



**DHANLAXMI
COTEX LIMITED**

285, PRINCESS STREET, CHATURBHUJ JIVANDAS HOUSE,
2ND FLOOR, MUMBAI - 400 002
PH.: 2200 8176 / 77, FAX : (91-22) 2208 9558
E-mail : dhancott@hathway.com

CIN No: L51100MH1987PLC042280

Date: 29th September, 2017

To,
The Bombay Stock Exchange Ltd
Corporate Relationship Dept,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort, Mumbai - 400 001

Dear Madam/Sir,

**Sub: Details of Voting Results of the 31st Annual General meeting of the company held on
29th September, 2017, Pursuant to Regulation 44 of SEBI (Listing Obligation and
Disclosure Requirements) Regulations, 2015 along with Scrutinizer Report**

Dear Sirs,

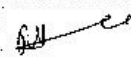
In connection with the subject above, we are enclosing herewith the Report submitted by the Mr. Pankaj Trivedi, Practicing Company Secretary, the Scrutinizer appointed for E-voting and to conduct the poll process in fair and transparent manner for 31st Annual General Meeting of the Company held on 29th September, 2017 at 11.00.am. along with Report under Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

It's been declared that all the resolutions set out in the Notice of 31st Annual General Meeting have been passed with the requisite majority.

We are requested to take this on record.

Thanking You

Yours faithfully,
For Dhanlaxmi Cotex Limited


Ramautar S. Jhavar
(Managing Director)





DHANLAXMI COTEX LIMITED

285, PRINCESS STREET, CHATURBHUI JIVANDAS HOUSE,
2ND FLOOR, MUMBAI - 400 002.
PH.: 2200 8176 / 77, FAX : (91-22) 2208 9558
E-mail : dhanlaxmi@hathway.com

CIN No. L51100MH1927PLC042280

Date of AGM	29th September, 2017
Total number of Shareholders on record date:	1775
No. of shareholders present in the meeting either in person or through proxy*:	
(a) Promoter & Promoter group	14
(b) Public	7
No. of shareholders attended the meeting through Video Conferencing:	
(a) Promoter & Promoter group	0
(b) Public	0

Agenda - Wise disclosure

Resolution required: (Ordinary)			Resolution No. 1 : Adoption of Audited Balance Sheet as on 31st March, 2017, the Profit & Loss Account and Cash Flow Statement for the year ended on that date and the report of Director's & Auditors thereon						
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	Invalid Votes
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	8
Promoter & Promoter group	E-Voting	2818965	2646265	93.87	2646265	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		2646265	93.87	2646265	0	100.00	0.00	0
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public - Non Institutions	E-Voting	2052385	381945	18.61	381945	0	100.00	0.00	0
	Poll		529540	25.80	529540	0	100.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		2052385	44.41	911485	0	100.00	0.00	0
Total		4871350	3557750	73.03	3557750	0	100.00	0.00	0

Resolution required: (Ordinary)			Resolution No. 2 : Re-appointment of Shri Mahesh Jawar (DIN: 00002908), who retires by rotation and being eligible, offers himself for re-appointment						
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	Invalid Votes
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	8
Promoter & Promoter group	E-Voting	2818965	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public - Non Institutions	E-Voting	2052385	381945	18.61	381945	0	100.00	0.00	0
	Poll		529540	25.80	529540	0	100.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		2052385	44.41	911485	0	100.00	0.00	0
Total		4871350	911485	18.71	911485	0	100.00	0.00	0



Resolution required: (Ordinary)			Resolution No. 3 : Appointment of M/s. R. Soni & Co., Chartered Accountants, as the Statutory Auditor of the Company in place of M/s. S.G. Kabra & Co and fixing their remuneration						
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	Invalid Votes
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	8
Promoter & Promoter group	E-Voting	2818965	2646265	93.87	2646265	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	2818965	2646265	93.87	2646265	0	100.00	0.00	0
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot(if applicable)	0	0	0.00	0	0	0.00	0.00	0
	Total	0	0	0.00	0	0	0.00	0.00	0
Public - Non Institutions	E-Voting	2052385	381945	18.61	381945	0	100.00	0.00	0
	Poll		529540	25.80	529540	0	100.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	2052385	911485	44.41	911485	0	100.00	0.00	0
Total		4871350	3557750	73.03	3557750	0	100.00	0.00	0

Resolution required: (Ordinary)			Resolution No. 4 : Regularization of Appointment of Mr. Gopal Mohta as an Independent Director (Non- Executive) of the Company						
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	Invalid Votes
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	8
Promoter & Promoter group	E-Voting	2818965	2646265	93.87	2646265	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	2818965	2646265	93.87	2646265	0	100.00	0.00	0
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot(if applicable)	0	0	0.00	0	0	0.00	0.00	0
	Total	0	0	0.00	0	0	0.00	0.00	0
Public - Non Institutions	E-Voting	2052385	381945	18.61	381945	0	100.00	0.00	0
	Poll		529540	25.80	529540	0	100.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total	2052385	911485	44.41	911485	0	100.00	0.00	0
Total		4871350	3557750	73.03	3557750	0	100.00	0.00	0



