

Uniply Industries Limited

Corporate Office : No. 5, Branson Garden Street, Kilpauk, Chennai - 600 010, India. PAN No. AAACU1411A
Tel : 044-2660 5995 Fax : 91-44-2660 2273 Email : info@uniply.in



27.08.2015

BSE Limited PhirozeJeejeebhoy Towers Dalal Street Mumbai-400001	National Stock Exchange of India Ltd Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E) Mumbai - 400 051.
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Dear Sir,

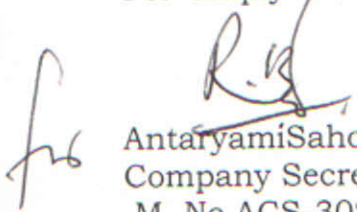
Scrip Code: 532646/Uniply

Outcome of Voting Results Pursuant to Clause 35(A) of the Listing Agreement

We are enclosed herewith Outcome of Voting Results Pursuant to Clause 35(A) of the Equity Listing Agreement along with Consolidated Report of the Scrutinizer on E-Voting and Poll at the Meeting for your information and record.

Kindly acknowledge the receipt of the same

Yours Sincerely
For Uniply Industries Limited


Antaryami Sahoo
Company Secretary
M. No.ACS-30241



Regd. Office : #69, Nelveli Village, Uthiramerur Block, Kanchipuram Dist.,
Pin : 603 107, Tamil Nadu, India

CIN Number : L20293TN1996PLC036484

Website : www.uniply.in

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Outcome of E-Voting and Poll of 19th Annual General Meeting (As per Clause 35A of the Listing Agreement)

Date of 19 th Annual General Meeting	26.08.2015		
Total No of Shareholders on Record date	5783 as on record date 19.08.2015		
No of Shareholders present in the Meeting either in Person or Proxy	Promoter and Promoter Group	Public	
	In Person	In Person	Through Proxy
	1	37	NIL
No of shareholders attended through video conferencing	Promoter and Promoter Group	Public	
	NA	NA	

AGENDA WISE

The e-voting was conducted for all resolutions between 23rd August, 2015 to 25th August, 2015 and Poll was conducted at the Meeting. The scrutinizer report on results of e-voting and poll resolution wise as below.

1. Adoption of Financial Statements for the financial year ended 31st March, 2015. (Ordinary Resolution)

Promoter/Public	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
Promoter and Promoter Group	6246089	6246089	100	6246089	0	100	0.00
Public Institutional holders	0	0	0	0	0	0	0.00
Public-others	11067654	237985	2.15	237985	0	100	0.00
Total	17313743	6484074	37.45	6484074	0	100	0.00



Regional Office : 669, Nelveli Village, Uthiramerur Block, Kanchipuram Dist., Pin : 603 107, Tamil Nadu, India

CIN Number : L20293TN1996PLC036484 Website : www.uniply.in

2. Ratification of appointment of Statutory Auditor for the FY 2015-2016. (Ordinary Resolution)

Promoter/Public	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
Promoter and Promoter Group	6246089	6246089	100	6246089	0	100	0.00
Public Institutional holders	0	0	0	0	0	0	0.00
Public-others	11067654	237985	2.15	237985	0	100	0.00
Total	17313743	6484074	37.45	6484074	0	100	0.00

03.Regularization of appointment of Mrs. K. Rajeswari as Director of the Company. (Ordinary Resolution)

Promoter/Public	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
Promoter and Promoter Group	6246089	6246089	100	6246089	0	100	0.00
Public Institutional holders	0	0	0	0	0	0	0.00
Public-others	11067654	237985	2.15	237985	0	100	0.00
Total	17313743	6484074	37.45	6484074	0	100	0.00



4. Regularization of appointment of Mr. Ramgopal Lakshmi Ratan as Director of the Company.
(Ordinary Resolution)

Promoter/Public	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
Promoter and Promoter Group	6246089	6246089	100	6246089	0	100	0.00
Public Institutional holders	0	0	0	0	0	0	0.00
Public-others	11067654	237985	2.15	237985	0	100	0.00
Total	17313743	6484074	37.45	6484074	0	100	0.00

5.Regularization of appointment of Mr. Keshav Kantamneni as Director of the Company.
(Ordinary Resolution)

Promoter/Public	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
Promoter and Promoter Group	6246089	0	0	0	0	0	0.00
Public Institutional holders	0	0	0	0	0	0	0.00
Public-others	11067654	237985	2.15	237955	30	99.987	0.013
Total	17313743	237985	1.37	237955	30	99.987	0.013



