RADHA MADHAV CORPORATION LIMITED

To

Bombay Stock Exchange Limited **Phiroze Jeejeebhoy Towers,** **Dalal Street,** **Mumbai.** **Fax: 022-22723121/2041/ 1072**	**National Stock Exchange of India Ltd.** **Exchange Plaza, 5th Floor,** **Bandra-Kurla Complex,** **Bandra (E)** **Mumbai – 400 051.** **Fax : 022-26598237/38**

Ref: **Scrip ID - RMCL** **Scrip Code - 532692**

Sub : **Disclosure of voting result of EOGM of the Company as per regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015**

Dear Sir,

As per requirement of regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 given below are the details of voting result of Extra Ordinary General Meeting held on 23.11.2016 at the registered office of the Company in prescribed format under the said regulation along with the Scrutinizer Report.

We request you to kindly take the same on your records.

FOR RADHA MADHAV CORPORATION LIMITED

MR. MTIESH AGARWAL
MANAGING DIRECTOR &CEO
DIN 00060296

Radha Madhav Corporation Limited
Format for Voting Results

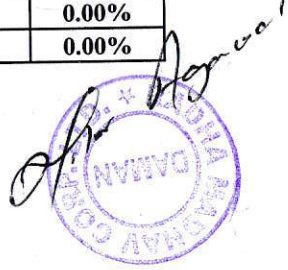
Date of EGM	23rd November, 2016
Tottal Number of Shareholders on record date	14437
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Other Body Corporates Public	 05 00 31
Total	36
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	 NIL



Radha Madhav Corporation Limited								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			1) To increase the authorised share capital and consequent alteration of capital clause in the memorandum of association. **(Ordinary Resolution)**					
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	10828902	0	0.00%	0	0	0.00%	0.00%
	EGM Poll		1,08,28,902	100.00%	1,08,28,902	0	100.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	**1,08,28,902**	**1,08,28,902**	**100.00%**	**1,08,28,902**	**0**	**100.00%**	**0.00%**
Public- Institutions	E-Voting	187286	0	0.00%	0	0	0.00%	0.00%
	EGM Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	**1,87,286**	**0**	**0.00%**	**0**	**0**	**0.00%**	**0.00%**
Public- Non Institutions	E-Voting	55326087	0	0.00%	0	0	0.00%	0.00%
	EGM Poll		12286010	22.21%	12286010	0	100.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	**5,53,26,087**	**1,22,86,010**	**22.21%**	**1,22,86,010**	**0**	**100.00%**	**0.00%**
Total		**6,63,42,275**	**2,31,14,912**	**34.84%**	**2,31,14,912**	**0**	**100.00%**	**0.00%**



Radha Madhav Corporation Limited								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			2) To alter capital clause in the articles of association. **(Special Resolution)**					
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	10828902	0	0.00%	0	0	0.00%	0.00%
	EGM Poll		1,08,28,902	100.00%	1,08,28,902	0	100.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	**1,08,28,902**	**1,08,28,902**	**100.00%**	**1,08,28,902**	**0**	**100.00%**	**0.00%**
Public- Institutions	E-Voting	187286	0	0.00%	0	0	0.00%	0.00%
	EGM Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	**1,87,286**	**0**	**0.00%**	**0**	**0**	**0.00%**	**0.00%**
Public- Non Institutions	E-Voting	55326087	0	0.00%	0	0	0.00%	0.00%
	EGM Poll		12286010	22.21%	12286010	0	100.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	**5,53,26,087**	**1,22,86,010**	**22.21%**	**1,22,86,010**	**0**	**100.00%**	**0.00%**
Total		**6,63,42,275**	**2,31,14,912**	**34.84%**	**2,31,14,912**	**0**	**100.00%**	**0.00%**



Radha Madhav Corporation Limited								
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)			3) To issue warrants on preferential basis to promoter and non promoter. **(Special Resolution)**					
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	10828902	0	0.00%	0	0	0.00%	0.00%
	EGM Poll		1,08,28,902	100.00%	1,08,28,902	0	100.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	**1,08,28,902**	**1,08,28,902**	**100.00%**	**1,08,28,902**	**0**	**100.00%**	**0.00%**
Public- Institutions	E-Voting	187286	0	0.00%	0	0	0.00%	0.00%
	EGM Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	**1,87,286**	**0**	**0.00%**	**0**	**0**	**0.00%**	**0.00%**
Public- Non Institutions	E-Voting	55326087	0	0.00%	0	0	0.00%	0.00%
	EGM Poll		12286010	22.21%	12286010	0	100.00%	0.00%
	Postal Ballot (if applicable)		0	0.00%	0	0	0.00%	0.00%
	Total	**5,53,26,087**	**1,22,86,010**	**22.21%**	**1,22,86,010**	**0**	**100.00%**	**0.00%**
Total		**6,63,42,275**	**2,31,14,912**	**34.84%**	**2,31,14,912**	**0**	**100.00%**	**0.00%**



DIPENDRA DILIP DABHOLKAR
Practising Company Secretaries

FORM NO. MGT-13

Report of the Scrutiniser

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

To,
The Chairman
Radha Madhav Corporation Limited
Survey No 50/9 A Daman Industrial Estate,
Village Kadaiya, Nani Daman- 396210,
Daman and Diu.

Dear Sir,

I Dipendra Dilip Dabholkar, a Practising Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of Radha Madhav Corporation Limited ("the Company") at its meeting held on 27th October, 2016, for the purpose of scrutinizing the remote e-voting, physical voting through post and voting by your member at the Extraordinary General Meeting (EGM) and ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the EGM of the Equity Shareholders of the Company, held on 23rd November, 2016 at Survey No 50/9 A Daman Industrial Estate, Village Kadaiya, Nani Daman-396210, Daman and Diu.

