

September 21, 2016

To,

The General Manager
Department of Corporate Affairs
BSE Limited
P.J. Towers, Dalal Street, Fort,
Mumbai- 400 001

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra – East, Mumbai - 400051

BSE Scrip Code:- 531892

NSE Symbol:- KHANDSE

Dear Sir,

Sub: Voting Results of 23rd Annual General Meeting of the Company held on September 19, 2016 pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the details regarding the voting results of the business transacted at the 23rd Annual General Meeting of the Company in the prescribed format.

We are also enclosing the consolidated report of the scrutinizer on e-voting and voting through ballot paper at the AGM. The copy of the same is being placed on the Company's website.

We would like to inform you that all the resolutions mentioned in the Notice of AGM dated August 10, 2016 has been passed with requisite majority.

We request you to kindly take the same in your records.

Thanking you,

Yours Faithfully,

For Khandwala Securities Limited



Abhishek Joshi

Company Secretary & Compliance Officer

Encl: as above

KHANDWALA SECURITIES LIMITED

VOTING RESULTS PURSUANT TO REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of Annual General Meeting	September 19, 2016
Total Number of Shareholders on Record Date (i.e. September 12, 2016 being the cut-off date for voting purpose)	2280
No. of shareholders present in the Meeting either in person or through proxy: • Promoter and Promoter Group • Public	6 47
No. of shareholders present in the Meeting through video conferencing : • Promoter and Promoter Group • Public	N.A N.A



Details of Agenda:
Resolution No. 1:

To consider and adopt:-

- the audited financial statements of the Company for the financial year ended March 31, 2016 and the Reports of the Directors and the Auditors thereon; and
- the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 and the Reports of the Auditors thereon.

Resolution Required			Ordinary Resolution					
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	6909443	6906798	99.9617	6906798	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	6909443	6906798	99.9617	6906798	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5029557	1857460	36.9309	1857460	0	100.0000	0.0000
	Poll		83	0.0017	83	0	100.0000	0.0000
	Total	5029557	1857543	36.9326	1857543	0	100.0000	0.0000
Total		11939000	8764341	73.4093	8764341	0	100.0000	0.0000



Resolution No. 2

Re-appointment of Mr. Pranav Khandwala, as a Director who retires by rotation.

Resolution Required			Ordinary Resolution					
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	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	6909443	6222561	90.0588	6222561	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	6909443	6222561	90.0588	6222561	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5029557	1857460	36.9309	1857460	0	100.0000	0.0000
	Poll		83	0.0017	83	0	100.0000	0.0000
	Total	5029557	1857543	36.9326	1857543	0	100.0000	0.0000
Total		11939000	8080104	67.6782	8080104	0	100.0000	0.0000



Resolution No. 3

Appointment of M/s. Udyen Jain & Associates, Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration.

Resolution Required			Ordinary Resolution					
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	6909443	6906798	99.9617	6906798	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	6909443	6906798	99.9617	6906798	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5029557	1857460	36.9309	1857460	0	100.0000	0.0000
	Poll		83	0.0017	83	0	100.0000	0.0000
	Total	5029557	1857543	36.9326	1857543	0	100.0000	0.0000
Total		11939000	8764341	73.4093	8764341	0	100.0000	0.0000



Resolution No. 4

Change in designation of Mr. Pranav Khandwala (DIN: 00519113) as Whole-Time Director of the Company.

Resolution Required			Ordinary Resolution					
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	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	6909443	6222561	90.0588	6222561	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	6909443	6222561	90.0588	6222561	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5029557	1857460	36.9309	1857460	0	100.0000	0.0000
	Poll		83	0.0017	83	0	100.0000	0.0000
	Total	5029557	1857543	36.9326	1857543	0	100.0000	0.0000
Total		11939000	8080104	67.6782	8080104	0	100.0000	0.0000



Resolution No. 5

Adoption of new set of Articles of Association of the Company

Resolution Required			Special Resolution					
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	6909443	6906798	99.9617	6906798	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	6909443	6906798	99.9617	6906798	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	5029557	1857460	36.9309	1857460	0	100.0000	0.0000
	Poll		83	0.0017	83	0	100.0000	0.0000
	Total	5029557	1857543	36.9326	1857543	0	100.0000	0.0000
Total		11939000	8764341	73.4093	8764341	0	100.0000	0.0000

For Khandwala Securities Limited



 Abhishek Joshi
 Company Secretary & Compliance Officer


**CONSOLIDATED SCRUTINIZER REPORT
FOR E VOTING AND POLL**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015]

To
The Chairman
Khandwala Securities Limited
Ground Floor, Vikas Building,
Green Street, Fort, Mumbai - 400 023

Dear Sir,

Passing of Resolutions through E-voting and Poll conducted at the 23rd Annual General Meeting of Khandwala Securities Limited held on 19th September, 2016.

