



TAPARIA TOOLS LTD.

REGD. OFFICE & WORKS : 52 & 52B, MIDC AREA, SATPUR, NASHIK - 422 007.
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CIN : L99999MH1965PLC013392.



SEC/BSE/17-18/
28th September, 2017

To,
The General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhai Towers,
Dalal Street,
Mumbai - 400 023

Sub: Voting results pursuant to Regulation 43(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Dear Sir,

Pursuant to Regulation 43(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we submit herewith the Scrutinizer's Report of the 51st Annual General Meeting of the Company held on 27th September, 2017 at 9.30 a.m. at Hotel Emerald Park, Sharanpur Link Road, Nashik - 422 002.

You are requested to take the above information on record.

Thanking You,

Yours faithfully,
For TAPARIA TOOLS LIMITED,

S.R. Bagad
Chief Financial Officer

Consolidated Scrutinizer's Report on E-voting and Poll

[Pursuant to rule section 108 and 109 of the Companies Act, 2013 and Rule 20(2) and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson,
Taparia Tools Limited,
52 and 52B,
MIDC Area,
Satpur, Nashik -422007

Dear Sir,

Subject: *Report on electronic voting carried out during 24th day of September, 2017 (09.00 hours) to 26th day of September, 2017 (17.00 Hours) and Poll conducted at the 51st Annual General Meeting of TAPARIA TOOLS LIMITED held on Wednesday, 27th September, 2017 at 9.30 am.*

I CS Sagar Ramesh Khandelwal, Practicing Company Secretary, (ACS 25781, COP 13778) have been appointed as the Scrutinizer by the Board of Directors of Taparia Tools Limited vide resolution dated 11th August, 2017, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule section 108 and 109 of the Companies Act, 2013 and Rule 20(2) and Rule 21(2) of the Companies (Management and Administration) Rules, 2014] for the purpose of scrutinizing.

The management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder and (ii) the Listing Agreement with the Stock Exchanges relating to voting by electronic means. My responsibility as a Scrutinizer is restricted to making a Scrutinizer Report on the electronic voting and the voting through physical ballot forms (by post or in person) from the shareholders of the Company in respect of the resolutions passed, at the 51st meeting of the Equity Shareholders of Taparia Tools Limited, held on Wednesday, 27th September, 2017

In this connection, I furnish the following information.

- a) As per the information and explanation provided and the documents verified, the Notice dated 11th August, 2017, convening AGM of the Company along with the statement setting out material facts under section 102 of the Act, had been sent to the shareholders, in respect of the said proposed resolutions to be passed at the said AGM of the Company.;
- b) The Company engaged the services of Central Depository Services of India Limited (CDSL) (hereinafter referred to as the "Service Provider") to offer the e-voting



Company to its Shareholders for the period commencing on 24th day of September, 2017 (09.00 hours) to 26th day of September, 2017 (17.00 Hours). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 21st day of September, 2017 (i.e. cut - off date) were allowed to participate and vote electronically during the aforesaid period of e-voting.

- c) At the 51st Annual General Meeting of the Company held on Wednesday, the 27th day of September, 2017, at 9:30 A.M. at Hotel Emerald Park, Sharanpur Link Road, Nashik-422 002, a Poll was conducted on all the resolutions to facilitate the members present at the meeting, who did not participate in the e-voting to cast their votes through the poll.
- d) Further the empty ballot (polling) boxes were locked and sealed by me in the presence of the members and the proxies. Subsequent to the completion of polling process, both the ballot (polling) boxes were unlocked by me in the presence of Savita Bhimrao Shinde and Shilpa Khandelwal and the poll papers were diligently scrutinized by me. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- e) As per the data downloaded from CDSL/NSDL, e-voting system and polling papers received, I have reviewed and scrutinized the voting through electronic means and physical mode and the votes cast therein.

I hereby submit my report on votes cast through e-voting and polling papers in respect of the said resolutions passed at the 51st AGM of the Company, held on Wednesday, September 27, 2017.


Thanking you,



CS Sagar R Khandelwal
Company Secretary

Encl.: As above.

