+91 265 2335758 FAX

### Date: 12th January, 2018



Transpek Industry Limited Reg. Office: 6th Floor, Marble Arch Race Course Circle rearive Chemistry Vadodara - 390 007. Gujarat, (India)

To, The Listing Department **BSE Limited** Department of Corporate Services P.J.Towers, Dalal Street, Mumbai - 400 001

Sub: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to the provisions of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform the following:

Date of	Declaration of Postal Ballot Results		12 <sup>th</sup> January, 2018			
Total Nu	mber of Shareholders as on the Reco	ord date	7808			
	No. of shareholders present in the r	meeting either	in person or through	h proxy		
Promote	ers and Promoters Group	Not applicable	511 Prony			
Public			Not applicable			
	No. of Shareholders attended th	e meeting thre	ough Video Confere	ncing		
Promote	rs and Promoters Group		Not applicable	ricing		
Public	v		Not applicable			
Agenda No.	Details of Agenda	Type o Resolution		Remarks		
1.	To approve the appointment of Shri Bimal V. Mehta as Managing Director of the Company and his remuneration.	Special Resolution	E-voting + Postal Ballot Paper	Passed with requisite majority		
2.	To approve the appointment of Shri Atul G. Shroff as a Non-Executive, Non-Independent Director.	Ordinary Resolution	E-voting + Postal Ballot Paper	Passed with requisite majority		
3.	To give consent to the Board of Directors as required under Section 180(1(c) of the Companies Act, 2013 to borrow money in excess of the aggregate of paid up capital and free reserves.	Special Resolution	E-voting + Postal Ballot Paper	Passed with requisite majority		



Works: At. & Post: Ekalbara Taloka: Padra Dist.: Vadodara - 391 440 Gujarat (India) Ph.: +91-2562-244444, 244318, 244309 Fax: +91-2662-244439, 244207







4.	To give consent to the Board of Directors as required under Section 180(1)(a) of the Companies Act, 2013 to mortgage and/or charge the properties of the Company	Special Resolution	E-voting Postal Bal Paper	+ Passed with requisite majority
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We also attach herewith the details of voting results through e-voting and the postal ballot carried out as per Section 110 of the Companies Act, 2013 and Rule - 22 of the Companies (Management & Administration) rules, 2014 along with Scrutinizer's Reports.

OIL YE

You are requested to take the same on your record.

Thanking You, Yours faithfully, For Transpek Industry Limited

Bimal V. Mehta **Managing Director** 

DIN: 00081171

			Agenda wi	se Disclosures				
Special Day 1 41			Donalus					
Special Resolution:	Approval of Ap	pointment of Sh	ri Bimal V. N	Aehta as Mana	ging Directo	r of the Co	mnany	
						or the co	inpany.	
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
***	E-Voting	841404	841404	100	841404	0	100	
Promoter and	Poll N/A	-	-	-	011404		100	
Promoter group	Potal Ballot	1321440	1321440	100	1321440	- 0	-	
	Total	2162844	2162844	100	2162844	0	100	
	E-Voting	208415	208415	100		0	100	
Public Institutions	Poll N/A		-	- 100	208415	0	100	(
. wone motitutions	Potal Ballot	0	0	-	- 0	154	-	(#)
	Total	208415	208415	100	0	0		
	E-Voting	534550	534550	-	208415	0	100	0
Public -Others	Poll N/A	-	- 354350	100	534548	2	100.00	0.00
	Potal Ballot	1329	1329	Cold Cold	-	-	-	-
	Total	535879	535879	100	1329	0	100	0
TOTAL		NAME OF TAXABLE	333679	100	535877	2	100.00	0.00
TOTAL		2907138	2907138 -		2907136	2	100.00	0.00

Resolution No.: 2

Ordinary Resolution: Approval of Appointmnet of Shri Atul G. Shroff as a Non-Executive, Non-Independent Director of the

