



**MANAKSIA  
INDUSTRIES LTD.**

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**CIN:** L 27100WB2011PLC161235

Sec/Indus/137

Date 20.09.2017

To,

<b>The National Stock Exchange</b> Exchange Plaza, 5 <sup>th</sup> Floor Plot No. C/1, 'G' Block, Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051. <b>Code - MANAKINDST</b>	<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 <b>Scrip Code : 539043</b>
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Dear Sir(s),

**Reg : Scrutinizer Report for the 6<sup>th</sup> Annual General Meeting (AGM).**

Pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, the Consolidated Scrutinizer's Report (remote e-voting and voting by ballot papers at the venue of the AGM) issued by Mr. Santosh Kumar Tibrewalla, Practicing Company Secretary, Scrutinizer of the Annual General Meeting held on Monday, September 18, 2017 is enclosed.

This may please be informed to the Members of your Stock Exchange(s).

Please acknowledge the receipt.

Thanking You,

Yours faithfully,

**For Manaksia Industries Limited**

*Sandeep Sultania*

**Sandeep Kumar Sultania**  
Company Secretary



Encl: As above

## Scrutinizer's Report

[Pursuant to Section 108 / 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies  
(Management and Administration) Rules, 2014]

**The Chairman,**  
**M/s. Manaksia Industries Limited**  
Bikaner Building, 3rd Floor,  
8/1, Lal Bazar Street,  
**Kolkata – 700 001**

Dear Sir,

I, Santosh Kumar Tibrewalla, Practising Company Secretary has been appointed by the Board of Directors of M/s. **Manaksia Industries Limited** (the Company) as a Scrutinizer as per the provisions of Section 108 /109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting & voting carried out by means of Ballot papers at the venue of the 6<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company and ascertaining the requisite majority on voting carried out on the resolutions contained in the notice to the 6<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on Monday, the 18<sup>th</sup> day of September, 2017 at 'Rotary Sadan', 94/2, Chowringhee Road, Kolkata – 700 020 at 03.00 P.M.

1. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013, Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic means & ballot paper on the resolutions contained in the Notice to the 6<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions stated above, based on the reports generated from the remote e-voting system provided by the National Securities Depository (India) Limited (NSDL), the authorised agency to provide remote e-voting facilities, engaged by the Company and voting conducted by means of Ballot Papers at the venue of the Annual General Meeting.
2. Further to the above, I submit my report as under:-
  - i) The remote e-voting period remained open from Friday, September 15, 2017 (10.00 A.M.) up to Sunday, September 17, 2017 (5.00 P.M.).

- ii) The members of the Company as on the "cut-off" date i.e. Monday, September 11, 2017 were entitled to vote on the resolutions (items no. 1 to 10 as set out in the notice of the AGM of the Company).
- iii) The facility of Ballot voting was provided at the venue of the AGM only to those members present who had not casted their votes by remote e-voting.
- iv) The ballot box for voting by means of ballot paper was locked and sealed by me in the presence of the members and proxies present at the Annual General Meeting.
- v) On conclusion of the Voting at the venue of the AGM held on 18<sup>th</sup> September, 2017, the ballot box was opened by me in the presence of 2 witnesses, Ms. Puja Shaw and Ms. Priyanka Gupta. The votes casted through Ballot Papers were duly scrutinized and were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorisations / proxies lodged with the Company.
- vi) The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The votes casted through e-voting and found not in accordance to the rules provided were also treated as invalid.
- vii) Thereafter, votes casted through remote e-voting were unblocked on 18<sup>th</sup> September, 2017 in the presence of 2 witnesses, Ms. Puja Shaw and Ms. Priyanka Gupta, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Puja Shaw

Name: Puja Shaw

Priyanka Gupta

Name: Priyanka Gupta

- viii) Thereafter, the details containing, inter alia, list of Equity Share Holders, who voted "for" or "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository (India) Limited (NSDL), i.e. <https://www.evoting.nsdl.com>.
- ix) Based on such reports generated from the website of NSDL and the votes casted through the Ballot Papers at the venue of the AGM, the result of the voting stands as under:



**Item No. 1:-**

**Ordinary Resolution:** Adoption of Audited Standalone and Consolidated Financial Statements of the Company including Balance Sheets as at 31<sup>st</sup> March, 2017, Profit & Loss Accounts and the Cash Flow Statements for the year ended as on that date together with Report of Board of Directors' and Auditors' thereon.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	42	41356600	128	12109993	170	53466593	100
Votes against the resolution	1	5	0	0	1	5	0
Invalid Votes	0	0	17	120	17	120	N.A.