Witness

1) Savita Bhimrao Shinde 

2) Shilpa Khandelwal 

ITEM NO. 1		To consider and adopt the Audited Financial Statements of the Company for Financial Year ended 31st March, 2017 including the Audited Balance Sheet as at 31st March 2017 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.										
Sr. No.	Particulars	Remote E-voting			Voting by physical ballot forms (by post or in person)			Total (Remote E-voting + Physical Ballot Forms)			% of total Nos. of valid e-votes + physical votes cast	
		No. of Members voted	No. of Shares	% of total Nos. of valid e-votes cast	No. of Members voted	No. of Shares	% of total Nos. of valid physical votes cast	No. of Members voted	No. of shares	No. of Members voted		
1	Votes in favour of the Resolution	23	295019	100.00	3	5423	100.00	26	300442	26	300442	100.00
2	Votes against the Resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
3	Total valid votes (1+2)	23	295019	100.00 ^b	3	5423	100.00 ^b	26	300442 ^b	26	300442 ^b	100.00 ^b
4	Invalid votes	Nil	1353031 ^a	-	Nil	22273 ^a	-	Nil	1375304 ^a	Nil	1375304 ^a	-

Note:

- a. The excess voting rights of the Promoters/Shareholders of the Company has been frozen as per SEBI Order dated 20-05-2015. Hence the same has been included in invalid votes.
- b. The percentage has been calculated on the total number of valid votes received by the company, the valid votes excludes excess voting right as mentioned in note number a.

RESULT:

As there is no vote casted in against the Resolution, I report that the Ordinary Resolution with regard to Item No. 1 as set out in the Notice of the Annual General Meeting is passed in favour of the resolution unanimously.



ITEM NO. 2		To appoint a Director in place of Shri D.P. Taparia (DIN 00126892) who retires by rotation and being eligible offers himself for re-appointment										
Sr. No.	Particulars	Remote E-voting			Voting by physical ballot forms (by post or in person)			Total (Remote E-voting + Physical Ballot Forms)			% of total Nos. of valid e-votes + physical votes cast	
		No. of Members voted	No. of Shares	% of total Nos. of valid e-votes cast	No. of Members voted	No. of Shares	% of total Nos. of valid physical votes cast	No. of Members voted	No. of shares	No. of Members voted		
1	Votes in favour of the Resolution	19	112362	100.00	3	5423	100.00	22	117785	22	117785	100.00
2	Votes against the Resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
3	Total valid votes (1+2)	19	112362	100.00 ^b	3	5423	100.00 ^b	22	117785 ^b	22	117785 ^b	100.00 ^b
4	Invalid votes	NIL	1353031 ^a	-	Nil	22273 ^a	-	Nil	1375304 ^a	Nil	1375304 ^a	-
5.	Abstain from Voting	4	182657	-	0	0	NIL	4	182657	4	182657	-

Note:

- The excess voting rights of the Promoters of the Company has been frozen as per SEBI Order dated 20-05-2015. Hence the same has been included in invalid votes.
- The percentage has been calculated on the total number of valid votes received by the company, the valid votes excludes excess voting right as mentioned in note number a

RESULT:

As there is no vote casted in against the Resolution, I report that the Ordinary Resolution with regard to Item No. 2 as set out in the Notice of the Annual General Meeting is passed in favour of the resolution unanimously.

CS SAGAR R. KHANDELWAL, Practicing Company Secretary, Pune



ITEM No. 3		To appoint a Director in place of Shri Virendraa Bangur (DIN 00237043) who retires by rotation and being eligible offers himself for re-appointment										
Sr. No.	Particulars	Remote E-voting			Voting by physical ballot forms (by post or in person)			Total (Remote E-voting + Physical Ballot Forms)			% of total Nos. of valid e-votes + physical votes cast	
		No. of Members voted	No. of Shares	% of total Nos. of valid e-votes cast	No. of Members voted	No. of Shares	% of total Nos. of valid physical votes cast	No. of Members voted	No. of shares	% of total Nos. of valid e-votes + physical votes cast		
1	Votes in favour of the Resolution	23	295019	100.00	3	5423	100.00	26	300442	100.00		
2	Votes against the Resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL		
3	Total valid votes (1+2)	23	295019	100.00 ^b	3	5423	100.00 ^b	26	300442 ^b	100.00 ^b		
4	Invalid votes	Nil	1353031 ^a	-	Nil	22273 ^a	-	Nil	1375304 ^a	-		

Note:

- The excess voting rights of the Promoters of the Company has been frozen as per SEBI Order dated 20-05-2015. Hence the same has been included in invalid votes.
- The percentage has been calculated on the total number of valid votes received by the company, the valid votes excludes excess voting right as mentioned in note number a

RESULT:

As there is no vote casted in against the Resolution, I report that the Ordinary Resolution with regard to Item No. 3 as set out in the Notice of the Annual General Meeting is passed in favour of the resolution unanimously.



