



## BANCO PRODUCTS (INDIA) LTD.

Post Box No. 2562, Vadodara - 390 005, Gujarat, India.  
Phone : (0265) 2680220/21/22/23, Fax : +91-265-2680433 / 2338430  
E-mail : mail@bancoindia.com, Website : www.bancoindia.com



ISO/TS 16949 : 2009  
Cert. No. 20000295 TS09

Date : 23.09.2017

To,  
BSE Limited  
Corporate Relationship Department,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P. J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

To,  
National Stock Exchange of India Ltd.  
Listing Department,  
"Exchange Plaza", C/1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051

Stock Code (BSE) - 500039

Trading Symbol (NSE) - BANCOINDIA

Dear Sir,

**Sub : Declaration of Voting Results of 56<sup>th</sup> Annual General Meeting of the Company held on September 23, 2017.**

With reference to the above, we would like to state that the 56<sup>th</sup> Annual General Meeting of the Company held on September 23, 2017 at Registered Office of the Company at Bil, Near Bhaili Railway Station, Padra Road, Dist Vadodara - 391 410.

Please find enclosed herewith:

1. Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Scrutinizers' Report on E-voting and Poll as per the provisions of Section 108 and 109 of the Companies Act, 2013 read with Companies (Management and Administration), Rules, 2014

For Banco Products (India) Limited

  
Chairman



GOVERNMENT RECOGNISED EXPORT HOUSE

Regd. Office & Factory : Bil, Near Bhaili Railway Station, Padra Road, Dist. Vadodara - 391 410. Gujarat, India.



Registered Office: Bil, Near Bhalil Railway Station,  
Padra Road, Dist. Baroda - 391 410.

Phone- 0265-268020/23/23, Fax- 0265-268043/23/38430,

Website- www.bancoindia.com, CIN: L51100G11961PLC091039

Date: 23.09.2017

### Voting Results of Banco Products (India) Limited

Date of AGM:		September 23, 2017						
Total No. of Shareholders on record date:		24812						
No. of Shareholders present in the meeting either in person or through proxy:		53						
Promoters & Promoter Group:		1						
Public:		50						
No. of Shareholders attending the meeting through Video Conferencing:		N.A.						
Promoters and Promoter Group:		N.A.						
Public:		N.A.						
Agenda - wise disclosure (to be disclosed separately for each agenda item)								
<b>Resolution No. 1: To receive, consider and adopt Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31.03.2017 including Balance Sheet as at 31.03.2017, the Statement of Profit and Loss and Cash Flow Statement for the year ended on 31.03.2017 and the Reports of the Board of Directors and the Auditors thereon.</b>								
Whether promoter/promoter group are interested in the agenda/resolution? :								
Ordinary								
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	48549992	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	33718002	69.45	33718002	0	100.00	0.00
	<b>Total</b>	<b>48549992</b>	<b>33718002</b>	<b>69.45</b>	<b>33718002</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting	19107	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>19107</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public - Non Institutions	E-Voting	22949551	3261258	14.21	3261258	0	100.00	0.00
	Postal Ballot (if applicable)	0	991360	4.32	991360	0	100.00	0.00
	<b>Total</b>	<b>22949551</b>	<b>4252618</b>	<b>18.53</b>	<b>4252618</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>71518650</b>	<b>37970620</b>	<b>53.09</b>	<b>37970620</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Resolution No. 2 : To declare final dividend on Equity Shares for the Financial Year ended 31.03.2017.</b>								
Whether promoter/promoter group are interested in the agenda/resolution? :								
Ordinary								
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	48549992	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	33718002	69.45	33718002	0	100.00	0.00
	<b>Total</b>	<b>48549992</b>	<b>33718002</b>	<b>69.45</b>	<b>33718002</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting	19107	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>19107</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public - Non Institutions	E-Voting	22949551	3261258	14.21	3261258	0	100.00	0.00
	Postal Ballot (if applicable)	0	990635	4.32	990635	0	100.00	0.00
	<b>Total</b>	<b>22949551</b>	<b>4251893</b>	<b>18.53</b>	<b>4251893</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>71518650</b>	<b>37968895</b>	<b>53.09</b>	<b>37968895</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>





Registered Office: Bil, Near Banail Railway Station,  
Padra Road, Dist. Baroda - 391 410

