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CIN : L25199GJ1986PLC009071

# TIRUPATI FOAM LTD.

Manufacturers of : POLYURETHANE FOAM

Date: 01.10.2018

To,  
Bombay Stock Exchange Limited  
P. J. Towers,  
Dalal Street,  
Mumbai – 400 001

Dear Sir,

Code No. BSE 540904

**Sub: Regulation 44 – Voting Result.**

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the Voting result i.e. Scrutinizer report from the scrutinizer of M/s D. a. Rupawala & Associates.

Kindly take on record and oblige.

Thanking You

Yours faithfully,

For, TIRUPATI FOAM LIMITED

(CS AKSHABANU MEMON)  
Company Secretary

**REGD. OFFICE** : "TIRUPATI" House, 4th Floor, Nr. Topaz Restaurant, University Road, Polytechnic Char Rasta, Ambawadi, Ahmedabad-380015. Gujarat, INDIA.

**FACTORY** : Plot No.4-A, Block No. 65, Village, Khatraj, Post : Khatraj, Ta. Kalol, Dist. Gandhinagar (Guj.) INDIA  
Tele. : 02764-281049-281224 Fax : 91-2764-281225



# D.A. Rupawala & Associates

CHARTERED ACCOUNTANT

Dated: September 29, 2018

To,  
The Chairman of  
31<sup>st</sup> Annual General Meeting of, Tirupati Foam Limited  
Tirupati House, 4<sup>th</sup> Floor,  
Nr. Topaz Restaurant, University Road,  
Ambawadi, Ahmedabad – 380 015

Respected Sir,

Sub: Scrutinizers Report on e-voting conducted pursuant to the provision of section 108 of the Companies Act, 2013("the Act") read with the rule 20 of Companies (Management and Administration) Rules, 2014 and the Physical poll form received from the shareholder who do not have access to e-voting.

I, D A Rupawala, Proprietor M/s D.A. Rupawala & Associates, Chartered Accountant, has been appointed as scrutinizer by the board of director vide resolution dated September 6<sup>th</sup>, 2018 pursuant to the provision of section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 for the remote e-voting process and also for physical polling at 31<sup>st</sup> Annual General Meeting (AGM) of the company to be held on September 29<sup>th</sup>, 2018.

The Notice dated 6<sup>th</sup> September, 2018 of AGM of the company along with the statement setting out material facts u/s 102 of the Act were sent to the Shareholders in respect of the below mention resolutions to be passed at the said AGM of the company to be held on September 29,2018.

The Company has availed remote e-voting facility offered by Central Depositories Securities Limited (CDSL) for conducting e-voting by the shareholders of the company. The Company has also provided voting by physical poll papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the cut-off date of September 21, 2018, were entitled to vote on the proposed resolutions as set out at item nos. 1 to 9 in the Notice of the AGM.

The voting period for e-voting commenced on Wednesday, September 26, 2018 at 10.00 a.m. and ended on Friday, September 28, 2018 at 5.00 p.m. and the CDSL e-voting platform was blocked thereafter.





On September 29, 2018 after counting votes casted at the Meeting, the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company.

The Company has also provided voting facility by physical poll process (ballot paper) to the shareholders present at the 31<sup>st</sup> Annual General Meeting, who did not cast their vote earlier through remote e-voting facility.

After the time fixed for the voting by the Chairman, one poll box kept for polling was locked in my presence with due identification marks placed by me. Upon conclusion of the voting, the locked poll box was subsequently opened by me. As all the members present at the Annual General Meeting had already casted their votes through remote e-voting, none of the members present at the meeting participated in the poll at the venue of the AGM. Accordingly, no poll paper can be considered invalid.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered there in based on the data downloaded from the CDSL e-voting system and the poll form received respectively.

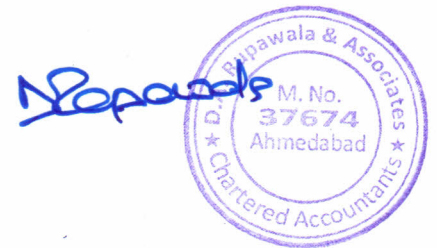
I now submit my report as under on the result of voting through means and physical mode on the said Resolutions.

1. Resolution No. 1:-

Adoption of Balance Sheet, Profit and Loss Account for the year ended on March 31, 2018 and the Report of Directors and Auditors thereon (Ordinary Resolution).

(i) Voted in the favour of resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	64	35,25,326	100
Voting by poll	19	8,671	100
Total	83	35,33,997	100





(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(iii) Invalid votes/ Abstained Votes

Mode of voting	Number of members voted/ Abstained from Voting	Number of votes cast by members/ Abstained
Remote E-voting	0	0
Voting by poll	0	0
Total	0	0

2. Resolution No. 2:-

To Declare Dividend on Equity Shares for the year ended on 31/03/2018.

(i) Voted in the favour of resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	64	3525326	100
Voting by poll	19	8671	100
Total	83	35,33,997	100





(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(iii) Invalid votes/ Abstained Votes

Mode of voting	Number of members voted/ Abstained from Voting	Number of votes cast by members/ Abstained
Remote E-voting	0	0
Voting by poll	0	0
Total	0	0

3. Resolution No. 3:-

Re-Appointment of Mr. Gopalsinh Ratansinh Zala Chief Financial Officer of the Company.  
(Ordinary Resolution).