ITEM NO. 4		To appoint Statutory Auditors and fix their remuneration.									
Sr. No.	Particulars	Remote E-voting			Voting by physical ballot forms (by post or in person)			Total (Remote E-voting + Physical Ballot Forms)			
		No. of Members voted	No. of Shares	% of total Nos. of valid e-votes cast	No. of Members voted	No. of Shares	% of total Nos. of valid physical votes cast	No. of Members voted	No. of shares	% of total Nos. of valid e-votes + physical votes cast	
1	Votes in favour of the Resolution	23	295019	100.00	3	5423	100.00	26	300442	100.00	
2	Votes against the Resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
3	Total valid votes (1+2)	23	295019	100.00 ^b	3	5423	100.00 ^b	26	300442 ^b	100.00 ^b	
4	Invalid votes	Nil	1353031 ^a	-	Nil	22273 ^a	-	Nil	1375304 ^a	-	

Note:

- The excess voting rights of the Promoters of the Company has been frozen as per SEBI Order dated 20-05-2015. Hence the same has been included in invalid votes.
- The percentage has been calculated on the total number of valid votes received by the company, the valid votes excludes excess voting right as mentioned in note number a

RESULT:

As there is no vote casted in against the Resolution, I report that the Ordinary Resolution with regard to Item No. 4 as set out in the Notice of the Annual General Meeting is passed in favour of the resolution unanimously.



ITEM NO. 5		To appoint a Director in place of Shri Sivaramakrishnan (DIN 06436717) as a Whole-time Director, designated as Director - Operations of the Company, for a further period of 5 (five) years									
Sr. No.	Particulars	Remote E-voting			Voting by physical ballot forms (by post or in person)			Total (Remote E-voting + Physical Ballot Forms)			
		No. of Members voted	No. of Shares	% of total Nos. of valid e-votes cast	No. of Members voted	No. of Shares	% of total Nos. of valid physical votes cast	No. of Members voted	No. of shares	% of total Nos. of valid e-votes + physical votes cast	
1	Votes in favour of the Resolution	23	295019	100.00	3	5423	100.00	26	300442	100.00	
2	Votes against the Resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
3	Total valid votes (1+2)	23	295019	100.00 ^b	3	5423	100.00 ^b	26	300442 ^b	100.00 ^b	
4	Invalid votes	Nil	1353031 ^a	-	Nil	22273 ^a	-	Nil	1375304 ^a	-	

Note:

- The excess voting rights of the Promoters of the Company has been frozen as per SEBI Order dated 20-05-2015. Hence the same has been included in invalid votes.
- The percentage has been calculated on the total number of valid votes received by the company, the valid votes excludes excess voting right as mentioned in note number a

RESULT:

As there is no vote casted in against the Resolution, I report that the Ordinary Resolution with regard to Item No. 5 as set out in the Notice of the Annual General Meeting is passed in favour of the resolution unanimously.



ITEM NO. 6		To appoint Mrs. Premlata Purohit (DIN: 07846020) as an Independent Director of the company for the term of five years.										
Sr. No.	Particulars	Remote E-voting			Voting by physical ballot forms (by post or in person)			Total (Remote E-voting + Physical Ballot Forms)			% of total Nos. of valid e-votes + physical votes cast	
		No. of Members voted	No. of Shares	% of total Nos. of valid e-votes cast	No. of Members voted	No. of Shares	% of total Nos. of valid physical votes cast	No. of Members voted	No. of shares	No. of Members voted		
1	Votes in favour of the Resolution	23	295019	100.00	3	5423	100.00	26	300442	26	300442	100.00
2	Votes against the Resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
3	Total valid votes (1+2)	23	295019	100.00 ^b	3	5423	100.00 ^b	26	300442 ^b	26	300442 ^b	100.00 ^b
4	Invalid votes	Nil	1353031 ^a	-	Nil	22273 ^a	-	Nil	1375304 ^a	Nil	1375304 ^a	-

Note:

- The excess voting rights of the Promoters of the Company has been frozen as per SEBI Order dated 20-05-2015. Hence the same has been included in invalid votes.
- The percentage has been calculated on the total number of valid votes received by the company, the valid votes excludes excess voting right as mentioned in note number a

RESULT:

As there is no vote casted in against the Resolution, I report that the Ordinary Resolution with regard to Item No. 6 as set out in the Notice of the Annual General Meeting is passed in favour of the resolution unanimously.

