



Vimal Oil & Foods Ltd.

ISO 22000:2005 Certified Co.

October 01, 2015

To The General Manager (Listing) BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 SECURITY CODE: <u>519373</u>	To, The Manager National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E) Mumbai - 400 051 SECURITY CODE: <u>VIMALOIL-EQ</u>
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Dear Sir,

SUB: INFORMATION UNDER CLAUSE 35A OF THE LISTING AGREEMENT- VOTING RESULTS:

Pursuant to Clause 35A of the Listing Agreement, please find enclosed herewith, in prescribed format, the voting results of 23rd Annual General Meeting (AGM) of the Company held on Wednesday, 30th September, 2015 at 11.30 a.m. at the Registered Office of the Company at 4th Floor, Heritage, Nr. The Grand Bhagwati, S. G. Highway, Ahmedabad- 380 054, Gujarat (INDIA).

The voting results as enclosed herewith are also posted on the website of the Company.

You are requested to kindly take the same on record.

Thanking You,

Yours faithfully,

For, Vimal Oil & Foods Limited

Jayesh C. Patel
Chairman &
Managing Director



Encl: As above



Regd. Office: 4th Floor, **HERITAGE**, Nr. The Grand Bhagwati, S. G. Highway, Ahmedabad - 380 054, Gujarat, INDIA.
Ph.: 079-26841851-52-53-54, Fax: +91-79-26841850 E-mail: mail@vimaloil.com visit us: www.vimaloil.com

Plant: Nr. Palavasana Rly. Over Bridge, Highway, Mehsana - 384 002, Gujarat, INDIA.
Ph.: 02762-225700, 225058, Fax: 225835, E-mail: plant@vimalgroup.com

CIN: L15400GJ1992PLC017626



Vimal Oil & Foods Ltd.

ISO 22000:2005 Certified Co.

Item No.	Details of Agenda	Resolution required (Ordinary/Special)	Mode of Voting [Remote e-voting and poll]	Result
ORDINARY BUSINESS:				
1	Ordinary Resolution for consideration and adoption the Audited Financial Statement of the Company for the financial year ended March 31, 2015, the Reports of the Board of Directors and Auditors thereon	Ordinary	E - Voting and Poll at Meeting	With requisite majority
2	Ordinary Resolution for declaration of Dividend on Preference Shares	Ordinary	E - Voting and Poll at Meeting	Not Passed
3	Ordinary Resolution for declaration of Dividend on Equity Shares	Ordinary	E - Voting and Poll at Meeting	Not Passed
4	Ordinary Resolution for appointment of a Director in place of Shri Jayesh C. Patel (DIN 00027767) who retires by rotation at this Annual General meeting and being eligible, offers himself for re-appointment	Ordinary	E - Voting and Poll at Meeting	With requisite majority
SPECIAL BUSINESS:				
5	Ordinary Resolution for appointment Auditors of the Company	Ordinary	E - Voting and Poll at Meeting	With requisite majority
6	Ordinary Resolution for approval of the remuneration payable to the Cost Auditor, M/s. S. A. & Associates for the financial year 2015-16	Ordinary	E - Voting and Poll at Meeting	With requisite majority



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Vimal Oil & Foods Ltd.

CIN No. - L15400GJ1992PLC017626

Date of the AGM/EGM	Wednesday, September 30, 2015
Total number of shareholders on record date:	2733

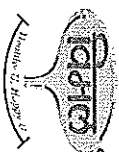
No. of Shareholders present in the meeting either in person or through proxy:	5
Promoters and Promoter Group:	15

No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

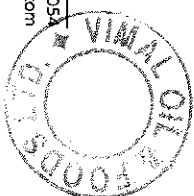
AGENDA-WISE

Resolution No. 1: To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2015, the Reports of the Board of Directors and Auditors thereon									
Business Type: Ordinary Business									
Resolution Type: Ordinary Resolution									
Promoter/Public	No. of shares held (1)	No. of votes cast (2)			% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes in against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
		E-Voting (2a)	Poll (2b)	Total (2a + 2b)					
Promoter and Promoter Group	11112500	11112500	0	11112500	100.000	11112500	0	100.000	0.000
Public – Institutional holders	1300	0	0	0	0.000	0	0	0.000	0.000
Public-Others	3906200	2828	394804	397632	10.180	397029	603	99.848	0.152
Total	15020000	11115328	394804	11510132	76.632	11509529	603	99.995	0.005

