WEIZMANN LIMITED

(CIN : L65990MH1985PLC038164)

Regd. Off: Empire House, 214, Dr. D. N. Road, Ent. A.K. Nayak Marg, Fort, Mumbai - 400 001.
Tel : 2207 1501 (6 Lines) · Fax : (022) 2207 1514 · E-mail : weizmann@bom3.vsnl.net.in

To,
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai 400 051 **Date : 16th September, 2015**

Script Code : WEIZMANIND

Dear Sir/Madam,

Ref : Clause 35A of the Listing Agreement
Sub : Outcome of Annual General Meeting of Shareholders

Please refer to our letter dated 15th July 2015 whereby we had intimated to you regarding 28th Annual General Meeting (AGM) of shareholders of the Company scheduled on 14th September, 2015

In this connection the AGM of the Company was held as scheduled on Monday, 14th September, 2015 at Maharashtra Chamber of Commerce, Oricon House, 6th Floor, Maharashtra Chamber of Commerce Path, Kalaghoda, Fort, Mumbai – 400 001. The voting was conducted by way of E-voting/Physical voting and Poll at the AGM and all seven resolutions placed before the members have been passed with requisite majority.

In terms of Clause 35A of the listing agreement, we furnish below the details of the Annual General Meeting :

Sr. No.	Description	Details
1	Date of Annual General Meeting	14.09.2015
2	Cut off date	07.09.2015
3	Total number of shareholders as on record date	9141
4	Number of shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group Public	 18 24
5	Number of shareholders attended the meeting through Video Conferencing : Promoters and Promoter Group Public	 Nil Nil

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Agenda for the Annual General Meeting :

1. **To** receive consider, and adopt the Audited Financial Statements for the year ended 31st March, 2015 including the Audited Balance sheet as at 31st March, 2015 and the Statement of Profit and Loss Account for the year ended 31st March, 2015 and the report of the Directors and Auditors thereon.

2. **To declare** dividend on Equity Shares.

3. To appoint Director in place of Mr.Vinesh N.Davda who retires by rotation and being eligible, offers himself for re-appointment as a Director of the Company.

4. To appoint M/s. U.B.Sura, Chartered Accountants and M/s. Shyam C.Agrawal & Co. Chartered Accountants the retiring auditors of the Company, as Joint Auditors who shall hold office from the conclusion of this Annual General Meeting to the conclusion of the next Annual General Meeting and fix their remuneration.

5. Appointment of Shri G.N.Kamath as an Independent Director.

6. Appointment of Shri Balady Shekar Shettty as an Independent Director.

7. Appointment of Mrs. Smita V.Davda as Non Executive and Non Independent Director.

A combined report of the scrutinizer on e-voting and poll along with report of Clause 35A of the Listing Agreement is enclosed herewith for your ready reference.

Thank you
Yours faithfully,
For Weizmann Limited

Company Secretary

Encl : As above

MARTINHO FERRAO & ASSOCIATES
Company Secretaries
Level 3, Office:# 301, Dhun Building, 23/25 Janmabhoomi Marg, Fort, Mumbai - 400 001
Tel: +91 22 2202 4366 • Email: mferraocs@yahoo.com

FORM 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]

To,
The Chairman,
28th Annual General Meeting of the Equity Shareholders of
WEIZMANN LIMITED held on Monday, 14th September, 2015,
BabasahebDahanukar Hall, Oricon House,
Kala Ghoda, Mumbai – 400001.

Dear Sir,

I, Martinho Ferrao, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 28th AnnualGeneral meeting of the Equity Shareholders of **WEIZMANN LIMITED**, held on **Monday, 14th September, 2015**, Babasaheb Dahanukar Hall, Oricon House, Kala Ghoda, Mumbai – 400001, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling were locked in my presence with due identification marks placed by me.

