



**BOMBAY WIRE ROPES LIMITED**  
CIN : L24110MH1961PLC011922

401/405, Jolly Bhavan No- 1,  
10, New Marine Lines,  
Mumbai- 400 020  
Tel :- (022) 22003231 / 5056 / 4325.  
Fax : (022) 2206 0745  
E : contactus@bombaywireropes.com

01<sup>st</sup> October, 2019

The Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda, Dalal Street,  
Mumbai - 400 001

Dear Sir,

**Sub: Proceedings of the 58<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2019 pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [Listing Regulations]**

Pursuant to Regulation 30(6) of the Listing Regulations read with Para A of Schedule III to the said Listing Regulations, we are submitting herewith proceedings of the 58<sup>th</sup> Annual General Meeting of the Company, marked as '**Annexure A**', duly convened on Monday, the 30<sup>th</sup> September, 2019, at Kasliwal Board Room, The Maharashtra Chamber of Commerce, 6<sup>th</sup> Floor, Oricon House, 12, Rampart Row, Mumbai 400 023 at 2.30 p.m.

It is hereby informed that the voting results in the format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is also being enclosed.

Please take the above on your record.

Kindly acknowledge receipt.

Thanking you,



Yours sincerely,  
For Bombay Wire Ropes Limited

  
Raj Kumar Jhunjunwala  
Whole Time Director  
DIN: 01527573



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Details of voting results of E-voting and Ballot paper on Resolutions contained in Notice dated 28<sup>th</sup> May, 2019 of 58<sup>th</sup> Annual General Meeting of the Company held on Monday, 30<sup>th</sup> September, 2019 at Kasliwal Board Room, the Maharashtra Chamber of Commerce, 6<sup>th</sup> Floor, Oricon House, 12, Rampart Row, Mumbai 400 023 at 2.30 p.m., as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Date of the AGM	30 <sup>th</sup> September, 2019
Total number of shareholders on record date i.e. 23 <sup>rd</sup> September, 2019	943
No. of shareholders present in the meeting either in person or through Proxy:	6
Promoters and Promoters Group:	3
Public :	3
No. of shareholders present in the meeting through Video Conferencing:	
Promoters and Promoters Group:	NIL
Public :	

## Item No. 1

Adoption of the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2019, the Reports of the Board of Directors and Auditors thereon

Resolution Required: (Ordinary / Special)							Ordinary	
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)	3) = (2)/(1)*100	3) = (2)/(1)*100
Promoters and Promoter Group	E-voting	3396750	3396750	63.62	3396750	-	100	-
	Poll		-	-	-	-	-	-
	<b>Total</b>		<b>3396750</b>	<b>63.62</b>	<b>3396750</b>	-	<b>100</b>	-
Public institutions	E-voting	736000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	<b>Total</b>		-	-	-	-	-	-
Public - Non institutions	E-voting	1206750	3000	0.06	3000	-	100	-
	Poll		1300	0.02	1300	-	100	-
	<b>Total</b>		<b>4300</b>	<b>0.08</b>	<b>4300</b>	-	<b>100</b>	-
<b>Total</b>		<b>5339500</b>	<b>3401050</b>	<b>63.70</b>	<b>3401050</b>	-	<b>100</b>	-

## Item No. 2

To appoint a Director in place of Dr. Anurag Kanoria (DIN 00200630) who retires by rotation and being eligible offers himself for reappointment.

Resolution Required: (Ordinary / Special)							Ordinary	
Whether promoter / promoter group are interested in the Agenda / resolution							yes	
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)	3) = (2)/(1)*100	3) = (2)/(1)*100
Promoters and Promoter Group	E-voting	3396750	3294950	61.71	3294950	-	100	-
	Poll		-	-	-	-	-	-
	<b>Total</b>		<b>3294950</b>	<b>61.71</b>	<b>3294950</b>	-	<b>100</b>	-
Public institutions	E-voting	736000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	<b>Total</b>		-	-	-	-	-	-
Public - Non institutions	E-voting	1206750	3000	0.06	2000	1000	66.67	33.33
	Poll		1300	0.02	1300	-	100.00	-
	<b>Total</b>		<b>4300</b>	<b>0.09</b>	<b>3300</b>	<b>1000</b>	<b>76.74</b>	<b>23.26</b>
<b>Total</b>		<b>5339500</b>	<b>3299250</b>	<b>61.79</b>	<b>3298250</b>	<b>1000</b>	<b>99.97</b>	<b>0.03</b>







# BOMBAY WIRE ROPES LIMITED

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\* Mr. Anurag Kanoria holding 101800 (1.91) shares, votes to this resolution, however she is being interested in the resolution, her voted didn't considered.

