

September 15, 2017

BSE Limited 1 st Floor, New Trading Ring Rotunda Building P J Towers Dalal Street, Fort Mumbai- 400 001 BSE Scrip Code- 500370	National Stock Exchange of India Limited Exchange Plaza, 5 th Floor Plot No. C/1, G Block Bandra-Kurla Complex Bandra(E) Mumbai 400 051 NSE Scrip Code- SALORAINTL
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Sub: Disclosure of Voting Results and Submission of Scrutinizers Report of the 48th Annual General Meeting of the Company held on 13th September, 2017 under Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

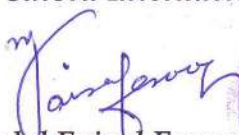
In compliance of Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find attached herewith details of Voting Results of the votes casted through remote e-voting and voting by ballot papers through Poll at the 48th Annual General Meeting of the Company held on 13th September, 2017.

A copy of Scrutinizer's Report is also attached herewith.

Thanking you

Yours faithfully,

For Salora International Ltd.


(Mohd Faisal Farooq)



Company Secretary & Compliance Officer

Encl.: As above

Details of Voting Results
SALORA INTERNATIONAL LIMITED
48th ANNUAL GENERAL MEETING

{Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015}

	<i>Date Of AGM</i>	<i>13th September, 2017</i>
	<i>Total Number of Shareholder on Record Date</i>	5079
	<i>No. of Shareholders present in the meeting either in person or through proxy:</i> <i>a) Promoter and Promoter group:</i> <i>b) Public:</i>	7 289
	<i>No. of Shareholders attached in the meeting through video:</i> <i>a) Promoter and Promoter group:</i> <i>b) Public:</i>	NIL
	<i>No of Resolution Passed in the meeting</i>	6
	<i>Mode of Voting</i>	<i>E-Voting & Poll</i>




Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the		No						
Description of resolution considered		Adoption of Audited Financial Statements (including the consolidated financial statements) of the Company as at 31st March, 2017 and the Reports of Board of Directors and Auditors' thereon.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes ₁ polled on outstanding shares $(3)=[(2)/(1)]*100$	No. of votes – in favour	No. of votes – against	% 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	0	0	0	0
	Poll	5876166	5876166	100.0000	5876166	0	100.0000	0.0000
	Postal Ballot (if appl)		0	0.0000	0	0	0	0
	Total	5876166	5876166	100.0000	5876166	0	100.0000	0.0000
Public-Institutions	E-Voting	700	0	0.0000	0	0	0	0
	Poll	700	0	0.0000	0	0	0	0
	Postal Ballot (if appl)		0	0.0000	0	0	0	0
	Total	700	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		5673	0.1936	2358	3315	41.5653	58.4347
	Poll	2930434	332	0.0113	332	0	100.0000	0.0000
	Postal Ballot (if appl)		0	0.0000	0	0	0	0
	Total	2930434	6005	0.2049	2690	3315	44.7960	55.2040
	Total	8807300	5882171	66.7874	5878856	3315	99.9436	0.0564
				Whether resolution is Pass or Not.				
				Yes				

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	604



Resolution (2)

Resolution required: (Ordinary / Special)		Whether promoter/promoter group are interested in the		Description of resolution considered		Resolution (2)		Ordinary	
				No		Appointment of director in place of Smt. Neetu Jiwaraika (holding DIN 00386240), who retires by rotation and being eligible offers herself for re-appointment		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	% of
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)
Promoter and Promoter Group	E-Voting Poll	5876166	5876166	0.0000	0	0	0	0	0
	Postal Ballot (if any)		0	0.0000	0	0	0	0	0
	Total	5876166	5876166	100.0000	5876166	0	100.0000	0.0000	0.0000
Public- Institutions	E-Voting Poll	700	0	0.0000	0	0	0	0	0
	Postal Ballot (if any)		0	0.0000	0	0	0	0	0
	Total	700	0	0.0000	0	0	0.0000	0.0000	0.0000
Public- Non Institutions	E-Voting Poll	2930434	332	0.1936	219	5454	3.8604	96.1396	0.0000
	Postal Ballot (if any)		0	0.0113	332	0	100.0000	0.0000	0.0000
	Total	2930434	6005	0.0000	0	0	9.1757	90.8243	0
	Total	8807300	5882171	66.7874	5876717	5454	99.9073	0.0927	0.0927
Whether resolution is Pass or Not. Yes									

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	604



Resolution (3)

Ordinary
No

Resolution required: (Ordinary / Special)
Whether promoter/promoter group are interested in the
Description of resolution considered

Appointment of M/s. R. Gopal & Associates, Chartered Accountants (ICAI
Registration No.000846C) to hold office of Auditors of the Company in place of
M/s. K. Prasad & Company, Chartered Accountants (ICAI Registration No.
FRN002755N);