6. Approval of appointment of Mr. Keshav Kantamneni as Chairman and Managing Director of the company for a period of three years w.e.f 10.06.2015. (Special Resolution)

Promoter/Public	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
Promoter and Promoter Group	6246089	0	0	0	0	0	0.00
Public Institutional holders	0	0	0	0	0	0	0.00
Public-others	11067654	237985	2.15	237855	130	99.945	0.055
Total	17313743	237985	1.37	237855	130	99.945	0.055

7. Adoption of new set of AOA as per Companies Act, 2013. (Special Resolution)

Promoter/Public	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
Promoter and Promoter Group	6246089	6246089	100	6246089	0	100	0.00
Public Institutional holders	0	0	0	0	0	0	0.00
Public-others	11067654	237985	2.15	237985	0	100	0.00
Total	17313743	6484074	37.45	6484074	0	100	0.00



8. Issue and allotment of 26,68,000 equity shares of Rs. 10/- to promoter and other investors under preferential allotment basis. (Special Resolution)

Promoter/Public	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
Promoter and Promoter Group	6246089	0	0	0	0	0	0.00
Public Institutional holders	0	0	0	0	0	0	0.00
Public-others	11067654	237985	2.15	237985	0	100	0
Total	17313743	237985	1.37	237985	0	100	0

As per the Scrutinizer's Report on e-voting and Poll on Item No.1 to Item No.8 of the Notice of 19TH AGM, All Resolutions are passed with requisite majority.



Form No.MGT-13

Report of Scrutinizer

[Pursuant to sections 108 &109 of the Companies Act, 2013 and rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended up to date]

TO,

Date:-27.08.2015

The Chairman,
Of the 19th Annual General Meeting of the Equity Shareholders of **M/S. UNIPLY INDUSTRIES LIMITED**, held on 26th August, 2015 at 11.30 a.m. at its Registered Office at # 69, Nelveli Village, Uthiramerur Block, Kancheepuram Dist., Tamilnadu - 603 107.

Sub:- Ordinary & special resolution(s) under different provisions of the Companies Act, 2013 read with Rules made there under- Voting through electronic means in terms of sections 108 &109 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended till date

Dear Sir,

We, M/s. P.K. Panda & Co., Practicing Company Secretaries, having office at Old No. 6, New No.15, 7th West cross street, Shenoy Nagar, Chennai-600030. appointed as Scrutinizer as per letter dated 25.07.2015 for the purpose of remote e-voting and through ballot, at Annual General Meeting of Equity shareholders of **UNIPLY INDUSTRIES LIMITED** on 26th August, 2015 at its Registered Office at # 69, Nelveli Village, Uthiramerur Block, Kancheepuram Dist., Tamilnadu - 603 107 at 11.30 a.m. on the below mentioned resolutions, hereby submit our report as under:

a.	Pursuant to Section 101, 108 of the Act and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended upto date, the notice convening the meeting including Statement under Section 102 of the Act have been despatched to all the members of the Company through electronic means (wherever email id were available) and to the other shareholders by registered post on the 31 st of July, 2015 and subsequently, the Notice convening was also placed on the website of the Company. The members of the Company were given an option to vote electronically on e-voting platform, provided by the Central Depository Services (India) limited (CDSL).
b.	The Public Advertisement with respect to dispatch of notice and conducting of voting through electronic means was published in an English newspaper "Financial Express" of wide circulation on 05.08.2015 and a vernacular news Letter " <u>Tamil-Malai Tamizhagam</u> " on the same date.
c.	The remote e-voting period commenced on August 23, 2015 at 09:00 A.M. and ended on the close of August 25, 2015 at 05:00 P.M.

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d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on August 25, 2015 at 05:00 P.M, the CDSL portal was blocked for voting.
e.	The List of share holders who cast their votes through remote e voting were unblocked in the presence of two witnesses on the August 26, 2015.

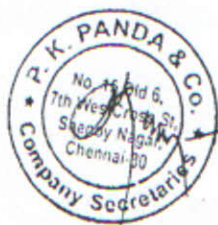
At the Annual general meeting held at the scheduled time, date and venue, the Chairman announced a poll through ballot taking into account the provisions of law as well as the Companies (Management & Administration) Rules, 2014 as amended till date by the Ministry of Corporate Affairs dated 19-03-2015.

The polling papers in Form MGT -12as per Companies (Management & Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the three ballot boxes kept at convenient locations in the Venue.