## Item No. 3

To appoint M/s Batliboi & Purohit, Chartered Accountants, (Firm Registration Number 101048W), as Statutory Auditors of the Company, for a balance period of three financial years from the financial year 2019-2020 and upto the financial year 2021-2022;

Resolution Required: (Ordinary / Special)							Ordinary	
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 POolled	% of votes against on Votes Polled
		(1)	(2)	(3) = (2)/(1)*100	(4)	(5)	3) = (2)/(1)*100	3) = (2)/(1)*100
Promoters and Promoter Group	E-voting	3396750	3396750	63.62	3396750	-	100	-
	Poll		-	-	-	-	-	-
	<b>Total</b>		<b>3396750</b>	<b>63.62</b>	<b>3396750</b>	-	<b>100</b>	-
Public institutions	E-voting	736000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	<b>Total</b>		-	-	-	-	-	-
Public – Non institutions	E-voting	1206750	3000	0.06	3000	-	100	-
	Poll		1300	0.02	1300	-	100	-
	<b>Total</b>		<b>4300</b>	<b>0.08</b>	<b>4300</b>	-	<b>100</b>	-
<b>Total</b>		<b>5339500</b>	<b>3401050</b>	<b>63.70</b>	<b>3401050</b>	-	<b>100</b>	-

## Item No. 4

To Re-appointment of Shri Kashinath Rajgarhia as an Independent Non-Executive Director

Resolution Required: (Ordinary / Special)							Special	
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)	3) = (2)/(1)*100	3) = (2)/(1)*100
Promoters and Promoter Group	E-voting	3396750	3396750	63.62	3396750	-	100	-
	Poll		-	-	-	-	-	-
	<b>Total</b>		<b>3396750</b>	<b>63.62</b>	<b>3396750</b>	-	<b>100</b>	-
Public institutions	E-voting	736000	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	<b>Total</b>		-	-	-	-	-	-
Public – Non institutions	E-voting	1206750	2000	0.04	1000	1000	50	50
	Poll		1300	0.02	1300	-	100.00	-
	<b>Total</b>		<b>3300</b>	<b>0.06</b>	<b>2300</b>	<b>1000</b>	<b>69.70</b>	<b>30.30</b>
<b>Total</b>		<b>5339500</b>	<b>3400050</b>	<b>63.68</b>	<b>3399050</b>	<b>1000</b>	<b>99.97</b>	<b>0.03</b>

\* Mr. Kashinath Rajgarhia holding 1000 (0.02) shares, votes to this resolution, however he is being interested in the resolution, his voted didn't considered.





# Zankhana Bhansali

F.C.S., LL.B., B.COM

**Practicing Company Secretary**

Combined Scrutinizer's Report on Remote voting and Physical voting conducted at the 58<sup>th</sup> Annual General Meeting (AGM) of BOMBAY WIRE ROPES LIMITED held on Monday, 30<sup>th</sup> September, 2019 at 2:30 pm at Kasliwal Board Room, The Maharashtra Chamber of Commerce, 6th Floor, Oricon House, 12, Rampart Row, Fort, Mumbai - 400 023.

To,  
Mr. Anurag Kanoria  
The Chairman & Managing Director,  
**Bombay Wire Ropes Ltd**  
401/405, Jolly Bhavan No. 1  
4th Floor, 10, New Marine Lines  
Mumbai - 400 020.

Dear Sir,

**Sub: Results of remote e-voting and physical voting done at the venue of the 58<sup>th</sup> Annual General Meeting of the Company pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended**

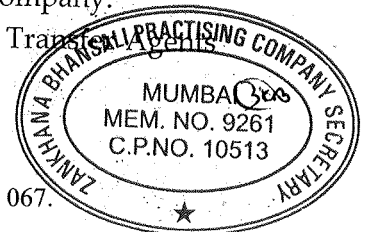
I, Zankhana Bhansali, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Bombay Wire Ropes Limited ("the Company") in terms of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations 2015, for the remote e-voting process as well as to scrutinize the voting done by physical ballot forms by the members of the Company at the venue of the 58<sup>th</sup> AGM in respect of the resolutions mentioned in the Notice dated 28<sup>th</sup> May, 2019.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to the remote e-voting and the physical voting through poll at the venue of the meeting on the resolution contained in the Notice of the said AGM.