Category	Mode of voting	No. of shares held	No. of votes polled	No. of votes polled on outstanding shares	No. of votes in favour	No. of votes against	No. of votes in favour on votes polled	No. of votes against on votes polled
Promoter and Promoter Group	E-Voting Poll	5876166	0	0.0000	0	0	0	0
	Postal Ballot (if Total)	5876166	5876166	100.0000	5876166	0	100.0000	0.0000
Public- Institutions	E-Voting Poll	700	0	0.0000	0	0	0	0
	Postal Ballot (if Total)	700	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting Poll	2930434	5673	0.1936	219	5454	3.8604	96.1396
	Postal Ballot (if Total)	2930434	332	0.0113	332	0	100.0000	0.0000
Total	Total	8807300	6005	0.2049	551	5454	9.1757	90.8243
	Total	8807300	5882171	66.7874	5876717	5454	99.9073	0.0927
Whether resolution is Pass or Not: Yes								

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	604



Resolution (4)

Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the			No					
Description of resolution considered			Ratification of remuneration to be paid to Gurvinder Chopra and Co. Cost Auditors;					
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	0	0	0.0000	0	0	0	0
	Poll	5876166	5876166	100.0000	5876166	0	100.0000	0.0000
	Postal Ballot (if Total)	0	0	0.0000	0	0	0	0
	Total	5876166	5876166	100.0000	5876166	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0.0000	0	0	0	0
	Poll	700	0	0.0000	0	0	0	0
	Postal Ballot (if Total)	0	0	0.0000	0	0	0	0
	Total	700	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5673	5673	0.1936	219	5454	3.8604	96.1396
	Poll	2930434	332	0.0113	332	0	100.0000	0.0000
	Postal Ballot (if Total)	0	0	0.0000	0	0	0	0
	Total	2930434	6005	0.2049	551	5454	9.1757	90.8243
Total	Total	8807300	5882171	66.7874	5876717	5454	99.9073	0.0927
Whether resolution is Pass or Not.					Yes			

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	604



Resolution (5)

Resolution required: (Ordinary / Special)		Whether promoter/promoter group are interested in the		Description of resolution considered		Appointment of Shri K. S. Mehta (DIN 00128166) as Non Executive & Independent Director of the Company for a period of 5 years w.e.f.12.11.2016 till 11.11.2021;					
				Ordinary 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 Poll	5876166	5876166	0	5876166	0	100.0000	0.0000			
	Postal Ballot (if any)	0	0	0.0000	0	0	0	0.0000			
	Total	5876166	5876166	100.0000	5876166	0	100.0000	0.0000			
Public- Institutions	E-Voting Poll	700	0	0.0000	0	0	0	0			
	Postal Ballot (if any)	0	0	0.0000	0	0	0	0			
	Total	700	0	0.0000	0	0	0.0000	0.0000			
Public- Non Institutions	E-Voting Poll	2930434	332	0.1936	219	5454	3.8604	96.1396			
	Postal Ballot (if any)	0	0	0.0113	332	0	100.0000	0.0000			
	Total	2930434	6005	0.2049	551	5454	9.1757	90.8243			
Total	Total	8807300	5882171	66.7874	5876717	5454	99.9073	0.0927			
Whether resolution is Pass or Not.											
Yes											

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	604



Resolution (6)

Resolution required: (Ordinary / Special)		Whether promoter/promoter group are interested in the		Description of resolution considered		Appointment of Smt. Savitri Devi Jiwaraika (DIN 07086988) as Non Executive Director of the Company for a period of 3 years w.e.f.15.03.2017 till 14.03.2020.		Ordinary No	
Category	Mode of voting	No. of shares held	No. of votes polled	(3)=[(2)/(1)]*100	(4)	No. of votes – in favour	No. of votes – against	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Poll Postal Ballot (if app)	5876166	5876166	100.0000	5876166	0	0	100.0000	0.0000
Public- Institutions	E-Voting Poll Postal Ballot (if app)	700	0	0.0000	0	0	0	0	0
	Total	700	0	0.0000	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting Poll Postal Ballot (if app)	2930434	5673	0.1936	219	5454	0	3.8604	96.1396
	Total	2930434	332	0.0113	332	0	0	100.0000	0.0000
Total	Total	8807300	6005	0.2049	551	5454	0	9.1757	90.8243
	Whether resolution is Pass or Not. Yes								

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	604



SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi - 110 024
Tel. : (011) 4679 0000, Fax : (011) 4679 0012
e-mail : contact@cssanjaygrover.in
website : www.cssanjaygrover.in

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 read with Rule 21 of the Companies (Management and Administration) Rules, 2014]

To,
THE CHAIRMAN
SALORA INTERNATIONAL LIMITED
(CIN: L74899DL1968PLC004962)
D-13/4 OKHLA,
INDUSTRIAL AREA, PHASE-II,
NEW DELHI - 110020

Dear Sir,

I, Sanjay Grover, Managing Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries, having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-voting and voting through ballot paper (Poll) at the Annual General Meeting (AGM), under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolution(s) mentioned in Notice dated May 29, 2017 for 48th AGM of the members of the Company held on September 13, 2017 at 11:00 A.M. at "Lok Kala Manch, 20 Lodhi Institutional Area, Lodhi Road, New Delhi-110003".


