Technocraft Industries (India) Limited

Registered Office: A-25, Technocraft House, MIDC, Marol Industrial Area, Road No.03, Opp. ESIS Hospital, Andheri (East), Mumbai - 400093, Maharashtra, India
Tel: 4098 2222/0002; Fax No. 2835 6559; **CIN No.** L28120MH1992PLC069252
E-mail: investor@technocraftgroup.com ; website: www.technocraftgroup.com

September 30, 2016

To,
The Manager,
Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

NSE Symbol: TIIL

To,
The Manager,
Listing Department,
BSE Ltd.
P.J.Tower, Dalal Street, Fort,
Mumbai-400001

BSE Security Code No.: 532804

Dear Sirs,

Sub: Details of Voting Results of 24th Annual General Meeting held on September 30, 2016, as per requirement of Regulation 44(3) of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015

The details of Voting Results of 24th Annual General Meeting ("AGM") of the Company held on September 30, 2016 are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015.

Based on the voting results, I declare that all the Resolutions as contained the AGM Notice dated September 02, 2016, have been passed with requisite majority as on the date of AGM.

Please also enclosed here with the Consolidated Report of the Scrutinizer on remote e-voting and voting by physical ballot conducted at the 24th AGM of the Company.

Kindly take the above information on your record.

Thanking you,

Yours truly,

for **Technocraft Industries (India) Limited**

Sharad Kumar Saraf
Chairman & Managing Director
(DIN 00035843)

Encl: a.a.

Voting Results of 24th Annual General Meeting

Date of the AGM/EGM	30-09-2016
Total number of shareholders on record date	10763
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	11
Public:	45
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

Resolution No. 1:

(i) Consideration and adoption of (i) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors' thereon and (ii) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Auditors' thereon

Resolution required: (Ordinary/ Special)							**Ordinary**	
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**	19725000	19725000	100	19725000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	19725000	19725000	100	19725000	0	100	0
Public-Institutions	**E-Voting**	526599	526599	100	526599	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	526599	526599	100	526599	0	100	0
Public-Non Institutions	**E-Voting**	53529	53529	100	53454	75	99.86	0.14
	Poll	80516	80516	100	80516	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	134045	134045	200	133970	75	99.94	0.06
Total		**20385644**	**20385644**	**400**	**20385569**	**75**	100.00	0.00

Resolution No. 2:

Confirmation of the payment of interim dividend of Rs. 3 per equity share, already paid during the year, for the year ended March 31, 2016

Resolution required: (Ordinary/ Special)							**Ordinary**	
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**	19725000	19725000	100	19725000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	19725000	19725000	100	19725000	0	100	0
Public-Institutions	**E-Voting**	526599	526599	100	526599	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	526599	526599	100	526599	0	100	0
Public-Non Institutions	**E-Voting**	53528	53528	100	53453	75	99.86	0.14
	Poll	80516	80516	100	80516	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	134044	134044	200	133969	75	99.94	0.06
Total		**20385643**	**20385643**	**400**	**20385568**	**75**	100.00	0.00

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Resolution No. 3:
Re- appointment of Mr. Navneet Kumar Saraf, Director retiring by rotation

Resolution required: (Ordinary/ Special)							Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?							Mr. Navneet Kumar Saraf and his father Mr. Sudarshan Kumar Saraf are interested for item no. 3	
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**	11021114	11021114	100	11021114	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	11021114	11021114	100	11021114	0	100	0
Public- Institutions	**E-Voting**	526599	526599	100	526599	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	526599	526599	100	526599	0	100	0
Public- Non Institutions	**E-Voting**	53328	53328	100	53243	85	99.84	0.16
	Poll	80516	80516	100	80516	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	133844	133844	200	133759	85	99.94	0.06
Total		**11681557**	**11681557**	**400**	**11681472**	**85**	100.00	0.00

Resolution No. 4:
Re- appointment of Mr. Ashish Kumar Saraf, Director retiring by rotation

Resolution required: (Ordinary/ Special)							Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?							Mr. Ashish Kumar Saraf and his father Mr. Sharad Kumar Saraf are interested for item no. 4	
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**	11021114	11021114	100	11021114	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	11021114	11021114	100	11021114	0	100	0
Public- Institutions	**E-Voting**	526599	526599	100	526599	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	526599	526599	100	526599	0	100	0
Public- Non Institutions	**E-Voting**	53528	53528	100	53443	85	99.84	0.16
	Poll	80516	80516	100	80516	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	134044	134044	200	133959	85	99.94	0.06
Total		**11681757**	**11681757**	**400**	**11681672**	**85**	100.00	0.00

Resolution No. 5:

Ratification of appointment of M/s. M.L. Sharma & Co as Statutory Auditors of the Company and fixing their remuneration for Financial Year 2016-17