My responsibility as scrutinizer for the remote e-voting and the physical voting through poll at the venue of the meeting is restricted to making a Scrutinizer's Report of the votes cast in favor or against the resolution.

I now submit my report as under:

1. The Company had appointed Central Depository Services (India) Limited ("CDSL") as the Service Provider (hereinafter referred to as "the Service Provider") for the purpose of extending the facility of Remote E-Voting to the members of the Company.
2. PURVA SHAREGISTRY (INDIA) PVT. LTD. is the Registrar and Share Transfer Agents ('RTA') of the Company.



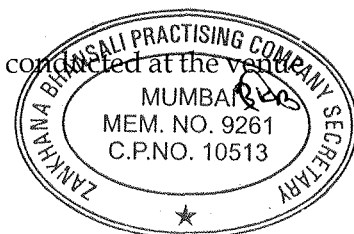
Offi. : # F-079, 1st Floor, Raghuleela Mall, Kandivali (West), Mumbai - 400 067.

M: +91 98209 47010 | E Mail : zankhana.bhansali@gmail.com

Resi. : B-301-302, Kusum Bharti, Opp. Tata SSL, Dattapada Road, Borivali (E), Mumbai - 400 066.

3. The Service Provider had provided a system for recording the votes of the members electronically on all the items of the businesses (both Ordinary and Special) sought to be transacted at the AGM of the Company, which was held on Monday, 30<sup>th</sup> September, 2019.
4. The Service Provider had set up electronic voting facility on their website, <https://www.evotingindia.com>. The Company had uploaded the Notice dated 28<sup>th</sup> May, 2019 to be transacted at the AGM on the website of the Company and also on the Service Provider to facilitate their members to cast their vote through Remote E-Voting.
5. The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolution placed for approval of the members was 23<sup>rd</sup> September, 2019.
6. The remote e-voting facility was kept open from Friday, 27<sup>th</sup> September, 2019 (9:00 a.m.) to Sunday, 29<sup>th</sup> September, 2019 (5:00 p.m.).
7. At the end of the voting period on 29<sup>th</sup> September, 2019 at 5.00 pm (IST) the e-voting platform of the Service Provider was blocked forthwith.
8. At the venue of the 58<sup>th</sup> AGM of the Company held on 30<sup>th</sup> September, 2019, the facility to vote through Ballot Paper was provided to facilitate those members present at the meeting but could not participate in Remote E-voting to record their votes.
9. The Chairman of the AGM, directed for conducting the voting through poll for the members who were present at the meeting but could not cast their vote earlier through remote e-voting.
10. In this regard, at the AGM venue, one (1) ballot box kept for the purpose of casting of votes on poll was locked in my presence with due identification marks placed by me.
11. After closure of the voting through poll, the locked ballot box was opened in my presence and in the presence of two witnesses who were not in the employment of the Company.
12. Thereafter, the ballot papers were diligently scrutinized and reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company. The ballot papers, which were inconsistent with the records of the Company and/or which were otherwise found defective have been treated as invalid and kept separately.
13. Thereafter, the Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of the aforesaid two witnesses, as prescribed in the Rule 4(xii) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014.
14. Thereafter, I as a Scrutinizer duly compiled the details of the Remote E-Voting based on the data downloaded from the e-voting platform provided by the Service Provider together with the physical voting done at the venue of the AGM by way of Ballot paper, the details of which are as follows:

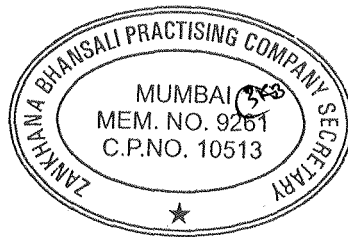
The results of the Remote E-voting together with that of the voting conducted at the venue of the AGM by way of Ballot Papers are as under:



