Registered Office
8/1 Lalbazar Street Kolkata 700 001 India
Phone : +91-33-2231 0050 / 51 / 52 / 2243 5054 / 6055
Fax : +91-33-2230 0336
E-mail : info@manaksia.com; Website : www.manaksia.com
Corporate Identity Number : L74950WB1984PLC038336

Sec/Share/31

Dated: 26th September, 2015

BY FAX/EMAIL/COURIER

The Secretary
BSE Limited
New Trading Wing,
Rotunda Building,
PJ Tower, Dalal Street,
Mumbai- 400001

The Manager
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block "G"
5th floor, Bandra Kurla Complex,
Bandra East,
Mumbai- 400051

Dear Madam/Sir,

Subject: Voting Results under Clause 35A of the Listing Agreement

In Compliance with the Clause 35A of the Listing Agreement, please find enclosed the details of voting results in prescribed format of the business transacted at the 31st Annual General Meeting of the Company held on 24th September, 2015 at Bhasha Bhavan, National Library Auditorium, at Belvedere Road, Kolkata-700 027. We are enclosing herewith the Scrutinizer Report on Remote E-voting and Poll for your information and records.

1.	Date of AGM	24th September, 2015
2.	Total number of shareholders on record date i.e 17th September, 2015	26178
3.	No. of shareholders present in the meeting either in person or through proxy: TOTAL	370
	Promoters and Promoter Group:	20
	Public:	350
4.	No. of shareholders attended the meeting through video conferencing: Promoters and Promoter Group Public	Not Applicable

M.A.N.AKSIA LTD. KOLKATA

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AGENDA-WISE RESULT

Resolution No.: 1

Resolution required: Ordinary Resolution
Mode of Voting: Remote e-voting and poll

Resolution No. 1: To receive, consider and adopt:

a) the Audited Financial Statements of the Company for the financial year ended 31 March 2015 and the Reports of Board of Directors and Auditors thereon;

b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2015 and the report of Auditor's thereon

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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	41255940	100	41255940	0	100	0
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14799974	61.01	14798831	1143	99.99	0.01
Total	65534050	56055914	85.54	56054771	1143	99.998	0.002

Resolution No.: 2

Resolution required: Ordinary Resolution
Mode of Voting: Remote e-voting and poll

Resolution No. 2: To confirm and declare Interim dividend paid on Equity Shares of the Company, as final dividend, for the financial year 2014-15.

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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter	41255940	41255940	100	41255940	0	100	0

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Group							
Public Institutional Holders	19508	0	0	0	0	0	0
Public- Others	24258602	14800062	61.01	14769427	30635	99.79	0.21
Total	65534050	56056002	85.54	56025367	30635	99.95	0.05

Resolution No.: 3

Resolution required: Ordinary Resolution
Mode of Voting: Remote e-voting and poll

Resolution No. 3: To appoint a Director in place of Mr. Sunil Kumar Agarwal (holding DIN 00091784) who retires by rotation and being eligible offers himself for re-appointment.

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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	41255940	100	41255940	0	100	0
Public Institutional Holders	19508	0	0	0	0	0	0
Public- Others	24258602	14800062	61.01	14798782	1280	99.99	0.01
Total	65534050	56056002	85.54	56054722	1280	99.998	0.002

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Resolution No.: 4

Resolution required: Ordinary Resolution
Mode of Voting: Remote e-voting and poll

Resolution No. 4: To ratify the appointment of auditors and fix their remuneration and in this connection to consider and, if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:-

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with allied rules of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. SRB & Associates, Chartered Accountants (Firm Registration No. 310009E), as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Annual General Meeting to be held for the financial year 2015-16 on such remuneration as may be determined by the Board of Directors based on the recommendation of the Audit Committee, in addition to the reimbursement of all out-of-pocket expenses in connection with the audit of the financial statements of the Company.."