Resolution required: (Ordinary/ Special)							Ordinary	
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	19725000	19725000	100	19725000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	19725000	19725000	100	19725000	0	100	0
Public- Institutions	E-Voting	526599	526599	100	526599	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	526599	526599	100	526599	0	100	0
Public- Non Institutions	E-Voting	53503	53503	100	53388	115	99.79	0.21
	Poll	80516	80516	100	80516	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	134019	134019	200	133904	115	99.91	0.09
Total		**20385618**	**20385618**	**400**	**20385503**	**115**	100.00	0.00

Resolution No. 6:

Ratification of the remuneration of the Cost Auditors viz. M/s. NKJ & Associates., Cost Accountants, for the financial year ending March 31, 2017

Resolution required: (Ordinary/ Special)							Ordinary	
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	19725000	19725000	100	19725000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	19725000	19725000	100	19725000	0	100	0
Public- Institutions	E-Voting	526599	526599	100	526599	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	526599	526599	100	526599	0	100	0
Public- Non Institutions	E-Voting	53528	53528	100	53413	115	99.79	0.21
	Poll	80516	80516	100	80516	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	134044	134044	200	133929	115	99.91	0.09
Total		**20385643**	**20385643**	**400**	**20385528**	**115**	100.00	0.00



Resolution No. 7:

Service of documents to the members pursuant to provisions of Section 20 of the Companies Act, 2013

Resolution required: (Ordinary/ Special)							Ordinary	
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	19725000	19725000	100	19725000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	19725000	19725000	100	19725000	0	100	0
Public- Institutions	E-Voting	526599	526599	100	526599	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	526599	526599	100	526599	0	100	0
Public- Non Institutions	E-Voting	53528	53528	100	53413	115	99.79	0.21
	Poll	80516	80516	100	80516	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	134044	134044	200	133929	115	99.91	0.09
Total		**20385643**	**20385643**	**400**	**20385528**	**115**	100.00	0.00

Resolution No. 8:

Keeping and maintaining the record required to be maintained under Section 88 of the Companies Act, 2013 at the office of Link Intime India Pvt. Ltd. w.e.f.01.10.2016

Resolution required: (Ordinary/ Special)							Special	
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	19725000	19725000	100	19725000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	19725000	19725000	100	19725000	0	100	0
Public- Institutions	E-Voting	526599	526599	100	526599	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	526599	526599	100	526599	0	100	0
Public- Non Institutions	E-Voting	53528	53528	100	53453	75	99.86	0.14
	Poll	80516	80516	100	80516	0	100.00	0.00
	Postal Ballot (if applicable)	0	0	0	0	0	0.00	0.00
	Total	134044	134044	200	133969	75	99.94	0.06
Total		**20385643**	**20385643**	**400**	**20385568**	**75**	100.00	0.00



NITESH JAIN & CO.
COMPANY SECRETARIES
A-511, Groma House, Plot No. 14 - C,
Sector 19, Vashi, Navi Mumbai - 400 703
Telefax 022 2789 9769 Cell No. 099300 70193 e-mail: csniteshjain@gmail.com

Consolidated Report of the Scrutinizer on remote e-voting and voting by physical ballot conducted at the 24th Annual General Meeting of Technocraft Industries (India) Limited" held on Friday, September 30, 2016

To,
The Chairman
Technocraft Industries (India) Limited
[CIN L28120MH1992PLC069252]

24th Annual General Meeting ("AGM") of the Equity Shareholders of "**Technocraft Industries (India) Limited**" held on Friday, September 30, 2016 at 11.00 a.m. at A-25, Technocraft House, MIDC, Marol Industrial Area, Road No. 3, Opp. ESIS Hospital, Andheri (E), Mumbai - 400093

Dear Sir,

I, Nitesh Jain of Nitesh Jain & Co. Company Secretaries, Navi Mumbai, have been appointed by the Board of Directors of **Technocraft Industries (India) Limited** ("**Company**") at their meeting held on September 02, 2016 as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of Scrutinizing the remote e-voting process and voting by physical ballot forms received from the members at the 24th AGM of the Equity Shareholders of held on Friday, September 30, 2016 at 11.00 a.m. at A-25, Technocraft House, MIDC, Marol Industrial Area, Road No. 3, Opp. ESIS Hospital, Andheri (E), Mumbai, 400093. I hereby submit my report as under:

The management of the Company is responsible to ensure the Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder and the applicable provisions of the Listing Agreement relating to remote e-voting and physical ballot voting on the resolutions contained in the Notice of 24th AGM of the Equity Shareholders of Company. My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting as well as by physical ballot at the meeting are conducted in a fair and transparent manner and rendered consolidated Scrutinizer report of the total vote cast in favour or against to the Chairman on the resolutions, based on the report generated from the remote e-voting system provided by NSDL and the report generated for voting by use of ballots at the meeting.