2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the, **Bigshare Services Private Limited** Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

Martinho Ferrao & Associates
F C S No. 6221
C.P. No. 5676
Company Secretaries

4. The result of the Poll is as under:

Resolution No. 1

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March 2015 including Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors' thereon.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2996029	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(ii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Martinho Ferrao & Associates
F C S No. 6221
C. P. No. 5676
Company Secretaries

Resolution No. 2

Declaration of Dividend on Equity Shares.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2996029	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No. 3

To appoint a Director in place of Mr. Vinesh N. Davda, who retires by rotation and being eligible, offers himself for reappointment as a Director of the Company.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2996029	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No. 4

Appointment of Auditors.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2996029	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No. 5 (Ordinary resolution)

Appointment of Mr. Ganesh N. Kamath as an Independent Director

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2996029	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Resolution No. 6 (Ordinary resolution)

Appointment of Mr. B.S. Shetty as Independent Director.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2996029	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 7 - **Ordinary Resolution**

Appointment of Mrs. Smita V. Davda as an Non Executive & Non- Independent Director.

(i) Voted **in favour** of the resolution:

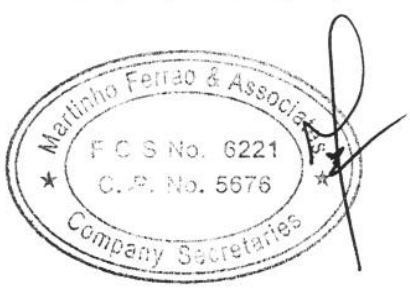
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	2996029	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,



MARTINHO FERRAO
Scrutinizer
Practicing Company Secretary

Date: 15th September, 2015
Place: Mumbai

MARTINHO FERRAO & ASSOCIATES
Company Secretaries
Level 3, Office # 301, Dhun Building, 23/25 Janmabhoomi Marg, Fort, Mumbai - 400 001
Tel: +91 22 2202 4366 • Email: mferraocs@yahoo.com

COMBINED SCRUTINIZER REPORT FOR E-VOTING& POLLFOR WEIZMANN LIMITED

To,
The Chairman,
28TH Annual General Meeting
WEIZMANN LIMITED
214, Empire House, Dr. D. N. Road
Ent. A. K. NayakMarg, Fort
Mumbai – 400001

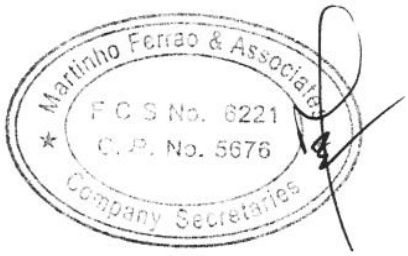
Sub; Passing of Resolution through Electronic Voting and Poll conducted at the 28TH AGM of WEIZMANN LIMITED (the Company) held on Monday, 14th September, 2015 at Babasaheb Dahanukar Hall, Oricon House, Kala Ghoda, Mumbai – 400001.

Dear Sir,
The Company had appointed me as a Scrutinizer to scrutinize the E-voting process and also for the Poll held at the 28TH AGM of the Company held on September 14, 2015.

The E-voting was held between 11th September, 2015 (9.00a.m.) to 13th September, 2015 (5.00 p.m.).

The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Friday, 11th September, 2015at 9:00 a.m. to Sunday, 13th September, 2015 at 5:00 p.m. Bigshare Services Private Limited are the Registrar and Share Transfer Agents of the Company.

At the 28TH AGM of the Company held on 14th September, 2015, the Chairman of the Company had called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.



The result of the E-voting together with those of the Poll are as under:

Item No. 1 - Ordinary Resolution

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March 2015 including Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors' thereon.

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	28	10688674	99.99981	2	20	0.00019
Poll	23	2996029	100	0	0	0
TOTAL	**51**	**13684703**	**99.99985**	2	20	**0.00015**

Note: There were no invalid votes and no shareholder abstained from voting on this resolution.

Item No. 2 - Ordinary Resolution

Declaration of Dividend on Equity Shares.

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	28	10688674	100	0	0	0
Poll	23	2996029	100	0	0	0
TOTAL	**51**	**13684703**	**100**	0	0	0

Note: There were no invalid votes and two shareholders abstained from voting on this resolution.