**CONSOLIDATED RESULTS OF ITEM NO. 1 - ORDINARY RESOLUTION**

<b>Subject</b>	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March, 2019 and the Reports of the Directors and Auditors thereon.
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Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
Assent	3399750	1300	3401050	100%
Dissent	NIL	NIL	Nil	NIL
Invalid/Abstain	NIL	NIL	Nil	NIL
<b>Total</b>	<b>3399750</b>	<b>1300</b>	<b>3401050</b>	<b>100%</b>



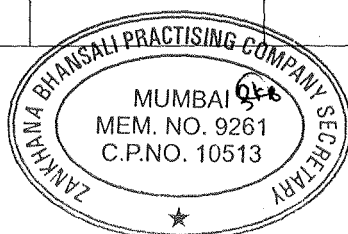
**CONSOLIDATED RESULTS OF ITEM NO. 2 - ORDINARY RESOLUTION**

Subject	To appoint a Director in place of Dr. Anurag Kanoria (DIN 00200630) who retires by rotation and being eligible offers himself for reappointment.			% of total number of valid votes cast
	Number of Votes contained in			
Particulars	e-Votes	Poll	Total	
Assent	3296950	1300	3298250	100.00%
Dissent	1000	NIL	1000	100.00%
Invalid/Abstain	101800	NIL	101800	100.00%
<b>Total</b>	<b>3399750</b>	<b>1300</b>	<b>3401050</b>	<b>100%</b>

*\*Mr. Anurag Kanoria holding 101800 (1.91) shares, votes to this resolution, however she is being interested in the resolution, her voted didn't considered.*

**CONSOLIDATED RESULTS OF ITEM NO. 3 - ORDINARY RESOLUTION**

Subject	To appoint M/s Batliboi & Purohit, Chartered Accountants, (Firm Registration Number 101048W), as Statutory Auditors of the Company, for a balance period of three financial years from the financial year 2019-2020 and upto the financial year 2021-2022			% of total number of valid votes cast
	Number of Votes contained in			
Particulars	e-Votes	Poll	Total	
Assent	3399750	1300	3401050	100%
Dissent	NIL	NIL	Nil	NIL
Invalid/Abstain	NIL	NIL	Nil	NIL
<b>Total</b>	<b>3399750</b>	<b>1300</b>	<b>3401050</b>	<b>100%</b>



### CONSOLIDATED RESULTS OF ITEM NO. 4 - SPECIAL RESOLUTION

Subject	To Re-appointment of Shri Kashinath Rajgarhia as an Independent Non-Executive Director			
Particulars	Number of Votes contained in			% of total number of valid votes cast
	e-Votes	Poll	Total	
<b>Assent</b>	3397750	1300	3399050	100.00%
<b>Dissent</b>	1000	NIL	1000	100.00%
<b>Invalid/Abstain</b>	1000	NIL	1000	100.00%
<b>Total</b>	<b>3399750</b>	<b>1300</b>	<b>3401050</b>	<b>100%</b>

*\*Mr. Kashinath Rajgarhia holding 1000 (0.02) shares, votes to this resolution, however he is being interested in the resolution, his voted didn't considered.*

*Notes:*

- 1. Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting and Physical Voting by ballot paper at the venue of the meeting.*

Based on the above results, the resolution stands passed with the requisite majority according to the consolidated results of voting done under Remote E-voting and through Poll conducted at the venue of the AGM and hence deemed to have been passed at the said meeting.

I hereby confirm that, I have maintained the Registers received from the RTA and electronic voting data received from the Service Provider, in respect of the votes cast through Remote E-Voting and voting through Poll at the venue of the AGM. The Polling papers and all other relevant records relating to e-voting and physical voting will remain in my custody until the Chairperson considers, approves and signs the minutes of the AGM and the same shall be handed over to the Chairperson / Company Secretary for safe keeping.

**Zankhana Bhansali**  
**Practising Company Secretary**  
Membership No. 9261  
CP No. 10513



Date: 30<sup>th</sup> September, 2019  
Place: Mumbai





# Zankhana Bhansali

F.C.S., LL.B., B.COM

Practicing Company Secretary

Form No. MGT-13

## Report of Scrutinizer

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies  
(Management and Administration) Rules, 2014

1<sup>st</sup> October, 2019

To,  
The Chairman,  
Of the Annual General Meeting of the Shareholders of  
**Bombay Wire Ropes Ltd**  
401/405, Jolly Bhavan No. 1  
4th Floor, 10, New Marine Lines  
Mumbai - 400 020.

