

TEXMACO

Texmaco Rail & Engineering Ltd.

Belgharia Works

CIN No.: L29261WB1998PLC087404
GSTIN No. 19AABCT2592E1ZA

16th September, 2017

*The Corporate Relation
Department
BSE Limited,
1st Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001*

*The Listing Department
National Stock Exchange of
India Limited,
5th Floor, Exchange Plaza,
Bandra - Kurla Complex,
Bandra (E),
Mumbai – 400 051*

*The Secretary
The Calcutta Stock Exchange
Limited
7, Lyons Range,
Kolkata – 700 001*

Dear Sir(s),

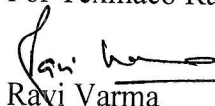
We wish to inform you that in terms of the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting and e-voting at the venue of Annual General Meeting (AGM). We would like to advise that all the Resolutions in terms of Notice dated 22nd May, 2017, placed at the 19th AGM of the Company held on Saturday, 16th September, 2017 at 2:00 P.M. at K. K. Birla Kala Kendra, Texmaco Estate, Belgharia, Kolkata - 700 056, have been approved by the Members through remote e-voting and e-voting at the AGM venue with the requisite majority.

We enclose the summary of the proceedings of the AGM along with the details of the voting results in respect of the aforesaid Resolutions in the prescribed format, as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Annexure I** and the Scrutiniser's Report - **Annexure 2**.

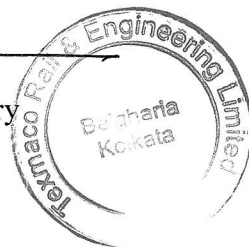
Thanking You,

Yours Faithfully,

For Texmaco Rail & Engineering Limited


Ravi Varma

Company Secretary



Encl: a/a

SUMMARY OF THE PROCEEDINGS OF THE ANNUAL GENERAL MEETING HELD ON 16TH SEPTEMBER, 2017

Mr. S. K. Poddar, Chairman, chaired the 19th Annual General Meeting (AGM) of the Company.

The Meeting commenced at 2.00 P.M. The Chairman welcomed the Members to the AGM. The Chairman announced that the requisite quorum for the Meeting being present, the Meeting was called to order.

The other Directors who attended the meeting were Messrs A. C. Chakrabortti, D. R. Kaarthikeyan, Sunil Mitra, Sabyasachi Hajara, V. K. Sharma, D. H. Kela, Sandeep Fuller, A. K. Vijay and Ms .Mridula Jhunjhunwala.

The Chairman informed the Members that Statutory documents / Registers of the Company remained open and accessible for inspection during the Meeting.

The Chairman briefly covered the items of business before the AGM and then invited the Members (other than those present in proxy) to make comments, offer suggestions and seek clarifications, if any. The items of business as per the AGM Notice dated 22nd May, 2017 were transacted as follows:

Number of Shareholders participated in the discussions: 14

ORDINARY BUSINESS:

Item No. 1: Ordinary Resolution:

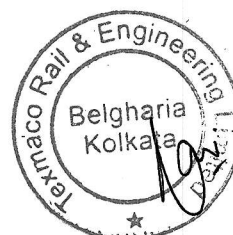
Adoption of Audited Financial Statements including the Audited Consolidated Financial Statements of the Company, Directors' and Auditors' Report thereon for the year ended 31st March, 2017.

Item No. 2: Ordinary Resolution:

Declaration of Dividend on Equity Shares for the year ended 31st March, 2017.

Item No. 3: Ordinary Resolution:

Re-appointment of Mr. A. K. Vijay, Executive Director, who retires by rotation and offers himself for re-election.



Item No. 4: Ordinary Resolution:

Appointment of Messrs L. B. Jha & Co., Chartered Accountants, as the Statutory Auditors and fixing their remuneration.

SPECIAL BUSINESS

Item No. 5: Ordinary Resolution:

Appointment of Messrs S. S. Kothari Mehta & Co., Chartered Accountants, as the Branch Auditors and fixing their remuneration.

