MANAKSIA COATED METALS & INDUSTRIES LIMITED

Regd Office : Bikaner Building , 3rd Floor, 8/1, Lal Bazar Street, Kolkata - 700 001
Corporate Identity Number : U27100WB2010PLC144409
Phone : +91-33-2231 0050/51/52, Fax : +91-33-2230 0336

Sec/Coat/84

Date: 25th September, 2016

The Secretary
BSE Limited
New Trading Wing
Rotunda Building,
PJ Tower, Dalal Street,
Mumbai- 400 001

The Manager
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block- "G"
5th Floor, Bandra Kurla Complex,
Bandra East,
Mumbai- 400 051

Dear Madam/Sir,

Subject: Voting Results of 6th Annual General Meeting of the Company under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

In Compliance with the Regulation 44(3) of the Listing Regulations, please find enclosed the details of voting results in prescribed format of the business transacted at the 6th Annual General Meeting of the Company held on 23rd September, 2016 at Bhasha Bhawan, National Library Auditorium, at Belvedere Road, Kolkata- 700 027. We are enclosing herewith the Consolidated Scrutinizer Report on Remote E-voting and Poll for your information and records.

Date of AGM	23rd September, 2016
Total number of shareholders on record date i.e 16th September, 2016	25,524
Total No. of shareholders present in the meeting either in person or through proxy:	456
Promoters and Promoter Group:	13
Public:	443
No. of shareholders attended the meeting through video conferencing: Promoters and Promoter Group Public	None

Resolution No. 1: (a) Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2016 and the Reports of the Board of Directors and Auditors thereon.

Resolution required- Ordinary/Special				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	42289940	42,289,940	100.000	42,289,940	-	100.000	-
	Poll		-	-	-	-	-	-
	Total		42,289,940	100.000	42,289,940	-	100.000	-
Public Institutions	E-voting	19208	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	23224902	863,069	3.716	863,049	20	99.998	0.002
	Poll		12,636,779	54.410	12,636,779	-	100.000	-
	Total		13,499,848	58.127	13,499,828	20	100.000	0.000
Total		65534050	55,789,788	85.131	55,789,768	20	100.000	0.000

Resolution No. 1:
(b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2016 and the Report of the Auditors thereon.

Resolution required- Ordinary/Special				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	42289940	42,289,940	100.000	42,289,940	-	100.000	-
	Poll		-	-	-	-	-	-
	Total		42,289,940	100.000	42,289,940	-	100.000	-
Public Institutions	E-voting	19208	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	23224902	863,059	3.716	863,059	-	100.000	-
	Poll		12,636,779	54.410	12,636,779	-	100.000	-
	Total		13,499,838	58.127	13,499,838	-	100.000	-
Total		65534050	55,789,778	85.131	55,789,778	-	100.000	-

Manaksia Coated Metal & Industries Ltd. Kolkata

MANAKSIA COATED METALS & INDUSTRIES LIMITED

Regd Office : Bikaner Building , 3rd Floor, 8/1, Lal Bazar Street, Kolkata - 700 001
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Phone : +91-33-2231 0050/51/52, Fax : +91-33-2230 0336

Resolution No. 2: To appoint a Director in place of Mr. Sushil Kumar Agrawal (DIN: 00091793), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required- Ordinary/Special				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	42289940	42,289,940	100.000	42,289,940	-	100.000	-
	Poll		-	-	-	-	-	-
	Total		42,289,940	100.000	42,289,940	-	100.000	-
Public Institutions	E-voting	19208	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	23224902	863,069	3.716	862,749	320	99.963	0.037
	Poll		12,636,779	54.410	12,636,779	-	100.000	-
	Total		13,499,848	58.127	13,499,528	320	99.998	0.002
Total		65534050	55,789,788	85.131	55,789,468	320	99.999	0.001

Resolution No. 3: To ratify the appointment of auditors and fix their remuneration and in this connection, to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with allied rules of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and the resolution passed by the members at the 4th Annual General Meeting (AGM), the appointment of M/s. S K Agrawal & Company, Chartered Accountants (Firm Registration No. 306033E), as the Statutory Auditors of the Company to hold office for a period of 5 (five) years from the conclusion of the 4th AGM (FY – 2013-14) till the conclusion of the 9th AGM (FY- 2018-19) of the Company, be and is hereby ratified, on such remuneration as may be determined by the Board of Directors based on the recommendation of the Audit Committee, in addition to the reimbursement of all out-of-pocket expenses in connection with the audit of the financial statements of the Company."

