



**MANPASAND
BEVERAGES LTD.**

Date: - 05th September, 2016

To,
The Manager, DCS-CRD
Corporate Relationship Department,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai- 400 001.

To,
The Listing Department, 5th Floor,
National Stock Exchange of India Limited
"Exchange Plaza", Bandra-Kurla Complex,"
Bandra (East), Mumbai-400 051.

Security ID:- **MANPASAND** || Security Code:- **539207** || ISIN:- **INE122R01018** || SERIES:- **EQUITY**

Sub: - Declaration of Results of Votes cast by members through Postal Ballot and Remote E-voting, in connection with a Special Resolution as contained in Company's Postal Ballot Notice dated 20th July, 2016, in respect of Change in Object.

Dear Sir/Madam,

Pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, the Scrutinizer's Report dated 04th September 2016 is attached herewith containing details of the votes cast by the members through Postal Ballot and remote e-voting conducted between 04th August, 2016 and 03rd September, 2016 on a special resolution as contained in the Company's detailed Postal Ballot Notice dated 20th July, 2016.

Based on the Report of Scrutinizer, the Chairman of the Company on 05th September, 2016 at 5.00 p.m. has declared the result of the voting "**as passed**" and adopted by the members of the Company with requisite majority. Declaration of said results, duly signed by the Chairman is also enclosed.

The necessary information and the results of the voting is being published in Newspapers and is also being uploaded on our website www.manpasand.co.in.

This is for your information and record purpose.

For Manpasand Beverages Limited

Bhavesh Jingar
Company Secretary & Compliance Officer
M.No. A28011



Encl:-

1. Result on Voting
2. Scrutinizer's Report

Details of Voting Results
Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Company Name	MANPASAND BEVERAGES LIMITED
Date of the AGM/EGM	Postal Ballot
Total number of shareholders on record date	6670
No. of shareholders present in the meeting either in person or	Not Applicable
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video	Not Applicable
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)		SPECIAL--> Variation in terms of the objects of the Issue						
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		25238000	99.9901	25238000	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	25240500						
Public- Institutions	E-Voting		9580145	75.6020	9580145	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	12671815						
Public- Non Institutions	E-Voting		10060384	82.8582	10060214	170	99.9983	0.0016
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	12141685						
Total		50054000	44880429	89.6640	44880259	170	99.9996	0.0004



REPORT OF SCRUTINIZER

To,

Mr. Dharendra Singh

Chairman & Managing Director

MANPASAND BEVERAGES LIMITED

E - 62 Manjusar GIDC, Savli Road,

P. O. Manjusar, Tal. Savli,

Vadodara - 391775.

Report on Result of Postal Ballot / E-Voting

Dear Sir,

In terms of the provision of Section 108 and 110 of the Companies Act, 2013, read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, I have been appointed as Scrutinizer by **M/s. MANPASAND BEVERAGES LIMITED** ('the Company') in the Board Meeting held on July 20, 2016 to conduct the Postal Ballot / E-voting Process in a fair and transparent manner in respect of the following resolution:

Resolution Number	Type of Resolution	Resolution
1.	Special Resolution	Variation in terms of the Objects of the Issue.

I submit my report as under:

1. The Company completed dispatch of postal ballot notice(s), forms/or electronic ballot and postage prepaid business reply envelope(s) on Wednesday, August 03, 2016 to its Members whose name(s) appeared in the Register of Members as on Saturday, July 30, 2016.
2. The Company has published an advertisement regarding dispatch of postal ballot forms in Business Standard (English) Ahmedabad Edition and Loksatta (Gujarati) on Thursday, August 04, 2016.



CS NIRAJ TRIVEDI

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Practicing Company Secretary

3. The shareholders of the Company had option to vote either through the postal ballot or through e-voting facility. Shareholders opting for e-voting facility, casted their votes on the designated website <https://evoting.karvy.com> via Karvy E-voting platform.
4. I monitored the process of electronic voting through the scrutinizer's secured link provided by Karvy on the designated website.
5. The ballot papers received were scrutinized. The ballot papers received were reconciled with the records maintained by the Registrar & Share Transfer Agent (R&TA) and the authorization / power of attorney etc. were lodged. The voters were also scrutinized for the purpose of eliminating duplicate voting and no ballot was rejected on duplicate voting i.e. on e-voting as well as by physical ballot. For processing postal ballots, necessary technical support was provided by Karvy Computershare Private Limited, Hyderabad, the R&TA of the Company.
6. The votes were unblocked on Saturday, September 03, 2016 at 05:04 p.m. in the presence of two witnesses namely Mr. Shalin Patel, S/o Mr. Mukesh Patel and Ms. Snehal Jagtap, D/o Mr. Prakash Jagtap, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Shalin