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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	41255940	100	41255940	0	100	0
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14800062	61.01	14769283	30779	99.79	0.21
Total	65534050	56056002	85.54	56025223	30779	99.95	0.05

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Resolution No.: 5

Resolution required: Ordinary Resolution
Mode of Voting: Remote e-voting and poll

Resolution No. 5: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution :

"**RESOLVED THAT** in conformity with the provisions of Sections 149, 152 and 161(1) and other applicable provisions, if any, of Companies Act 2013 read with Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Vineet Agrawal (DIN 00441223) who was appointed as an Additional, Non-Executive Director of the Company with effect from 23rd November, 2014 and who holds office upto the date of this Annual General Meeting and who is eligible for appointment and in respect of whom the Company has received a notice in writing alongwith a deposit of Rs. 1,00,000/- in terms of Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company whose period of office shall be liable to determination by retirement by rotation."

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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	0	0	0	0		0
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14800062	61.01	14798782	1280	99.99	0.01
Total	65534050	14800062	22.58	14798782	1280	99.99	0.01

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Resolution No.: 6

Resolution required: Ordinary Resolution
Mode of Voting: Remote e-voting and poll

Resolution No. 6: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution :

"RESOLVED THAT in conformity with the provisions of Section 149, 152 and 161(1) and other applicable provisions, if any, of the Companies Act 2013 read with Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Varun Agrawal (DIN 00441271) who was appointed as an Additional, Non-Executive Director of the Company with effect from 23rd November, 2014 and who holds office upto the date of this Annual General Meeting and who is eligible for appointment and in respect of whom the Company has received a notice in writing alongwith a deposit of Rs. 1,00,000/- in terms of Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company whose period of office shall be liable to determination by retirement by rotation."

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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	0	0	0	0	0.00	0.00
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14800062	61.01	14798694	1368	99.99	0.01
Total	65534050	14800062	22.58	14798694	1368	99.99	0.01

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Resolution No.: 7

Resolution required: Special Resolution
Mode of Voting: Remote e-voting and poll

Resolution No. 7: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Special Resolution :

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to the appointment of Mr. Suresh Kumar Agrawal (DIN: 00520769), as Managing Director of the Company, liable to retire by rotation, for a period of three (3) years with effect from 23rd November, 2014 on such terms and conditions as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Suresh Kumar Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company, be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this 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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	0	0	0	0	0.00	0.00
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14800062	61.01	14798694	1368	99.99	0.01
Total	65534050	14800062	22.58	14798694	1368	99.99	0.01

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Resolution No.: 8

Resolution required: Special Resolution
Mode of Voting: Remote e-voting and poll

Resolution No. 8: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Special Resolution :

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to the appointment of Mr. Basudeo Agrawal (DIN: 00438754), as Whole-time Director of the Company, liable to retire by rotation, for a period of three (3) years with effect from 23rd November, 2014 on such terms and conditions as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Basudeo Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company, be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this 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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	0	0	0	0	0	0
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14799047	61.01	14797679	1368	99.99	0.01
Total	65534050	14799047	22.58	14797679	1368	99.99	0.01

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Resolution No.: 9

Resolution required: Special Resolution
Mode of Voting: Remote e-voting and poll

Resolution No. 9: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Special Resolution :

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to the appointment of Mr. Mahabir Prasad Agrawal (DIN: 00524341), as Whole-time Director of the Company, liable to retire by rotation, for a period of three (3) years with effect from 23rd November, 2014 on such terms and conditions as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Mahabir Prasad Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company, be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this 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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	0	0	0	0	0	0
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14800062	61.01	14769194	30868	99.79	0.21
Total	65534050	14800062	22.58	14769194	30868	99.79	0.21

This is for your information and record.

Thanking you,
Yours faithfully,
For MANAKSIA LIMITED

Raj Kumar Banthia
Company Secretary

MANAKSIA LTD. KOLKATA

VINOD KOTHARI & COMPANY

Practising Company Secretaries
1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 33 – 2281 7715 | 1276 | 3742
email: vinod@vinodkothari.com
Web: www.vinodkothari.com
www.india-financing.com
PAN No - AAMFV6726E
Service Tax Registration No. - AFMPK8774QST002

Date: September 25, 2015

To,
Chairman
Manaksia Limited
Bikaner Building
8/1 Lal Bazar Street
Kolkata-700001
India

Re: Consolidated Report of Scrutinizer for 31st Annual General Meeting of the Shareholders of Manaksia Limited Held at Bhasha Bhavan, National Library Auditorium, Near Alipore Zoo at Belvedere Road, Kolkata – 700 027, West Bengal, on Thursday, the 24th September, 2015 at 10 A.M.