Resolution No. 2: To declare dividend on Preference Shares									
Business Type: Ordinary Business									
Resolution Type: Ordinary Resolution									
Promoter/Public	No. of shares held (1)	No. of votes cast (2)			% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes in against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
		E-Voting (2a)	Poll (2b)	Total (2a + 2b)					
Promoter and Promoter Group	11112500	11112500	0	11112500	100.000	0	11112500	0.000	100.000
Public – Institutional holders	1300	0	0	0	0.000	0	0	0.000	0.000
Public-Others	3906200	2828	394804	397632	10.180	396029	1603	99.597	0.403
Total	15020000	11115328	394804	11510132	76.632	396029	11114103	3.441	96.559



Regd. Office : 4th Floor, Heritage, Nr. Grand Bhagwati, S. G. Highway, Ahmedabad - 380 054
Phone : (079) 26841851 / 52 / 53 / 54 • Fax : 91-79-26841850 • e-mail : info@vimalgroup.com



[Signature]



Vimal Oil & Foods Ltd.

CIN No. - L15400GJ1992PLC0317626

Resolution No. 3: To declare dividend on Equity Shares

Business Type: Ordinary Business

Resolution Type: Ordinary Resolution

Promoter/Public	No. of shares held (1)	No. of votes cast (2)			% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes in against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
		E-Voting (2a)	Poll (2b)	Total (2a + 2b)					
Promoter and Promoter Group	11112500	11112500	0	11112500	100.000	0	11112500	0.000	100.000
Public – Institutional holders	1300	0	0	0	0.000	0	0	0.000	0.000
Public-Others	3906200	2828	394804	397632	10.180	396029	1603	99.597	0.403
Total	15020000	11115328	394804	11510132	76.632	396029	11114103	3.441	96.559

Resolution No. 4: To appoint a Director in place of Shri Jayesh C. Patel (DIN 00027767) who retires by rotation at this Annual General meeting and being eligible, offers himself for re-appointment

Business Type: Ordinary Business

Resolution Type: Ordinary Resolution

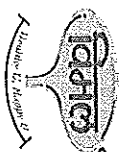
Promoter/Public	No. of shares held (1)	No. of votes cast (2)			% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes in against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
		E-Voting (2a)	Poll (2b)	Total (2a + 2b)					
Promoter and Promoter Group	11112500	11112500	0	11112500	100.000	11112500	0	100.000	0.000
Public – Institutional holders	1300	0	0	0	0.000	0	0	0.000	0.000
Public-Others	3906200	2828	394804	397632	10.180	397029	603	99.848	0.152
Total	15020000	11115328	394804	11510132	76.632	11509529	603	99.995	0.005

Resolution No. 5: To appoint Auditors of the Company

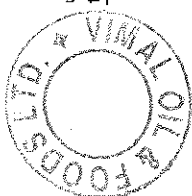
Business Type: Special Business

Resolution Type: Ordinary Resolution

Promoter/Public	No. of shares held (1)	No. of votes cast (2)			% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes in against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
		E-Voting (2a)	Poll (2b)	Total (2a + 2b)					
Promoter and Promoter Group	11112500	11112500	0	11112500	100.000	11112500	0	100.000	0.000
Public – Institutional holders	1300	0	0	0	0.000	0	0	0.000	0.000
Public-Others	3906200	2828	394804	397632	10.180	397029	603	99.848	0.152
Total	15020000	11115328	394804	11510132	76.632	11509529	603	99.995	0.005



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[Signature]



Vimal Oil & Foods Ltd.

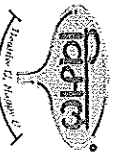
CIN No. - L15400GJ1992PLC017626

Resolution No. 6: To approve the remuneration payable to the Cost Auditor, M/s. S.A. & Associates for the financial year 2015-16.

