



Shri Lakshmi Cotsyn Limited

(An ISO 9001:2008, ISO 14001:2004, OHSAS 18001:2007, SA8000:2008 Accredited Company)

Regd. office : 19/X-1, Krishnapuram, G.T. Road, Kanpur-208 007 U.P. India

Ph. : +91 512 2401492, 2402893, 2402733 • Fax : +91 512 2402339

e-mail : shri@shrilakshmi.in • CIN : L17122UP1988PLC009985

27th September 2017

Ms. Smita Dave
The Corporate Relationship Dept.
Phiroze Jeejaboy Tower, Dalal Street
Mumbai-400001

Mr. Hari K.
Exchange Plaza, Plot no. C/1, G Block,
Bandra- Kurla Complex, Bandra (E)
Mumbai-400051

Sub: Proceeding of 29th Annual General Meeting (AGM) and Voting results of the Company

Dear Sir/Madam,

We wish to inform you that 29th Annual General Meeting of the company was held on Tuesday, 26th September 2017 at 11:30 a.m. at the Registered Office of the company at 19/X-1, Krishnapuram Kanpur pursuant to Regulation 30 (4) of SEBI (LODR) Regulation 2015. Dr. M. P. Agarwal, Chairman & Managing Director of the Company chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. The Board of Directors had appointed Mr. Kaushal Saxena, Practising Company Secretary, as the Scrutinizer to supervise the e-voting and physical voting process. The Chairman authorized the Company Secretary to declare the results of voting. The scrutinizers report was received and accordingly all the resolutions as set out in the notice were declared as passed.

The following items of business, as per the Notice of AGM dated August 11, 2017, were transacted at the meeting.

1. Adoption of Annual Report 2016-17 consisting of Audited stand-alone and Consolidated Profit & Loss Accounts for the year ended 31st March, 2017 & the Balance Sheets as at that day and the Report of Director's and Auditor's thereon.
2. Appointment of M/s. Tandon & Tandon , Chartered Accountants (Firm Registration no. 002070C) as Statutory Auditors of the Company in place of the retiring Auditors M/s. Pradeep & Associates for a term of 5 (five) consecutive years commencing from the financial year 2017-18 until the conclusion of 34th Annual General Meeting to be held in the year 2022 of the company.
3. Re-appointment of retiring director Dr. M.P. Agarwal, who retires by rotation.

Corporate & Marketing Office :

C-40, Sector 57, Gautam Budh Nagar, NOIDA (U.P.) • Tel. : 0120-4722700 Fax : 0120-4722722
website : www.shrilakshmi.in • E-mail : noida@shrilakshmi.in

UNITS : MALWAN • AUNG • ABHAYPUR • REWARI BUZURG • ROORKI • SONIPAT • NOIDA

4. Re-appointment of retiring director Mr. Pawan Kumar Agarwal, who retires by rotation.
5. Ratification of Appointment/remuneration of Mr. Arun Kumar Srivastava, Cost Accountant (Membership No.10467) as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company for the Financial Year 2017-18

In this regard, please find enclosed the following-

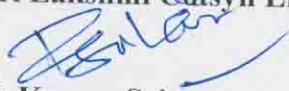
- (1) Voting results (Remote E-voting as well as physical voting at AGM venue) in the prescribed format for the resolutions proposed at the Annual General Meeting held on 26th September 2017, as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations .
- (2) Consolidated Scrutinizer's Report for voting results dated 26th September 2017, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.
- (3) Annual Report for the financial year 2016-17 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations duly approved and adopted by the members as per the provisions of the Companies Act, 2013

This is for your information & record. Kindly acknowledge the receipt of aforesaid documents.

Thanking You,

Yours faithfully

For **Shri Lakshmi Cotsyn Limited**


Rakesh Kumar Srivastava

(Company Secretary cum Finance Controller)

Encl: As above

Voting Results

Name of the Company	SHRI LAKSHMI COTSYN LIMITED
Date of the AGM	26 SEPTEMBER 2017
Total number of shareholders on record date	9258
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	23 22
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not available

Agenda- wise disclosure:

Resolution No. 1 Resolution required: (Ordinary/ Special)		ORDINARY - Consideration and Adoption of (a) the audited financial statement and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement and the report of Auditors thereon, of the Company for the financial year ended March 31, 2017.						
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	0	0	0	0	0	0	0
	Poll	7892904	7892904	100.00	7892904	0	100.00	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
Public-Institutions	Total	7892904	7892904	100.00	7892904	0	100.00	0
	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
Public-Non Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting	33493	33493	100.00	33188	305	99.09	0.91
Total	Poll	4436952	4436952	100.00	4436952	0	100.00	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4470445	4470445	100.00	4470140	305	99.99	0.01
Total		12363349	12363349	100.00	12363044	305	100.00	0



Resolution No. 2
Resolution required: (Ordinary/ Special)

ORDINARY -Appointment of M/s. Tandon & Tandon , Chartered Accountants (Firm Registration no. 002070C) as Statutory Auditors of the Company in place of the retiring Auditors M/s. Pradeep & Associates for a term of 5 (five) consecutive years commencing from the financial year 2017-18 .