Dear Sir,

In terms of board resolution dated August 03, 2015 the undersigned has been appointed as the scrutinizer for the purpose of remote e-voting and voting through polling paper on the below mentioned Resolution(s) at the 31st Annual General Meeting (AGM) of the Company, held at Bhasha Bhavan 48, National Library Auditorium, Near Alipore Zoo, Kolkata – 700 027, West Bengal, on Thursday, the 24st September, 2015 at 10 A.M..

We have separately, on even date, given our reports for the result of remote e-voting and the results of the polling process carried at the Meeting. This consolidated report is to be read along with those separate reports.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e., by remote e-voting and voting by poll at the AGM) for the resolutions contained in the Notice to 31st AGM of the Company. Our responsibility as a scrutinizer for remote e-voting is restricted to preparing and presenting a report on the votes cast 'in favour' or 'in against' the resolutions stated below.

VINOD KOTHARI & CO. Kolkata Company Secretaries

VINOD KOTHARI & COMPANY

Practising Company Secretaries
1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 33 – 2281 7715 | 1276 | 3742
email: vinod@vinodkothari.com
Web: www.vinodkothari.com
www.india-financing.com
PAN No - AAMFV6726E
Service Tax Registration No. - AFMPK8774QST002

We hereby submit our Consolidated Report as under:

1. The detailed consolidated results of the remote e-voting and poll on the matters put to vote at the 31st Annual General Meeting is as under:

Resolution No. 1: To receive, consider and adopt:

a) the Audited Financial Statements of the Company for the financial year ended 31 March 2015 and the Reports of Board of Directors and Auditors thereon;

b) the audited consolidated financial statements of the Company for the financial year ended 31st March, 2015 and the report of Auditor's thereon

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**
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	41255940	100	41255940	0	100	0
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14799974	61.01	14798831	1143	99.99	0.01
Total	**65534050**	**56055914**	**85.54**	**56054771**	**1143**	**99.998**	**0.002**

VINOD KOTHARI & CO. Kolkata Company Secretaries

VINOD KOTHARI & COMPANY

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PAN No - AAMFV6726E
Service Tax Registration No. - AFMPK8774QST002

Resolution No. 2: To confirm and declare Interim dividend paid on Equity Shares of the Company, as final dividend, for the financial year 2014-15.

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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	41255940	100	41255940	0	100	0
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14800062	61.01	14769427	30635	99.79	0.21
Total	**65534050**	**56056002**	**85.54**	**56025367**	**30635**	**99.95**	**0.05**

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PAN No - AAMFV6726E
Service Tax Registration No. - AFMPK8774QST002

Resolution No. 3: To appoint a Director in place of Mr. Sunil Kumar Agarwal (holding DIN 00091784) who retires by rotation and being eligible offers himself for re-appointment.

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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	41255940	100	41255940	0	100	0
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14800062	61.01	14798782	1280	99.99	0.01
Total	**65534050**	**56056002**	**85.54**	**56054722**	**1280**	**99.998**	**0.002**



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PAN No - AAMFV6726E
Service Tax Registration No. - AFMPK8774QST002

Resolution No. 4: To ratify the appointment of auditors and fix their remuneration and in this connection to consider and, if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:-

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with allied rules of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. SRB & Associates, Chartered Accountants (Firm Registration No. 310009E), as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the Annual General Meeting to be held for the financial year 2015-16 on such remuneration as may be determined by the Board of Directors based on the recommendation of the Audit Committee, in addition to the reimbursement of all out-of-pocket expenses in connection with the audit of the financial statements of the Company.."

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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	41255940	100	41255940	0	100	0
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14800062	61.01	14769283	30779	99.79	0.21
Total	**65534050**	**56056002**	**85.54**	**56025223**	**30779**	**99.95**	**0.05**



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PAN No - AAMFV6726E
Service Tax Registration No. - AFMPK8774QST002

Resolution No. 5: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution :

"**RESOLVED THAT** in conformity with the provisions of Sections 149, 152 and 161(1) and other applicable provisions, if any, of Companies Act 2013 read with Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Vineet Agrawal (DIN 00441223) who was appointed as an Additional, Non-Executive Director of the Company with effect from 23rd November, 2014 and who holds office upto the date of this Annual General Meeting and who is eligible for appointment and in respect of whom the Company has received a notice in writing alongwith a deposit of Rs. 1,00,000/- in terms of Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company whose period of office shall be liable to determination by retirement by rotation."