Report on Scrutiny:

- The Annual Report containing the Notice of AGM was sent by electronic mode to those members whose e-mail ids were registered with the depository participants and for other members, physical copy of Annual Report containing the notice was sent by permitted mode.
- The Company had appointed National Securities Depository Limited (NSDL) as the service provider, for the purpose of extending the facility of remote e-voting to the members of the company.
- The service Provider had provided a system for recording the votes of the members electronically on all the items of the business (both ordinary and special businesses) sought to be transacted in the 24th AGM of "**Technocraft Industries (India) Limited**" which was held on Friday, September 30, 2016.
- The remote e-voting period was opened from 9.00 A.M. on Tuesday 27th September, 2016 upto 5.00 P.M. on Thursday, 29th September, 2016.

- The cut-off date for the purpose of identifying the members who were entitled to vote on the resolutions placed for approval of the members was Friday, September 23, 2016.
- After the announcement of voting by the chairman, one ballot box kept for polling was locked in my presence.
- On completion of voting at the meeting, the locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and share transfer agent of the Company and authorisations lodged with the Company.
- I did not find any ballot / poll papers invalid.
- After counting of the votes conducted at the venue of the AGM, through ballot paper, the vote cast through remote e-voting facility was duly unblocked by me as a scrutinizer in the presence of two witnesses Mr. Ajith Nair and Mrs. Sejal Deshmukh, who are not in the employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.

[Ajith Nair] **[Sejal Deshmukh]**

- Thereafter, the details of equity shareholders, who voted "For" or "Against" each of the resolution that were put to vote, were generated from the e-voting website of NSDL i.e. https://www.evoting.nsdl.com
- The consolidated result of remote e-voting and Poll held at the aforesaid AGM is as follow:

Item No. 1: (Ordinary Resolution): Adoption of the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and Auditors thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	35	20305053	6	80516	41	20385569	99.99
Voted Against	2	75	0	0	2	75	0.01
Abstain / Invalid	0	0	0	0	0	0	0

Item No. 2: (Ordinary Resolution): Confirmation of the payment of interim dividend of Rs.3/- per equity share, already paid during the year, for the year ended March 31, 2016.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	34	20305052	6	80516	40	20385568	99.99
Voted Against	2	75	0	0	2	75	0.01
Abstain / Invalid	0	0	0	0	0	0	0

Item No. 3: (Ordinary Resolution): Re -appointment of Mr. Navneet Kumar Saraf (DIN 00035686), Director retiring by rotation

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	27	11600956	6	80516	33	11681472	99.99
Voted Against	3	85	0	0	3	85	0.01
Abstain / Invalid	0	0	0	0	0	0	0

Item No. 4: (Ordinary Resolution): Re -appointment of Mr. Ashish Kumar Saraf (DIN 00035549), Director retiring by rotation

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	28	11601156	6	80516	34	11681672	99.99
Voted Against	3	85	0	0	3	85	0.01
Abstain / Invalid	0	0	0	0	0	0	0

Item No. 5: (Ordinary Resolution): Ratification of appointment of M/s. M.L. Sharma & Co. as Statutory Auditors of the Company and fixing their remuneration for Financial Year 2016-17:

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	32	20304987	6	80516	38	20385503	99.99
Voted Against	3	115	0	0	3	115	0.01
Abstain / Invalid	0	0	0	0	0	0	0

Item No. 6: (Ordinary Resolution): Ratification of the remuneration of the Cost Auditors viz. M/s. NKJ & Associates., Cost Accountants, for the financial year ending March 31, 2017:

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	33	20305012	6	80516	39	20385528	99.99
Voted Against	3	115	0	0	3	115	0.01
Abstain / Invalid	0	0	0	0	0	0	0

Item No. 7: (Ordinary Resolution): Service of documents to the members pursuant to provisions of Section 20 of the Companies Act, 2013:

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	33	20305012	6	80516	39	20385528	99.99
Voted Against	3	115	0	0	3	115	0.01
Abstain / Invalid	0	0	0	0	0	0	0

Item No. 8: (Special Resolution): Keeping and maintaining the record required to be maintained under Section 88 of the Companies Act, 2013 at the office of Link Intime India Pvt. Ltd. w.e.f.01.10.2016

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	34	20305052	6	80516	40	20385568	99.99
Voted Against	2	75	0	0	2	75	0.01
Abstain / Invalid	0	0	0	0	0	0	0

Based on the aforesaid results the Ordinary Resolutions as contained in item No. 1 to 7 and Special Resolution in item no. 8 of the Notice dated September 02, 2016, have been deemed to be passed with requisite majority as on the date of AGM.

The registers and all other papers relating to voting by electronic means and ballot papers shall remain in my custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary, for safe keeping.

Thanking You,
Yours faithfully,

For Nitesh Jain & Co.
Company Secretaries

Nitesh Jain
Proprietor
FCS - 6069
C.P. No. 8582

Date: September 30, 2016
Place: Mumbai

To be countersigned by the Chairman

TECHNOCRAFT INDUSTRIES (INDIA) LTD. MUMBAI

Date: September 30, 2016
Place: Mumbai