AGARWAL INDUSTRIAL CORPORATION LTD.
• Petrochemicals [Manufacturers of Bitumen and Bituminious Products]
• Logistics for Bitumen & LPG • Wind Mills.
AGARWAL GROUP
Registered Office : "Eastern Court", Unit No. 201 / 202, Plot No. 12, V. N. Purav Marg, S. T. Road, Chembur, Mumbai - 400 071.
Tel.: +91-22- 25291149 / 50 • Fax : +91-22- 25291147
E-mail : agarwalgroup101@gmail.com, r.bhalla@aicltd.in, sales@agarwalsgroup.com
Website : www.aicltd.in
CIN NO.: L99999MH1995PLC084618

June 18, 2016

Corporate Service Department BSE Limited 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Listing Department National Stock Exchange of India Ltd Exchange Plaza, Plot No. C/1, G Block, Bandra – Kurla Complex, Bandra (E) Mumbai 400 051
Corp.relations@bseindia.com	**cmlist@nse.co.in**
Scrip: Equity 531921	Trading Symbol: AGARIND

Dear Sir,

Sub: Disclosure of voting results of the Court Convened Meeting pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

Further to our letter dated June 15, 2016, enclosing therewith the details of the voting results along with copy of the combined scrutinizer report, we state that due to typographical error, certain figures in the said report were misprinted and accordingly, we are submitting herewith the revised report for your records. We further state that there is no impact of typographical error on the said results declared on June 15, 2016 of the Court Convened meeting of the Equity Shareholders of the Company.

Inconvenience caused is regretted.

Thanking You,

Yours Faithfully,

For Agarwal Industrial Corporation Limited

Rakesh Bhalla
Vice President – Legal & Company Secretary

Encl: as above

Belgaum Office : Plot No. 40, KIADB Industrial Area, Honaga, Belgaum - 591113 • Telefax : 0831 - 2414670
Hyderabad Office : Survey No. 196 / P, Elikatta, Farooq Mandal, Mahbub Nagar, Pargi Road, Hyderabad - 509410 • Mob.: 08008307700 / 33
Baroda Office : Plot No.1314, GIDC, Ranoli Industrial Area,Dist : BARODA-391350. Tel.: 0265-2240664/2308706 • Fax : 0265-2240264 • E-mail : kkg@agarwalsgroup.com
Jodhpur Office : G-1/80,New Jodhpur Industrial Area, Opp.IOCL Depot, JODHPUR-342003. • Tel.: 2744244 • Fax : 0291-2742859 • E-mail : jpg@agarwalsgroup.com

VOTING RESULTS OF THE COURT CONVENED MEETING OF THE EQUITY SHAREHOLDERS OF THE COMPANY HELD ON JUNE 13, 2016

Date of the Court Convened Meeting	June 13, 2016
Total number of Equity Shareholders as on Cut-off date 6th May'2016	2081
No. of Shareholders present in the meeting either in person or through proxy.	
-Promoters and Promoters Group	21
-Public*	32
No. of shareholders attended through Video Conferencing	N.A.
-Promoters and Promoters Group	N.A.
-Public	N.A.

*Notes: 2 Votes of the Shareholders representing 6 Equity Shares have entered their names twice in the register of attendance and 3 votes of the shareholders representing 17 Equity Shares not considered present in the meeting because they were not shareholder as on cut-off-date i.e. May 6, 2016.

Detail of Agenda:

To consider and if thought fit, to approve with or without modification(s), the resolution under section 391 to 394 of the Companies Act, 1956 (including any statutory modification(s) or re-enactment thereof for the time being in force), the proposed Scheme of Amalgamation of Agarwal Petrochem Private Limited ('Transferor Company') with Agarwal Industrial Corporation Limited ('Transferee Company') and their respective shareholders ('Scheme').

Agarwal Industrial Corp. Ltd.
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Resolution Required	**: Majority in Number representing Three-Fourth in value of members as per section 391 of the Companies Act, 1956.**

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	Remote E-Voting	**2,940,545**	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Poll		2,940,545	100	2,940,545	0	100	0
	Total		**2,940,545**	**100**	**2,940,545**	**0**	**100**	**0**
Public-Institutional holders	Remote E-Voting	0	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public- Non Institutions Others	Remote E-Voting	**2,572,355**	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Poll*		56,800	2.21	56,800	0	100	0
	Total		**56,800**	**2.21**	**56,800**	**0**	**100**	**0**
Total		**5,512,900**	**2,997,345**	**54.37**	**2,997,345**	**0**	**100**	**0**

Notes: 3 Votes of the Shareholders representing 26 Equity Shares have not been considered on account of remote voting already done by them Postal Ballot and Remote e-voting and 4 Votes of Shareholders representing 15 Equity Shares do not exercise voting.

Agarwal Industrial Corp. Ltd.
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Based on result of voting by Postal Ballot and remote E-voting under SEBI Circulars bearing Nos.CIR/CFD/DIL/5/2013 dated 4th February'2013 and CIR/CFD/DIL/8/ 2013 dated 21st May'2013 now replaced with SEBI Circular bearing No.CIR/CFD/CMD/16/ 2015 dated 30th November'2015 issued by the Securities and Exchanged Board of India the resolution is passed with the ordinary majority of public shareholders of the Company. Result of the same is as under

Resolution Required :	**: Majority of public shareholder of the Company.**

Summary of Postal Ballot:

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*	Remote E-Voting	Promoter and Promoter Group holding 29,40,545 Equity Shares of the Company have voted through Postal Ballot-remote e-voting, however the same has not been counted for the purpose of ascertaining the majority and have been totally ignored.						
	Postal Ballot							
	Total							
Public-Institutional holders	Remote E-Voting	0	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public-Others	Remote E-Voting	25,72,355	19	0.0007	19	0	100.00	0.00
	Postal Ballot		197	0.0076	197	0	100.00	0.00
	Total		216	0.0083	216	0	100.00	0.00
Total		25,72,355	216	0.0083	216	0	100.00	0.00

Agarwal Industrial Corp. Ltd.