Business Type : Special Business

Resolution Type : Ordinary Resolution

Promoter/Public	No. of shares held (1)	No. of votes cast (2)			% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes in against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
		E-Voting (2a)	Poll (2b)	Total (2a + 2b)					
Promoter and Promoter Group	11112500	11112500	0	11112500	100.000	11112500	0	100.000	0.000
Public - Institutional holders	1300	0	0	0	0.000	0	0	0.000	0.000
Public-Others	3906200	2828	394804	397632	10.180	397029	603	99.848	0.152
Total	15020000	11115328	394804	11510132	76.632	11509529	603	99.995	0.005



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Date: October 1, 2015

The Chairman,
Vimal Oil & Foods Limited,
CIN: L15400GJ1992PLC017626
4th Floor Heritage,
Nr.The Grand Bhagwati,
Sarkhej-Gandhinagar Highway,
Ahmedabad, Gujarat-380054

Dear Sir,

Sub: CONSOLIDATED SCRUTINIZERS' REPORT

I, Dipak Rachchha, an advocate, having address at 401, Akshat Tower, opp. Rajpath Club, Sarkhej-Gandhinagar Highway, Ahmedabad – 380 054, was appointed as scrutinizer by the Board of Directors of Vimal Oil & Foods Limited ("the Company") at their meeting held on August 27, 2015 under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of:

- i. Scrutinizing the remote E-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 ("the Act") read Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and;
- ii. Scrutinizing the voting through ballot paper at the 23rd Annual General Meeting (AGM), on the resolutions contained in the Notice dated August 27, 2015 of the AGM of the Company, held on Wednesday, the September 30, 2015 at 11:30 A.M. at the 4th Floor, Heritage, Nr. The Grand Bhagawati, Sarkhej- Sarkhej-Gandhinagar Highway, Ahmedabad, Gujarat-380054.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to remote e-voting on the resolutions contained in the Notice of the AGM of the members of the Company and at the meeting. My Responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast "in favour" "against" or remain "abstain/invalid", if any on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting system provided by CDSL sand based on the voting

The Company has made arrangements with CDSL for providing a system of voting by the Members electronically through remote e-voting.

The Members of the Company holding shares as on the cut-off date (i.e. Wednesday, September 23, 2015) were entitled to vote on the resolutions as contained in the Notice of the 23rd Annual General Meeting.

I have issued separate Scrutinizer's Reports dated October 1, 2015 (a) on voting by Electronic means (i.e. Remote e-voting), and (b) on voting through ballot papers, on the resolutions contained in the Notice of the 23rd Annual General Meeting of the Company. I submit herewith my consolidated scrutinizer's report on the voting through electronic means (remote e-voting) and ballot voting at AGM.

Resolutions No. 1: ORDINARY RESOLUTION

To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2015, the Reports of the Board of Directors and Auditors thereon

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	11115328	19	11114725	99.995	1	603	0.005	0	0
Poll at the AGM	394804	12	394804	100	0	0	0	0	0
Total	11510132	31	11509529	99.995	1	603	0.005	0	0

Resolutions No. 2: ORDINARY RESOLUTION

To declare dividend on Preference Shares

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	11115328	8	1225	0.011	12	11114103	99.989	0	0
Poll at the AGM	394804	12	394804	100	0	0	0	0	0
Total	11510132	20	396029	3.441	12	11114103	96.559	0	0

Resolutions No. 3: ORDINARY RESOLUTION

To declare dividend on Equity Shares

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	11115328	8	1225	0.011	12	11114103	99.989	0	0
Poll at the AGM	394804	12	394804	100	0	0	0	0	0
Total	11510132	20	396029	3.441	12	11114103	96.559	0	0

Resolutions No. 4: ORDINARY RESOLUTION

To appoint a Director in place of Shri Jayesh C. Patel (DIN 00027767) who retires by rotation at this Annual General meeting and being eligible, offers himself for re-appointment

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	11115328	19	11114725	99.995	1	603	0.005	0	0
Poll at the AGM	394804	12	394804	100	0	0	0	0	0
Total	11510132	31	11509529	99.995	1	603	0.005	0	0

Resolutions No. 5: ORDINARY RESOLUTION

To appoint Auditors of the Company

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	11115328	19	11114725	99.995	1	603	0.005	0	0
Poll at the AGM	394804	12	394804	100	0	0	0	0	0
Total	11510132	31	11509529	99.995	1	603	0.005	0	0

Resolutions No. 6: ORDINARY RESOLUTION

To approve the remuneration payable to the Cost Auditor, M/s. S. A. & Associates for the financial year 2015-16

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	11115328	19	11114725	99.995	1	603	0.005	0	0
Poll at the AGM	394804	12	394804	100	0	0	0	0	0
Total	11510132	31	11509529	99.995	1	603	0.005	0	0



The electronic data and all other relevant records relating to e-voting is under my safe custody and will be handed over to the Chairman of the Company for preserving safely after the Chairman of the Meeting considers, approves and signs the Minutes of the 23rd Annual General Meeting of the Company.

