



KAPASHI Commercial Ltd.

Date: 14th September, 2017

To,
BSE LTD.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001.

Dear Sirs,

CODE NO.: 512399

Sub: Disclosure as per Regulation 44(3) of SEBI(Listing Obligation and Disclosure Requirement) Regulations, 2015.

We herewith enclose Voting Results of the business transacted at 32nd Annual General Meeting of the Company held on 13th September, 2017 as required under Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015

Also enclosed herewith Report of Scrutinizer in respect of the votes cast through e-voting and poll on the business transacted at 32nd Annual General Meeting of the Company

Kindly take it on record.

For KAPASHI COMMERCIAL LIMITED

S S K a
(SEVANTILAL S. KAPASHI)

Whole-time Director

DIN: 00008435

Enclosed: As above.

KAPASHI COMMERCIAL LIMITED

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Company Code: 512399

| | |
|--|-----------------------------|
| Date of AGM | 13th September, 2017 |
| Total number of shareholders on record date | 43 |
| No. of shareholders present in the meeting either in person or through proxy: | 15 |
| Promoters and Promoter Group: | 10 |
| Public: | 5 |
| No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public | NIL |

RESOLUTION - 1 Adoption of the audited Balance Sheet and Profit & Loss Account for the year ended March 31, 2017 and the reports of the Board of Directors and Auditors thereon

| Resolution required: (Ordinary/ Special) | | Ordinary Resolution | | | | | | |
|--|----------------|----------------------------|--------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoter and Promoter group | E-voting | 735446 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | | 735446 | 100.00 | 735446 | 0 | 100.000 | 0.000 |
| | Postal Ballot | | | 0.00 | | | 0.000 | 0.000 |
| | Total | 735446 | 735446 | 100.00 | 735446 | 0 | 100.000 | 0.000 |
| Public Institutions | E-voting | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | | | 0.00 | | | 0.000 | 0.000 |
| | Total | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| Public Non-Institutions | E-voting | 120504 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | | 120504 | 100.00 | 120504 | 0 | 100.000 | 0.000 |
| | Postal Ballot | | | 0.00 | | | 0.000 | 0.000 |
| | Total | 120504 | 120504 | 100.00 | 120504 | 0 | 100.000 | 0.000 |
| Total | | 855950 | 855950 | 100.00 | 855950 | 0 | 100.000 | 0.000 |

**RESOLUTION -
2**

Appointment of Director in place of Mr. Nimish I. Kapashi (DIN 00073365) who retires by rotation and being eligible offers himself for re-appointment

| Resolution required: (Ordinary/ Special) | | Ordinary Resolution | | | | | | |
|--|----------------|---------------------|--------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoter and Promoter group | E-voting | 735446 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | | 735446 | 100.00 | 735446 | 0 | 100.000 | 0.000 |
| | Postal Ballot | | | 0.00 | | | 0.000 | 0.000 |
| | Total | | 735446 | 735446 | 100.00 | 735446 | 0 | 100.000 |
| Public Institutions | E-voting | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | | | 0.00 | | | 0.000 | 0.000 |
| | Total | | 0 | 0 | 0.00 | 0 | 0 | 0.000 |
| Public Non-Institutions | E-voting | 120504 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | | 120504 | 100.00 | 120504 | 0 | 100.000 | 0.000 |
| | Postal Ballot | | | 0.00 | | | 0.000 | 0.000 |
| | Total | | 120504 | 120504 | 100.00 | 120504 | 0 | 100.000 |
| Total | | 855950 | 855950 | 100.00 | 855950 | 0 | 100.000 | 0.000 |

**RESOLUTION -
3**

Appointment of Director in place of Mr. Indukumar S. Kapashi (DIN 00008413) who retires by rotation and being eligible offers himself for re-appointment

| Resolution required: (Ordinary/ Special) | | Ordinary Resolution | | | | | | |
|--|----------------|---------------------|--------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoter and Promoter group | E-voting | 735446 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | | 735446 | 100.00 | 735446 | 0 | 100.000 | 0.000 |
| | Postal Ballot | | | 0.00 | | | 0.000 | 0.000 |
| | Total | | 735446 | 735446 | 100.00 | 735446 | 0 | 100.000 |
| Public | E-voting | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |

| | | | | | | | | |
|-------------------------|---------------|---------------|---------------|---------------|---------------|----------|----------------|--------------|
| Institutions | Poll | | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | | | 0.00 | | | 0.000 | 0.000 |
| | Total | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| Public Non-Institutions | E-voting | 120504 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | | 120504 | 100.00 | 120504 | 0 | 100.000 | 0.000 |
| | Postal Ballot | | | 0.00 | | | 0.000 | 0.000 |
| | Total | 120504 | 120504 | 100.00 | 120504 | 0 | 100.000 | 0.000 |
| Total | | 855950 | 855950 | 100.00 | 855950 | 0 | 100.000 | 0.000 |