Resolution required: (Ordinary)			Resolution No. 5 : Approval of charges for service of documents on the shareholders						
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	Invalid Votes
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	8
Promoter & Promoter group	E-Voting	2818965	2646265	93.87	2646265	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		2646265	93.87	2646265	0	100.00	0.00	0
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public - Non Institutions	E-Voting	2052385	381945	18.61	381945	0	100.00	0.00	0
	Poll		529540	25.80	529540	0	100.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		2052385	44.41	911485	0	100.00	0.00	0
Total		4871350	3557750	73.03	3557750	0	100.00	0.00	0

Resolution required: (Special)			Resolution No. 6 : Increase Remuneration of Mr. Ramnaut S. Jhavar ,Managing Director of the Company						
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	Invalid Votes
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	8
Promoter & Promoter group	E-Voting	2818965	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public - Non Institutions	E-Voting	2052385	381945	18.61	381945	0	100.00	0.00	0
	Poll		529540	25.80	529540	0	100.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		2052385	44.41	911485	0	100.00	0.00	0
Total		4871350	911485	18.71	911485	0	100.00	0.00	0



Resolution required: Ordinary			Resolution No. 7 : Approval of Related Party Transaction pursuant to the provisions of Section 188 within over all limit not exceed Rs.50 Crores						
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	Invalid Votes
		1	2	$(3) = [(2)/(1)] * 100$	4	5	$(6) = [(4)/(2)] * 100$	$(7) = [(5)/(2)] * 100$	8
Promoter & Promoter group	E-Voting	2818965	0	0.00	0		0.00	0.00	0
	Poll		0	0.00	0		0.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0		0.00	0.00	0
	Total		0	0.00	0		0.00	0.00	0
Public - Institutional Holders	E-Voting	0	0	0.00	0		0.00	0.00	0
	Poll		0	0.00	0		0.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0		0.00	0.00	0
	Total		0	0.00	0		0.00	0.00	0
Public - Non Institutions	E-Voting	2052385	381945	18.61	381945		100.00	0.00	0
	Poll		529540	25.80	529540		100.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0		0.00	0.00	0
	Total		911485	44.41	911485		100.00	0.00	0
Total		4871350	911485	18.71	911485		100.00	0.00	0

For Dhanlaxmi Cotex Limited

Ramabhar S. Jhawar
(Managing Director)

Date: 29/09/2017
Place: Mumbai



Pankaj Trivedi

B.Com, CS, LLB

Mob: 9224174118

Email: pankajtrivedicslib@gmail.com

PANKAJ TRIVEDI & CO.

Practicing Company Secretaries

B-206, Jaswanti Residency, Subhash

Lane, Near Bhurabhai Hall,

Kandivali (West), Mumbai - 400067

Dated: 29th September, 2017

To,

The Chairman

Dhanlaxmi Cotex Limited

285, Chatrabhuj Jivandas House,

2nd Floor, Princess Street,

Mumbai - 400002

SCRUTINIZER'S REPORT

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

I, Pankaj Trivedi, Company Secretary in Practice, having my office at B/206, Jaswanti Residency, Subhash Lane, Near Bhurabhai Hall, Kandivali (West), Mumbai - 400067 have been appointed as the scrutinizer of M/s. Dhanlaxmi Cotex Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting through Poll on the below mentioned resolution(s), at the 31st Annual General Meeting of the Equity Shareholders of the Company held on Friday, 29th September, 2017 at 11.00 A.M. at "285, Chatrabhuj Jivandas House, 2nd Floor, Princess Street, Mumbai - 400002.

The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rule relating to remote e-voting and voting through physical ballot process on the resolutions contained in the notice of the 31st Annual General Meeting of the members of the Company. My responsibility as Scrutinizer for the voting process through electronic means and physical ballots is restricted to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions, based on the report generated from E-Voting system of Central Depository Services (India) Limited and of voting through physical ballots.

I submit our report as under:

1. In terms of Section 108 of the Companies Act, 2013 read with Companies (management & Administration) Rules, 2014 and SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015, the Company has made arrangement with Central Depository Services (India) Limited, for providing facility of voting through electronic means (E-Voting) to its members. The members of the Company had option to cast their vote either through E-Voting or by physical/personally at AGM.
2. The Notice have been mailed electronically to those members who have registered their email addresses with the company or their Depository Participant and in other cases the Company has dispatched the Notice on or before 5th September, 2017.
3. The Company has published on 6th September, 2017, an advertisement about the dispatch Notice in one English Daily and in one Regional Daily.