Thanking you,

Yours faithfully,



Dipak Rachhcha
Advocate

No. G/810/2015

PLACE : Ahmedabad
DATE : October 1, 2015

SCRUTINIZER'S REPORT

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Amendment Rules, 2015]*

Date: October 1, 2015

The Chairman,
Vimal Oil & Foods Limited,
CIN: L15400GJ1992PLC017626
4th Floor Heritage,
Nr.The Grand Bhagwati,
Sarkhej-Gandhinagar Highway,
Ahmedabad, Gujarat-380054

SUB: REPORT ON REMOTE E-VOTING

Dear Sir,

I, Dipak Rachchha, an advocate, having address at 401, Akshat Tower, opp. Rajpath Club, Sarkhej-Gandhinagar Highway, Ahmedabad – 380 054, was appointed as scrutinizer by the Board of Directors of **Vimal Oil & Foods Limited ("the Company")** at their meeting held on August 27, 2015 under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, for conducting the remote e-voting proceedings in a fair and transparent manner, in respect of the resolutions as set out in the notice dated August 27, 2015 issued by the Company to its members.

In this context, I hereby submit my report as under:

1. In accordance with the Notice of AGM sent to the Equity Shareholders, the voting through electronic (Remote e-Voting) means was started on September 26, 2015 at 9:00 A.M. and ended on September 29, 2015 at 5:00 P.M. being last date fixed by the Company for receipt of votes, and all the votes received up to the said date and time were considered for my scrutiny.
2. The Equity Shareholders holding shares as on cut-off date i.e. September 23, 2015 were entitled to vote on the resolutions as stated in the Notice of AGM of the Company.
3. The votes were unblocked on September 30, 2015 in the presence of Mr.Prashant Patel and Ms. Khushbu Patel who are not the employees of the Company, and who have signed below as witnesses to the unblocking of the votes.
4. The e-voting results/list downloaded from the website of CDSL (www.evotingindia.com) is being handed over to the Chairman of the Company along with this report.
5. The result of the e-voting is as under:

(a). **Item No. 1 (Ordinary Resolution):** To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2015, the Reports of the Board of Directors and Auditors thereon

(i) Voted in favour of the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
19	11114725	99.995

(ii) Voted against the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
1	603	0.005

(iii) Invalid votes:

Number of members voted through remote e-voting	Total number of votes cast by them
0	0

(b). Item No. 2 (Ordinary Resolution): To declare dividend on Preference Shares

(i) Voted in favour of the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
8	1225	0.011

(ii) Voted against the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
12	11114103	99.989

(iii) Invalid votes:

Number of members voted through remote e-voting	Total number of votes cast by them
0	0

(c). Item No. 3 (Ordinary Resolution): To declare dividend on Equity Shares

(i) Voted in favour of the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
8	1225	0.011

(ii) Voted against the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
12	11114103	99.989

(iii) Invalid votes:

Number of members voted through remote e-voting	Total number of votes cast by them
0	0

(d). **Item No. 4 (Ordinary Resolution):** To appoint a Director in place of Shri Jayesh C. Patel (DIN 00027767) who retires by rotation at this Annual General meeting and being eligible, offers himself for re-appointment

(i) Voted in favour of the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
19	11114725	99.995

(ii) Voted against the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
1	603	0.005

(iii) Invalid votes:

Number of members voted through remote e-voting	Total number of votes cast by them
0	0

(e). **Item No. 5 (Ordinary Resolution):** To appoint Auditors of the Company

(i) Voted in favour of the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
19	11114725	99.995

(ii) Voted against the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
1	603	0.005

(iii) Invalid votes:

Number of members voted through remote e-voting	Total number of votes cast by them
0	0

(f). **Item No. 6 (Ordinary Resolution):** To approve the remuneration payable to the Cost Auditor, M/s. S. A. & Associates for the financial year 2015-16

(i) Voted in favour of the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
19	11114725	99.995

(ii) Voted against the resolution:

Number of members voted through remote e-voting	Number of e-votes cast by them	% of total number of valid votes cast
1	603	0.005

(iii) Invalid votes:	
Number of members voted through remote e-voting	Total number of votes cast by them
0	0

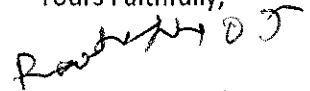
The Register giving full particulars of all votes (casted electronically) received, is enclosed for your perusal and record.