Whether promoter/ promoter group are interested in the agenda/resolution?

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	E-Voting	0		0				0		0		0		0	
Promoter and Group	Poll	7892904		7892904				100.00		7892904		100.00		0	
Promoter	Postal Ballot (if applicable)	0		0				0		0		0		0	
Promoter	Total	7892904		7892904				100.00		7892904		100.00		0	
Public- Institutions	E-Voting	0		0				0		0		0		0	
Public- Institutions	Poll	0		0				0		0		0		0	
Public- Institutions	Postal Ballot (if applicable)	0		0				0		0		0		0	
Public- Institutions	Total	0		0				0		0		0		0	
Public- Institutions	E-Voting	33493		33493				100.00		31168		2325		93.06	
Public- Institutions	Poll	4436952		4436952				100.00		4436952		100.00		0	
Public- Institutions	Postal Ballot (if applicable)	0		0				0		0		0		0	
Public- Institutions	Total	4470445		4470445				100.00		4468120		2325		99.95	
Total		12363349		12363349				100.00		12361024		2325		99.98	



Resolution No. 3 Resolution required: (Ordinary/ Special)			ORDINARY -Re-appointment of Dr. M.P. Agarwal as a Director, a Director retiring by rotation.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes –in favour	No. of Votes – against	% 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	0	0	0	0	0	0	0
	Poll	7127632	7127632	100.00	7127632	0	100.00	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
Public-Institutions	Total	7127632	7127632	100.00	7127632	0	100.00	0
	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
Public-Non Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting	33493	33493	100.00	31168	2325	93.06	6.94
Total	Poll	4436952	4436952	100.00	4436952	0	100.00	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4470445	4470445	100.00	4468120	2325	99.95	0.05
Total	Total	11598077	11598077	100.00	11595752	2325	99.98	0.02



Resolution No. 4 Resolution required: (Ordinary/ Special)			ORDINARY - Re-appointment of Mr. Pawan Kumar Agarwal , a Director retiring by rotation				
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 (4)	No. of Votes -in favour (5)	No. of Votes - against (6)	% of Votes in favour on votes polled (7)=[(4)/(2)]*100 (8)
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0
	Poll	7127632	7127632	100.00	7127632	0	100.00
	Postal Ballot (if applicable)	0	0	0	0	0	0
Public-Institutions	Total	7127632	7127632	100.00	7127632	0	100.00
	E-Voting	0	0	0	0	0	0
	Poll	0	0	0	0	0	0
Public-Non Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0
	Total	0	0	0	0	0	0
	E-Voting	33493	33493	100.00	31168	2325	93.06
Total	Poll	4436952	4436952	100.00	4436952	0	100.00
	Postal Ballot (if applicable)	0	0	0	0	0	0
	Total	4470445	4470445	100.00	4468120	2325	99.95
Total		11598077	11598077	100.00	11595752	2325	99.98
							0.02



Resolution No. 5 Resolution required: (Ordinary/ Special)			ORDINARY – Ratification of Appointment/remuneration of Mr. Arun Kumar Srivastava, Cost Accountant (Membership No.10467) as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company for the Financial Year 2017-18					
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 (4)	No. of Votes – infavour (5)	No. of Votes – against (6)	% of Votes in favour on votes polled (7)=[(4)/(2)]*100 (8)	% of Votes against on votes polled (9)=[(5)/(2)]*100 (10)
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0	0
	Poll	7892904	7892904	100.00	7892904	0	100.00	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
Public-Institutions	Total	7892904	7892904	100.00	7892904	0	100.00	0
	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
Public-Non Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting	33493	33493	100.00	31168	2325	93.06	6.94
Total	Poll	4436952	4436952	100.00	4436952	0	100.00	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4470445	4470445	100.00	4468120	2325	99.95	0.05
Total		12363349	12363349	100.00	12361024	2325	99.98	0.02





CS KAUSHAL SAXENA
Practicing Company Secretaries



118/71, Kaushalpuri, Gumti No. 5, Kanpur
E-mail : cskausalsaxena@gmail.com
Mob.: 7379044946, 8896318106

Ref.

Date.....