Resolution required- Ordinary/Special				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	42289940	42,289,940	100.000	42,289,940	-	100.000	-
	Poll		-	-	-	-	-	-
	Total		42,289,940	100.000	42,289,940	-	100.000	-
Public Institutions	E-voting	19208	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	23224902	863,069	3.716	861,637	1,432	99.834	0.166
	Poll		12,636,779	54.410	12,636,779	-	100.000	-
	Total		13,499,848	58.127	13,498,416	1,432	99.989	0.011
Total		65534050	55,789,788	85.131	55,788,356	1,432	99.997	0.003

Manaksia Coated Metal & Industries Ltd. Kolkata

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Resolution No. 4: To consider, and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT in conformity with the provisions of Section 149 and 152 of the Companies Act 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Mahabir Prasad Agrawal (DIN 00524341) who was appointed as an Additional, Non-Executive Director of the Company with effect from 16th May, 2016 and who holds office upto the date of this Annual General Meeting and who is eligible for appointment and in respect of whom the Company has received a notice in writing alongwith a deposit of Rs. 1,00,000/- in terms of Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company whose period of office shall be liable to determination by retirement by rotation."¬

Resolution required- Ordinary/Special				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	42289940	42,289,940	100.000	42,289,940	-	100.000	-
	Poll		-	-	-	-	-	-
	Total		42,289,940	100.000	42,289,940	-	100.000	-
Public Institutions	E-voting	19208	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	23224902	863,069	3.716	861,437	1,632	99.811	0.189
	Poll		12,636,779	54.410	12,636,779	-	100.000	-
	Total		13,499,848	58.127	13,498,216	1,632	99.988	0.012
Total		65534050	55,789,788	85.131	55,788,156	1,632	99.997	0.003

Resolution 5: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Sushil Kumar Agrawal (DIN: 00091793), Managing Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Sushil Kumar Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company, be and is hereby severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required- Ordinary/Special				Special				
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	42289940	42,289,940	100.000	42,289,940	-	100.000	-
	Poll		-	-	-	-	-	-
	Total		42,289,940	100.000	42,289,940	-	100.000	-
Public Institutions	E-voting	19208	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	23224902	863,069	3.716	861,021	2,048	99.763	0.237
	Poll		12,636,779	54.410	12,636,779	-	100.000	-
	Total		13,499,848	58.127	13,497,800	2,048	99.985	0.015
Total		65534050	55,789,788	85.131	55,787,740	2,048	99.996	0.004

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Resolution 6: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Karan Agrawal (DIN: 05348309), Whole-time Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Karan Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company, be and is hereby severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required- Ordinary/Special				Special				
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	42289940	42,289,940	100.000	42,289,940	-	100.000	-
	Poll		-	-	-	-	-	-
	Total		42,289,940	100.000	42,289,940	-	100.000	-
Public Institutions	E-voting	19208	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	23224902	863,069	3.716	861,041	2,028	99.765	0.235
	Poll		12,636,779	54.410	12,636,779	-	100.000	-
	Total		13,499,848	58.127	13,497,820	2,028	99.985	0.015
Total		65534050	55,789,788	85.131	55,787,760	2,028	99.996	0.004

Resolution 7: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Anirudha Agrawal (DIN: 06537905), Whole-time Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Anirudha Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company, be and is hereby severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required- Ordinary/Special				Special				
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	42289940	42,289,940	100.000	42,289,940	-	100.000	-
	Poll		-	-	-	-	-	-
	Total		42,289,940	100.000	42,289,940	-	100.000	-
Public Institutions	E-voting	19208	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	23224902	863,069	3.716	861,021	2,048	99.763	0.237
	Poll		12,636,779	54.410	12,636,779	-	100.000	-
	Total		13,499,848	58.127	13,497,800	2,048	99.985	0.015
Total		65534050	55,789,788	85.131	55,787,740	2,048	99.996	0.004