The said register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same shall be handed over to the Chairman of the Company.

The Company may accordingly declare the result of E-voting, in respect of the resolutions mentioned in the notice dated August 27, 2015 issued under Section 108 of the Companies Act, 2013 and rules made there under.

Thanking you,

Yours Faithfully,



Dipak Rachcha

Advocate

PLACE: AHMEDABAD

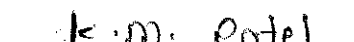
DATE: October 1, 2015

We, the undersigned, witnesses that the votes unblocked from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com) in our presence on September 30, 2015 at the office of the Scrutinizer.

Witness-1:

Witness-2:


Mr. Prashant Patel


Mr. Khushbu Patel

Address: 407, AKSHAY TOWER
OPP: RADFATH CLUB,
BODLEWADI, Ahmedabad-380054

Address: 407, AKSHAY TOWER
OPP: RADFATH CLUB
S.G. ROAD, Ahmedabad



FORM No. MGT-13

Report of Scrutinizer

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

To,
Chairman
Vimal Oil & Foods Limited
(CIN: L15400GJ1992PLC017626)
4th Floor Heritage,
Nr.The Grand Bhagwati,
Sarkhej-Gandhinagar Highway,
Ahmedabad, Gujarat-380054

**23rd Annual General Meeting of the Equity Shareholders of Vimal Oil & Foods Limited held on
Wednesday, 30th September, 2015 at 11:30 A.M. at 4th Floor Heritage, Nr. The Grand Bhagwati,
Sarkhej-Gandhinagar Highway, Ahmedabad, Gujarat-380 054**

Dear Sir,

I, Dipak Rachchha, an advocate, having address at 401, Akshat Tower, opp. Rajpath Club, Sarkhej-Gandhinagar Highway, Ahmedabad – 380 054, appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 23rd Annual General Meeting ('AGM') of the Equity Shareholders of **Vimal Oil & Foods Limited ('the Company')**, held on Wednesday, September 30, 2015 at 11:30 A.M. at 4th Floor Heritage, Nr. The Grand Bhagwati, Sarkhej-Gandhinagar Highway, Ahmedabad, Gujarat-380 054, hereby submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by **M/s. Link Intime India Private Limited**, Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll paper(s) invalid.
4. The result of the Poll is as under:

(a). Item No. 1 (Ordinary Resolution): To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2015, the Reports of the Board of Directors and Auditors thereon



(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	394804	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(b). Item No. 2 (Ordinary Resolution): To declare dividend on Preference Shares

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	394804	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(c). Item No. 3 (Ordinary Resolution): To declare dividend on Equity Shares

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	394804	100

(ii) Voted against the resolution:

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Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(d). **Item No. 4 (Ordinary Resolution):** To appoint a Director in place of Shri Jayesh C. Patel (DIN 00027767) who retires by rotation at this Annual General meeting and being eligible, offers himself for re-appointment

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	394804	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(e). **Item No. 5 (Ordinary Resolution):** To appoint Auditors of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	394804	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:	
Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(f). **Item No. 6 (Ordinary Resolution):** To approve the remuneration payable to the Cost Auditor, M/s. S. A. & Associates for the financial year 2015-16

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	394804	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

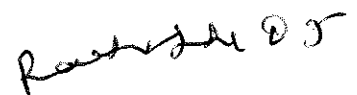
(iii) Invalid votes:

Total Number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

5. A 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.
6. The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board of Directors of the Company for safe keeping.

Thanking you,

Yours Faithfully,



Dipak Rachhcha
Advocate

6/8/10/2015

PLACE : Ahmedabad
DATE : October 1, 2015

ENCL: AS ABOVE