



DATE: July 22, 2016
REF.: PIL/DVN/L- 179/2016-17

Company Code - PRAJIND National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051 Fax: 022 - 2659 8237 / 38	Security Code No. : 522205 Bombay Stock Exchange Limited PhirozeJeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai - 400 001 Fax: 022- 22723121/3719/2037/2039/2041/2061
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Dear Sir/Madam,

Sub.: Proceedings of 30th Annual General Meeting and voting results.

In continuation to our letter dated May 20, 2016, 30th Annual General Meeting ('AGM') of the Company was held today i.e. on July 22, 2016 and the businesses mentioned in the Notice dated May 20, 2016 were transacted.

In this regard, Please find enclosed the following-

- (1) Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.
- (3) Report of Scrutinizer dated July 22, 2016, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you,

Yours faithfully,

FOR PRAJ INDUSTRIES LIMITED

DATTATRAYA NIMBOLKAR
CFO & COMPANY SECRETARY

Encls: As above.

Summary of proceedings of the 30th Annual General Meeting:



The 30th Annual General Meeting (AGM) of the Members of Praj Industries Limited ('the Company') was held on Friday, July 22, 2016 at 10.00 A.M (IST) at the Registered Office of the Company at "Praj Tower", S. No. 274 & 275/2, Bhumkar Chowk- Hinjewadi Road, Hinjewadi, Pune - 411 057.

Mr. Pramod Chaudhari chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. He then introduced his colleagues on the dais. The Chairman also introduced Mr. Sandip Rao, Partner – P. G. Bhagwat, Statutory Auditors and Mr. Vikas Khare, Partner- KANJ & Associates, Secretarial Auditors to the meeting. The Chairman then delivered his speech. The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the meeting.

The following items of business, as per the Notice of AGM dated May 20, 2016, were transacted at the meeting;

1. Receive, consider and adopt;
 - a. the audited Financial Statements of the Company for the Financial Year ended 31st March, 2016 together with the reports of Board of Directors and the Auditors thereon.
 - b. the audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2016 together with the report of the Auditors thereon.
2. Re-appointment of Ms. Parimal Chaudhari (DIN: 00724911) as Director.
3. Ratification of Appointment of Statutory till the conclusion of 31st Annual General Meeting.
4. Ratification of remuneration of Dhananjay V. Joshi & Associates, Cost Accountants, Pune as Cost Auditors for the Financial Year ending 31st March, 2017.

The Chairman replied to the queries raised by the members.

The Board of Directors had appointed Mr. Sunil G. Nanal, Practising Company Secretary as the Scrutinizer to supervise the e - voting and ballot voting process. The Chairman authorized Mr. Dattatraya Nimbolkar, CFO & Company Secretary to declare the results of voting.

The scrutinizers report was received and accordingly all the resolutions as set out in the notice were declared as passed. Mr. Dattatraya Nimbolkar, CFO & Company Secretary declared the result of voting by 7.00 P.M. on 22nd July, 2016.

This is for your information and record.

Thanking you,
Yours faithfully,

FOR PRAJ INDUSTRIES LIMITED

A blue ink signature of Dattatraya Nimbolkar, written in a cursive style.

DATTATRAYA NIMBOLKAR
CFO & COMPANY SECRETARY

PRAJ INDUSTRIES LIMITED



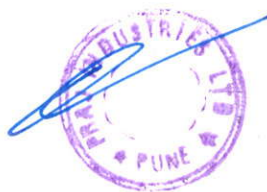
Outcome of Voting at 30th Annual General Meeting held on 22nd July, 2016
(As per Clause 44(3) of Listing Obligations and Disclosure Requirements, 2015)

Date of Annual General Meeting	22 nd July, 2016		
Total Number of Shareholders as on record date	99191		
No. of Shareholders present in the meeting either in person or through proxy	<u>Promoters & Promoter Group</u>	<u>Public</u>	
	In Person	In Person	Through Proxy
	2	46	1
No. of Shareholders attended the meeting through Video Conferencing	<u>Promoters & Promoter Group</u>	<u>Public</u>	
	Not Applicable	Not Applicable	

