/Special)							Ordinary	
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
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	2,18,39,360	2,18,39,360	100.00	2,18,39,360	-	100.00	-
	Polling Paper		-	-	-	-	-	-
	<b>Total</b>		<b>2,18,39,360</b>	<b>100.00</b>	<b>2,18,39,360</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-voting	1,09,06,550	85,10,931	78.04	85,09,989	942	99.99	0.01
	Polling Paper		-	-	-	-	-	-
	<b>Total</b>		<b>85,10,931</b>	<b>78.04</b>	<b>85,09,989</b>	<b>942</b>	<b>99.99</b>	<b>0.01</b>
Public-Non Institutions	E-voting	96,33,516	8,71,472	9.05	8,71,460	12	100.00	0.00
	Polling Paper		3,105	0.03	3,105	-	100.00	-
	<b>Total</b>		<b>8,74,577</b>	<b>9.08</b>	<b>8,74,565</b>	<b>12</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>4,23,79,426</b>	<b>3,12,24,868</b>	<b>73.68</b>	<b>3,12,23,914</b>	<b>954</b>	<b>100.00</b>	<b>0.00</b>



**Agenda No. 5**

Re-appointment of Shri Shreekant Somany (DIN: 00021423) as the Chairman & Managing Director of the Company for a further period of 3 (Three) consecutive years, commencing from 1st September, 2017 till 31st August, 2020.

Resolution Required : (Ordinary/Special)							Special	
Whether promoter/ promoter group are intersted in the Agenda/resolution							Yes	
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	2,18,39,360	2,18,39,360	100.00	2,18,39,360	-	100.00	-
	Polling Paper		-	-	-	-	-	-
	<b>Total</b>		<b>2,18,39,360</b>	<b>100.00</b>	<b>2,18,39,360</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-voting	1,09,06,550	84,60,931	77.58	84,55,997	4,934	99.94	0.06
	Polling Paper		-	-	-	-	-	-
	<b>Total</b>		<b>84,60,931</b>	<b>77.58</b>	<b>84,55,997</b>	<b>4,934</b>	<b>99.94</b>	<b>0.06</b>
Public-Non Institutions	E-voting	96,33,516	8,71,472	9.05	8,71,472	-	100.00	-
	Polling Paper		3,105	0.03	3,105	-	100.00	-
	<b>Total</b>		<b>8,74,577</b>	<b>9.08</b>	<b>8,74,577</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Total</b>		<b>4,23,79,426</b>	<b>3,11,74,868</b>	<b>73.56</b>	<b>3,11,69,934</b>	<b>4,934</b>	<b>99.98</b>	<b>0.02</b>

**Agenda No. 6**

Re-appointment of Shri Abhishek Somany (DIN: 00021448) as the Managing Director of the Company for a further period of 5 (Five) consecutive years, commencing from 1st June, 2018 till 31st May, 2023.

Resolution Required : (Ordinary/Special)							Special	
Whether promoter/ promoter group are intersted in the Agenda/resolution							Yes	
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	2,18,39,360	2,18,39,360	100.00	2,18,39,360	-	100.00	-
	Polling Paper		-	-	-	-	-	-
	<b>Total</b>		<b>2,18,39,360</b>	<b>100.00</b>	<b>2,18,39,360</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Institutions	E-voting	1,09,06,550	84,60,931	77.58	84,60,931	-	100.00	-
	Polling Paper		-	-	-	-	-	-
	<b>Total</b>		<b>84,60,931</b>	<b>77.58</b>	<b>84,60,931</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public-Non Institutions	E-voting	96,33,516	8,71,472	9.05	8,71,472	-	100.00	-
	Polling Paper		3,105	0.03	3,105	-	100.00	-
	<b>Total</b>		<b>8,74,577</b>	<b>9.08</b>	<b>8,74,577</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
<b>Total</b>		<b>4,23,79,426</b>	<b>3,11,74,868</b>	<b>73.56</b>	<b>3,11,74,868</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