(CS. SHALIN PATEL)

Snehal Jagtap

(CS. SNEHAL JAGTAP)

7. The particulars of all postal ballot forms received from the Members in physical form(s) and electronic voting report generated from Karvy (the Authorised Agency for e-voting) have been entered in a separate Register maintained for the purpose.
8. The physical postal ballots received by post/courier/by hand were kept under safe custody with the R&TA i.e. M/s. Karvy Computershare Pvt. Ltd. at its office situated at Karvy Selenium, Tower B, Plot number 31 & 32 Financial District, Gachibowli, Hyderabad - 500 032 in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms. The electronic ballots were maintained by the Karvy in electronic registry.
9. All postal ballot forms received and e-votes casted up to 05:00 p.m. on Saturday, September 03, 2016, the last date and time fixed by the Company for receipt of the postal ballot forms were considered and none of the envelopes containing postal ballot forms received after 5:00 p.m. on Saturday, September 03, 2016 were considered for the purpose of this report.

218 - 219 - 220, Saffron Complex, Fatehgunj, Vadodara - 390 002, (Gujarat), India. 2/5

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10. The Total Paid up Equity Share Capital of the Company as on July 30, 2016 was Rs. 50,05,40,000/- (Rupees Fifty Crores Five Lacs Forty Thousand Only) divided into 5,00,54,000 (Five Crores Fifty Four Thousand) Equity shares of Rs. 10/- (Rupees Ten Only) each.
11. A Summary of the postal ballot (e-voting and physical mode both) is given hereinafter below.

Resolution No. 1: Variation in terms of the objects of the Issue.

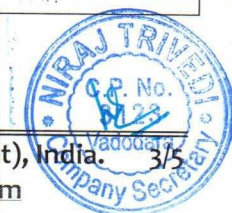
Particulars	No. of Share Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)	% of Total Paid-up Equity Capital (Approx.)
a) Total votes received	90	4,48,80,474	44,88,04,740	89.66
b) Less: Invalid/abstained votes	1	45	450	0.00
c) Net valid votes	89	4,48,80,429	44,88,04,290	89.66
d) Votes with assent	88	4,48,80,259	44,88,02,590	89.66
e) Votes with dissent	1	170	1,700	0.00

The detailed break up of voting through electronic mode and voting through postal ballot forms in respect of the Resolution is attached to this report and marked as 'Annexure A'.

12. I have, on reckoning the voting rights of the shareholders, on the basis of the paid up value of the shares registered in their names, found as under:

Resolution Number	Total Valid Votes (A)	Votes with Assent (B)	Percentage (Approx.) (B/A*100)
1	4,48,80,429	4,48,80,259	100

Accordingly, above-mentioned resolution has been passed by requisite majority.



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13. No Shares are lying in the Unclaimed Suspense A/c. / demat suspense a/c of which voting rights are frozen till the rightful owners claim these shares.

14. You may accordingly declare the result of the voting by Postal Ballot.

Place: Vadodara

Date: 04th September, 2016



Signature :

Name of Scrutinizer : Niraj Trivedi - PCS

C. P. No. : 3123

CS NIRAJ TRIVEDI

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Annexure – A

A detailed summary of the postal ballot in respect of **Resolution-1 (Variation in terms of the objects of the Issue)** is given herein below:

A1. VOTING THROUGH ELECTRONIC MODE:

Particulars	No. of Share Holders	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Net Valid Votes	82	4,48,78,574	44,87,85,740	89.66
b) Less: Invalid / abstained Votes*	1	45	450	0.00
c) Net Valid Votes casted	81	4,48,78,529	44,87,85,290	89.66
d) Votes with Assent	80	4,48,78,359	44,87,83,590	89.66
e) Votes with dissent	1	170	1,700	0.00

A2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:

Particulars	No. of Share Holders	No. of Equity Shares	Paid-up value of the Equity Shares	% of Total Paid-up Equity Capital
			(In Rs.)	(Approx.)
a) Total Votes received	8	1900	19,000	0.00
b) Less: Invalid / abstained Votes*	Nil	Nil	Nil	Nil
c) Net Valid Votes casted	8	1900	19,000	0.00
d) Votes with Assent for the Resolution	8	1900	19,000	0.00
e) Votes with dissent for the Resolution	Nil	Nil	Nil	Nil