Phone: 0265-268020/21/23/23, Fax: 0265-268033/23/38/30,

E-mail: sec@bancoindia.com, Website: www.bancoindia.com, CIN: L51100GJ1961PLC001039

Date: 23.05.2017

### Voting Results of Banco Products (India) Limited

Category	Mode of Voting	No. of shares held (1)	Resolution No. 3: To appoint a Director in place of Mrs. Himsal Harshid Patel (DIN: 07081636), who retires by rotation and being eligible, offers herself for reappointment. Resolution required: Ordinary				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
			Whether promoter/promoter group are interested in the agenda/resolution?	No. of Votes Polled (2)	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)						
Promoter and Promoter Group	E-Voting	48549992		0	0.00	0	0.00	0	0	0.00	0	
	Postal Ballot (if applicable)	0		0	0	0	0.00	0	0	0.00	0	
	Total	48549992		0	0	0	0.00	0	0	0.00	0	
Public - Institutions	E-Voting	19107		0	0	0	0.00	0	0	0.00	0	
	Postal Ballot (if applicable)	0		0	0	0	0.00	0	0	0.00	0	
	Total	19107		0	0	0	0.00	0	0	0.00	0	
Public - Non Institutions	E-Voting	22949551		3261258	14.21	3256992	99.87	4266	0	100.00	0.1308	
	Postal Ballot (if applicable)	0		0	0	0	0.00	0	0	0.00	0	
	Total	22949551		3261258	14.21	3256992	99.87	4266	0	100.00	0.1308	
Total	E-Voting	71518650		4251893	5.95	4247627	59.39	4266	0	99.90	0.1003	
	Postal Ballot (if applicable)	0		0	0	0	0.00	0	0	0.00	0	
	Total	71518650		4251893	5.95	4247627	59.39	4266	0	99.90	0.1003	

Category	Mode of Voting	No. of shares held (1)	Resolution No. 4: To consider the ratification of Statutory Auditor M/s. Mamubhai & Shah LLP, Chartered Accountants, Ahmedabad, (FRN: 106041W/V100136), as Auditors of the Company, to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company. Resolution required: Ordinary				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
			Whether promoter/promoter group are interested in the agenda/resolution?	No. of Votes Polled (2)	% of Votes Polled on outstanding Shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)						
Promoter and Promoter Group	E-Voting	48549992		0	0.00	0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)	0		0	0	0	0.00	0	0	0.00	0.00	
	Total	48549992		0	0	0	0.00	0	0	0.00	0.00	
Public - Institutions	E-Voting	19107		0	0	0	0.00	0	0	0.00	0.00	
	Postal Ballot (if applicable)	0		0	0	0	0.00	0	0	0.00	0.00	
	Total	19107		0	0	0	0.00	0	0	0.00	0.00	
Public - Non Institutions	E-Voting	22949551		3261258	14.21	3256992	99.87	4266	0	100.00	0.00	
	Postal Ballot (if applicable)	0		0	0	0	0.00	0	0	0.00	0.00	
	Total	22949551		3261258	14.21	3256992	99.87	4266	0	100.00	0.00	
Total	E-Voting	71518650		4251893	5.95	4247627	59.39	4266	0	100.00	0.00	
	Postal Ballot (if applicable)	0		0	0	0	0.00	0	0	0.00	0.00	
	Total	71518650		4251893	5.95	4247627	59.39	4266	0	100.00	0.00	





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Date: 23.09.2017

### Voting Results of Banco Products (India) Limited

Resolution No. 5: Appointment of Shri Rajendra Jayantilal Anandpara (DIN: 02461299) as Director.		Ordinary									
Resolution required	Whether promoter/promoter group are interested in the agenda/resolution?	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	48549992	0	0.00	0	0	0.00	0.00			
	Postal ballot (if applicable)	0	33718002	69.45	33718002	0	100.00	0.00			
	Total	48549992	33718002	69.45	33718002	0	100.00	0.00			
Public - Institutions	E-Voting	19107	0	0.00	0	0	0.00	0.00			
	Postal ballot (if applicable)	0	0	0.00	0	0	0.00	0.00			
	Total	19107	0	0.00	0	0	0.00	0.00			
Public - Non Institutions	E-Voting	22949551	3261258	14.21	3261258	0	100.00	0.00			
	Postal ballot (if applicable)	0	990635	4.32	990635	0	100.00	0.00			
	Total	22949551	4251893	18.53	4251893	0	100.00	0.00			
Total		71518650	37969895	53.09	37969895	0	100.00	0.00			