Item No. 6: Ordinary Resolution:

Ratification of remuneration to be paid to Messrs DGM & Associates, Cost Auditors for the year ending 31st March, 2018.

Item No. 7: Special Resolution:

Re-appointment of Ms. Mridula Jhunjhunwala as an Independent Director.

Item No. 8: Special Resolution:

Approval for the terms of re-appointment of Mr. A. K. Vijay as the Executive Director.

Item No. 9: Special Resolution:

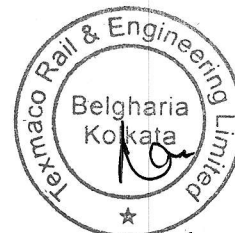
Approval for payment of remuneration to the Executive Chairman for the year ended 31st March, 2017 in excess of the limits prescribed under the Companies Act, 2013.

The Chairman thanked all the Shareholders and informed that as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided remote e-voting facility to the Shareholders to cast their votes to each of the Resolutions proposed in the AGM. The Chairman advised that those Shareholders who had not been able to cast their votes by remote e-voting, may avail the facility of e-voting (Insta Poll) provided at the AGM venue.

The Chairman announced that combined Results of remote e-voting and Insta Poll would be available on website of the Company and also on the website of Stock Exchange(s). All the Resolutions in terms of the AGM Notice dated 22nd May, 2017, placed at the AGM of the Company have been approved by the Members through remote e-voting and Insta Poll with the requisite majority.

For Texmaco Rail & Engineering Limited


Ravi Varma
Company Secretary

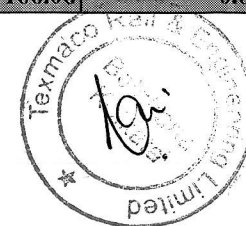


TEXMACO RAIL & ENGINEERING LIMITED	
Date of the AGM/EGM	16-09-2017
Total number of shareholders on record date	68780
No. of shareholders present in the meeting either in person or through	
Promoters and Promoter Group:	24
Public:	636
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

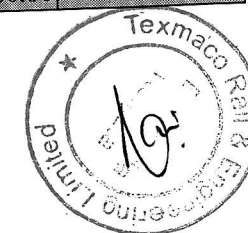
Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Audited Financial Statements including the Audited Consolidated Financial Statements of the Company, Directors' and Auditors' Report thereon for the year ended 31st March 2017.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	115127010	115127010	100.00	115127010	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		115127010	100.00	115127010	0	100.00	0.00
Public- Institutions	E-Voting	55363704	46179728	83.41	46179728	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		46179728	83.41	46179728	0	100.00	0.00
Public- Non Institutions	E-Voting	49112129	403544	0.82	403540	4	100.00	0.00
	Poll		4357	0.01	4248	109	97.50	2.50
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		407901	0.83	407788	113	99.97	0.03
Total		219602843	161714639	73.64	161714526	113	100.00	0.00



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of dividend on Equity Shares for the year ended 31st March 2017.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	115127010	115127010	100.00	115127010	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		115127010	100.00	115127010	0	100.00	0.00
Public- Institutions	E-Voting	55363704	46179728	83.41	46179728	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		46179728	83.41	46179728	0	100.00	0.00
Public- Non Institutions	E-Voting	49112129	403720	0.82	403720	0	100.00	0.00
	Poll		4357	0.01	4248	109	97.50	2.50
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		408077	0.83	407968	109	99.97	0.03
Total		219602843	161714815	73.64	161714706	109	100.00	0.00



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr A. K. Vijay, Executive Director, who retires by rotation and offers himself for re-election.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	115127010	115127010	100.00	115127010	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		115127010	100.00	115127010	0	100.00	0.00
Public- Institutions	E-Voting	55363704	46179728	83.41	46179728	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		46179728	83.41	46179728	0	100.00	0.00
Public- Non Institutions	E-Voting	49112129	403469	0.82	403460	9	100.00	0.00
	Poll		4357	0.01	4248	109	97.50	2.50
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		407826	0.83	407708	118	99.97	0.03
Total		219602843	161714564	73.64	161714446	118	100.00	0.00