**Sub: 58<sup>th</sup> Annual General Meeting of the Equity Shareholder of M/s. Bombay Wire Ropes Ltd held on Monday, 30<sup>th</sup> September, 2019 at 2:30 p.m. at Kasliwal Board Room, The Maharashtra Chamber of Commerce, 6th Floor, Orion House, 12, Rampart Row, Fort, Mumbai - 400 023**

Dear Sir,

I, Zankhana Bhansali, Practicing Company Secretary appointed as Scrutinizer of the purpose of the poll taken on the below mentioned resolution(s) at the 58<sup>th</sup> Annual General Meeting of the Equity Shareholders of M/s **Bombay Wire Ropes Ltd**, held on Monday, 30<sup>th</sup> September, 2019 at 2:30 p.m. at Kasliwal Board Room, The Maharashtra Chamber of Commerce, 6th Floor, Orion House, 12, Rampart Row, Fort, Mumbai - 400 023 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, the Poll box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked poll box was subsequently opened in my presence and in the presence of two witnesses who were not in the employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorization and proxies lodged with the Company.



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Resi. : B-301-302, Kusum Bharti, Opp. Tata SSL, Dattapada Road, Borivali (E), Mumbai - 400 066.

3. I did not found any poll papers invalid.
4. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/ ~~Director~~ authorized by the Board for safe keeping.

Thanking you,  
Yours Faithfully,

*Zankhana*

Zankhana Bhansali  
Practicing Company Secretary  
CP No: 10513

Date: 30<sup>th</sup> September, 2019  
Place: Mumbai



**Scrutinizers Report of Bombay Wire Ropes Ltd Results of Voting through poll:**

**(a) Item No 1: Ordinary Resolution:**

To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March 2019 and the Statement of Profit & Loss for the financial year ended on that date, together with the Reports of the Auditors and Directors thereon.

(i) Voted in Favour of Resolution:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
3	1300	100%

(ii) Votes against the Resolution:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
NIL	NIL	NIL

**(b) Item No. 2: Ordinary Resolution**

To appoint a Director in place of Dr. Anurag Kanoria (DIN 00200630) who retires by rotation and being eligible offers himself for reappointment.

(i) Voted in Favour of Resolution:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
3	1300	100%

(ii) Votes against the Resolution:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
NIL	NIL	NIL



**(c) Item No. 3: Ordinary Resolution:**

**To appoint M/s Batliboi & Purohit, Chartered Accountants, (Firm Registration Number 101048W), as Statutory Auditors of the Company, for a balance period of three financial years from the financial year 2019-2020 and upto the financial year 2021-2022:**

**(i) Voted in Favour of Resolution:**

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
3	1300	100%

**(ii) Votes against the Resolution:**

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
NIL	NIL	NIL

**(iii) Invalid Votes:**

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
NIL	NIL	NIL

**(d) Item No. 4: Special Resolution:**

**To Re-appointment of Shri Kashinath Rajgarhia as an Independent Non-Executive Director:**

**(iv) Voted in Favour of Resolution:**

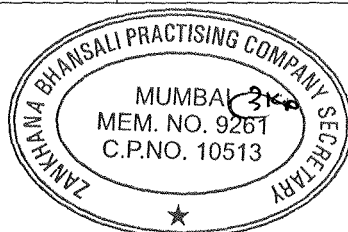
Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
3	1300	100%

**(v) Votes against the Resolution:**

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
NIL	NIL	NIL

**(vi) Invalid Votes:**

Number of Members present and Voting (In person or by Proxy)	Number of Votes cast by them	% of total no of valid votes cast
NIL	NIL	NIL







# Zankhana Bhansali

F.C.S., LL.B., B.COM

Practicing Company Secretary

## Report of Scrutinizer on E-voting process

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies, (Management and Administration) Rule, 2014)

Date: 1<sup>st</sup> October, 2019

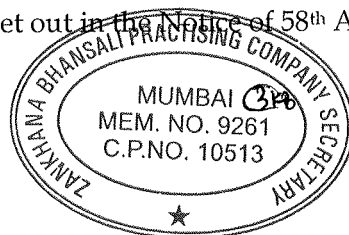
To,  
The Chairman,  
Of the Annual General Meeting of the Shareholders of  
**Bombay Wire Ropes Ltd**  
401/405, Jolly Bhavan No. 1  
4th Floor, 10, New Marine Lines  
Mumbai - 400 020.