RESOLUTION - 4 **Appointment of M/s K. S. Maheshwari and Co., Chartered Accountants (Registration No. 105846W) as auditors of the Company until the conclusion of the 37th (Thirty Seventh) Annual General Meeting.**

| Resolution required: (Ordinary/ Special) | | Ordinary Resolution | | | | | | |
|--|----------------|---------------------|--------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| 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 |
| Promoter and Promoter group | E-voting | 735446 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | | 735446 | 100.00 | 735446 | 0 | 100.000 | 0.000 |
| | Postal Ballot | | | 0.00 | | | 0.000 | 0.000 |
| | Total | 735446 | 735446 | 100.00 | 735446 | 0 | 100.000 | 0.000 |
| Public Institutions | E-voting | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Postal Ballot | | | 0.00 | | | 0.000 | 0.000 |
| | Total | 0 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| Public Non-Institutions | E-voting | 120504 | 0 | 0.00 | 0 | 0 | 0.000 | 0.000 |
| | Poll | | 120504 | 100.00 | 120504 | 0 | 100.000 | 0.000 |
| | Postal Ballot | | | 0.00 | | | 0.000 | 0.000 |
| | Total | 120504 | 120504 | 100.00 | 120504 | 0 | 100.000 | 0.000 |
| Total | | 855950 | 855950 | 100.00 | 855950 | 0 | 100.000 | 0.000 |

R. N. SHAH & ASSOCIATES
Company Secretaries

Phone (O): 2836 9965
Mobile- : 93247 60604
E-mail : rnshah1954@yahoo.com
Website: rnshahassociates.com

Rajnikant N. Shah
B. Com. (Hons.); LL.B. (Gen.); F.C.S.

OFFICE:
Office No. 306, Apollo Complex,
R. K. Singh Marg, Off. Parsi
Panchayat, Old Nagardas Road,
Andheri (East),
Mumbai - 400 069.
Date: 14th September, 2017

Ref. No.

FORM MGT-13

Scrutinizer(S) Report

Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of Companies
(Management and Administration) Rules, 2014

To,

The Chairman
32nd Annual General Meeting of the Equity Shareholders
of KAPASHI COMMERCIAL LIMITED,
held on Wednesday, 13th day of September, 2017 at 11.00 a.m.
at the Registered Office of the Company at
'NISHUVI', 4th Floor, 75, Dr. Annie Besant Road,
Worli, Mumbai - 400 018.

I, Rajnikant Narottamdas Shah, appointed as a scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 (as substituted by Notification dated the 19th March, 2015) and pursuant to Regulation 44 of Securities And Exchange Board Of India Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the remote e-voting process and voting by poll taken of below mentioned Resolutions at the Annual General Meeting of Equity Share Holders of KAPASHI COMMERCIAL LIMITED held on 13th September, 2017 at the Registered Office of the Company at 'NISHUVI', 4th Floor, 75, Dr. Annie Besant Road, Worli, Mumbai - 400 018, submit my Report as under:

A. Relating to E-Voting:

1. The remote E-Voting period remained open from 9th September, 2017 at 9.00 a.m. till 12th September, 2017 at 5.00 p.m.
2. The Annual Report containing the Notice was sent by Registered Post to the members of the Company.



3. The e-voting event was unblocked on September 13, 2017 around 12.40 p.m. in presence of two witnesses, namely Ms. Preeti J. Tater residing at 2/54, Laxmi Co-op. Housing Society, Verma Nagar, Old Nagardas Road, Andheri (East), Mumbai - 400069 and Mr. Hemal R. Patel residing at 401, Shivam CHS, Sector 2, Plot No. 64, Charkop Village, Kandivali West, Mumbai - 400067 who are not in employment of the Company.

They have signed below in confirmation of the event being unblocked in their presence.



(Ms. Preeti J. Tater)



(Ms. Apurva Mishra)

B. Relating to voting by Poll:

1. After the time fixed for closing of the poll by the Chairman, the ballot box were 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 authorisations lodged with the Company.
2. There was no polling paper which was incomplete or found defective.

C. Result of E-voting and voting by Poll is as under:

1. The voting rights were reckoned as on 6th September, 2017, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and at the meeting.
2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on September 13, 2017 at around 12.15 p.m. The ballot boxes were opened and polling papers were removed and examined.
3. 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 Central Depository Services (India) Limited (CDSL) (www.evotingindia.com).