Agenda Wise (Resolution Wise) Given Below

The mode of voting for all the resolutions was:

- 1) e-voting conducted between 18th July, 2016 and 21st July, 2016 and
- 2) Poll conducted at the Meeting



Resolution No. 1	To receive, consider and adopt:							
	a. the audited Financial Statements of the Company for the financial year ended 31st March, 2016 together with the reports of Board of Directors and the Auditors thereon							
	b. the audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2016 together with the report of the Auditors thereon							
Resolution required :	Ordinary							
Whether promotor 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
Promoter and Promoter Group	E-Voting	111	121	$131 = \frac{(2)}{(1)} * 100$	141	151	$161 = \frac{(4)}{(2)} * 100$	$171 = \frac{(5)}{(2)} * 100$
	Poll	0	0	100.000%	60300000	0	100.000%	0.000%
	Postal Ballot	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	40875152	39090152	95.633%	39090152	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot	0	0		0	0		
	Total	40875152	39090152	95.633%	39090152	0	100.000%	0.000%
Public - Non Institutions	E-Voting	25853	25853	100.000%	25853	0	100.000%	0.000%
	Poll	1565280	1564361	99.941%	1564361	0	100.000%	0.000%
	Postal Ballot	0	0		0	0		
	Total	1591133	1590214	99.942%	1590214	0	100.000%	0.000%
	Grand Total	102766285	100980366	98.262%	100980366	0	100.000%	0.000%



Resolution No.2		To appoint a Director in place of Ms. Parimal Chaudhari (DIN: 00724911) who retires by rotation and being eligible, offers herself for re-appointment.						
Resolution required :		Ordinary						
Whether promotor 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
Promoter and Promoter Group		111	121	$[3] = [(2)/(1)] * 100$	141	151	$[6] = [(4)/(2)] * 100$	$[7] = [(5)/(2)] * 100$
	E-Voting	0	0		0	0		
	Poll	0	0		0	0		
	Postal Ballot	0	0		0	0		
	Total	0	0		0	0		
Public - Institutions	E-Voting	40875152	40875152	100.000%	40875152	0	100.000%	
	Poll	0	0		0	0		0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	40875152	40875152	100.000%	40875152	0	100.000%	
	E-Voting	25853	25853	100.000%	25133	720	97.215%	2.785%
Public - Non Institutions	Poll	1565280	1564361	99.941%	1564361	0	100.000%	0.000%
	Postal Ballot	0	0		0	0		
	Total	1591133	1590214	99.942%	1589494	720	99.955%	0.045%
	Grand Total	42466285	42465366	99.998%	42464646	720	99.998%	0.002%

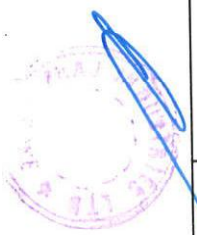


Resolution No. 3

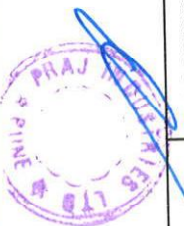
To ratify the appointment of M/s P.G. Bhagwat, Chartered Accountants as Statutory Auditors of the Company from conclusion of this annual general meeting till the conclusion of the Thirty First annual general meeting to be held during 2017 and to fix their remuneration.