**Sub: Scrutinizers Report on E-Voting Process conducted pursuant to the provisions of Section 108 of the Companies, Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 58<sup>th</sup> Annual General Meeting**

The Board of Directors of **Bombay Wire Ropes Ltd** (' the Company') have vide resolution passed on 28<sup>th</sup> May, 2019, decided to provide to the members of the Company, a facility to exercise their right to vote by way of Electronic means, on the resolutions as set out in the notice for the 58<sup>th</sup> Annual General Members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and make a Scrutinizers Report of the Votes cast "in favour " or "against" the resolution stated above, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facilities, engaged by the Company.

The Notice dated 28<sup>th</sup> May, 2019 convening the 58<sup>th</sup> Annual General Meeting of the Company to be held on 30<sup>th</sup> September, 2019 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the members of the Company.

The member who holds shares on the record date of 23<sup>rd</sup> September, 2019 were entitled to vote on the resolutions proposed as set out in the Notice of 58<sup>th</sup> Annual General Meeting.



Offi. : # F-079, 1st Floor, Raghuleela Mall, Kandivali (West), Mumbai - 400 067.

M: +91 98209 47010 | E Mail : zankhana.bhansali@gmail.com

Resi. : B-301-302, Kusum Bharti, Opp. Tata SSL, Dattapada Road, Borivali (E), Mumbai - 400 066.

In this regard, I submit my report as under:

1. The e-voting period remained open from Friday, 27<sup>th</sup> September, 2019 (9:00 a.m.) to Sunday, 29<sup>th</sup> September, 2019 (5:00 p.m.).
2. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses who are not with the employment of the Company.
3. The details containing list of shareholders who vote "in favour" or "against" each of the resolutions that were put to vote were downloaded from e-voting website of CDSL ( www.evotingindia.com).
4. I have scrutinized the votes casted through electronic means for the purpose of this report.
5. The particulars of all the electronic votes casted by the members through e-voting process have been recorded in a register separately maintained for the purpose.
6. The result of the voting is as per annexure attached herewith.
7. The Register and all relevant records relating to voting shall remain in our custody until the Chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same are handed over to the Compliance Officer for safe custody.

Date: 30<sup>th</sup> September, 2019  
Place: Mumbai



Thanking you,  
Yours Faithfully,

*Zankhana*

Zankhana Bhansali  
Practicing Company Secretary  
CP No: 10513

### Annexure to the Scrutinizers E-voting Results

Resol uti on No	Heading of Resolution	Type of Resolutio n	Valid Votes						Invalid Votes	
			Voting in favour (Assent)			Voted Against (Dissent)			No. of Members Voted	No. of Member s Voted
			No. of Members Voted	No. of Votes Casted	% of valid votes	No. of Memb ers Voted	No. of Votes Casted	% of valid votes		
1	To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March 2019 and the Statement of Profit & Loss for the financial year ended on that date, together with the Reports of the Auditors and Directors thereon	Ordinary	10	3399750	100%	NIL	NIL	NIL	NIL	NIL
2	To appoint a Director in place of Dr. Anurag Kanoria (DIN 00200630) who retires by rotation and being eligible offers himself for reappointment	Ordinary	8	3296950	96.98%	1	1000	0.03%	1	101800
3	To appoint M/s Batliboi & Purohit, Chartered Accountants, (Firm Registration Number 101048W), as Statutory Auditors of the Company, for a balance period of three financial years from the financial year 2019-2020 and upto the financial year 2021-2022	Ordinary	10	3399750	100%	NIL	NIL	NIL	NIL	NIL
4	To Re-appointment of Shri Kashinath Rajgarhia as an Independent Non-Executive Director	Special	8	3397750	99.94%	1	1000	0.03%	1	1000

*\*Resolution No 2: Mr. Anurag Kanoria holding 101800 (1.91) shares, votes to this resolution, however she is being interested in the resolution, her voted didn't considered.*

*\*Resolution No. 4: Mr. Kashinath Rajgarhia holding 1000 (0.02) shares, votes to this resolution, however he is being interested in the resolution, his voted didn't considered.*