I submit my report as under:-



1. The remote e-voting period commenced on Sunday, September 10, 2017 at 9:30 A.M. and ended on Tuesday, September 12, 2017 at 05:00 P.M., via e-voting Platform on the designated website of National Securities Depository Limited (NSDL) viz. <https://www.evoting.nsdl.com>
2. The Shareholders of the Company as on the "cut off" date i.e. Tuesday, September 05, 2017 were entitled to avail the facility of remote e-voting as well as poll at the AGM on the proposed resolution(s) (item nos. 1 to 6) as set out in the Notice dated May 29, 2017.
3. The total paid up Equity Share Capital of the Company as on September 05, 2017 was Rs.8,80,73,000 (Rupees Eight Crore Eighty Lacs Seventy Three Thousand Only) divided into 88,07,300 (Eighty Eight Lacs Seven Thousand Three hundred) equity shares of Rs. 10/- (Rupees Ten Only) each.
4. The Chairman ordered for poll at the AGM as per Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014.
5. One ballot box was kept for polling and the ballot box was locked in my presence.
6. After completion of Poll at the AGM the ballot box was opened in my presence and ballots were diligently scrutinized. Thereafter, ballots were reconciled with the records maintained by the Registrar and Transfer Agents and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the shareholders who participated in poll at the AGM.
7. The ballots, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with records were treated as invalid.
8. Thereafter, the votes cast through remote e-voting were unblocked, after completion of poll at the AGM, in the presence of two witnesses, Ms. Suruchi Jassi R/o House No. 30, Sector-1, Gole Market, D.I.Z Area, New Delhi-110001 and Mr. Piyush Garg R/o D-36, 1st Floor, Durga Puri Chowk, Shahdara, New Delhi-110093, who were not in the employment of the



company. They have signed below confirming their presence at the time of unblocking of e-votes.


Suruchi Jassi


Piyush Garg

9. The details of the shareholders who participated in e-voting were also entered in a register.

10. The consolidated summary of results of remote e-voting and poll at AGM are as under :

- a. **Resolution No. 1:-** Adoption of Audited Financial Statements (including the consolidated financial statements) of the Company as at 31st March, 2017 and the Reports of Board of Directors and Auditors' thereon.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-votes	Total	
Assent	58,76,498	2,358	58,78,856	99.94
Dissent	-	3,315	3,315	0.06
Total	58,76,498	5,673	58,82,171	100.00

Therefore, the resolution No. 1 has been approved with requisite majority. Details of Poll at AGM& remote e-voting are given in **Annexure- A.**



- b. **Resolution No. 2:-** Appointment of director in place of Smt. Neetu Jiwarajka (holding DIN 00386240), who retires by rotation and being eligible offers herself for re-appointment.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-votes	Total	
Assent	58,76,498	219	58,76,717	99.91
Dissent	-	5,454	5,454	0.09
Total	58,76,498	5,673	58,82,171	100.00

Therefore, the resolution No. 2 has been approved with requisite majority. Details of Poll at AGM & remote e-voting are given in **Annexure B.**

- c. **Resolution No. 3:-** Appointment of M/s. R. Gopal & Associates, Chartered Accountants (ICAI Registration No.000846C) to hold office of Auditors of the Company in place of M/s. K. Prasad & Company, Chartered Accountants (ICAI Registration No. FRN002755N).

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-votes	Total	
Assent	58,76,498	219	58,76,717	99.91
Dissent	-	5,454	5,454	0.09
Total	58,76,498	5,673	58,82,171	100.00

Therefore, the resolution No. 3 has been approved with requisite majority. Details of Poll at AGM & remote e-voting are given in **Annexure C.**



- d. **Resolution No. 4:-** Ratification of remuneration to be paid to Gurvinder Chopra and Co. Cost Auditors.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-votes	Total	
Assent	58,76,498	219	58,76,717	99.91
Dissent	-	5,454	5,454	0.09
Total	58,76,498	5,673	58,82,171	100.00

Therefore, the resolution No. 4 has been approved with requisite majority. Details of Poll at AGM & remote e-voting are given in **Annexure-D**

- e. **Resolution No. 5:-** Appointment of Shri K. S. Mehta (DIN 00128166) as Non Executive & Independent Director of the Company for a period of 5 years w.e.f.12.11.2016 till 11.11.2021.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-votes	Total	
Assent	58,76,498	219	58,76,717	99.91
Dissent	-	5,454	5,454	0.09
Total	58,76,498	5,673	58,82,171	100.00

Therefore, the resolution No. 5 has been approved with requisite majority. Details Poll at AGM & remote e-voting are given in **Annexure-E**.