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of the EGM of the members of the Company. My responsibility as a scrutinizer for the e-voting is restricted to make a Scrutiniser's Report of the votes cast "in favour" or "against" the resolutions as stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorised agency to provide e-voting facilities.

2. Further to above, I submit my report as under:

   (1)The Company has provided the e-voting facility through CDSL on their website www.evotingindia.com. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through e-voting.

   (2)The notices sent both through email and physical form, contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014.

DIPENDRA D. DABHOLKAR VAPI Mem. No. 42508 CP No. 15312

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(3) As prescribed in the said Rules, the Company has also published an advertisement on 30th October, 2016 and it carried the required information as specified in the said rules.

(4) The Company had arranged the poll papers and the same were distributed to the members at the meeting. In case of joint holders, the poll paper was given to the first named holder or in his/her absence, to the joint holder attending the meeting as appearing in the chronological order in the folio.

(5) I have kept a record of the poll papers received in response to the poll, by initialling it.

(6) I have ensured that the empty ballot boxes were duly locked and sealed in my presence with due identification marks placed by me, in the presence of the members and proxies.

(7) The ballot boxes were opened in my presence and the presence of two persons viz. Ms. Pranita Dilip Dabholkar and Mr. Ashish Bhikhaji Dalvi as witnesses after the voting process was over. The poll papers were diligently scrutinised and reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorisations/ proxies lodged with the Company.

(8) There was no poll paper, which was incomplete and/or which was otherwise found defective.

(9) The e-voting was commenced from 09:30 A.M. on Saturday, the 19th November, 2016 up to 05:00 P.M. on Tuesday, the 22nd November, 2016.

(10) The votes cast were unblocked on 23rd November, 2016 in the presence of two witnesses, Ms. Pranita Dilip Dabholkar and Mr. Ashish Bhikhaji Dalvi, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Pranita

Ms. Pranita Dilip Dabholkar and

Ashish

Mr. Ashish Bhikhaji Dalvi

(11) The e-voting data was scrutinised by me for verification of votes cast in favour and against of the respective Resolution.

(12) Thereafter, the details containing, inter alia, list of Equity Shareholder, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. https://www.evotingindia.com. The result of the e-voting exercised and the ballot process at the EGM is as under:



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Item No. 1 – as an Ordinary Resolution:- To increase the authorised share capital and consequent alteration of capital clause in the memorandum of association..

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	00	00	00
Physical poll at the EGM	36	23,114,912	100%
Postal Ballot (if applicable)	---	---	---
Total	**36**	**23,114,912**	**100%**

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	00	00	00
Physical poll at the EGM	00	00	00
Postal Ballot (if applicable)	---	---	---
Total	**00**	**00**	**00**

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	00	00
Physical poll at the EGM	00	00
Postal Ballot (if applicable)	---	---
Total	**00**	**00**

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Item No. 2 – as an Special Resolution:- To alter capital clause in the articles of association.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	00	00	00
Physical poll at the EGM	36	23,114,912	100%
Postal Ballot (if applicable)	---	---	---
Total	**36**	**23,114,912**	**100%**

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	00	00	00
Physical poll at the EGM	00	00	00
Postal Ballot (if applicable)	---	---	---
Total	00	00	00

(iii)Invalid votes:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	00	00
Physical poll at the EGM	00	00
Postal Ballot (if applicable)	00	00
Total	00	00

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Item No. 3 – as an Special Resolution:- To issue warrants on preferential basis to promoter and non promoter.

(i) Voted in favour of the Resolution:

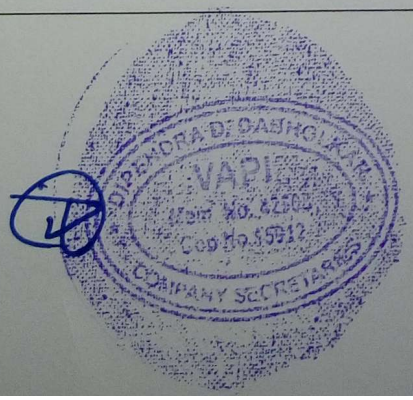
Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	00	00	00
Physical poll at the EGM	36	23,114,912	100%
Postal Ballot (if applicable)	---	---	---
Total	**36**	**23,114,912**	**100%**

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	00	00	00
Physical poll at the EGM	00	00	00
Postal Ballot (if applicable)	---	---	---
Total	00	00	00

(iii) Invalid votes:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	00	00
Physical poll at the EGM	00	00
Postal Ballot (if applicable)	---	---
Total	00	00



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3. A Register containing details of list of equity shareholders, who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution under e-voting and ballot form is enclosed.

4. I shall hand over the poll papers and other related papers/registers and records for safe custody to Mr. Mangesh Shetye, Company Secretary of the Company who is authorised by the Board to supervise the entire voting process after the Chairman approves and signs the minutes of the meeting.

5. You may accordingly declare the result of the voting by remote e-voting, physical voting through post and voting by poll at the Extraordinary General Meeting.

6. The above mentioned resolutions are deemed to be passed as on the date of the 23rd November, 2016.

7. Percentage of vote cast in favour or against the resolutions are calculated based on the valid votes cast through E-voting and through Physical Ballot voting at the venue of the EGM.

Thanking you,
Yours faithfully,

DIPENDRA D. DABHOLKAR VAPI Mem. No. 42508 COP No 15912 COMPANY SECRETARIES

Date : 24th November, 2016
Place : Vapi

DIPENDRA D. DABHOLKAR
Company Secretaries
Mem. No. : 42508
COP No. : 15912

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