Resolution required :
Ordinary
Whether promotor 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
Promoter and Promoter Group		111	121	131=[(2)/(1)]*100	141	151	161=[(4)/(2)]*100	171=[(5)/(2)]*100
	E-Voting	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot	0	0		0	0		
	(if)							
Public - Institutions	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	E-Voting	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot	0	0		0	0		
	(if)							
Public - Non Institutions	Total	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
	E-Voting	25853	25853	100.000%	25853	0	100.000%	0.000%
	Poll	1565280	1564361	99.941%	1564361	0	100.000%	0.000%
	Postal Ballot	0	0		0	0		
	(if)							
	Total	1591133	1590214	99.942%	1590214	0	100.000%	0.000%
	Grand Total	102766285	102765366	99.999%	102765366	0	100.000%	0.000%



Resolution No. 4		To ratify the remuneration of M/s Dhananjay V. Joshi & Associates, Cost Accountants, Pune as Cost Auditors for the Financial Year ending 31st March, 2017.						
Resolution required :		Ordinary						
Whether 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
Promoter and Promoter Group		111	121	$[3] = [(2)/(1)] * 100$	141	151	$[6] = [(4)/(2)] * 100$	$[7] = [(5)/(2)] * 100$
	E-Voting	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
	E-Voting	25853	25853	100.000%	25853	0	100.000%	0.000%
Public - Non Institutions	Poll	1565280	1564361	99.941%	1564361	0	100.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	1591133	1590214	99.942%	1590214	0	100.000%	0.000%
	Grand Total	102766285	102765366	99.999%	102765366	0	100.000%	0.000%





As per the consolidated results of e-voting and poll on item no. 1 to 4 of the Notice of the AGM, all the resolutions are passed by requisite majority.

FOR PRAJ INDUSTRIES LIMITED,

A handwritten signature in blue ink, appearing to read 'Dattatraya Nimbolkar', written over a horizontal line.

**DATTATRAYA NIMBOLKAR
CFO & COMPANY SECRETARY**

SCRUTINIZER'S CONSOLIDATED REPORT

To

The Executive Chairman,
Praj Industries Limited,
Praj Tower, S. No. 274 & 275/2,
Bhumkar Chowk - Hinjewadi Road,
Hinjewadi, Pune - 411057

Subject: Submission of Scrutinizer's Consolidated Report

Ref: 30th Annual General Meeting (the "Meeting") of the Equity Shareholders of Praj Industries Limited (the "Company") held on Friday, the 22nd day of July, 2016 at 10.00 a.m., at Registered Office of the Company at Praj Tower, S. No. 274 & 275/2, Bhumkar Chowk - Hinjewadi Road, Hinjewadi, Pune - 411057.

Dear Sir,

I, Sunil Nanal, Partner of M/s KANJ & Associates, Practising Company Secretaries, Pune appointed as a Scrutinizer for the following purposes:

1. The e-Voting process conducted for the below mentioned resolutions, as per Section 108 of the Companies Act, 2013 between 18th July, 2016 9.00AM and 21st July, 2016 5.00 PM IST.
2. The poll taken for the below mentioned resolutions, as per Section 109 of the Companies Act, 2013 at the Meeting of the Company.

I submit a consolidated report as under:

1. With respect to the poll taken at the Meeting, after the time fixed for closing of the poll by the Executive Chairman, Shri Pramod Chaudhari, ballot boxes kept for polling were locked in my presence with due identification marks placed by me. Subsequently, after the closing of the poll, the locked ballot boxes were opened in my presence and poll papers were diligently scrutinized, reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company and counted.
2. After the conclusion of voting at the general meeting, I first counted the votes cast at the general meeting and thereafter I unblocked the votes cast through remote e-Voting in the presence of two witnesses. A final electronic report of the whole process was generated by me by using the access and authorizations given to me by accessing the data available on the website of Central Depository Services Limited (CDSL), i.e. "<https://www.evotingindia.com>". The final report was tabulated by

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me and the data regarding the final e-Votes was diligently scrutinized and reconciled with the data available on the above mentioned website.

3. The cumulative result of the e-Voting process and the poll taken at the Meeting is as under:

a) As an ordinary resolution- Item No. 1 passed with requisite majority

To receive, consider and adopt;

- the audited Financial Statements of the Company for the financial year ended 31st March, 2016 together with the reports of Board of Directors and the Auditors thereon
- the audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2016 together with the report of the Auditors thereon.