4. The e-voting period remained open from 26th September, 2017 (09.00 A.M) to 28th September, 2017 (5.00 P.M).
5. The Shareholders holding shares as on the "cut-off" date i.e. 22nd September, 2017 were entitled to vote on the proposed resolutions item no. 1 to 7 as set out in the Notice of the 31st Annual General Meeting of the Company.
6. The votes were unblocked on 29th September, 2017 around 12.25 P.M in the presence of two witnesses, who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.
7. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>)
8. After the time fixed for closing of poll by chairman, one ballot box kept for polling were locked in my presence with due identification mark placed by me.
9. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by RTA of the Company and the authorizations / proxies lodged with the Company.
10. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
11. Total 21 (Twenty One) members were present in person and 0 (none) member were present through proxy.
12. The particulars of voting and other requisite details have been entered in a separate register maintained for the purpose AND the poll papers and other records were handed over to the Chairman for safe keeping.

Pashurkar
Witness 1

Akshata
Witness 2

Pashurkar

Akshata Khepave



13. The result of E-voting is as under:

Resolution 1 - Consideration and adoption of the Audited Standalone and Consolidated Financial Statements consisting of the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash Flow Statement for the year ended together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

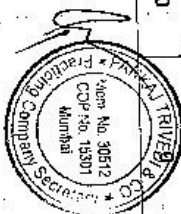
Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
22	30,28,210	30,28,210	100	0	0.00	0	0.00

Resolution No. 2: Re-appointment of Shri Mahesh Jhawar (DIN: 00002908), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
6	3,81,945	3,81,945	100	0	0.00	0	0.00

Resolution No. 3: Appointment of M/s. R. Soni & Co., Chartered Accountants, as the Statutory Auditor of the Company in place of M/s. S.G. Kabra & Co and fixing their remuneration. (Ordinary Resolution)

Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
22	30,28,210	30,28,210	100	0	0.00	0	0.00



Resolution No. 4: Appointment of Mr. Gopal Mohta as an Independent Director (Non- Executive) of the Company. (Ordinary Resolution)

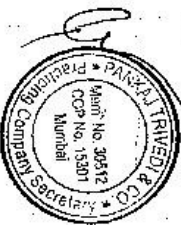
Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
22	30,28,210	30,28,210	100	0	0.00	0	0.00

Resolution No. 5: Approval of charges for service of documents on the shareholders. (Ordinary Resolution)

Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
22	30,28,210	30,28,210	100	0	0.00	0	0.00

Resolution No. 6: To Increase remuneration of Mr. Ramnautar S. Jhawar (DIN: 00002907), Managing Director of the Company. (Special Resolution)

Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
6	3,81,945	3,81,945	100	0	0.00	0	0.00



Resolution No. 7: To enter into Related Party Transaction(s). (Ordinary Resolution)

Number of members voted through E-voting system	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
6	3,81,945	3,81,945	100	0	0.00	0	0.00

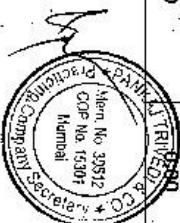
14. The result of the voting through physical ballot forms are as under:

Resolution 1 – Consideration and adoption of the Audited Standalone and Consolidated Financial Statements consisting of the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash Flow Statement for the year ended together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

Number of members voted through Physical Ballot Form	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
1	5,29,540	5,29,540	100	0	0.00	0	0.00

Resolution No. 2: Re-appointment of Shri Mahesh Jhawar (DIN: 00002908), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Number of members voted through Physical Ballot Form	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
1	5,29,540	5,29,540	100	0	0.00	0	0.00



Resolution No. 3: Appointment of M/s. R. Soni & Co., Chartered Accountants, as the Statutory Auditor of the Company in place of M/s. S.G. Kabra & Co and fixing their remuneration. (Ordinary Resolution)

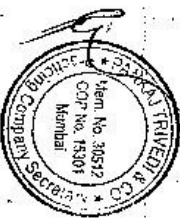
Number of members voted through Physical Ballot Form	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
1	5,29,540	5,29,540	100	0	0.00	0	0.00

Resolution No. 4: Appointment of Mr. Gopal Moha as an Independent Director (Non- Executive) of the Company. (Ordinary Resolution)

Number of members voted through Physical Ballot Form	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
1	5,29,540	5,29,540	100	0	0.00	0	0.00

Resolution No. 5: Approval of charges for service of documents on the shareholders. (Ordinary Resolution)

Number of members voted through Physical Ballot Form	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
1	5,29,540	5,29,540	100	0	0.00	0	0.00



Resolution No. 6: To increase remuneration of Mr. Ramnatar S. Jhawar (DIN: 00002907), Managing Director of the Company. (Special Resolution)

Number of members voted through Physical Ballot Form	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared Invalid	% of total number of invalid votes
1	5,29,540	5,29,540	100	0	0.00	0	0.00