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
	E-Voting	841404	841404	100	841404	0	100	
Promoter and	Poll N/A		-			- 0	100	C
Promoter group	Potal Ballot	1321440	1321440	100	1321440		-	100
	Total	2162844	2162844	100		0	100	0
	E-Voting	208415	208415		2162844	0	100	0
Public Institutions	Poll N/A	-	200413	100	208415	0	100	0
rubile institutions	Potal Ballot	0		-	-	-		
	Total	208415	0		0	0		
	E-Voting		208415	100	208415	0	100	0
		534550	534550	100	534548	2	100.00	0.00
Public -Others	Poll N/A	-	-	-	-		-	0.00
	Potal Ballot	1329	1329	100	1329	0		-
	Total	535879	535879	100	535877	0	100	- 0
TOTAL		2907138	2907138 -		2907136	2	100.00	0.00



### Resolution No.: 3

Special Resolution: Consent to Board Of Director to borrow excess of Paid up Capital and Free Reserve as u/s 180 (1) (c) of the Companies Act, 2013.

TOTAL		2907138	2907138 -		2907136	2	100.00	0.00
	Total	535879	535879	100	535877	2	100.00	0.00
	Potal Ballot	1329	1329	100	1329	0	100	0
Public -Others	Poll N/A			2	-	-	-	-
	E-Voting	534550	534550	100	534548	2	100.00	0.00
	Total	208415	208415	100	208415	0	100	0
	Potal Ballot	0	0		0	0 -	-	
<b>Public Institutions</b>	Poll N/A			18	+	-	-	-
	E-Voting	208415	208415	100	208415	0	100	0
	Total	2162844	2162844	100	2162844	0	100	0
Promoter group	Potal Ballot	1321440	1321440	100	1321440	0	100	0
Promoter and	Poll N/A	-	+1	-	-		-	-
	E-Voting	841404	841404	100	841404	0	100	0

### Resolution No.: 4

Special Resolution: Consent to Board Of Director to Mortgage and/or Charge the property of the Company as u/s 180 (1) (a) of the Companies Act, 2013.

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
D	E-Voting	841404	841404	100	841404	0	100	0
Promoter and	Poll N/A	-	-			- 4		
Promoter group	Potal Ballot	1321440	1321440	100	1321440	0	100	0
	Total	2162844	2162844	100	2162844	0	2000	0
	E-Voting	208415	208415	100		. 0	100	0
Public Institutions	Poll N/A					-	- 100	0
r done matitutions	Potal Ballot	0	0		0	0		
	Total	208415	208415	100	208415	0	100	0
	E-Voting	534550	534550	100	534528	22	100.00	0.00
Public -Others	Poll N/A	1+		-	-	- 22		0.00
Fublic -Others	Potal Ballot	1329	1329	100	1329	0	100	- 0
	Total	535879	535879	100	535857	22	100.00	0 00
TOTAL		2907138	2907138	-	2907116	22	99.9992	0.00

FOR TRANSPEK INDUSTRY LIMITED

BIMAL V. MEHTA MANAGING DIRECTOR



# **IS** VIJAY L. VYAS Practising Company Secretary

512, 'Yashkamal', Sayajiganj, Vadodara - 390005.

Report of Scrutinizer on Postal Ballot and E-voting
[Pursuant to Sections 108 and 110 of the Companies Act, 2013 and
Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

January 12, 2018

To, Shri Bimal V. Mehta Managing Director, Transpek Industry Limited 6<sup>th</sup> Floor, Marble Arch, Race Course, VADODARA 390007

Dear Sir.

I, Vijay L. Vyas, Company Secretary In Practice, was appointed as the scrutinizer for the purpose of scrutinizing the physical Postal Ballot papers received by post and e-voting done through the platform provided by Central Depository Services Limited (CDSL) – <a href="https://www.evotingindia.com">www.evotingindia.com</a> in a fair and transparent manner and to ascertain the requisite majority as per provisions of Sections 108,110 and other applicable provisions, if any, of the Companies Act, 2013, ("the Act"), read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, by the Board of Directors of the company at their meeting held on 29th November, 2017 in respect of the resolution contained in the Postal Ballot Notice dated 6th December, 2017.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through postal ballot received on the resolutions contained in the Notice of the Company dated 6<sup>th</sup> December, 2017. My responsibility as a scrutinizer is restricted to make a Scrutinizer Report of the votes cast "In Favour" or "Against" the resolution as stated below, based on the report generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provided e-voting facilities and physical postal ballot forms received by me.