Martinho Ferrao & Associates
F C S No. 6221
C. P. No. 5676
Company Secretaries

Item No. 3 - Ordinary Resolution

To appoint a Director in place of Mr. Vinesh N. Davda, who retires by rotation and being eligible, offers himself for reappointment as a Director of the Company.

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	27	10688276	99.99609	3	418	0.00391
Poll	23	2996029	100	0	0	0
TOTAL	**50**	**13684305**	**99.99696**	3	418	**0.003054**

Note: There were no invalid votes and no shareholder abstain from voting on this resolution.

Item No. 4 - Ordinary Resolution

Appointment of Auditors.

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	28	10688674	99.99981	2	20	0.00019
Poll	23	2996029	100	0	0	0
TOTAL	**51**	**13684703**	**99.99985**	2	20	**0.00015**

Note: There were no invalid votes and no shareholder abstained from voting on this resolution.

Martinho Ferrao & Associates F C S No. 6221 C. P. No. 5676 Company Secretaries

Item No. 5 - Ordinary Resolution

Appointment of Mr. Ganesh N. Kamath as an Independent Director

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	27	10688673	99.99981	2	20	0.00019
Poll	23	2996029	100	0	0	0
TOTAL	**50**	**13684702**	**99.99985**	2	20	**0.00015**

Note: There were no invalid votes and one shareholders abstained from voting on this resolution.

Item No.6 - Ordinary Resolution

Appointment of Mr. B.S. Shetty as Independent Director.

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	28	10688674	99.99981	2	20	0.00019
Poll	23	2996029	100	0	0	0
TOTAL	**51**	**13684703**	**99.99985**	2	20	**0.00015**

Note: There were no invalid votes and no shareholder abstained from voting on this resolution.

Martinho Ferrao & Associates Pvt. Ltd. F C S No. 6221 C.P. No. 5676 Company Secretaries

Item No. 7 - Ordinary Resolution

Appointment of Mrs. Smita V. Davda as an Non Executive & Non- Independent Director.

Method of Voting	Votes in Favour of the resolution			Votes Against the resolution		
	No. of members voted	No. of Shares	%age	No. of members voted	No. of Shares	%age
E-voting	27	10688276	99.99628	1	398	0.00372
Poll	23	2996029	100	0	0	0
TOTAL	**50**	**13684305**	**99.99709**	1	398	**0.00291**

Note: There were no invalid votes and two shareholders abstained from voting on this resolution.

All resolutions stand passed under e-voting and poll by requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service provider both electronically and manually, in respect of the votes cast through e-voting and Poll by the shareholder of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course.

Thanking you,



MARTINHO FERRAO
Scrutinizer
Practicing Company Secretary

Date: 15th September, 2015
Place: Mumbai

RESULTS OF VOTING OF WEIZMANN LIMITED 28TH AGM RESOLUTIONS – CLAUSE 35A

1. To receive consider, and adopt the Audited Financial Statements for the year ended 31st March, 2015 including the Audited Balance sheet as at 31st March, 2015 and the Statement of Profit and Loss Account for the year ended 31st March, 2015 and the report of the Directors and Auditors thereon.

   Resoution Requred : Ordinary Resolution

   Mode of Vote : E Voting and Poll at AGM

Resolution 1							
Promoter/Public	No.of Shares Held	No. of Votes Polled	% of Votes polled on Outstanding Shares	Number of votes-in favour	Number of Votes-against	% of Votes in favour of votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter	11311186	11311186	100.00	11311186	0	100.00	0.00
Public Institution	200	00	0	0	0	0	0.00
Public Others	5960150	2373517	39.82	2373497	20	99.99	0.00
Total	17271536	13684703	79.23	13684683	20	99.99	0.00

2. To confirm the declaration of dividend @ 5% on equity shares

   Resoution Requred : Ordinary Resolution

   Mode of Vote : E Voting and Poll at AGM

Resolution 2							
Promoter/Public	No.of Shares Held	No. of Votes Polled	% of Votes polled on Outstanding Shares	Number of votes-in favour	Number of Votes-against	% of Votes in favour of votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter	11311186	11311186	100.00	11311186	0	100.00	0.00
Public Institution	200	00	0	0	0	0	0.00
Public Others	5960150	2373517	39.82	2373517	0	100.00	0.00
Total	17271536	13684703	79.23	13684703	0	100.00	0.00



3. To appoint a Director in place of Shri Vinesh N.Davda as Director, who retires by rotation and being eligible offer himself for re-appointment.

