

Ref: MIL/BSE/2018  
Date: 01.10.2018

To  
The Corporate Relations department  
Bombay Stock Exchange Limited  
Department of Corporate Services  
P J Towers, Dalal Street, Fort,  
MUMBAI 400001

**Re: Maximus International Limited**  
**Script Code: 540401**

Dear Sir / Madam,

**Sub.:** Declaration of Voting Results of the Annual General Meeting (AGM) of the Company held on Saturday, 29<sup>th</sup> September, 2018 at Vadodara, Gujarat  
**Ref.:** Regulation 44 (3) and all other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the Annual General Meeting (AGM) of the Company held on **Saturday, 29<sup>th</sup> September, 2018 at 11.00 a.m.** at Banquet Hall, Anjoy Restaurant, 14, 1<sup>st</sup> Floor, Corner Point, Jetalpur Road, Alkapuri, Vadodara – 390020 [Gujarat] in the prescribed format.

We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting done through ballot paper at the AGM. The above are also being uploaded at the Company's website at [www.maximusinternational.in](http://www.maximusinternational.in).

Thanking you,

Yours faithfully,  
For Maximus International Limited

  
Dharati Shah  
Company Secretary



Encl: As above

Disclosures as per Regulation 44(3) of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015

<b>Date of the AGM/EGM</b>	Saturday, 29 <sup>th</sup> September, 2018
<b>Total number of shareholders as on record date</b>	58 ( Fifty Eight)
<b>No. of Shareholders present in the meeting either in person or through proxy:</b>	06
Promoters and Promoters Group:	03
Public:	03
<b>No. of Shareholders attended the meeting through Video Conferencing:-</b>	Nil ( Not Arranged)
Promoters and Promoters Group:	
Public:	



**Resolution No. 1 (a): To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2018 and the Reports of the Board of Directors and the Auditors' thereon.**

Resolution required: {Ordinary/ Special} : Ordinary				To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2018 and the Reports of the Board of Directors and the 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
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] x100	(7)=[(5)/(2)] x100
Promoter and Promoter Group	E-voting	40,00,000	39,99,999	100.00%	39,99,999	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		39,99,999	100.00	39,99,999	0	100.00%	000%
Public Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		0	0.00%	0	0	0.00%	0.00%
Public-Non Institutions	E-voting	22,86,000	60,000	2.62%	60,000	0	100.00%	0.00%
	Poll		30,000	1.31%	30,000	0	100.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		90,000	3.93%	90,000	0	100.00%	0.00%
<b>Total</b>		<b>62,86,000</b>	<b>40,89,999</b>	<b>65.07%</b>	<b>40,89,999</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>



**Resolution No. 1 (b): To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2018 and the Report of the Auditors' thereon.**

Resolution required: {Ordinary/ Special} : Ordinary				To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March, 2018 and the Report of the 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
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] x100	(7)=[(5)/(2)] x100
Promoter and Promoter Group	E-voting	40,00,000	39,99,999	100.00%	39,99,999	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		39,99,999	100.00	39,99,999	0	100.00%	000%
Public Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		0	0.00%	0	0	0.00%	0.00%
Public-Non Institutions	E-voting	22,86,000	60,000	2.62%	60,000	0	100.00%	0.00%
	Poll		30,000	1.31%	30,000	0	100.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		90,000	3.93%	90,000	0	100.00%	0.00%
<b>Total</b>		<b>62,86,000</b>	<b>40,89,999</b>	<b>65.07%</b>	<b>40,89,999</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>



**Resolution No. 2: To Appoint Mr. Murali Krishnamoorthy (DIN: 06929357) as an Independent Director.**

Resolution required: {Ordinary/ Special} : Special				To Appoint Mr. Murali Krishnamoorthy (DIN: 06929357) as an Independent Director.				
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
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)] x100	(7)= [(5)/(2)] x100
Promoter and Promoter Group	E-voting	40,00,000	39,99,999	100.00%	39,99,999	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		39,99,999	100.00	39,99,999	0	100.00%	000%
Public Institutions	E-voting	0	0	0.00%	0	0	0.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		0	0.00%	0	0	0.00%	0.00%
Public-Non Institutions	E-voting	22,86,000	60,000	2.62%	60,000	0	100.00%	0.00%
	Poll		30,000	1.31%	30,000	0	100.00%	0.00%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		90,000	3.93%	90,000	0	100.00%	0.00%
<b>Total</b>		<b>62,86,000</b>	<b>40,89,999</b>	<b>65.07%</b>	<b>40,89,999</b>	<b>0</b>	<b>100.00%</b>	<b>0.00%</b>





**CS Hemang M. Mehta**  
B.Com., LL.B.(Special), F.C.S.

**H. M. Mehta & Associates**  
Company Secretaries

**CONSOLIDATED REPORT OF SCRUTINIZER  
ON  
REMOTE E-VOTING AND POLL**

**[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (as amended) and 21 of the Companies (Management and Administration) Rules, 2014, respectively and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