1. At the time fixed for closing of the poll by the Chairman, the ballot boxes kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the company.
3. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid.

The resolutions for which this Annual General Meeting of the shareholders was held were as follows;

S. L. N o.	Resolutions	Nature of resolutions
1.	To receive, consider and adopt the accounts of the Company for the financial year ended 31st March 2015, the Balance Sheet as at that date and the reports of the Directors and Auditors thereon	Ordinary
2.	Ratification of Appointment of M/s. C. Ramasamy & B. Srinivasan, Chartered Accountants, Chennai (FRN: 002957S) as Auditors of the Company to hold office till the Conclusion of 21st Annual General Meeting of the company.	Ordinary
3.	Regularization of appointment of K. Rajeswari as Director of the Company	Ordinary
4.	Appointment of Mr. Ramgopal Lakshmi Ratan as Independent Director.	Ordinary
5.	Regularization of appointment of Mr. Keshav Kantamneni as Director of the Company.	Ordinary
6.	Approval of appointment of Mr. Keshav Kantamneni as Chairman and Managing Director of the company for a period of three years w.e.f 10.06.2015	Special
7.	Adoption of new sets of AOA of the Company as per Companies Act, 2013	Special
8.	To create, offer issue and allot upto 26,68,000 (Twenty Six Lacs Sixty Eight Thousands) Equity Shares of Rs.10/- (Rs. Ten) each to promoter and other prospective investors at a price determined as per Regulation 76 of Chapter VII of SEBI (ICDR) Regulations, 2009, on a preferential basis	Special



On the conclusion of the Annual General Meeting, the votes cast through remote e-voting was unblocked and were available for viewing by the under signed. The votes cast through ballot in the venue of annual general meeting were duly considered after ignoring duplicates votes cast, if any, pursuant to the extant rules.

A register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.

The results of the remote e-voting by electronic means and ballot voting are as follows:

The details of the number of members present and voting in person or by proxy and the valid / invalid votes in respect of each of the resolutions are given below .

Resolutions Sl. No.	Number of members who cast their votes either by e- voting/ poll in the AGM.		Number of valid Votes.	Number of invalid votes
	Assent	Dissent		
1	29	Nil	29	Nil
2.	29	Nil	29	Nil
3.	29	Nil	29	Nil
4.	29	Nil	29	Nil
5.	27	1	28	1
6.	26	2	28	1
7.	29	Nil	29	Nil
8.	28	Nil	28	1

The vote cast electronically by one voter having 62, 46, 089 votes on the resolution no. 5, 6 and 8 treated as invalid under section 188 of the Companies Act, 2013.

The summary of the results in terms of the Number of votes cast for and against out of the total valid votes is given below.

E voting & Poll						
Resol utions Sl. No.	No of Votes Cast In Favour	No of Votes Cast In Against	Total Number of valid Votes.	Assent(%)	Dissent(%)	Passed/Not Passed
1	64,84,074	Nil	64,84,074	100	0	Passed as ordinary resolution
2.	64,84,074	Nil	64,84,074	100	0	Passed as ordinary resolution
3.	64,84,074	Nil	64,84,074	100	0	Passed as ordinary resolution



4.	64,84,074	Nil	64,84,074	100	0	Passed as ordinary resolution
5.	2,37,955	30	2,37,985	99.987	0.013	Passed as ordinary resolution
6.	2,37,855	130	2,37,985	99.945	0.055	Passed as Special resolution
7.	64,84,074	Nil	64,84,074	100	0	Passed as Special resolution
8.	2,37,985	Nil	2,37,985	100	0	Passed as Special resolution

Since the requisite no. of votes cast in favour exceeded the no. of votes cast against in respect of resolutions in S No 1 to 8, we hereby report that the above resolutions were passed with requisite majority.

4.The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Directors authorized by the Board for safe keeping.

5. The data sheet relating to e-voting and other related papers/registers, records are in the safe custody of the undersigned, and that they will be handed over to the Chairman of the company, once the Minutes are approved and signed.

Thanking You,

Yours faithfully,

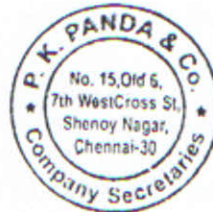
For M/s. P.K. PANDA & CO.

Practicing Company Secretaries


R. KUPPURAO
Partner

Membership no.:-A1883

CP NO. 15070



Encl: - Polling papers 15 in number