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Resolution 8: To consider, and if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactments thereof, for the time being in force) the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2017, be paid a remuneration as may be mutually decided between the Managing Director and the Cost Auditor in addition to reimbursement of out-of-pocket expenses incurred for conduction such audit.
RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Resolution required- Ordinary/Special				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	42289940	42,289,940	100.000	42,289,940	-	100.000	-
	Poll		-	-	-	-	-	-
	Total		42,289,940	100.000	42,289,940	-	100.000	-
Public Institutions	E-voting	19208	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	23224902	863,069	3.716	861,437	1,632	99.811	0.189
	Poll		12,636,779	54.410	12,636,779	-	100.000	-
	Total		13,499,848	58.127	13,498,216	1,632	99.988	0.012
Total		65534050	55,789,788	85.131	55,788,156	1,632	99.997	0.003

Thanking you,
Yours faithfully,
For Manaksia Coated Metals Industries Limited

Ritu Agarwal

Ritu Agarwal
Company Secretary
Membership No. : A39155
C M Street, Bhadreswar Gate
Hooghly- 712124

Manaksia Coated Metal & Industries Ltd. Kolkata

VINOD KOTHARI & COMPANY

Practising Company Secretaries
1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 33 – 2281 7715 | 1276 | 3742
email: vinod@vinodkothari.com
Web: www.vinodkothari.com
www.india-financing.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

Date: September 24, 2016

To
The Chairman
Manaksia Coated Metals & Industries Limited
Bikaner Building, 3rd Floor,
8/1 Lal Bazar Street,
Kolkata - 700 001
India

Re: Consolidated Report of Scrutinizer for 6th Annual General Meeting of the shareholders of Manaskia Coated Metals & Industries Limited (hereinafter referred to as "the Company") held at Bhasha Bhawan, National Library Auditorium, Near Alipore Zoo at Belvedere Road, Kolkata - 700027, on Friday, 23rd of September, 2016 at 01.00.PM.

Dear Sir,

In terms of authority of the Board Resolution dated July 20, 2016, the Company has appointed the undersigned, Ms. Aditi Jhunjhunwala, Partner at Vinod Kothari & Company, Practising Company Secretaries, having registered office at 1006-1009 Krishna Building, 224 A.J.C. Bose Road, Kolkata-700017, as the scrutinizer for the purpose of the voting process on the below mentioned Resolution (s) at the 6th Annual General Meeting of the Company, held at Bhasha Bhawan, National Library Auditorium, Near Alipore Zoo at Belvedere Road, Kolkata - 700 027, on Friday, the 23rd of September, 2016 at 01.00 P.M.

We have separately, on even date, given our report for the results of the polling process carried at the meeting, as required by Section 109 of the Companies Act, 2013, the same represents only the physical voting conducted at the 6th Annual General Meeting

1. We hereby submit our Consolidated Report of the remote e-voting and the poll on the matters put to vote at the 6th Annual General Meeting as under:

Vinod Kothari & Company Unique Code P1996WB042300 Practising Company Secretaries

VINOD KOTHARI & COMPANY

Practising Company Secretaries
1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 33 – 2281 7715 | 1276 | 3742
email: vinod@vinodkothari.com
Web: www.vinodkothari.com
www.india-financing.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

a) Resolution No. 1: To receive, consider and adopt

i the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2016 and the Reports of the Board of Directors, and Auditors thereon

Resolution required:			Ordinary					
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	42289940	42289940	100.00	42289940	0.00	100.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Total		**42289940**	**100.00**	**42289940**	**0.00**	**100.00**	**0.00**
Public-Institutions	E-Voting	19208	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Total		**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Public-Non Institutions	E-Voting	23224902	863069	3.72	863069	20	99.997	0.002
	Poll		12636779	54.41	12636779	0	100.00	0.00
	Total		**13499848**	**58.13**	**13499828**	**20**	**99.99**	**0.01**
Total		**65534050**	**55789788**	**85.13**	**55789768**	**20**	**100.00**	**0.00**

Vinod Kothari & Company ★ Practising Company Secretaries ★ Unique Code P1996WB042300

VINOD KOTHARI & COMPANY

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email: vinod@vinodkothari.com
Web: www.vinodkothari.com
www.india-financing.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

ii the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2016 and the Reports of Auditors thereon.