I submit my report as under:

 The company has completed the dispatch of notice of postal ballot along with selfaddressed pre-paid business reply envelopes through Speed Post on 12<sup>th</sup> December, 2017 to the Shareholders of the Company, whose names appeared on the register of shareholders/list of beneficiaries and by e-mails to those shareholders whose e-mail ID are registered either with the depositories or with the Company as on 6<sup>th</sup> December, 2017).



### CS VIJAY L VYAS

- As prescribed in the said Rules, the Company has also published an advertisement in News Papers i.e. Business Standard (English) and Vadodara Samachar (Gujarati) on 13<sup>th</sup> December, 2017 and it carried the required information as specified in the said Rules.
- All postal ballot forms, received up to the close of working hours (17:00 hrs.) on 11<sup>th</sup>
  January, 2018, the last date and time fixed by the company for the receipt of forms
  were considered for scrutiny.

As mentioned in the Postal Ballot Notice all the physical postal ballot forms received up to the closure of working hours i.e. 17:00 hours on 11<sup>th</sup> January, 2018 being the last date and time fixed by the Company for receipt of the forms were considered and the e-voting module was disabled by CDSL –www.evotingindia.com for e-voting thereafter.

- The Sealed postal ballot forms received from the shareholders were kept under my safe custody.
- 5. The postal ballot envelopes received up to 17:00 hours on 11<sup>th</sup> January, 2018 were opened from time to time in my presence and the same were scrutinized and processed with the computer statement containing the shareholders name, Folio number/ DP ID. /Client ID, Postal Ballot no., Number of Shares held, Number of votes polled, Assented, Dissented and rejected, if any, were generated. The Shareholding and the signature of the shareholders who exercised their vote through postal ballot were verified with the records maintained by the Registrar & Transfer Agent i.e. Ms. Link Intime India Private Limited. Particulars of physical postal ballot forms received from the shareholders have been entered in the Electronic Register separately maintained by me for this purpose.
- Envelopes containing postal ballot forms received after 17:00 hours on 11<sup>th</sup>
  January, 2018 were not considered for my scrutiny. These envelopes were not
  opened.
- 7. Envelopes containing postal ballot forms which were returned undelivered were also not opened.
- 8. I have not found any defaced/mutilated postal ballot form.
- 9. I have also received a complete record of votes cast by electronic mode from CDSL- www.evotingindia.com, the agency for providing and supervising electronic platform on 11<sup>th</sup> January, 2018 at 18:21 hours which was closed by CDSLwww.evotingindia.com on 11<sup>th</sup> January, 2018 at 17:00 hours.

(Continued on page -3)



### CS VIJAY L VYAS

### Resolution No.1

### SPECIAL RESOLUTION:

## Approval for Appointment of Shri Bimal V Mehta as Managing Director of the Company:

	Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
A	Total number of postal ballot forms received	29	1323765	
	Less: Total number of invalid postal ballot forms	5	996	
_	A - Total number of valid postal ballot forms	24	1322769	
В	Total votes received by electronic mode			
150	Less: Total number of invalid votes	45	1584369	
	B - Total number of valid votes	0	0	
С	C - Total valid postal ballot/votes received (A+B)	45	1584369	
	i) Assented to resolution	69	2907138	
	The state of the s	68	2907136	100%
	ii) Dissented to resolution	01	02	0.00%
	RESULT	Carried with red	quisite maio	ority

### Resolution No.2

### ORDINARY RESOLUTION:

Approval for Appointment of Shri Atul G Shroff as a Non-Executive, Non-Independent Director of the Company:

	Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Α	Total number of postal ballot forms received	29	1323765	
	Less: Total number of invalid postal ballot forms	5	996	
-	A - Total number of valid postal ballot forms	24	1322769	
В	Total votes received by electronic mode	45	1584369	
	Less: Total number of invalid votes	0	0	
	B - Total number of valid votes	45	1584369	
С	C - Total valid postal ballot/votes received (A+B)	69	2907138	
	i) Assented to resolution	100000		40001
-10	ii) Dissented to resolution	68	2907136	100%
	Toolaton .	01	02	0.00%
	RESULT	Carried with red	uisite mai	ority

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### Resolution No.3

### SPECIAL RESOLUTION:

Consent to Board of Director to borrow excess of Paid up Capital and Free Reserve as u/s 180 (1) ( c ) of the Companies Act, 2013:

A	Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
	Total number of postal ballot forms received	29	1323765	
	Less: Total number of invalid postal ballot forms	5	996	13-17
В	A -Total number of valid postal ballot forms	24	1322769	
_	Total votes received by electronic mode	45	1584369	
	Less: Total number of invalid votes  B - Total number of valid votes	0	0	
С	C - Total valid posts by the	45	1584369	
	C - Total valid postal ballot/votes received (A+B)	69	2907138	
	7 Fiscented to resolution	68	2907136	100%
	ii) Dissented to resolution	01	02	0.00%
	RESULT	Carried with red		

### Resolution No.4

### SPECIAL RESOLUTION:

Consent to Board of Director to Mortgage and/or charge the properties of the Company as u/s 180 (1) ( a ) of the Companies Act, 2013:

•	Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
A	Total number of postal ballot forms received	29	1323765	
	Less: Total number of invalid postal ballot forms	5	996	
В	A - Total number of valid postal ballot forms	24	1322769	
_	Total votes received by electronic mode Less: Total number of invalid votes	. 45	1584369	
	B - Total number of invalid votes	0	0	
С	B - Total number of valid votes	45	1584369	
	C - Total valid postal ballot/votes received (A+B)	69	2907138	100%
	i) Assented to resolution	67	2007440	00 0000
	ii) Dissented to resolution	02	2907116	99.999%
	RESULT	02	22	0.001%
	KESULI	Carried with red	uisite mai	ority



### CS VIJAY L VYAS

#### Basis of acceptance:

#### A. PHYSICAL BALLOT FORM

- A Postal Ballot Form is completed in all respect including Duplicate Postal Ballot Form downloaded from the website of the Company/ Link Intime Pvt. Ltd; as specified in the postal ballot notice
- The assent or dissent has been given by any other mark, the Postal Ballot Form has been considered.
- Joint shareholder has/have signed the postal ballot form instead of first named shareholder, the vote cast by the joint named shareholder has/have been considered.
- Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
- Shareholder has voted for less number of shares than his actual shareholding, only the number of shares (votes) indicated/cast has been considered.

### B. VOTING THROUGH ELECTRONIC MODE:

6. Shareholder has voted only through e-voting i.e. electronic mode.

### Basis of Rejection:

### A. PHYSICAL BALLOT FORM

- Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs
  materially with that of the signature in the Postal Ballot Forms.
- The specimen signature of shareholder is not available at the time of scrutiny of the Postal Ballot Form on the record of the Registrar and Share Transfer Agent i.e. Link Intime and consequently there is no way to verify the signature.
- 3. Shareholder has voted for all his shares for both assent and dissent for the same resolution.

#### B. VOTING THROUGH ELECTRONIC MODE

- 4. None of the Shareholders has voted by physical Ballot Form and e-voting both.
- 10. The Postal Ballot papers and E-voting Down Load data, registers in electronic mode and all other relevant records are retained with me in safe custody and the same will be handed over to the company after the Executive Director considers, approves and signs the minutes.

Thanking you,

Yours faithfully

CS VIJAY L VYAS

FCS 1602

COP 13175

Practicing Company Secretary

Scrutinizer

CP-13175 A

Place: VADODARA Date: 12/01/2018