The combined result of remote e-voting and poll is as under:



a) **RESOLUTION 1**

To receive, consider and adopt the Balance Sheet as at 31st March, 2017, Profit and Loss Account for the year ended on that date and reports of the Board of Directors and Auditors thereon.

i) Voted **in favour** of Ordinary Resolution

| | Remote E-Voting | Voting by Poll | Total |
|---|-----------------|----------------|---------|
| No. of Members present and voting (in person or by proxy) | Nil | 15 | 15 |
| Number of votes cast by them | Nil | 855,950 | 855,950 |
| % of Total number of Valid votes cast | Nil | 100 | 100 |

ii) Voted **against** of Ordinary Resolution

| | Remote E-Voting | Voting by Poll | Total |
|---|-----------------|----------------|-------|
| No. of Members present and voting (in person or by proxy) | 0 | NIL | NIL |
| Number of votes cast by them | 0 | NIL | NIL |
| % of Total number of Valid votes cast | 0% | NIL | NIL |

iii) **Invalid** Votes

| | Remote E-Voting | Voting by Poll | Total |
|---|-----------------|----------------|-------|
| No. of Members present and voting (in person or by proxy) | NIL | NIL | NIL |
| Number of votes cast by them | NIL | NIL | NIL |



b) RESOLUTION 2

To appoint a Director in place of Mr. Nimish I. Kapashi (DIN: 00073665), who retires by rotation and being eligible offers himself for re-appointment.

i) Voted in favour of Ordinary Resolution

| | Remote E-Voting | Voting by Poll | Total |
|---|-----------------|----------------|---------|
| No. of Members present and voting (in person or by proxy) | 0 | 15 | 15 |
| Number of votes cast by them | 0 | 855,950 | 855,950 |
| % of Total number of Valid votes cast | 0% | 100 | 100 |

ii) Voted against of Ordinary Resolution

| | Remote E-Voting | Voting by Poll | Total |
|---|-----------------|----------------|-------|
| No. of Members present and voting (in person or by proxy) | NIL | NIL | NIL |
| Number of votes cast by them | NIL | NIL | NIL |
| % of Total number of Valid votes cast | NIL | NIL | NIL |

iii) Invalid Votes

| | Remote E-Voting | Voting by Poll | Total |
|---|-----------------|----------------|-------|
| No. of Members present and voting (in person or by proxy) | NIL | NIL | NIL |
| Number of votes cast by them | NIL | NIL | NIL |



c) **RESOLUTION 3**

To appoint a Director in place of Mr. Indukumar S. Kapashi (DIN: 00008413), who retires by rotation and being eligible offers himself for re-appointment.

i) Voted **in favour** of Ordinary Resolution

| | Remote E-Voting | Voting by Poll | Total |
|---|-----------------|----------------|---------|
| No. of Members present and voting (in person or by proxy) | 0 | 15 | 15 |
| Number of votes cast by them | 0 | 855,950 | 855,950 |
| % of Total number of Valid votes cast | 0% | 100 | 100 |

ii) Voted **against** of Ordinary Resolution

| | Remote E-Voting | Voting by Poll | Total |
|---|-----------------|----------------|-------|
| No. of Members present and voting (in person or by proxy) | NIL | NIL | NIL |
| Number of votes cast by them | NIL | NIL | NIL |
| % of Total number of Valid votes cast | NIL | NIL | NIL |

iii) **Invalid** Votes

| | Remote E-Voting | Voting by Poll | Total |
|---|-----------------|----------------|-------|
| No. of Members present and voting (in person or by proxy) | NIL | NIL | NIL |
| Number of votes cast by them | NIL | NIL | NIL |



d) **RESOLUTION 4**

To Appoint M/s. K. S. Maheshwari & Co., Chartered Accountants, Mumbai (Registration No. 105846W) as auditors of the Company until the conclusion of the 37th (Thirty Seventh) Annual General Meeting.

i) Voted **in favour** of Ordinary Resolution

| | Remote E-Voting | Voting by Poll | Total |
|---|-----------------|----------------|---------|
| No. of Members present and voting (in person or by proxy) | 0 | 15 | 15 |
| Number of votes cast by them | 0 | 855,950 | 855,950 |
| % of Total number of Valid votes cast | 0% | 100 | 100 |

ii) Voted **against** of Ordinary Resolution

| | Remote E-Voting | Voting by Poll | Total |
|---|-----------------|----------------|-------|
| No. of Members present and voting (in person or by proxy) | NIL | NIL | NIL |
| Number of votes cast by them | NIL | NIL | NIL |
| % of Total number of Valid votes cast | NIL | NIL | NIL |

iii) **Invalid** Votes

| | Remote E-Voting | Voting by Poll | Total |
|---|-----------------|----------------|-------|
| No. of Members present and voting (in person or by proxy) | NIL | NIL | NIL |
| Number of votes cast by them | NIL | NIL | NIL |



5. A compact Disc (CD) containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid for each resolution, if any is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to Mr. Sevantilal S. Kapashi, Whole-Time Director, authorised by the Board for safe keeping.

Thanking you,

Yours Faithfully,



RAJNIKANT N. SHAH
Proprietor, R. N. Shah & Associates
Company Secretaries
F.C.S. 1629: C.P. 700



Place: Mumbai

Date: 14th September, 2017