Resolution No. 6: Appointment of and Remuneration to Shri Rajendra Jayantilal Anandpara (DIN: 02461299) as Managing Director.		Special									
Resolution required	Whether promoter/promoter group are interested in the agenda/resolution?	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	48549992	0	0.00	0	0	0.00	0.00			
	Postal ballot (if applicable)	0	33718002	69.45	33718002	0	100.00	0.00			
	Total	48549992	33718002	69.45	33718002	0	100.00	0.00			
Public - Institutions	E-Voting	19107	0	0.00	0	0	0.00	0.00			
	Postal ballot (if applicable)	0	0	0.00	0	0	0.00	0.00			
	Total	19107	0	0.00	0	0	0.00	0.00			
Public - Non Institutions	E-Voting	22949551	3261258	14.21	3261258	0	100.00	0.00			
	Postal ballot (if applicable)	0	990635	4.32	990635	0	100.00	0.00			
	Total	22949551	4251893	18.53	4251893	0	100.00	0.00			
Total		71518650	37969895	53.09	37969895	0	100.00	0.00			





**J. J. Gandhi & Co.**

Practising Company Secretaries  
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F 46, India Bulls Mega Mall 1  
Besides Dinesh Mill  
Jetalpur, Vadodara 390 007  
Phone (o) 2985022 Cell : 9374620085  
Email : jjgandhics@gmail.com

**Report of Scrutinizer  
Consolidated Report on remote E-voting and Voting by Poll at AGM**

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

To,  
The Chairman  
of 56<sup>th</sup> Annual General Meeting of Members of  
Banco Products (India) Limited  
Bil Near, Bhaili Railway Station,  
Padra Road, Dist., Vadodara 391410.

Dear Sir,

**Re: Scrutinizers' Report on remote e-voting and voting by poll at the AGM of Banco Products (India) Limited held on 23<sup>rd</sup> September, 2017.**

1. I, J. J. Gandhi, Proprietor of J J Gandhi & Co. Practising Company Secretaries, having office at F 46, India Bulls Mega Mall, Vadodara 390007 has been appointed as Scrutinizer by the Board of Directors pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 (herein after referred to as Rules) for scrutinizing the e-voting process and poll at the AGM on the resolutions contained in the Notice (herein after referred to as "Resolutions") of the **56<sup>th</sup> Annual General Meeting (AGM)** of the Members of the Company held on **23<sup>rd</sup> September, 2017** at 10.00 A.M. at the Registered office of the Company at Bil Near, Bhaili Railway Station, Padra Road, Dsit., Vadodara 391410.
2. The Management of the Company is responsible to ensure compliance of the provisions of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means and on poll on the Resolutions contained in the Notice of 56<sup>th</sup> AGM of the Members of the Company. My responsibilities as a scrutinizer for e-voting process and for poll are restricted to make a Scrutinizers' Report on the votes cast "In favour" or "Against" the resolutions and "Invalid" votes, based on the reports generated from e-voting system provided by the Central Depository Services (India) Ltd., the authorized agency engaged by the Company to provide e-voting facilities and on the poll conducted at the AGM.

3. I submit my report as under;





## J. J. Gandhi & Co.

Practising Company Secretaries  
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F 46, India Bulls Mega Mall 2  
Besides Dinesh Mill  
Jetalpur, Vadodara 390 007  
Phone (o) 2985022 Cell : 9374620085  
Email : jjgandhics@gmail.com