To,

The Chairman

Shri Lakshmi Cotsyn Limited

CIN: L17122UP1988PLC009985

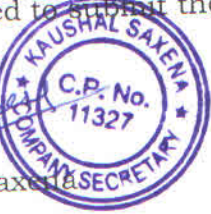
19/X-1, Krishnapuram, GT Road

Kanpur-208007

Dear Sir,

At the outset, I would like to thank you for appointing me as the scrutinizer for the remote e-voting & voting by your members at the 29th Annual General Meeting held on Friday, 26th September 2017 at 11:30 a.m.

I am pleased to submit the scrutinizer's report, which is comprehensive and self explanatory in all respect.

Company Secretary in Practice

REPORT OF SCRUTINIZER (COMBINED)

[E-VOTING]

[Pursuant to section 108 of Companies Act, 2013 and the Companies (Management and Administration) Rule, 2015]

To,

The Chairman

Shri Lakshmi Cotsyn Ltd

19/X-1 Krishnapuram G.T. Road,

Kanpur-208007

Dear Sir,

I Kaushal Saxena, Practising Company Secretary, Kanpur was appointed as Scrutinizer for the purpose of E-voting and voting at Annual General Meeting of Shri Lakshmi Cotsyn Ltd. held on Tuesday, 26th September, 2017 at 11:30 a.m. at 19/X -1, Krishnapuram G.T. Road Kanpur-208007, on the below mentioned resolutions referred in this report, submit my Consolidated report on E-voting and physical voting at AGM in terms of the Section 108 and applicable provisions of the Companies Act 2013 and Rule 20 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 :

1. The Company had provided Remote e-voting facility as per the provisions of Section 108 of the Companies Act 2013 read with the Companies (Management and Administration) rules, 2015 for its members to exercise their right to vote on the below mentioned resolutions referred in this report.
2. Remote e-voting platform was opened from 9:00 am on Saturday, 23rd September 2017 to 5:00 pm on Monday, 25th September 2017 & members were required to cast their votes conveying their assent & dissent in respect of the Ordinary & Special Resolutions, on the e-voting platform provided by National Securities Depository (India) Limited (NSDL).
3. The shareholders holding shares either in physical form or in dematerialised form as on the "cut off" date, i.e. 19th September 2017 were entitled to vote electronically on the proposed 5 (Five) resolutions as mentioned in the Notice of the 29th Annual General Meeting of "Shri Lakshmi Cotsyn Limited".
4. After the time fixed for closing of the voting by the Chairman at the AGM, ballot boxes kept for polling were locked in my presence with due identification marks.



Particulars	Remote e-vote		Voting at the AGM		Total		Percentage
	Member	Votes	Member	Votes	Member	Votes	
Assent	5	31168	45	12329856	50	12361024	99.98
Dissent	3	2325	0	0	3	2325	0.02
Abstain	0	0	0	0	0	0	0
Total	8	33493	45	12329856	53	12363349	100.00

Result: Ordinary resolution was passed with requisite majority.

ItemNo.3: To re-appoint a Director in place of Dr. M.P. Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-vote		Voting at the AGM		Total		Percentage
	Member	Votes	Member	Votes	Member	Votes	
Assent	5	31168	38	11564584	43	11595752	99.98
Dissent	3	2325	0	0	3	2325	0.02
Abstain	0	0	0	0	0	0	0
Total	8	33493	38	11564584	46	11598077	100.00

Result: Ordinary resolution was passed with requisite majority.

Item No.4: To re-appoint a Director in place of Mr. Pawan Kumar Agarwal, who retires by rotation & being eligible offer himself for re-appointment.

Particulars	Remote e-vote		Voting at the AGM		Total		Percentage
	Member	Votes	Member	Votes	Member	Votes	
Assent	5	31168	38	11564584	43	11595752	99.98
Dissent	3	2325	0	0	3	2325	0.02
Abstain	0	0	0	0	0	0	0
Total	8	33493	38	11564584	46	11598077	100.00

Result: Ordinary resolution was passed with requisite majority.

Item No.5: – Ratification of Appointment/remuneration of Mr. Arun Kumar Srivastava, Cost Accountant (Membership No.10467) as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company for the Financial Year 2017-18



Particulars	Remote e-vote		Voting at the AGM		Total		Percentage
	Member	Votes	Member	Votes	Member	Votes	
Assent	5	31168	45	12329856	50	12361024	99.98
Dissent	3	2325	0	0	3	2325	0.02
Abstain	0	0	0	0	0	0	0
Total	8	33493	45	12329856	53	12363349	100.00

Result: Ordinary resolution was passed with requisite majority.

9. Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

10. The poll papers and all other relevant records were sealed and handed over to the Managing Director of the Company for safe keeping.

Kaushal Saxena

Company Secretary

C.P. No. 11327

Mem. No. 28059

Date: 27th September, 2017

Place: Kanpur



For Shri Lakshmi Cotsvn

[Signature]
Managing Director