BANCO PRODUCTS (INDIA) LTD.

CIN
L51100GJ1961PLC001039

Post Box No. 2562, Vadodara - 390 005. Gujarat, India.
Phone : (0265) 2680220/21/22/23, Fax : +91-265-2680433 / 2338430
E-mail : mail@bancoindia.com, Website : www.bancoindia.com

ISO/TS 16949 : 2009
Cert. No. 20000295 TS09

Date : 24.09.2018

To,
BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001

Stock Code (BSE) - 500039

To,
National Stock Exchange of India Ltd.
Listing Department,
"Exchange Plaza", C/1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

Trading Symbol (NSE) - BANCOINDIA

Dear Sir,

Sub : Declaration of Voting Results of 57th Annual General Meeting of the Company held on September 22, 2018.

With reference to the above, we would like to state that the 57th Annual General Meeting of the Company was held on September 22, 2018 at Registered Office of the Company at Bil, Near Bhaili Railway Station, Padra Road, Dist Vadodara - 391 410.

In this connection we the following :

1. Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizers' Report on E-voting and Poll as per the provisions of Section 108 and 109 of the Companies Act,2013 read with Companies (Management and Administration), Rules, 2014

For Banco Products (India) Limited

Company Secretary

BANCO PRODUCTS (INDIA) LIMITED
BIL
DIST. BARODA

BANCO PRODUCTS (INDIA) LIMITED

Registered Office: Bil, Near Bhaili Railway Station,
Padra Road, Dist. Baroda - 391 410.
Phone:-0265-2680220/21/23/23, Fax:-0265-2680433/2338430,
E-mail:- secc@bancoindia.com, Website:- www.bancoindia.com, CIN: L51100GJ1961PLC001039

Date: 22.09.2018

Voting Results of Banco Products (India) Limited

Date of AGM :	September 22, 2018
Total No. of Shareholders on record date:	24083
No. of Shareholders present in the meeting either in person or through proxy:	51
Promoters & Promoter Group :	3
Public :	48
No. of Shareholders attending the meeting through Video Conferencing:	
Promoters and Promoter Group :	N.A.
Public :	N.A.

Agenda - wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1: To receive, consider and adopt Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31.03.2018 including Balance Sheet as at 31.03.2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended on 31.03.2018 and the Reports of the Board of Directors and the Auditors thereon.

Resolution required :	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution? :	No

Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	48549992	0	0.00	0	0	0.00	0.00
	Poll		33718002	69.45	33718002	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	**48549992**	**33718002**	**69.45**	**33718002**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	16894	0	0	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	**16894**	**0**	**0**	**0**	**0**	**0.00**	**0.00**
Public - Non Institutions	E-Voting	22951764	3038720	13.24	3038615	105	100.00	0.00
	Poll		882461	3.84	882461	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	**22951764**	**3921181**	**17.08**	**3921076**	**105**	**100.00**	**0.00**
Total		**71518650**	**37639183**	**52.63**	**37639078**	**105**	**100.00**	**0.00**

Resolution No. 2 : To declare final dividend on Equity Shares for the Financial Year ended 31.03.2018.

Resolution required :	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution? :	No.

Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	48549992	0	0.00	0	0	0.00	0.00
	Poll		33718002	69.45	33718002	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	**48549992**	**33718002**	**69.45**	**33718002**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	16894	0	0	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	**16894**	**0**	**0**	**0**	**0**	**0.00**	**0.00**
Public - Non Institutions	E-Voting	22951764	3091417	13.47	3091312	105	100.00	0.00
	Poll		882461	3.84	882461	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	**22951764**	**3973878**	**17.31**	**3973773**	**105**	**100.00**	**0.00**
Total		**71518650**	**37691880**	**52.70**	**37691775**	**105**	**100.00**	**0.00**

BANCO PRODUCTS (INDIA) LIMITED
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E-mail:- sec@bancoindia.com, Website:- www.bancoindia.com, CIN: L51100GJ1961PLC001039

Date: 22.09.2018

Voting Results of Banco Products (India) Limited

Resolution No. 3 : To appoint a Director in place of Mr. Samir K Patel (DIN : 00161448), who retires by rotation and being eligible, offershimself for reappointment.

Resolution required : Ordinary

Whether promoter/promoter group are interested in the agenda/resolution? : No

Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	48549992	0	0.00	0	0	0.00	0
	Poll		33718002	69.45	33718002	0	100.00	0
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0
	Total	**48549992**	**33718002**	**69.45**	**33718002**	**0**	**100.00**	**0**
Public - Institutions	E-Voting	16894	0	0	0	0	0.00	0
	Poll		0	0	0	0	0.00	0
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0
	Total	**16894**	0	0	0	0	0.00	0
Public - Non Institutions	E-Voting	22951764	3091417	13.47	3091312	105	100.00	0.0034
	Poll		882461	3.84	882461	0	100.00	0
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0
	Total	**22951764**	**3973878**	**17.31**	**3973773**	**105**	**100.00**	**0.0026**
Total		**71518650**	**37691880**	**52.70**	**37691775**	**105**	**100.00**	**0.0003**

Resolution No. 4 : Re - appointment of and Remuneation payable to Mrs. Himali H Patel as the Whole Time Director of the Company.