- f. **Resolution No. 6:-** Appointment of Smt. Savitri Devi Jiwarajka (DIN 07086988) as Non Executive Director of the Company for a period of 3 years w.e.f.15.03.2017 till 14.03.2020.

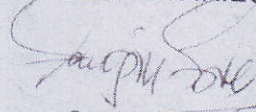
Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	Poll	e-votes	Total	
Assent	58,76,498	219	58,76,717	99.91
Dissent	-	5,454	5,454	0.09
Total	58,76,498	5,673	58,82,171	100.00

Therefore, the resolution No. 6 has been approved with requisite majority. Details of Poll at AGM & remote e-voting are given in Annexure-F.

11. The registers, ballot papers and all other related documents shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes and thereafter, the Scrutinizer shall hand over these documents to the company.

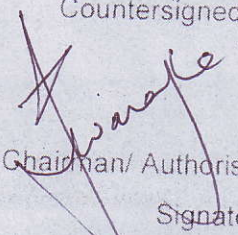
Thanking you,

For SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES


Sanjay Grover
Scrutinizer
CP No.: 3850


September 14, 2017
New Delhi

Countersigned by


Chairman/ Authorised
Signatory

September 14, 2017
New Delhi

For Salora International Ltd.


Company Secretary

Details of poll at AGM & remote e-voting for Resolution No.- 1 are as under:

A1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total votes received	20	58,77,102	5,87,71,020
b) Less: Invalid Votes	7	604	6,040
c) Net Valid votes cast	13	58,76,498	5,87,64,980
d) Votes with assent for the Resolution	13	58,76,498	5,87,64,980
e) Votes with dissent for the Resolution	0	0	0

A2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
(a) Net Valid Votes	13	5,673	56,730
(b) Votes with Assent	11	2,358	23,580
(c) Votes with dissent	2	3,315	33,150



Details of Poll at AGM & remote e-voting for Resolution No.- 2 are as under:

B1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total votes received	20	58,77,102	5,87,71,020
b) Less: Invalid Votes	7	604	6,040
c) Net Valid votes cast	13	58,76,498	5,87,64,980
d) Votes with assent for the Resolution	13	58,76,498	5,87,64,980
e) Votes with dissent for the Resolution	0	0	0

B2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
(a) Net Valid Votes	13	5,673	56,730
(b) Votes with Assent	10	219	2,190
(c) Votes with dissent	3	5,454	54,540



Details of Poll at AGM & remote e-voting for Resolution No.- 3 are as under:

C1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total votes received	20	58,77,102	5,87,71,020
b) Less: Invalid Votes	7	604	6,040
c) Net Valid votes cast	13	58,76,498	5,87,64,980
d) Votes with assent for the Resolution	13	58,76,498	5,87,64,980
e) Votes with dissent for the Resolution	0	0	0

C2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
(a) Net Valid Votes	13	5,673	56,730
(b) Votes with Assent	10	219	2,190
(c) Votes with dissent	3	5,454	54,540



Details of Poll at AGM & remote e-voting for Resolution No.- 5 are as under:

E1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total votes received	20	58,77,102	5,87,71,020
b) Less: Invalid Votes	7	604	6,040
c) Net Valid votes cast	13	58,76,498	5,87,64,980
d) Votes with assent for the Resolution	13	58,76,498	5,87,64,980
e) Votes with dissent for the Resolution	0	0	0

E2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
(a) Net Valid Votes	13	5,673	56,730
(b) Votes with Assent	10	219	2,190
(c) Votes with dissent	3	5,454	54,540



Details of Poll at AGM & remote e-voting for Resolution No.- 6 are as under:

F1. VOTING THROUGH POLL:

Particulars	No. of voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
a) Total votes received	20	58,77,102	5,87,71,020
b) Less: Invalid Votes	7	604	6,040
c) Net Valid votes cast	13	58,76,498	5,87,64,980
d) Votes with assent for the Resolution	13	58,76,498	5,87,64,980
e) Votes with dissent for the Resolution	0	0	0

F2. VOTING THROUGH REMOTE E-VOTING:

Particulars	No. of e-voters	No. of Equity Shares	Paid-up value of the Equity Shares
			(In Rs.)
(a) Net Valid Votes	13	5,673	56,730
(b) Votes with Assent	10	219	2,190
(c) Votes with dissent	3	5,454	54,540