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**
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	0	0	0	0		0
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14800062	61.01	14798782	1280	99.99	0.01
Total	**65534050**	**14800062**	**22.58**	**14798782**	**1280**	**99.99**	**0.01**

VINOD KOTHARI & CO. Kolkata Company Secretaries

VINOD KOTHARI & COMPANY

Practising Company Secretaries
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Kolkata – 700 017, India
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email: vinod@vinodkothari.com
Web: www.vinodkothari.com
www.india-financing.com
PAN No - AAMFV6726E
Service Tax Registration No. - AFMPK8774QST002

Resolution No. 6: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution :

"**RESOLVED THAT** in conformity with the provisions of Section 149, 152 and 161(1) and other applicable provisions, if any, of the Companies Act 2013 read with Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Varun Agrawal (DIN 00441271) who was appointed as an Additional, Non-Executive Director of the Company with effect from 23rd November, 2014 and who holds office upto the date of this Annual General Meeting and who is eligible for appointment and in respect of whom the Company has received a notice in writing alongwith a deposit of Rs. 1,00,000/- in terms of Section 160 of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company whose period of office shall be liable to determination by retirement by rotation."

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**
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	0	0	0	0	0.00	0.00
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14800062	61.01	14798694	1368	99.99	0.01
Total	**65534050**	**14800062**	**22.58**	**14798694**	**1368**	**99.99**	**0.01**

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Service Tax Registration No. - AFMPK8774QST002

Resolution No. 7: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Special Resolution :

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to the appointment of Mr. Suresh Kumar Agrawal (DIN: 00520769), as Managing Director of the Company, liable to retire by rotation, for a period of three (3) years with effect from 23rd November, 2014 on such terms and conditions as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Suresh Kumar Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company, be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this 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**
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	0	0	0	0	0.00	0.00
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14800062	61.01	14798694	1368	99.99	0.01
Total	**65534050**	**14800062**	**22.58**	**14798694**	**1368**	**99.99**	**0.01**

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Service Tax Registration No. - AFMPK8774QST002

Resolution No. 8: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Special Resolution :

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to the appointment of Mr. Basudeo Agrawal (DIN: 00438754), as Whole-time Director of the Company, liable to retire by rotation, for a period of three (3) years with effect from 23rd November, 2014 on such terms and conditions as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Basudeo Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company, be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this 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**
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	0	0	0	0	0	0
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14799047	61.01	14797679	1368	99.99	0.01
Total	**65534050**	**14799047**	**22.58**	**14797679**	**1368**	**99.99**	**0.01**



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Resolution No. 9: To consider and if thought fit, to pass with or without modification(s), the following resolution as an Special Resolution :

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to the appointment of Mr. Mahabir Prasad Agrawal (DIN: 00524341), as Whole-time Director of the Company, liable to retire by rotation, for a period of three (3) years with effect from 23rd November, 2014 on such terms and conditions as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Mahabir Prasad Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company, be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this 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
	1	2	(3)= [(2)/(1)]* 100	4	5	(6)= [(4)/(2)]* 100	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	41255940	0	0	0	0	0	0
Public Institutional Holders	19508	0	0	0	0	0	0
Public-Others	24258602	14800062	61.01	14769194	30868	99.79	0.21
Total	**65534050**	**14800062**	**22.58**	**14769194**	**30868**	**99.79**	**0.21**

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Service Tax Registration No. - AAMFV6726EST001

2. The poll papers, record of votes cast through remote e-voting and all other relevant records such as authorizations and proxy papers will be sealed and handed over to the Chairman/authorized representative appointed by the Chairman for safe keeping.

Thanking you,

For Vinod Kothari & Company
Practising Company Secretaries

Aditi Jhunjhunwala
Partner
CP no.: 10144

Place: Kolkata

NAKSIA LIMITED
Company Secretary