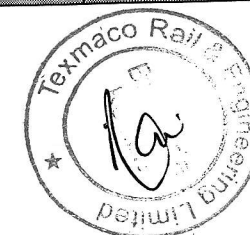
Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Messrs L. B. Jha & Co, Chartered Accountants, as Statutory Auditors and fixing their remuneration.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	115127010	115127010	100.00	115127010	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		115127010	100.00	115127010	0	100.00	0.00
Public- Institutions	E-Voting	55363704	46179728	83.41	46179728	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		46179728	83.41	46179728	0	100.00	0.00
Public- Non Institutions	E-Voting	49112129	403544	0.82	403535	9	97.50	2.50
	Poll		4357	0.01	4248	109	99.97	0.03
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		407901	0.83	407783	118	99.97	0.03
Total		219602843	161714639	73.64	161714521	118	100.00	0.00



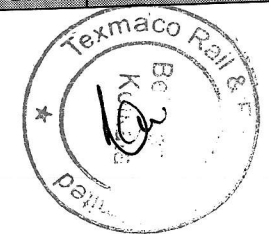
Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Messrs S. S. Kothari Mehta & Co, Chartered Accountants, as Branch Auditors and fixing their remuneration.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	115127010	115127010	100.00	115127010	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		115127010	100.00	115127010	0	100.00	0.00
Public- Institutions	E-Voting	55363704	46179728	83.41	46179728	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		46179728	83.41	46179728	0	100.00	0.00
Public- Non Institutions	E-Voting	49112129	403544	0.82	403535	9	97.50	2.50
	Poll		4357	0.01	4248	109	99.97	0.03
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		407901	0.83	407783	118	99.97	0.03
Total		219602843	161714639	73.64	161714521	118	100.00	0.00



Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration to be paid to Messrs DGM & Associates, Cost Auditors for the year ending 31st March 2018.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	115127010	115127010	100.00	115127010	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		115127010	100.00	115127010	0	100.00	0.00
Public- Institutions	E-Voting	55363704	46179728	83.41	46179728	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		46179728	83.41	46179728	0	100.00	0.00
Public- Non Institutions	E-Voting	49112129	403544	0.82	403535	9	100.00	0.00
	Poll		4357	0.01	4248	109	97.50	2.50
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		407901	0.83	407783	118	99.97	0.03
Total		219602843	161714639	73.64	161714521.00	118.00	100.00	0.00



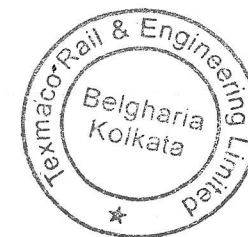
Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Ms Mridula Jhunjunwala as an Independent Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	115127010	115127010	100.00	115127010	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		115127010	100.00	115127010	0	100.00	0.00
Public- Institutions	E-Voting	55363704	46179728	83.41	46179728	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		46179728	83.41	46179728	0	100.00	0.00
Public- Non Institutions	E-Voting	49112129	403469	0.82	403465	4	97.50	2.50
	Poll		4357	0.01	4248	109	99.97	0.03
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		407826	0.83	407713	113	99.97	0.03
Total		219602843	161714564	73.64	161714451	113	100.00	0.00



Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for the terms of re - appointment of Mr. A. K. Vijay as an Executive Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	115127010	115127010	100.00	115127010	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		115127010	100.00	115127010	0	100.00	0.00
Public- Institutions	E-Voting	55363704	46179728	83.41	45547948	631780	98.63	1.37
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		46179728	83.41	45547948	631780	98.63	1.37
Public- Non Institutions	E-Voting	49112129	403469	0.82	403460	9	100.00	0.00
	Poll		4357	0.01	4248	109	97.50	2.50
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		407826	0.83	407708	118	99.97	0.03
Total		219602843	161714564	73.64	161082666	631898	99.61	0.39



Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for payment of remuneration to Executive Chairman for the year ended 31st March, 2017 in excess of the limits specified under the Companies Act, 2013.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes, Mr. S. K. Poddar & Mr. Akshay Poddar and their relatives are interested to the extent of their Shareholding							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	115127010	115127010	100.00	115127010	0	100.00	0.00
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		115127010	100.00	115127010	0	100.00	0.00
Public- Institutions	E-Voting	55363704	46179728	83.41	34206575	11973153	74.07	25.93
	Poll		0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		46179728	83.41	34206575	11973153	74.07	25.93
Public- Non Institutions	E-Voting	49112129	403469	0.82	403168	301	99.93	0.07
	Poll		4357	0.01	4248	109	97.50	2.50
	Postal Ballot (if applicable)		0	0.00	00	0	0.00	0.00
	Total		407826	0.83	407416	410	99.90	0.10
Total		219602843	161714564	73.64	149741001	11973563	92.60	7.40



Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the
Companies (Management and Administration) Rules, 2014]*

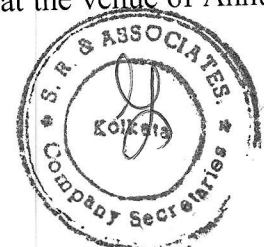
To
The Chairman
Texmaco Rail & Engineering Limited
Belgharia,
Kolkata - 700 056

**E-voting (remote e-voting and Insta Poll) at the 19th Annual General Meeting of the
Equity Shareholders of Texmaco Rail & Engineering Limited held on Saturday, 16th
September, 2017 at 2.00 PM at K. K. Birla Kala Kendra, Texmaco Estate, Belgharia,
Kolkata -700 056.**

Dear Sir,

I, Geeta Roy Chowdhury, appointed as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and e-voting at the venue of the 19th Annual General Meeting of Texmaco Rail & Engineering Limited held on Saturday, 16th September, 2017 at 2.00 PM at K. K. Birla Kala Kendra, Texmaco Estate, Belgharia, Kolkata 700 056, submit my report as under:

1. The e-voting service was provided by M/s. Karvy Computershare Private Limited.
2. Voting rights were reckoned on the Shares registered in the name of Members as on Saturday, 9th September, 2017.
3. The remote e-voting period commenced at 9.00 AM on Tuesday, 12th September, 2017 and ended at 5.00 PM on Friday, 15th September, 2017.
4. The e-voting was unblocked on Saturday, 16th September, 2017 in the presence of two witnesses namely, Ms. Puja Kothary and Ms. Bijal Modi who are not in the employment of the Company.
5. The Company also provided the facility of Insta Poll, i.e., e-voting at the venue of Annual General Meeting.



6. Based on the reports generated at Karvy Portal, i.e. www.evoting@karvy.com, the consolidated report of remote e-voting and Insta Poll is as under (rounded off to two decimal):

ORDINARY BUSINESS**Item No. 1: Ordinary Resolution:**

Adoption of Audited Financial Statements including the Audited Consolidated Financial Statements of the Company, Directors' and Auditors' Report thereon for the year ended 31st March, 2017.

	Remote E- Voting		Voting at the AGM Venue		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	163	161710278	158	4248	321	161714526	100
Voted against the Resolution	1	4	9	109	10	113	0
Abstained	1	176	2	104	3	280	0

Item No. 2: Ordinary Resolution:

Declaration of Dividend on Equity Shares for the year ended 31st March, 2017.

	Remote E- Voting		Voting at the AGM Venue		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	165	161710458	158	4248	323	161714706	100
Voted against the Resolution	-	-	9	109	9	109	0
Abstained	-	-	2	104	2	104	0



Item No. 3: Ordinary Resolution:

Re-appointment of Mr. A. K. Vijay, Executive Director, who retires by rotation and offers himself for re-election.

