

Date : 23.09.2017

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

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

Stock Code (BSE) - 500039

Trading Symbol (NSE) - BANCOINDIA

Dear Sir,

Sub : Declaration of Voting Results of 56th Annual General Meeting of the Company held on September 23, 2017.

With reference to the above, we would like to state that the 56th Annual General Meeting of the Company held on September 23, 2017 at Registered Office of the Company at Bil, Near Bhaili Railway Station, Padra Road, Dist Vadodara - 391 410.

Please find enclosed herewith:

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


Chairman



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:- sec@bancoindia.com, Website:- www.bancoindia.com, CIN: L51100GJ1961PLC001039

Date: 23.09.2017

Voting Results of Banco Products (India) Limited

Date of AGM :			September 23, 2017					
Total No. of Shareholders on record date:			24812					
No. of Shareholders present in the meeting either in person or through proxy:			53					
Promoters & Promoter Group :			3					
Public :			50					
No. of Shareholders attending the meeting through Video Conferencing:			N.A.					
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 31.03.2017 including Balance Sheet as at 31.03.2017, the Statement of Profit and Loss and Cash Flow Statement for the year ended on 31.03.2017 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	0.00	0.00	
	Total	48549992	33718002	69.45	33718002	0	100.00	0.00
Public - Institutions	E-Voting	19107	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	0.00	0.00	
	Total	19107	0	0	0	0	0.00	0.00
Public - Non Institutions	E-Voting	22949551	3261258	14.21	3261258	0	100.00	0.00
	Poll		991360	4.32	991360	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0.00	0.00	
	Total	22949551	4252618	18.53	4252618	0	100.00	0.00
Total		71518650	37970620	53.09	37970620	0	100.00	0.00
Resolution No. 2 : To declare final dividend on Equity Shares for the Financial Year ended 31.03.2017.								
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	0.00	0.00	
	Total	48549992	33718002	69.45	33718002	0	100.00	0.00
Public - Institutions	E-Voting	19107	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	0.00	0.00	
	Total	19107	0	0	0	0	0.00	0.00
Public - Non Institutions	E-Voting	22949551	3261258	14.21	3261258	0	100.00	0.00
	Poll		990635	4.32	990635	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0.00	0.00	
	Total	22949551	4251893	18.53	4251893	0	100.00	0.00
Total		71518650	37969895	53.09	37969895	0	100.00	0.00



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:- sec@bancoindia.com, Website:- www.bancoindia.com, CIN: L51100GJ1961PLC001039

Date: 23.09.2017

Voting Results of Banco Products (India) Limited

Resolution No. 3 : To appoint a Director in place of Mrs. Himali Harnish Patel (DIN : 07081636), who retires by rotation and being eligible, offers herself for reappointment.								
Resolution required :			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution? :			Yes					
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	0.00	0
	Total		33718002	69.45	33718002	0	100.00	0
Public - Institutions	E-Voting	19107	0	0	0	0	0.00	0
	Poll		0	0	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0.00	0
	Total		0	0	0	0	0.00	0
Public - Non Institutions	E-Voting	22949551	3261258	14.21	3256992	4266	99.87	0.1308
	Poll		990635	4.32	990635	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0.00	0
	Total		4251893	18.53	4247627	4266	99.90	0.1003
Total		71518650	37969895	53.09	37965629	4266	99.99	0.0112

Resolution No. 4 : To consider the ratification of Statutory Auditor M/s. Manubhai & Shah LLP, Chartered Accountants, Ahmedabad, (FRN : 106041W/W100136), as Auditors of the Company, to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company.								
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	0.00	0.00
	Total		33718002	69.45	33718002	0	100.00	0.00
Public - Institutions	E-Voting	19107	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	0.00	0.00
	Total		0	0	0	0	0.00	0.00
Public - Non Institutions	E-Voting	22949551	3261258	14.21	3261258	0	100.00	0.00
	Poll		990635	4.32	990635	0	100.00	0.00
	Postal Ballot (if applicable)		0	0	0	0	0.00	0.00
	Total		4251893	18.53	4251893	0	100.00	0.00
Total		71518650	37969895	53.09	37969895	0	100.00	0.00



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:- sec@bancoindia.com, Website:- www.bancoindia.com, CIN: L51100GJ1961PLC001039

Date: 23.09.2017

Voting Results of Banco Products (India) Limited

Resolution No. 5 : Appointment of Shri Rajendra Jayantilal Anandpara (DIN: 02461259) as Director.								
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	19107	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	19107	0	0	0	0	0.00	0.00
Public - Non Institutions	E-Voting	22949551	3261258	14.21	3261258	0	100.00	0.00
	Poll		990635	4.32	990635	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	22949551	4251893	18.53	4251893	0	100.00	0.00
Total		71518650	37969895	53.09	37969895	0	100.00	0.00

Resolution No. 6 : Appointment of and Remuneration to Shri Rajendra Jayantilal Anandpara (DIN: 02461259) as Managing Director								
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	19107	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	19107	0	0	0	0	0.00	0.00
Public - Non Institutions	E-Voting	22949551	3261258	14.21	3261258	0	100.00	0.00
	Poll		990635	4.32	990635	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	22949551	4251893	18.53	4251893	0	100.00	0.00
Total		71518650	37969895	53.09	37969895	0	100.00	0.00





J. J. Gandhi & Co.

Practising Company Secretaries

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F 46, India Bulls Mega Mall 1

Besides Dinesh Mill

Jetapur, 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)

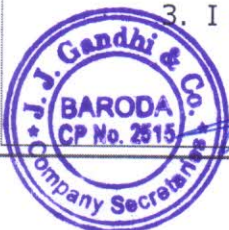
To,
The Chairman
of 56th Annual General Meeting of Members of
Banco Products (India) Limited
Bil Near, Bhaili Railway Station,
Padra Road, Dist., Vadodara 391410.