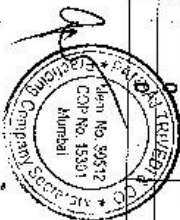
Resolution No. 7: To enter into Related Party Transactions(s). (Ordinary Resolution)

Number of members voted through Physical Ballot Form	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared Invalid	% of total number of invalid votes
1	5,29,540	5,29,540	100	0	0.00	0	0.00

15. The combined result are as under:

Resolution 1 – Consideration and adoption of the Audited Standalone and Consolidated Financial Statements consisting of the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash Flow Statement for the year ended together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared Invalid	% of total number of invalid votes
E-Voting	22	30,28,210	30,28,210	100	0	0.00	0	0.00
Ballot	1	5,29,540	5,29,540	100	0	0.00	0	0.00
Total		35,57,750	35,57,750	100	0	0.00	0	0.00



Resolution No. 2: Re-appointment of Shri Mahesh Jhavar (DIN: 00002908), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

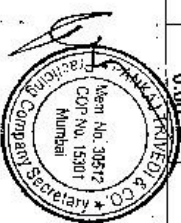
Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared Invalid	% of total number of invalid votes
E-Voting	6	3,81,945	3,81,945	100	0	0.00	0	0.00
Ballot	1	5,29,540	5,29,540	100	0	0.00	0	0.00
Total		9,11,485	9,11,485	100	0	0.00	0	0.00

Resolution No. 3: Appointment of M/s. R. Soni & Co., Chartered Accountants, as the Statutory Auditor of the Company in place of M/s. S.G. Kabra & Co and fixing their remuneration. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared Invalid	% of total number of invalid votes
E-Voting	22	30,28,210	30,28,210	100	0	0.00	0	0.00
Ballot	1	5,29,540	5,29,540	100	0	0.00	0	0.00
Total		35,57,750	35,57,750	100	0	0.00	0	0.00

Resolution No. 4: Appointment of Mr. Gopal Mohita as an Independent Director (Non-Executive) of the Company. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared Invalid	% of total number of invalid votes
E-Voting	22	30,28,210	30,28,210	100	0	0.00	0	0.00
Ballot	1	5,29,540	5,29,540	100	0	0.00	0	0.00
Total		35,57,750	35,57,750	100	0	0.00	0	0.00



Resolution No. 5: Approval of charges for service of documents on the shareholders. (Ordinary Resolution)

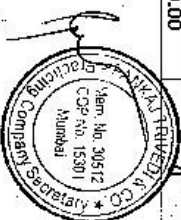
Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared Invalid	% of total number of invalid votes
E-Voting	22	30,28,210	30,28,210	100	0	0.00	0	0.00
Ballot	1	5,29,540	5,29,540	100	0	0.00	0	0.00
Total		35,57,750	35,57,750	100	0	0.00	0	0.00

Resolution No. 6: To increase remuneration of Mr. Ramautar S. Jhwar (DIN: 00002907), Managing Director of the Company. (Special Resolution)

Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared Invalid	% of total number of invalid votes
E-Voting	6	3,81,945	3,81,945	100	0	0.00	0	0.00
Ballot	1	5,29,540	5,29,540	100	0	0.00	0	0.00
Total		9,11,485	9,11,485	100	0	0.00	0	0.00

Resolution No. 7: To enter into Related Party Transaction(s). (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes Cast	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared Invalid	% of total number of invalid votes
E-Voting	6	3,81,945	3,81,945	100	0	0.00	0	0.00
Ballot	1	5,29,540	5,29,540	100	0	0.00	0	0.00
Total		9,11,485	9,11,485	100	0	0.00	0	0.00




16. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting of the Company to enable the shareholders to cast their votes physically in case the same has not been casted by them through remote e-voting.
17. The members who had voted through remote E-voting were instructed not to vote through poll at the meeting.
18. The members who had casted votes through E-voting as well as through poll, the voting done by E-voting were considered.
19. The interested members were instructed not to vote on agenda in which they are interested and if voted, the voting done by them considered as invalid.
20. Since the all votes were casted in favour of the resolutions is 100%. I report that all resolutions as set out in the notice of the AGM has been passed with requisite majority.
21. The physical ballot forms and registers and records were handed over to the Chairman / Director Authorised by Board for safe keeping.
22. The Register, all other papers and relevant records relating to electronic voting 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 Authorised Person for safe keeping.

Kindly acknowledge the receipt.

Thanking You,


Yours Truly,

For Pankaj Trivedi & Co.


Pankaj Trivedi
(Proprietor)
Mem. No. 15301

Place: Mumbai
Date: 29/09/2017




Received by
Shri Ramautar Jhavar
Chairman and M.D.

Place: Mumbai
Date: 29/09/2017