	Remote E- Voting		Voting at the AGM Venue		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	161	161710198	158	4248	319	161714446	100
Voted against the Resolution	2	9	9	109	11	118	0
Abstained	2	251	2	104	4	355	0

Item No. 4: Ordinary Resolution:

Appointment of Messers L. B. Jha & Co., Chartered Accountants, as the Statutory Auditors and fixing their remuneration.

	Remote E- Voting		Voting at the AGM Venue		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	162	161710273	158	4248	320	161714521	100
Voted against the Resolution	2	9	9	109	11	118	0
Abstained	1	176	2	104	3	280	0



SPECIAL BUSINESS**Item No. 5: Ordinary Resolution:**

Appointment of Messers S. S. Kothari Mehta & Co., as the Branch Auditors and fixing their remuneration.

	Remote E- Voting		Voting at the AGM Venue		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	162	161710273	158	4248	320	161714521	100
Voted against the Resolution	2	9	9	109	11	118	0
Abstained	1	176	2	104	3	280	0

Item No. 6: Ordinary Resolution:

Ratification of remuneration to be paid to Messers DGM & Associates, Cost Auditors, for the year ending 31st March, 2018.

	Remote E- Voting		Voting at the AGM Venue		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	162	16170273	158	4248	320	161714521	100
Voted against the Resolution	2	9	9	109	11	118	0
Abstained	1	176	2	104	3	280	0



Item No. 7: Special Resolution:**Re-appointment of Ms. Mridula Jhunjunwala as an Independent Director.**

	Remote E- Voting		Voting at the AGM Venue		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	162	161710203	158	4248	320	161714451	100
Voted against the Resolution	1	4	9	109	10	113	0
Abstained	2	251	2	104	4	355	0

Item No. 8: Special Resolution:**Approval for the terms of re-appointment of Mr. A. K. Vijay as the Executive Director.**

	Remote E- Voting		Voting at the AGM Venue		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	162	161078418	158	4248	320	161082666	99.61
Voted against the Resolution	3	631789	9	109	12	631898	0.39
Abstained	2	251	2	104	4	355	0.00



S. R. & ASSOCIATES

Company Secretaries

16A, Shakespeare Sarani, 5th Floor,
New B. K. Market, Kolkata - 700 071

P No. 2282-6807/6809/6776

Email: cs.srassociates@gmail.com

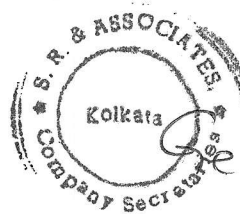
sr_associates17@rediffmail.com

Item No. 9: Special Resolution:

Approval for payment of remuneration to the Executive Chairman for the year ended 31st March, 2017 in excess of the limits prescribed under the Companies Act, 2013.

	Remote E- Voting		Voting at the AGM Venue		Consolidated Voting Results		
	No. of Members who voted	No. of Shares for which votes casted	No. of Members who voted	No. of Shares for which votes casted	Total no. of Members who voted	Total no. of Shares for which votes casted	Percentage of votes to the total no. of valid votes
Voted in favour of the Resolution	144	149736753	158	4248	302	149741001	92.60
Voted against the Resolution	19	11973454	9	109	28	11973563	7.40
Abstained	2	251	2	104	4	355	0.00

Based on above, the Resolutions as stated in the Notice shall be deemed to have been passed with requisite majority.



Thanking You,
Yours faithfully

Geeta Roy Chowdhury
(Geeta Roy Chowdhury)
FCS: 7040

Place: Kolkata

Date: 16th September, 2017

Witnesses:

Puja Kothary

Name: Puja Kothary

Bijal Modi

Name: Bijal Modi

Address: 16 A, Shakespeare Sarani,
New B. K. Market, 5th Floor, Kolkata -
700071

Address: 16 A, Shakespeare Sarani,
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