I, Bhunesh Bansal, Practicing Company Secretary (FCS - 6526/CP-9089) have been appointed as the Scrutinizer by the Board of Directors of Khandwala Securities Limited for the purpose of scrutinizing the E-voting process held between 16.09.2016 (9.00 A.M) to 18.09.2016 (5.00 P.M.) and the Chairman of 23rd Annual General Meeting (AGM) has appointed me as the Scrutinizer for the Poll conducted on the resolution(s) contained in the Notice of the Annual General Meeting of the Members of the Company held on Monday, 19th September, 2016 at C.K. Nayadu Hall, in the Cricket Club of India (CCI), Brabourne Stadium, Churchgate, Mumbai - 400 020 at 12.15 P.M.

Responsibility of the Management

The management of the Company is responsible to ensure compliance with the requirement of Companies Act, 2013 and the rules made there under in relation to exercising of voting right through electronic means and the poll on the resolutions as set out in the notice convening the 23rd Annual General Meeting dated 10th August, 2016.

Responsibility as a scrutinizer

My responsibility, as the scrutinizer for the E-voting process and poll at the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions set out in the notice convening the Annual General Meeting, based on the reports generated from the E-voting system provided by Karvy Computershare Private Limited, the authorized agency engaged by the Company for providing E-voting facilities and also at the time of poll at the 23rd Annual General Meeting.



I submit my report as under:-

1. On completion of E-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015, I have unblocked the votes on 19.09.2016, in the presence of two witness.
2. At the 23rd Annual General Meeting of the Company held on 19th September, 2016, the Company has also provided facility for voting by polling paper to the members attending the AGM, who have not cast their vote by E-voting.

The result of E-voting together with that of the Poll is under:-

<A> ORDINARY BUSINESS:

Resolution 1

To receive, consider and adopt:-

- a. the audited financial statements of the Company for the financial year ended March 31, 2016 and the Reports of the Directors and the Auditors thereon; and
- b. the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 and the Reports of the Auditors thereon.

(i) Voted in Favour of the resolution:-

Particulars	Number of members who voted	Number of votes cast by them	% of total number of Valid votes cast
E-Voting	29	8764258	100.00
Poll	13	83	100.00
Total	42	8764341	100.00

(ii) Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of Valid votes cast
E-Voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

Resolution 2

Re-appointment of Mr. Pranav Khandwala (DIN: 00519113) who retires by rotation:-

(i) Voted in Favour of the resolution:-

Particulars	Number of members who voted	Number of votes cast by them	% of total number of Valid votes cast
E-Voting	28	8080021	100.00
Poll	13	83	100.00
Total	41	8080104	100.00

(ii) Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of Valid votes cast
E-Voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL



Resolution 3

Appointment of auditors of the Company:-

(i) Voted in Favour of the resolution:-

Particulars	Number of members who voted	Number of votes cast by them	% of total number of Valid votes cast
E-Voting	29	8764258	100.00
Poll	13	83	100.00
Total	42	8764341	100.00

(ii) Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of Valid votes cast
E-Voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

** SPECIAL BUSINESS:**

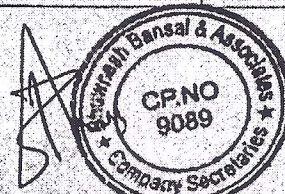
Resolution 4

Appointment of Mr. Pranav Khandwala as Whole-Time Director of the Company:-

Type of Resolution: Ordinary Resolution

(i) Voted in Favour of the resolution:-

Particulars	Number of members who voted	Number of votes cast by them	% of total number of Valid votes cast
E-Voting	28	8080021	100.00
Poll	13	83	100.00
Total	41	8080104	100.00



(ii) Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of Valid votes cast
E-Voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Invalid votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

Resolution 5

Adoption of new set of Articles of Association of the Company as per Companies Act, 2013:-

Type of Resolution: Special Resolution

(i) Voted in Favour of the resolution:-

Particulars	Number of members who voted	Number of votes cast by them	% of total number of Valid votes cast
E-Voting	29	8764258	100.00
Poll	13	83	100.00
Total	42	8764341	100.00

(ii) Voted against the resolution:

Particulars	Number of members who voted	Number of votes cast by them	% of total number of Valid votes cast
E-Voting	NIL	NIL	NIL
Poll	NIL	NIL	NIL
Total	NIL	NIL	NIL



BHUWNESH BANSAL & ASSOCIATES
Company Secretaries

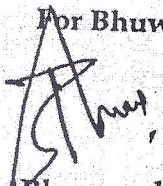
002, Dreamland Park C Wing CHS Ltd.
Gokuldharm Road, Near Vijay park,
Mira Road (E), Thane 401107
Mobile - 7738181976
Email- csbbansal@gmail.com

(iii) Invalid votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NIL
Poll	NIL	NIL
Total	NIL	NIL

All the resolutions stands passed under E-voting and Poll with requisite majority.

Thanking You.
Yours faithfully,
For Bhuvnesh Bansal & Associates


Bhuvnesh Bansal
Proprietor
FCS No. - 6526
CP No. - 9089

Place: Mumbai
Date: 20/09/2016