Resoution Requred : Ordinary Resolution

Mode of Vote : E Voting and Poll at AGM

Resolution 3							
Promoter/Public	No.of Shares Held	No. of Votes Polled	% of Votes polled on Outstanding Shares	Number of votes-in favour	Number of Votes-against	% of Votes in favour of votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter	11311186	11311186	100.00	11311186	0	100.00	0.00
Public Institution	200	00	0	0	0	0	0.00
Public Others	5960150	2373119	39.82	2372701	418	99.99	0.00
Total	17271536	13684305	79.23	13683887	418	99.99	0.00

4. To appoint M/s. U.B.Sura & Co., Chartered Accountants and M/s. Shyam C.Agrawal &Co., Chartered Accountants the retiring Auditors of the Company as Joint Auditors who shall hold office from the conclusion of this Annual General meeting to the conclusion of the next Annual General meeting and to fix their remuneration.

Resoution Requred : Ordinary Resolution

Mode of Vote : E Voting and Poll at AGM

Resolution 4							
Promoter/Public	No.of Shares Held	No. of Votes Polled	% of Votes polled on Outstanding Shares	Number of votes-in favour	Number of Votes-against	% of Votes in favour of votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter	11311186	11311186	100.00	11311186	0	100.00	0.00
Public Institution	200	00	0	0	0	0	0.00
Public Others	5960150	2373517	39.82	2373497	20	99.99	0.00
Total	17271536	13684703	79.23	13684683	20	99.99	0.00



5. To appoint Shri Ganesh N. Kamath as an Independent Director

Resoution Requred : Ordinary Resolution

Mode of Vote : E Voting and Poll at AGM

Resolution 5							
Promoter/Public	No.of Shares Held	No. of Votes Polled	% of Votes polled on Outstanding Shares	Number of votes-in favour	Number of Votes-against	% of Votes in favour of votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter	11311186	11311186	100.00	11311186	0	100.00	0.00
Public Institution	200	00	0	0	0	0	0.00
Public Others	5960150	2373516	39.82	2373496	20	99.99	0.00
Total	17271536	13684702	79.23	13684682	20	99.99	0.00

6. To appoint Shri Balady Shekar Shetty as an Independent Director

Resoution Requred : Ordinary Resolution

Mode of Vote : E Voting and Poll at AGM

Resolution 6							
Promoter/Public	No.of Shares Held	No. of Votes Polled	% of Votes polled on Outstanding Shares	Number of votes-in favour	Number of Votes-against	% of Votes in favour of votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter	11311186	11311186	100.00	11311186	0	100.00	0.00
Public Institution	200	00	0	0	0	0	0.00
Public Others	5960150	2373517	39.82	2373497	20	99.99	0.00
Total	17271536	13684703	79.23	13684683	20	99.99	0.00



7. To appoint Mrs. Smita V.Davda as an Non Executive & Non Independent Director.

Resoution Requred : Ordinary Resolution

Mode of Vote : E Voting and Poll at AGM

Resolution 7							
Promoter/Public	No.of Shares Held	No. of Votes Polled	% of Votes polled on Outstanding Shares	Number of votes-in favour	Number of Votes-against	% of Votes in favour of votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter	11311186	11311186	100.00	11311186	0	100.00	0.00
Public Institution	200	00	0	0	0	0	0.00
Public Others	5960150	2373119	39.82	2372721	398	99.99	0.00
Total	17271536	13684305	79.23	13683907	398	99.99	0.00