(i) Voted in the favour of resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	64	3525326	100
Voting by poll	19	8671	100
Total	83	35,33,997	100





(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(iii) Invalid votes/ Abstained Votes

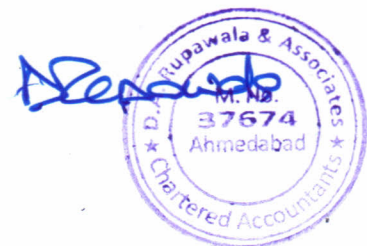
Mode of voting	Number of members voted/ Abstained from Voting	Number of votes cast by members/ Abstained
Remote E-voting	0	0
Voting by poll	0	0
Total	0	0

4. Resolution No. 4:-

Re-Appointment of Mr. Manharlal A Mehta (DIN:00156016) as an Non- Executive Director who retire by rotation & being eligible for reappointment. (Ordinary Resolution)

(i) Voted in the favour of resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	63	3377426	100
Voting by poll	19	8671	100
Total	83	33,86,097	100





(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(iii) Invalid votes/ Abstained Votes

Mode of voting	Number of members voted/ Abstained from Voting	Number of votes cast by members/ Abstained
Remote E-voting	1	147900
Voting by poll	0	0
Total	0	0

5. Resolution No. 5:-

Re-Appointment of Mr. Venibhai B Purohit (DIN:00155932) as an Non- Executive Director who retire by rotation & being eligible for reappointment. (Ordinary Resolution)

(i) Voted in the favour of resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	61	3429526	100
Voting by poll	19	8671	100
Total	83	34,38,197	100





(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(iii) Invalid votes/ Abstained Votes

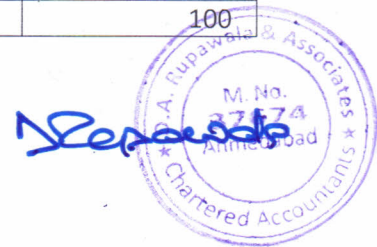
Mode of voting	Number of members voted/ Abstained from Voting	Number of votes cast by members/ Abstained
Remote E-voting	3	95800
Voting by poll	0	0
Total	0	0

6. Resolution No. 6:-

Re- Appointment of Roshan P Sanghavi (DIN: 01006989) as Managing Director of the Company (Special Resolution).

(i) Voted in the favour of resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	62	29,13,659	100
Voting by poll	19	8,671	100
Total	81	29,22,330	100







(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0

(iii) Invalid votes/ Abstained Votes

Mode of voting	Number of members voted/ Abstained from Voting	Number of votes cast by members/ Abstained
Remote E-voting	2	321667
Voting by poll	0	0
Total	0	0

7. Resolution No. 7:-

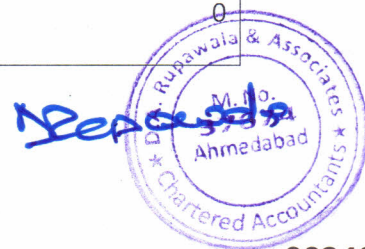
Re- Appointment of SATISH A MEHTA (DIN: 01007020) as Whole Time Director of the Company (Ordinary Resolution).

(i) Voted in the favour of resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	62	3033612	100
Voting by poll	19	8671	100
Total	81	30,42,283	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	0	0	0





Voting by poll	0	0	0
Total	0	0	0

(iii) Invalid votes/ Abstained Votes

Mode of voting	Number of members voted/ Abstained from Voting	Number of votes cast by members/ Abstained
Remote E-voting	2	2,01,714
Voting by poll	0	0
Total	0	0

8. Resolution No. 8:-

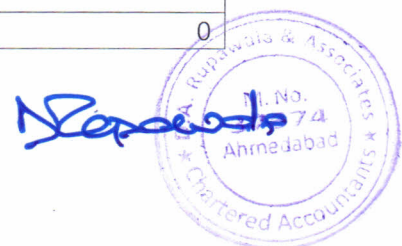
Increase in Borrowing Power of the Company U/s 180(1) (c): (Special Resolution).

(i) Voted in the favour of resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	64	3525326	100
Voting by poll	19	8671	100
Total	83	35,33,997	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0





(iii) Invalid votes/ Abstained Votes

Mode of voting	Number of members voted/ Abstained from Voting	Number of votes cast by members/ Abstained
Remote E-voting	0	0
Voting by poll	0	0
Total	0	0

9. Resolution No. 9:-

Creation of Charge U/S 180(1)(a): (Special Resolution).

(i) Voted in the favour of resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	64	3525326	100
Voting by poll	19	8671	100
Total	83	35,33,997	100

(ii) Voted against the resolution:

Mode of voting	Number of members voted.	Number of votes cast by members	% of total number of valid votes cast.
Remote E-voting	0	0	0
Voting by poll	0	0	0
Total	0	0	0





# D.A. Rupawala & Associates

CHARTERED ACCOUNTANT

(iii) Invalid votes/ Abstained Votes

Mode of voting	Number of members voted/ Abstained from Voting	Number of votes cast by members/ Abstained
Remote E-voting	0	0
Voting by poll	0	0
Total	0	0

Based on the above result of voting, all the resolutions were carried on with the requisite majority.

The register, all other papers and relevant data/ records relating to electronic voting and physical poll shall remain in our safe custody and will be handed over to Company Secretary for preserving safely after the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking you,

Yours faithfully.

For, D. A. Rupawala & Associates.

D. A. Rupawala  
(Scrutinizer)



Witness 1

Place: Ahmedabad  
Dated: 29/09/2018

Witness 2

Countersign by  
For, Tirupati Foam Limited

MEMON AKSHA  
Company Secretary  
& Compliance Officer  
(Mem. No: 46288)