To,  
The Chairman,  
3rd Annual General Meeting (AGM) of the Members of  
Maximus International Limited  
(CIN: L51900GJ2015085474)  
Held on Saturday, 29<sup>th</sup> day of September, 2018 at 11.00 a.m.  
at Banquet Hall, Anjoy Restaurant,  
14, 1st Floor, Corner Point, Jetalpur Road, Alkapuri,  
Vadodara – 390020 [Gujarat]

Dear Sir,

1. I, Hemang M. Mehta, Proprietor of M/s. H. M. Mehta & Associates, Practicing Company Secretaries, having office at 301, MindTree Building, A/3, Sunmoon Park Co. Op. Society, Near Radha Krishna Crossing, Towards PF Office, Akota, Vadodara-390 020, Gujarat was appointed as a Scrutinizer by the Board of Directors of Maximus International Limited ("the Company") at their meeting held on 29<sup>th</sup> May, 2018 in terms of the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 (as amended) and 21 of the Companies (Management and Administration) Rules, 2014, respectively and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of scrutinizing the remote e-voting process and voting through Physical Polling papers at the 3rd Annual General Meeting (AGM) of the members of Maximus International Limited which held on Saturday, 29<sup>th</sup> day of September, 2018 at 11.00 A.M. at Banquet Hall, Anjoy Restaurant, 14, 1st Floor, Corner Point, Jetalpur Road, Alkapuri, Vadodara- 390020, Gujarat and ascertaining the requisite majority on remote e-voting and voting through physical Poll papers carried out at the aforesaid 3rd AGM in a fair and transparent manner in respect of following resolutions contained in the Notice dated 11<sup>th</sup> August, 2018 of the 3rd AGM of the Company.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means and poll process on the resolutions contained in the Notice dated 11<sup>th</sup> August, 2018 of the Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process is only restricted to making a Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions based on the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide remote e-voting facilities, engaged by the Company and for the poll process is restricted to making a Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions and invalid votes based on the poll process conducted at the said 3rd AGM.



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**H. M. MEHTA & ASSOCIATES  
COMPANY SECRETARIES**

3. Further to above, I submit my report as under:
- 3.1 The Company had sent Notice dated 11<sup>th</sup> August, 2018 convening the 3rd AGM along with Statement setting out material facts under Section 102 of the Companies Act, 2013 and Annual Report 2017-18 together with Poll Paper through courier on 4<sup>th</sup> September, 2018 and through electronic means i.e. on the registered e-mail IDs of the Shareholders on 5<sup>th</sup> September, 2018, as the case may be, to those members whose names appeared in the Register of Members / List of Beneficiaries as on 24<sup>th</sup> August, 2018 (being cut-off-date for sending annual report to the shareholders).
- As per the provisions of the Companies Act, 2013, the numbers of votes cast in respect of each resolution have been counted according to the numbers of shares held by the concerned shareholders. One share held equal to one vote.
- 3.2 The Company arranged for remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting by the Shareholders of the Company on 3rd AGM Resolutions. The Company has also provided voting facility to the Shareholders present at the 3rd AGM to vote on the Resolutions set out in the Notice of the said 3rd AGM through Physical Poll Paper, who were not able to cast their votes by means of remote e-voting prior to the 3rd AGM.
- 3.3 The above Notice was also placed on the website of the Company ([www.maximusinternational.in](http://www.maximusinternational.in)) forthwith after it was sent to the members.
- 3.4 The notice clearly indicated the process and manner for voting by electronic means and the time schedule of voting from Wednesday, 26<sup>th</sup> September, 2018 (09.00 Hrs) to Friday, 28<sup>th</sup> September, 2018 (17.00 Hrs.) during which the votes could be cast and also provided the login ID and created facility for generating password and casting of vote in a secured manner.
- 3.5 As prescribed in the aforesaid Rules, the Company has also published an advertisement on 07<sup>th</sup> September, 2018 in Business Standard newspaper in English language and on 07<sup>th</sup> September, 2018 in Vadodara Samachar newspaper in Gujarati language, respectively carried the required information as specified in the said Rules.
- 3.6 The remote e-voting remained open for a period of 3 days i.e. from Wednesday, 26<sup>th</sup> September, 2018 (09.00 Hrs.) to Friday, 28<sup>th</sup> September, 2018 (17.00 Hrs.) and that the aforesaid remote e-voting period was completed one day prior to the date of the 3rd AGM which was held on Saturday, 29<sup>th</sup> September, 2018.
- 3.7 The Members holding shares as on the "cut-off-date" i.e. Saturday, 22<sup>nd</sup> September, 2018 were entitled to vote on the proposed resolutions (Item Nos. 01 and 02) as set out in the Notice of the Annual General Meeting of the Maximus International Limited either through remote e-voting or through Poll paper at the 3rd AGM.
- 3.8 After the closing of the period for remote e-voting on Friday, 28<sup>th</sup> September, 2018, the details of members, such as their names, folios and number of shares held, who casted votes through remote e-voting were down loaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>) for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the 3rd AGM.