Dear Sir,

**Re: Scrutinizers' Report on remote e-voting and voting by poll at the AGM
of Banco Products (India) Limited held on 23rd September, 2017.**

1. I, J. J. Gandhi, Proprietor of J J Gandhi & Co. Practising Company Secretaries, having office at F 46, India Bulls Mega Mall, 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 **56th Annual General Meeting (AGM)** of the Members of the Company held on **23rd September, 2017** at 10.00 A.M. at the Registered office of the Company at Bil Near, Bhaili Railway Station, Padra Road, Dsit., 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 56th 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.

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

F 46, India Bulls Mega Mall 2
Besides Dinesh Mill
Jetalpur, Vadodara 390 007
Phone (o) 2985022 Cell : 9374620085
Email : jjgandhics@gmail.com

- 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 26th August, 2017 and in Gujarati language in the news paper "Lok Satta" dated 26th August, 2017.
- B. The e-voting period remained open from **20th September, 2017** (9.00 A.M.) to **22nd September, 2017** (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. **16th September, 2017** 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 distributed 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 23rd September, 2017 in the presence of 2 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.com

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.

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

F 46, India Bulls Mega Mall 3
Besides Dinesh Mill
Jetalpur, Vadodara 390 007
Phone (o) 2985022 Cell : 9374620085
Email : jjgandhics@gmail.com

Resolution No. 1 – Ordinary Resolution

Adoption of standalone and consolidated financial statements of the Company for the financial year ended on 31st March, 2017.

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	3261258	8.59
Poll	40	34709362	91.41
Total	69	37970620	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	4	36165	
Total	4	36165	





J. J. Gandhi & Co.

Practising Company Secretaries

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F 46, India Bulls Mega Mall 4

Besides Dinesh Mill

Jetalpur, Vadodara 390 007

Phone (o) 2985022 Cell : 9374620085

Email : jjgandhics@gmail.com

Resolution No. 2 – Ordinary Resolution

Declaration of final Dividend on Equity shares for the financial year ended on 31st March, 2017.

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	3261258	8.59
Poll	38	34708637	91.41
Total	67	37969895	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	4	36165	
Total	4	36165	





J. J. Gandhi & Co.

Practising Company Secretaries

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F 46, India Bulls Mega Mall 5

Besides Dinesh Mill

Jetalspur, Vadodara 390 007

Phone (o) 2985022 Cell : 9374620085

Email : jjgandhics@gmail.com

Resolution No. 3 – Ordinary Resolution

Re-appointment of Director Mrs. Himali H. Patel (DIN 07081636)

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	27	3256992	8.58
Poll	38	34708637	91.41
Total	65	37965629	99.99
Against the resolution			
E-voting	2	4266	0.01
Poll	0	0	0
Total	2	4266	0.01
Invalid votes			
E-voting	0	0	
Poll	4	36165	
Total	4	36165	





J. J. Gandhi & Co.

Practising Company Secretaries

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F 46, India Bulls Mega Mall 6

Besides Dinesh Mill

Jetalpur, Vadodara 390 007

Phone (o) 2985022 Cell : 9374620085

Email : jjgandhics@gmail.com

Resolution No. 4 – Ordinary Resolution

Ratification of Appointment of Statutory 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	3261258	8.59
Poll	38	34708637	91.41
Total	67	37969895	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	4	36165	
Total	4	36165	





J. J. Gandhi & Co.

Practising Company Secretaries

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F 46, India Bulls Mega Mall 7

Besides Dinesh Mill

Jetalpur, Vadodara 390 007

Phone (o) 2985022 Cell : 9374620085

Email : jjgandhics@gmail.com

Resolution No. 5 – Ordinary Resolution

Appointment of Mr. Rajendra Jayantilal Anandpara (DIN 02461259) as Director

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	3261258	8.59
Poll	38	34708637	91.41
Total	67	37969895	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	4	36165	
Total	4	36165	





J. J. Gandhi & Co.

Practising Company Secretaries

CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F 46, India Bulls Mega Mall 8

Besides Dinesh Mill

Jetalpur, Vadodara 390 007

Phone (o) 2985022 Cell : 9374620085

Email : jjgandhics@gmail.com

Resolution No. 6 – Special Resolution

Appointment of Mr. Rajendra Jayantilal Anandpara (DIN 02461259) as Managing Director and approval of Remuneration

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	3261258	8.59
Poll	38	34708637	91.41
Total	67	37969895	100
Against the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	0	0	0
Invalid votes			
E-voting	0	0	
Poll	4	36165	
Total	4	36165	

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)
Proprietor (CP No – 2515)



Witness CS Sonal Shimpi

[Signature]

CS Sakishree

Place : Vadodara

Dated: 23rd Sept., 2017

S A Padaria