Resolution required:			Ordinary					
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	42289940	42289940	100.00	42289940	0.00	100.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Total		**42289940**	**100.00**	**42289940**	**0.00**	**100.00**	**0.00**
Public-Institutions	E-Voting	19208	0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Total		**0.00**	**0.00**	**0.00**	**0.00**	**0.00**	**0.00**
Public-Non Institutions	E-Voting	23224902	863059	3.72	863059	0	100.00	0.00
	Poll		12636779	54.41	12636779	0	100.00	0.00
	Total		**13499838**	**58.13**	**13499838**	**0**	**100.00**	**0.00**
Total		65534050	55789778	85.13	55789778	0	100.00	0.00



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PAN No - AAMFV6726E
Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

b) Resolution No. 2: To appoint a Director in place of Mr. Sushil Kumar Agrawal (DIN: 00091793), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required:			Ordinary					
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	42289940	42289940	100.00	42289940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**42289940**	**100.00**	**42289940**	**0**	**100.00**	**0.00**
Public-Institutions	E-Voting	19208	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public-Non Institutions	E-Voting	23224902	863069	3.72	862749	320	99.97	0.002
	Poll		12636779	54.41	12636779	0	0.00	0.00
	Total		**13499848**	**58.13**	**13499528**	**320**	**99.99**	**0.01**
Total		**65534050**	**55789788**	**85.13**	**55789468**	**320**	**99.99**	**0.01**

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PAN No - AAMFV6726E
Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

c) **Resolution 3: To ratify the appointment of statutory auditors and fix their remuneration and in this connection, to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with allied rules of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and the resolution passed by the members at the 4th Annual General Meeting (AGM), the appointment of M/s. S K Agrawal & Company, Chartered Accountants (Firm Registration No. 306033E), as the Statutory Auditors of the Company to hold office for a period of 5 (five) years from the conclusion of the 4th AGM (FY – 2013-14) till the conclusion of the 9th AGM (FY- 2018-19) of the Company, be and is hereby ratified, on such remuneration as may be determined by the Board of Directors based on the recommendation of the Audit Committee, in addition to the reimbursement of all out-of-pocket expenses in connection with the audit of the financial statements of the Company."

Resolution required:			**Ordinary**					
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**	42289940	42289940	100.00	42289940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**42289940**	**100.00**	**42289940**	**0**	**100.00**	**0.00**

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Unique Code – P1996WB042300
PAN No - AAMFV6726E
Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

Public-Institutions	**E-Voting**	19208	0	0.00	0	0	0.00	0.0
	Poll		0	0.00	0	0	0.00	0.0
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.0**
Public-Non Institutions	**E-Voting**	23224902	863069	3.72	861637	1432	99.83	0.17
	Poll		12636779	54.41	12636779	0	100.00	0.00
	Total		**13499848**	**58.13**	**13498416**	**1432**	**99.99**	**0.01**
Total		**65534050**	**55789788**	**85.13**	**55788356**	**1432**	**99.99**	**0.01**

d) Resolution No. 4: To consider, and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 149 and 152 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Mahabir Prasad Agrawal (DIN: 00524341) who was appointed as an Additional, Non-Executive Director of the Company with effect from 16th May, 2016 and who holds office upto the date of this Annual General Meeting and who is eligible for appointment and in respect of whom the Company has received a notice in writing alongwith a deposit of `1,00,000/- in terms of Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company whose period of office shall be liable to determination by retirement by rotation."

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PAN No - AAMFV6726E
Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

Resolution required:			Ordinary					
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	42289940	42289940	100.00	42289940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**42289940**	**100.00**	**42289940**	**0**	**100.00**	**0.00**
Public-Institutions	E-Voting	19208	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public-Non Institutions	E-Voting	23224902	863069	3.72	861437	1632	99.81	0.19
	Poll		12636779	54.41	12636779	0	100.00	0.00
	Total		13499848	58.13	13498216	1632	99.99	0.01
Total		**65534050**	**55789788**	**85.13**	**55788156**	**1632**	**99.99**	**0.01**

e) **Resolution 5: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and

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PAN No - AAMFV6726E
Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Sushil Kumar Agrawal (DIN: 00091793), Managing Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Sushil Kumar Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company, be and is hereby severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution

Resolution required:			**Special**					
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**	42289940	42289940	100.00	42289940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**42289940**	**100.00**	**42289940**	**0**	**100.00**	**0.00**
Public-Institutions	**E-Voting**	19208	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00

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PAN No - AAMFV6726E
Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public-Non Institutions	**E-Voting**	23224902	863069	3.72	861021	2048	99.76	0.24
	Poll		12636779	54.41	12636779	0	100.00	0.00
	Total		**13499848**	**58.13**	**13497800**	**2048**	**99.99**	**0.01**
Total		**65534050**	**55789788**	**85.13**	**55787740**	**2048**	**99.99**	**0.01**

f) Resolution 6: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Karan Agrawal (DIN: 05348309), Whole-time Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Karan Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company, be and is hereby severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required:			**Special**					
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% of Votes Polled on outstan**	**No. of Votes – in favour**	**No. of Votes against**	**% of Votes in favour on votes polled**	**% of Votes against on votes polled**

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PAN No - AAMFV6726E
Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

		(1)	(2)	ding shares (3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	42289940	42289940	100.00	42289940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**42289940**	**100.00**	**42289940**	**0**	**100.00**	**0.00**
Public-Institutions	E-Voting	19208	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public-Non Institutions	E-Voting	23224902	863069	3.72	861041	2028	99.77	0.23
	Poll		12636779	54.41	12636779	0	100.00	0.00
	Total		**13499848**	**58.13**	**13497820**	**2028**	**99.99**	**0.01**
Total		**65534050**	**55789788**	**85.13**	**55787760**	**2028**	**99.99**	**0.01**

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Unique Code – P1996WB042300
PAN No - AAMFV6726E
Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

g) Resolution 7: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or reenactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Anirudha Agrawal (DIN: 06537905), Whole-time Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Anirudha Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company, be and is hereby severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required:			**Special**					
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**	42289940	42289940	100.00	42289940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00

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PAN No - AAMFV6726E
Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

	Total		**42289940**	**100.00**	**42289940**	**0**	**100.00**	**0.00**
Public-Institutions	**E-Voting**	19208	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public-Non Institutions	**E-Voting**	23224902	863069	3.72	861021	2048	99.76	024
	Poll		12636779	54.41	12636779	0	100.00	0.00
	Total		13499848	58.13	13497800	2048	99.99	0.001
Total		**65534050**	**55789788**	**85.13**	**55787740**	**2048**	**99.99**	**0.01**

h) Resolution 8: To consider, and if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactments thereof, for the time being in force) the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2017, be paid a remuneration as may be mutually decided between the Managing Director and the Cost Auditor in addition to reimbursement of out-of-pocket expenses incurred for conducting such audit.

RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company be and is hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Vinod Kothari & Company ★ Practising Company Secretaries ★ Unique Code P1996WB042300

VINOD KOTHARI & COMPANY

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Service Tax Registration No. - AAMFV6726ESD001
Udyog Adhar Number – WB10D0000448

Resolution required:			Ordinary					
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	42289940	42289940	100.00	42289940	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**42289940**	**100.00**	**42289940**	**0**	**100.00**	**0.00**
Public-Institutions	E-Voting	19208	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.0	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public-Non Institutions	E-Voting	23224902	863069	3.72	861437	1632	99.81	0.19
	Poll		12636779	54.41	12636779	0	100.00	0.00
	Total		**13499848**	**58.13**	**13498216**	**1632**	**99.99**	**0.01**
Total		**65534050**	**55789788**	**85.13**	**55788156**	**1632**	**99.99**	**0.01**

Vinod Kothari & Company ★ Practising Company Secretaries ★ Unique Code P1996WB042300

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Service Tax Registration No. - AAMFV6726ESD001
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All the above Resolutions are passed with requisite majority.

2) The details of the remote e-voting, polling process and all other relevant records such as authorizations and proxy papers will be sealed and handed over to the Director/Company Secretary/Authorised Representative authorized by the Board for safe keeping.

Place: Kolkata

For Vinod Kothari & Company
Practising Company Secretaries

Vinod Kothari & Company ★ Unique Code P1996WB042300 ★ Practising Company Secretaries

Aditi Jhunjhunwala
Partner
CP No.: 10144