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)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	40875152	39090152	95.633%	39090152	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot	0	0		0	0		
	Total	40875152	39090152	95.633%	39090152	0	100.000%	0.000%
Public - Non Institutions	E-Voting	25853	25853	100.000%	25853	0	100.000%	0.000%
	Poll	1565280	1564361	99.941%	1564361	0	100.000%	0.000%
	Postal Ballot	0	0		0	0		
	Total	1591133	1590214	99.942%	1590214	0	100.000%	0.000%
	Grand Total	102766285	100980366	98.262%	100980366	0	100.000%	0.000%

Sunil G. Nanal



b) As an ordinary resolution- Item No. 2 passed with requisite majority

To appoint a Director in place of Ms. Parimal Chaudhari (DIN: 00724911) who retires by rotation and being eligible, offers herself for re-appointment

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)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0		0	0		
	Poll	0	0		0	0		
	Postal Ballot	0	0		0	0		
	Total	0	0		0	0		
Public - Institutions	E-Voting	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
Public - Non Institutions	E-Voting	25853	25853	100.000%	25133	720	97.215%	2.785%
	Poll	1565280	1564361	99.941%	1564361	0	100.000%	0.000%
	Postal Ballot	0	0		0	0		
	Total	1591133	1590214	99.942%	1589494	720	99.955%	0.045%
Grand Total		42466285	42465366	99.998%	42464646	720	99.998%	0.002%

File



c) As an ordinary resolution- Item No. 3 passed with requisite majority

To ratify the appointment of M/s P.G. Bhagwat, Chartered Accountants as Statutory Auditors of the Company from conclusion of this annual general meeting till the conclusion of the Thirty First annual general meeting to be held during 2017 and to fix their remuneration.

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)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot (if	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot (if	0	0		0	0		
	Total	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
Public - Non Institutions	E-Voting	25853	25853	100.000%	25853	0	100.000%	0.000%
	Poll	1565280	1564361	99.941%	1564361	0	100.000%	0.000%
	Postal Ballot (if	0	0		0	0		
	Total	1591133	1590214	99.942%	1590214	0	100.000%	0.000%
Grand Total		102766285	102765366	99.999%	102765366	0	100.000%	0.000%

Done



d) As an ordinary resolution- Item No. 4 passed with requisite majority

To ratify the remuneration of M/s Dhananjay V. Joshi & Associates, Cost Accountants, Pune as Cost Auditors for the Financial Year ending 31st March, 2017

Resolution No. 4		To ratify the remuneration of M/s Dhananjay V. Joshi & Associates, Cost Accountants, Pune as Cost Auditors for the Financial Year ending 31st March, 2017.						
Resolution required :		Ordinary						
Whether promotor 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)]*100	[7] = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E Voting	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
	Poll	0	0		0	0		
	Postal Ballot (if applicable)	0	0		0	0		
	Total	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
Public - Non Institutions	E-Voting	25853	25853	100.000%	25853	0	100.000%	0.000%
	Poll	1565280	1564361	99.941%	1564361	0	100.000%	0.000%
	Postal Ballot (if applicable)	0	0		0	0		
	Total	1591133	1590214	99.942%	1590214	0	100.000%	0.000%
Grand Total		102766285	102765366	99.999%	102765366	0	100.000%	0.000%

- A Compact Disc (CD) containing exhaustive details of the voting patterns of each of the aforementioned resolutions for both the e-Voting process and the poll taken at the Meeting is enclosed.
- The electronic data along with the poll papers and all other relevant records relating to the e-Voting process and the poll taken at the Meeting were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,

Place: Pune

Date: 22nd July, 2016

Yours faithfully,




Sunil Nanal
Scrutinizer
M. No. 5977 CP No. 2809
Partner
KANJ & Associates,
Practicing Company Secretaries

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

Shri Pramod Chaudhari,
Executive Chairman,

30th Annual General Meeting of the Equity Shareholders of Praj Industries Limited, Pune held on Friday 22nd July, 2016 at 10.00 am at the Registered Office of the Company at 'Praj Tower' S. No. 274 & 275/2, Bhumkar Chowk - Hinjewadi Road, Hinjewadi, Pune – 411057.