Resolution required : Special

Whether promoter/promoter group are interested in the agenda/resolution? : No.

Category	Mode of Voting	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	48549992	0	0.00	0	0	0.00	0.00
	Poll		33718002	69.45	33718002	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	**48549992**	**33718002**	**69.45**	**33718002**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	16894	0	0	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	**16894**	0	0	0	0	0.00	0.00
Public - Non Institutions	E-Voting	22951764	3091417	13.47	3091287	130	100.00	0.00
	Poll		882461	3.84	882461	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	**22951764**	**3973878**	**17.31**	**3973748**	**130**	**100.00**	**0.00**
Total		**71518650**	**37691880**	**52.70**	**37691750**	**130**	**100.00**	**0.00**

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Date: 22.09.2018

Voting Results of Banco Products (India) Limited

Resolution No. 5 : Approval of Remuneration to Cost Auditor								
Resolution required :			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution? :			No.					
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of Votes Polled (2)**	**% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100**	**No. of Votes - in favour (4)**	**No. of Votes - against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	E-Voting	48549992	0	0.00	0	0	0.00	0.00
	Poll		33718002	69.45	33718002	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	**48549992**	**33718002**	**69.45**	**33718002**	**0**	**100.00**	**0.00**
Public - Institutions	E-Voting	16894	0	0	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	**16894**	0	0	0	0	0.00	0.00
Public - Non Institutions	E-Voting	22951764	3091417	13.47	3091306	111	100.00	0.00
	Poll		882461	3.84	882461	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	**22951764**	**3973878**	**17.31**	**3973767**	**111**	**100.00**	**0.00**
Total		**71518650**	**37691880**	**52.70**	**37691769**	**111**	**100.00**	**0.00**

BANCO PRODUCTS (INDIA) LIMITED
BIL
DIST. BARODA

J. J. Gandhi & Co.
Practising Company Secretaries &
Insolvency Professional
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F 46, India Bulls Mega Mall
Besides Dinesh Mill
Jetalpur, Vadodara 390 007
Phone (o) 2985022 Cell : 9374620085
Email : jjgandhics@gmail.com

Report of Scrutinizer

Consolidated Report on remote E-voting and Voting by Poll at AGM
(Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015)

To,
The Chairman
of 57th Annual General Meeting of Members of
Banco Products (India) Limited
Bill, Near Bhaili Railway Station,
Padra Road, Vadodara 391410

Dear Sir,

Re: Scrutinizers' Report on remote e-voting and voting by poll at the AGM of Banco Products (India) Limited held On 22nd Sept., 2018

1. I, J. J. Gandhi, Proprietor of J J Gandhi & Co. Practising Company Secretaries, having office at F 46, India Bulls Mega Mall, Besides Dinesh Mill, Jetalpur, Vadodara 390007 has been appointed as Scrutinizer by the Board of Directors pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 (herein after referred to as Rules) for scrutinizing the e-voting process and poll at the AGM on the resolutions contained in the Notice (herein after referred to as "Resolutions") of the **57th Annual General Meeting** (AGM) of the Members of the Company held **on 22nd Sept., 2018 at 10.00 AM**. at the Registered office of the Company at Banco Products (India) Limited, Bill, Near Bhaili Railway Station, Padra Road, Vadodara 391410.

2. The Management of the Company is responsible to ensure compliance of the provisions of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means and on poll on the Resolutions contained in the Notice of AGM of the Members of the Company. My responsibilities as a scrutinizer for e-voting process and for poll are restricted to make a Scrutinizers' Report on the votes cast "In favour" or "Against" the resolutions and "Invalid" votes, based on the reports generated from e-voting system provided by the Central Depository Services (India) Ltd., the authorized agency engaged by the Company to provide e-voting facilities and on the poll conducted at the AGM.

3. I submit my report as under;

J. J. Gandhi & Co. BARODA CP No. 2515 Company Secretaries

BANCO PRODUCTS (INDIA) LIMITED BIL DIST. BARODA

J. J. Gandhi & Co.
Practising Company Secretaries &
Insolvency Professional
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

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A. As per requirement of Rule 20(v), the Public Advertisement with respect to dispatch of AGM Notice and intimating date and time of commencement and closing of E-voting have been published in English language in the newspaper **"Business Standard"** dated 31st Aug., 2018 and in Gujarati language in the news paper **"Loksatta Jansatta"** dated 1st Sept., 2018.

B. The e-voting period remained open from **19th Sept., 2018** (9.00 A.M.) to **21th Sept., 2018** (5.00 P.M.).

C. The Members of the Company holding shares in physical form or demat form as on **"Cut-off" date** i.e. **15th Sept., 2018** were entitled to vote on the resolutions mentioned in the Notice of AGM.

D. At the AGM Poll was conducted to facilitate the members/ proxies present at the AGM and who did not vote in the E-voting process.

E. Ballot papers were given to the Members and proxies present at the meeting. The empty ballot box was shown, locked and sealed in my presence and in the presence of members and proxies.