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- 3.9. The Chairman of the Meeting, at the end of discussion on the resolutions on which voting was to be held, allowed voting as provided in Clauses (a) to (h) of sub-rule (a) of Rule 21 of the Companies (Management and Administration) Rules, 2014, as applicable with the assistance of the undersigned being Scrutinizer, by use of Poll paper for all those members who were present at the 3rd AGM but had not casted their respective votes by availing the remote e-voting facility.
- 3.10. After determination of poll by the Chairman, one empty Poll box kept for polling, was locked in the presence of members with due identification marks placed by me.
- 3.11. The locked Poll box was subsequently opened in my presence and in presence of two witnesses viz. (1) Mrs. Nishi Jaiswal, resident of "Kedar" Bungalow, Bagikhana Road, Behind Diamond Jubilee, Vadodara-390001 and (2) Mr. Parth Nashikkar, resident of A/11, Shree Yamunakunj Society, Opposite Sharnam Duplex, Darbar Chowkdi, Manjalpur, Vadodara-390011, who are not in the employment of the Company, and Poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Poll Box being unlocked in their presence. The poll papers were reconciled with the records maintained by M/s. BigShare Services Private Limited, Mumbai, the Registrar and Transfer Agent of the Company.

Nishi Jaiswal

Nishi Jaiswal  
(Witness no. 1)

P. B. Nashikkar

Parth Nashikkar  
(Witness no. 2)

- 3.12. There was no Poll paper found incomplete or invalid.
- 3.13. After counting the votes casted by the members present at the 3rd AGM through Poll papers, the votes casted through remote e-voting were unblocked on Saturday, 29<sup>th</sup> September, 2018 around 3.13 P.M. in the presence of two witnesses viz, (1) Mrs. Nishi Jaiswal, resident of "Kedar" Bungalow, Bagikhana Road, Behind Diamond Jubilee, Vadodara-390001 and (2) Mr. Parth Nashikkar, resident of A/11, Shree Yamunakunj Society, Opposite Sharnam Duplex, Darbar Chowkdi, Manjalpur, Vadodara-390011, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Nishi Jaiswal

Nishi Jaiswal  
(Witness no. 1)

P. B. Nashikkar

Parth Nashikkar  
(Witness no. 2)

- 3.14. Thereafter, the details containing, inter alia, list of Members, who voted "for", "against" each of the resolutions that were put to vote, were generated from the remote e-voting website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com)

The remote e-voting data was scrutinized by the undersigned for verification of the votes cast in favour of or against the resolutions.

4. I have already issued a separate Scrutinizer's Report dated 01<sup>st</sup> October, 2018 on the remote e-voting process and also a separate Scrutinizer's Report dated 01<sup>st</sup> October, 2018 on the poll taken at 3rd AGM of the Company.







**H. M. MEHTA & ASSOCIATES  
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5. Based on the Reports generated from the e-voting website of CDSL and voting through Poll papers at the 3rd AGM of Maximus International Limited, I hereby submit my Consolidated Report on the Result of the remote e-voting together with that of the poll in respect of the said Resolutions as under:

**ORDINARY BUSINESS:**

**Resolution No. 1 – As an Ordinary Resolution:**

**Adoption of the Audited Financial Statements as at 31 March, 2018**

Particulars of Mode of Voting	Total number of votes cast	Votes in favour of the Resolution		Votes against the Resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	4059999	4059999	100%	NIL	NIL
Poll	30000	30000	100%	NIL	NIL
<b>Total Voting</b>	<b>4089999</b>	<b>4089999</b>	<b>100%</b>	<b>NIL</b>	<b>NIL</b>


**SPECIAL BUSINESS:**

**Resolution No. 2 – As an Ordinary Resolution**

**Appointment of Mr. Murali Krishnamoorthy as an Independent Director**

Particulars of Mode of Voting	Total number of votes cast	Votes in favour of the Resolution		Votes against the Resolution	
		Number	% of total number of valid votes cast	Number	% of total number of valid votes cast
Remote E-voting	4059999	4059999	100%	NIL	NIL
Poll	30000	30000	100%	NIL	NIL
<b>Total Voting</b>	<b>4089999</b>	<b>4089999</b>	<b>100%</b>	<b>NIL</b>	<b>NIL</b>

6. The above mentioned resolutions are deemed to have been passed with requisite majority.
7. The Register, all other papers and relevant records relating to electronic voting as well as voting through Poll / poll papers 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 being handed over to the Company Secretary for safe keeping.




**H. M. MEHTA & ASSOCIATES  
COMPANY SECRETARIES**

Thanking you,

Yours sincerely,

**For H. M. Mehta & Associates,  
Company Secretaries**

  
Hemang M. Mehta  
Proprietor

[C. P. No. 2554]  
[FCS No. F-4965]


Scrutinizer for Remote E-voting and Poll



Place: Vadodara

Date: 01<sup>st</sup> October, 2018

**For Maximus International Limited**



(Dharati Shah)

Company Secretary & Compliance Officer  
Authorized by Chairman