Dear Sir,

I, Sunil Nanal, Partner of M/s KANJ & Associates, Pune appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 30th Annual General Meeting of the Equity Shareholders of Praj Industries Limited, held on Friday 22nd July, 2016 at the Registered Office of the Company at "Praj Tower", S. No. 274 & 275/2, Bhumkar Chowk, Hinjewadi Road, Hinjewadi, Pune – 411057, submit my report as under:

1. After the time fixed for closing of the poll by the Executive Chairman Shri Pramod Chaudhari, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/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.
4. The result of the Poll is as under:



Sunil

a) Resolution No.1 (Ordinary Resolution)

To receive, consider and adopt;

- the audited Financial Statements of the Company for the financial year ended 31st March, 2016 together with the reports of Board of Directors and the Auditors thereon
- the audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2016 together with the report of the 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 vote cast
28	1564361	100.000%

(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 vote cast
0	0.00	0.000%

(iii) Invalid votes:

Total number of members present and voting (in person or by proxy)	Total number of votes cast by them
0	0

b) Resolution No. 2 (Ordinary Resolution)

To appoint a Director in place of Ms. Parimal Chaudhari (DIN: 00724911) who retires by rotation and being eligible, offers herself for re-appointment.

(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 vote cast
28	1564361	100.000%

(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 vote cast
0	0	0.000%

(iii) Invalid votes:

Total number of members present and voting (in person or by proxy)	Total number of votes cast by them
0	0



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c) Resolution No. 3 (Ordinary Resolution)

To ratify the appointment of M/s P.G. Bhagwat, Chartered Accountants as Statutory Auditors of the Company from conclusion of this annual general meeting till the conclusion of the Thirty First annual general meeting to be held during 2017 and to fix their remuneration.

(i) Voted in favor 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 vote cast
28	1564361	100.000%

(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 vote cast
0	0	0.000%

(iii) Invalid votes:

Total number of members present and voting (in person or by proxy)	Total number of votes cast by them
0	0

d) Resolution No.4 (Ordinary Resolution)

To ratify the remuneration of M/s Dhananjay V. Joshi & Associates, Cost Accountants, Pune as Cost Auditors for the Financial Year ending 31st March, 2017.

(i) Voted in favor 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 vote cast
28	1564361	100.000%

(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 vote cast
0	0	0.000%

(iii) Invalid votes:

Total number of members present and voting (in person or by proxy)	Total number of votes cast by them
0	0



Base

5. A Compact Disk (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/Director authorized by the Board for safe keeping.

Thanking you,

Yours Faithfully,



Sunil Nanal,
Partner
KANJ & Associates,
Company Secretaries, Pune
FCS -5977, CP No.2809
Place: Pune
Dated: 22nd July, 2016
(Name and Signature of the Scrutinizer)

SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and rule 20 of the Companies [Management and Administration] Rules, 2014)

To

The Executive Chairman,
Praj Industries Limited (the "Company")
'Praj Tower' S. No. 274 & 275/2,
Bhumkar Chowk - Hinjewadi Road,
Hinjewadi, Pune – 411057

The e-Voting process was conducted between 18th July, 2016 9.00a.m. and 21st July, 2016 5.00p.m. in respect of the 30th Annual General Meeting of the Company held on 22nd July, 2016 at 10.00 am at the Registered Office of the Company located at 'Praj Tower' S. No. 274 & 275/2, Bhumkar Chowk - Hinjewadi Road, Hinjewadi, Pune – 411057.