Notes:

1) Promoters and Promoter's Group are not eligible to vote.
2) Percentage of votes cast in favour: 100%, Percentage of vote cast against: 0 %

For Agarwal Industrial Corporation Limited

Rakesh Bhalla
Vice President – Legal & Company Secretary
Date: June 18, 2016
Mumbai

P. M. VALA & ASSOCIATES

COMPANY SECRETARIES

Shop No.1, Laxmi Sadan CHS., Opp. New Rose Villa,
Daji Ramchandra Road, Charai, Thane (W) - 400 601
Ph : 2538 0966 / 2544 0126 Cell : 98696 99875 / 88794 10333
E-mail : pmvala@yahoo.co.in

CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rules 20 & Rules 22 respectively of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015)

The Chairman of Court Convened Meeting of the Shareholders
AGARWAL INDUSTRIAL CORPORATION LIMITED
Eastern Court, Unit No.201-202, Plot No.12, V. N. Purav Marg,
S. T. Road, Chembur, Mumbai-400071

Dear Sir,

I, P. M. Vala of P. M. Vala & Associates, Practicing Company Secretaries of Thane have been appointed as the Scrutinizer by the Board of Directors of **AGARWAL INDUSTRIAL CORPORATION LIMITED** ("The Company") in its Board Meeting dated April 28, 2016, for scrutinizing the Postal Ballot , remote e-voting process and Poll conducted under the provisions of Section 108 and 110 of the Companies Act, 2013 (the Act) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and amended and including any amendment thereof and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 voting by use of Physical Ballot Forms received from the members at the venue of the Court Convened Meeting pursuant to section 109 of the Companies Act, 2013 read with Rules 21 of the Companies (Management and Administration) Rules, 2014 in a fair and transparent manner in the respect of the resolution contained in the Notice of the Court Convened Meeting of the Equity Shareholders of Agarwal Industrial Corporation Limited held on Monday, June 13, 2016 at Unit No.12, "A" Wing, 1st Floor, Sita Estate, Aziz Baug, Mahul Road, Chembur, Mumbai-400074.

P. M. Vala & Associates
Company Secretaries

The Management of the Company is responsible for ensuring compliance with the requirement of the Companies Act, 2013 read with Rules framed thereunder relating to voting through electronic means (remote e-voting) and voting by use of Poll (Physical Ballot) by shareholders at the venue of Court Convened Meeting on the resolution contained in the Notice of the Court Convened Meeting of the members of the Company. My responsibility as a scrutinizer for Postal Ballot , the remote e-voting process and for the Poll (Physical Ballot) voting at the Court Convened Meeting is restricted to make a Scrutinizer's report of the votes cast " in favour" or "against" the resolution as stated below, based on the report generated from the remote e-voting systems provided by Central Depository Services (India) Limited (CDSL) ,the authorized agency engaged by the Company to provide remote e-voting facilities and the report generated electronically for voting by use of Physical Ballots at the venue of Court Convened Meeting.

At the Court Convened Meeting of the Company held on Monday June 13, 2016, the Chairman of the Company has suo moto called for a Poll to facilities the members present in the meeting who could not participate in the remote e-voting and Postal Ballot, to record their votes through the poll process.

I hereby submit consolidated Scrutinizer's Report pursuant to Rule 20(4) (xii) of Chapter VII of the Companies (Management and Administration) Rules, 2014 on the resolution proposed in the Notice of the Court Convened Meeting. I have issued separate Scrutinizer's Report dated June 15, 2016 on Postal Ballot, remote e-voting and on the Poll through Physical Ballot voting in Form MGT-13 attached herewith as Annexure-I and II.



The Result of Postal Ballot, E-voting together with that of the Poll is as under

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	Remote E-Voting	**2,940,545**	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Poll		2,940,545	100	2,940,545	0	100	0
	Total		**2,940,545**	**100**	**2,940,545**	**0**	**100**	**0**
Public-Institutional holders	Remote E-Voting	**0**	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public- Non Institutions Others	Remote E-Voting	**2,572,355**	19	0.00	19	0	100	0
	Postal Ballot		197	0	197	0	100	0
	Poll*		56800	2.21	56800	0	100	0
	Total		**57016**	**2.21**	**57016**	**0**	**100**	**0**
Total		**5,512,900**	**2,997,561**	**54.37**	**2,997,561**	**0**	**100**	**0**

Notes:

1) 3 Votes of the Shareholders representing 26 Equity Shares have not been considered on account of remote voting already done by them Postal Ballot and Remote e-voting and 4 Votes of Shareholders representing 15 Equity Shares do not exercise voting.

The resolution as mentioned above passed under Postal Ballot, remote e-voting and Poll with Requisite Majority.

P. M. Vala & Associates * Company Secretaries *

The Register, all other paper and relevant records relating to Postal Ballot, Remote E-voting and Poll shall remain in our safe custody until the Chairman considered, approves and signs the Minutes of the aforesaid Court Convened Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking You,
Yours faithfully
For P.M. Vala & Associates,
Company Secretaries

(CS P M Vala)
Proprietor.
Scrutinizer,
FCS 5193 CP -4237

Place : Thane
Date : June 15, 2016