**Item No. 2:-**

**Ordinary Resolution:** Declaration of Dividend on Equity Shares.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	41	41356400	128	12109993	169	53466393	100
Votes against the resolution	1	5	0	0	1	5	0
Invalid Votes	0	0	17	120	17	120	N.A.

**Item No. 3:-**

**Ordinary Resolution:** Re-appointment of Mr. Aditya B Manaksia, (DIN: 00614488), Director who retires by rotation.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	36	41355888	128	12109993	164	53465881	100
Votes against the resolution	5	477	0	0	5	477	0
Invalid Votes	0	0	17	120	17	120	N.A.

**Item No. 4:-**

**Ordinary Resolution:** Ratification of the appointment of M/s. SRB & Associates., Chartered Accountants as the Statutory Auditors of the Company from the conclusion of this Annual General Meeting(AGM) until the conclusion of the next AGM and to fix their remuneration.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	38	41356088	128	12109993	166	53466081	100
Votes against the resolution	3	277	0	0	3	277	0
Invalid Votes	0	0	17	120	17	120	N.A.



**Item No. 5:-**

**Special Resolution:** Appointment of Mr. Navneet Manaksia (DIN: 00438612) as a Whole-time Director cum Chief Financial Officer (CFO) of the Company for a period of 3(three) years w.e.f. 7<sup>th</sup> January, 2017.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	37	41355988	128	12109993	165	53465981	100
Votes against the resolution	4	377	0	0	4	377	0
Invalid Votes	0	0	17	120	17	120	N.A.

**Item No. 6:-**

**Ordinary Resolution:** Appointment of Mr. Amitabha Guha (DIN: 02836707) as an Independent Director of the Company for a term of 5 (five) consecutive years w.e.f. 7<sup>th</sup> January, 2017.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	38	41356088	128	12109993	166	53466081	100
Votes against the resolution	3	277	0	0	3	277	0
Invalid Votes	0	0	17	120	17	120	N.A.

**Item No. 7:-**

**Special Resolution:** Approval for the continuation of Mr. Basant Kumar Agrawal (DIN: 00520558) as the Chairman cum Managing Director of the Company who has attained the age of 70 years.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	37	41355988	128	12109993	165	53465981	100
Votes against the resolution	4	377	0	0	4	377	0
Invalid Votes	0	0	17	120	17	120	N.A.

**Item No. 8:-**

**Special Resolution:** Approval for re-appointment of Mr. Aditya B Manaksia, (DIN: 00614488), as a Whole-time Director of the Company for a period of 3 (three) years w.e.f. 17<sup>th</sup> November, 2017.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	35	41355686	128	12109993	163	53465679	100
Votes against the resolution	6	679	0	0	6	679	0
Invalid Votes	0	0	17	120	17	120	N.A.

**Item No. 9:-**

**Special Resolution:** Approval for re-appointment of Mr. Basant Kumar Agrawal (DIN: 00520558), as the Chairman cum Managing Director of the Company for a period of 3 (three) years w.e.f. 23<sup>rd</sup> November, 2017.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	37	41355886	128	12109993	165	53465879	100
Votes against the resolution	4	479	0	0	4	479	0
Invalid Votes	0	0	17	120	17	120	N.A.

**Item No. 10:-**

**Special Resolution:** Approval for change of name of the Company from 'Manaksia Industries Limited' to 'BKM Industries Limited.'

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	37	41356038	128	12109993	165	53466031	100
Votes against the resolution	4	327	0	0	4	327	0
Invalid Votes	0	0	17	120	17	120	N.A.



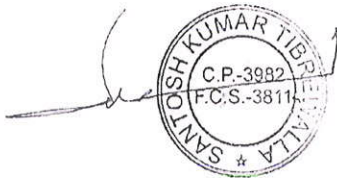
- x) The relevant information of ballot papers were provided to the Company for preparation of requisite reports and the ballot papers shall be handed over to the Chairman after signing the minutes of the Annual General Meeting.

You may accordingly declare the results and display the same on the website of the Company and convey to Stock Exchange(s) and National Securities Depository (India) Limited (NSDL).

Please acknowledge the receipt.

Thanking You,

Yours faithfully,



**SANTOSH KUMAR TIBREWALLA**  
Scrutinizer

Place: Kolkata  
Date: 20.09.2017

For Manaksia Industries Limited  
*Manaksia*  
Director