Dear Sir,

I, Sunil Nanal, Partner of M/s KANJ & Associates, Practicing Company Secretaries, Pune, appointed as Scrutinizer for the purpose of the e-Voting process being carried out, as per Section 108 of the Companies Act, 2013, in respect of the below mentioned resolutions, at the 30th Annual General Meeting of the Equity Shareholders of the Company held on 22nd July, 2016 at 10.00 a.m., at the Registered Office of the Company located at 'Praj Tower' S. No. 274 & 275/2, Bhumkar Chowk - Hinjewadi Road, Hinjewadi, Pune – 411057, submit my report as under:

1. After the time fixed for closing of the e-Voting by the Company and after the conclusion of voting at the general meeting, I first counted the votes cast at the Annual General Meeting, thereafter I unblocked the votes cast through remote e-Voting in the presence of two witnesses. A final electronic report of the whole process was generated by me by using the access and authorizations given to me by Central Depository Services Limited (CDSL).
2. The final report generated was tabulated by me and the data regarding the final e-votes was diligently scrutinized. The whole data regarding the members who had voted electronically was reconciled as per the data available on the website of CDSL, i.e. "<https://www.evotingindia.com>"



3. The result of the e-voting is as detailed below:

a) Resolution No.1 (Ordinary Resolution)
To receive, consider and adopt;

- the audited Financial Statements of the Company for the financial year ended 31st March, 2016 together with the reports of Board of Directors and the Auditors thereon
- the audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2016 together with the report of the Auditors thereon.

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)]*100	[7] = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	40875152	39090152	95.633%	39090152	0	100.000%	0.000%
Public - Non Institutions	E-Voting	25853	25853	100.000%	25853	0	100.000%	0.000%
	Total	101201005	99416005	98.236%	99416005	0	100.000%	0.000%

b) Resolution No.2 (Ordinary Resolution)

To appoint a Director in place of Ms. Parimal Chaudhari (DIN: 00724911) who retires by rotation and being eligible, offers herself for re-appointment

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)]*100	[7] = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0		0	0		
Public - Institutions	E-Voting	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
Public - Non Institutions	E-Voting	25853	25853	100.000%	25133	720	97.215%	2.785%
	Total	40901005	40901005	100.000%	40900285	720	99.998%	0.002%

c) Resolution No.3 (Ordinary Resolution)

To ratify the appointment of M/s P.G. Bhagwat, Chartered Accountants as Statutory Auditors of the Company from conclusion of this annual general meeting till the conclusion of the Thirty First annual general meeting to be held during 2017 and to fix their remuneration

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)]*100	[7] = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
Public - Non Institutions	E-Voting	25853	25853	100.000%	25853	0	100.000%	0.000%
	Total	101201005	101201005	100.000%	101201005	0	100.000%	0.000%

d) Resolution No. 4 (Ordinary Resolution)

To ratify the remuneration of M/s Dhananjay V. Joshi & Associates, Cost Accountants, Pune as Cost Auditors for the Financial Year ending 31st March, 2017.

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)]*100	[7] = [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	60300000	60300000	100.000%	60300000	0	100.000%	0.000%
Public - Institutions	E-Voting	40875152	40875152	100.000%	40875152	0	100.000%	0.000%
Public - Non Institutions	E-Voting	25853	25853	100.000%	25853	0	100.000%	0.000%
	Total	101201005	101201005	100.000%	101201005	0	100.000%	0.000%

- A Compact Disc (CD) containing a list of equity shareholders/custodians/proxies who voted "FOR", "AGAINST" and those who "ABSTAINED FROM VOTING" for each resolution is enclosed.
- The electronic data and other relevant records related to this e-Voting process were handed over to the Company Secretary/Director authorized by the Board for safe keeping.

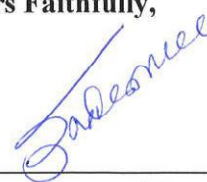
Thanking You,

Place: Pune

Date: 22nd July, 2016



Yours Faithfully,



Signature
Sunil Nanal
M No. 5977 CP No. 2809
Scrutinizer
Partner
KANJ & Associates,
Practicing Company Secretaries