F. Subsequently, the ballot box was opened in my presence and in the presence of CS Sonal Shimpi and CS Sakhishree who are not in the employment of the Company. They have signed at the end of report to confirm that polling box was opened in their presence.

G. The poll papers were scrutinized and reconciled with the records maintained by the Company/ Registrar & Transfer Agent and the authorizations/ proxies lodged with the Company.

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

I. After counting votes cast through poll at AGM, the E-votes cast were unblocked on 22nd Sept., 2018 in the presence of two witnesses CS Sonal Shimpi and CS Sakhishree who are not in employment of the Company. They have signed at the end of report to confirm that the e-votes have been unblocked in their presence.

J. The details of Members who have voted "for" or "against" each of the resolutions that were put to vote were generated from the E-voting website of CDSL viz. www.evotingindia.co.in.

Based on the Reports generated from the CDSL website and the voting through Poll at the AGM, the consolidated report on the voting on each resolution is as under;

J. J. Gandhi & Co. BARODA CP No. 2515 Company Secretaries

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Resolution No. 1 – Ordinary Resolution

Adoption of Audited Standalone and Consolidated financial statements of the Company for the financial year ended on 31st March, 2018, and the Reports of the Board of Directors and the Auditors thereon.

Votes cast	**Number of members present and voting**	**Number of votes cast**	**% of total number of valid votes cast**
In favour of the resolution			
E-voting	29	3038615	8.07
Poll	38	34600463	91.93
Total	**67**	**37639078**	**100**
Against the resolution			
E-voting	2	105	0.00
Poll	0	0	0.00
Total	2	105	0.00
Grand Total	**69**	**37639183**	**100**
Invalid votes			
E-voting	0	0	
Poll	3	2253	
Total	3	2253	

J. J. Gandhi & Co. BARODA CP No. 2515 Company Secretaries

BANCO PRODUCTS (INDIA) LIMITED BN DIST. BARODA

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Resolution No. 2 – Ordinary Resolution

Declaration of final dividend on equity shares

Votes cast	**Number of members present and voting**	**Number of votes cast**	**% of total number of valid votes cast**
In favour of the resolution			
E-voting	30	3091312	8.20
Poll	38	34600463	91.80
Total	**68**	**37691775**	**100**
Against the resolution			
E-voting	2	105	0.00
Poll	0	0	0.00
Total	2	105	0.00
Grand Total	**71**	**37691880**	**100**
Invalid votes			
E-voting	0	0	
Poll	3	2253	
Total	3	2253	

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Resolution No. 3 – Ordinary Resolution

Re-appointment of retiring Director Mr. Samir K. Patel (DIN 00161448) as a Director of the Company

Votes cast	**Number of members present and voting**	**Number of votes cast**	**% of total number of valid votes cast**
In favour of the resolution			
E-voting	30	3091312	8.20
Poll	38	34600463	91.80
Total	**68**	**37691775**	**100**
Against the resolution			
E-voting	2	105	0.00
Poll	0	0	0.00
Total	2	105	0.00
Grand Total	**71**	**37691880**	**100**
Invalid votes			
E-voting	0	0	
Poll	3	2253	
Total	3	2253	

J. J. Gandhi & Co. BARODA CP No. 2515 Company Secretaries

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Resolution No. 4 – Special Resolution

Approval of Re-appointment and remuneration of Mrs. Hemali H Patel as Whole Time Director of the Company

Votes cast	**Number of members present and voting**	**Number of votes cast**	**% of total number of valid votes cast**
In favour of the resolution			
E-voting	29	3091287	8.20
Poll	38	34600463	91.80
Total	**67**	**37691750**	**100**
Against the resolution			
E-voting	3	130	0.00
Poll	0	0	0.00
Total	3	130	0.00
Grand Total	**70**	**37691880**	**100**
Invalid votes			
E-voting	0	0	
Poll	3	2253	
Total	3	2253	

J. J. Gandhi & Co. BARODA CP No. 2515 Company Secretaries

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Resolution No. 5 – Ordinary Resolution

Approval of Remuneration to Cost Auditor

Votes cast	**Number of members present and voting**	**Number of votes cast**	**% of total number of valid votes cast**
In favour of the resolution			
E-voting	29	3091306	8.20
Poll	38	34600463	91.80
Total	**67**	**37691769**	**100**
Against the resolution			
E-voting	3	111	0.00
Poll	0	0	0.00
Total	3	111	0.00
Grand Total	**70**	**37691880**	**100**
Invalid votes			
E-voting	0	0	
Poll	3	2253	
Total	3	2253	

The relevant records relating to E-voting and Poll is being handed over to the Company Secretary.

For J J Gandhi & Co.
Practising Company Secretaries

J. J. Gandhi & Co. BARODA CP No. 2515 Company Secretaries

(J J Gandhi)
Proprietor (COP No – 2515)

Place : Vadodara
Date: 22nd Sept., 2018

Witness CS Sonal Shimpi _____ CS Sakhishree _____

BANCO PRODUCTS (INDIA) LIMITED BIL DIST. BARODA