- A. As per requirement of Rule 20(v), the Public Advertisement with respect to dispatch of AGM Notice and intimating date and time of commencement and closing of E-voting have been published in English language in the newspaper "**Business Standard**" dated 26<sup>th</sup> August, 2017 and in Gujarati language in the news paper "Lok Satta" dated 26<sup>th</sup> August, 2017.
- B. The e-voting period remained open from **20<sup>th</sup> September, 2017** (9.00 A.M.) to **22<sup>nd</sup> September, 2017** (5.00 P.M.).
- C. The Members of the Company holding shares in physical form or demat form as on "Cut-off" date i.e. **16<sup>th</sup> September, 2017** were entitled to vote on the resolutions mentioned in the Notice of AGM.
- D. At the AGM Poll was conducted to facilitate the members/ proxies present at the AGM and who did not vote in the E-voting process.
- E. Ballot papers were distributed to the Members and proxies present at the meeting. The empty ballot box was shown, locked and sealed in my presence and in the presence of members and proxies.
- F. Subsequently, the ballot box was opened in my presence and in the presence of CS Sonal Shimpi and CS Sakhishree who are not in the employment of the Company. They have signed at the end of report to confirm that polling box was opened in their presence.
- G. The poll papers were scrutinized and reconciled with the records maintained by the Company/ Registrar & Transfer Agent and the authorizations/ proxies lodged with the Company.
- H. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
- I. After counting votes cast through poll at AGM, the E- votes cast were unblocked on 23<sup>rd</sup> September, 2017 in the presence of 2 witnesses CS Sonal Shimpi and CS Sakhishree who are not in employment of the Company. They have signed at the end of report to confirm that the e- votes have been unblocked in their presence.
- J. The details of Members who have voted "for" or "against" each of the resolutions that were put to vote were generated from the E-voting website of CDSL viz. [www.evotingindia.com](http://www.evotingindia.com)

Based on the Reports generated from the CDSL website and the voting through Poll at the AGM, the consolidated report on the voting on each resolution is as under;





## J. J. Gandhi & Co.

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### Resolution No. 1 – Ordinary Resolution

Adoption of standalone and consolidated financial statements of the Company for the financial year ended on 31<sup>st</sup> March, 2017.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
<b>In favour</b> of the resolution			
E-voting	29	3261258	8.59
Poll	40	34709362	91.41
Total	<b>69</b>	<b>37970620</b>	<b>100</b>
<b>Against</b> the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	<b>0</b>	<b>0</b>	<b>0</b>
<b>Invalid</b> votes			
E-voting	0	0	
Poll	4	36165	
Total	<b>4</b>	<b>36165</b>	





## J. J. Gandhi & Co.

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### Resolution No. 2 – Ordinary Resolution

Declaration of final Dividend on Equity shares for the financial year ended on 31<sup>st</sup> March, 2017.

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
<b>In favour</b> of the resolution			
E-voting	29	3261258	8.59
Poll	38	34708637	91.41
Total	<b>67</b>	<b>37969895</b>	<b>100</b>
<b>Against</b> the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	<b>0</b>	<b>0</b>	<b>0</b>
<b>Invalid</b> votes			
E-voting	0	0	
Poll	4	36165	
Total	<b>4</b>	<b>36165</b>	







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### Resolution No. 3 – Ordinary Resolution

Re-appointment of Director Mrs. Himali H. Patel (DIN 07081636)

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
<b>In favour</b> of the resolution			
E-voting	27	3256992	8.58
Poll	38	34708637	91.41
Total	<b>65</b>	<b>37965629</b>	<b>99.99</b>
<b>Against</b> the resolution			
E-voting	2	<b>4266</b>	0.01
Poll	0	0	0
Total	<b>2</b>	<b>4266</b>	<b>0.01</b>
<b>Invalid</b> votes			
E-voting	0	0	
Poll	4	36165	
Total	<b>4</b>	<b>36165</b>	





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### Resolution No. 4 – Ordinary Resolution

Ratification of Appointment of Statutory Auditor

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
<b>In favour</b> of the resolution			
E-voting	29	3261258	8.59
Poll	38	34708637	91.41
Total	<b>67</b>	<b>37969895</b>	<b>100</b>
<b>Against</b> the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	<b>0</b>	<b>0</b>	<b>0</b>
<b>Invalid</b> votes			
E-voting	0	0	
Poll	4	36165	
Total	<b>4</b>	<b>36165</b>	





## J. J. Gandhi & Co.

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Email : jjgandhics@gmail.com

### Resolution No. 5 – Ordinary Resolution

Appointment of Mr. Rajendra Jayantilal Anandpara (DIN 02461259) as Director

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
<b>In favour</b> of the resolution			
E-voting	29	3261258	8.59
Poll	38	34708637	91.41
<b>Total</b>	<b>67</b>	<b>37969895</b>	<b>100</b>
<b>Against</b> the resolution			
E-voting	0	0	0
Poll	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Invalid</b> votes			
E-voting	0	0	
Poll	4	36165	
<b>Total</b>	<b>4</b>	<b>36165</b>	





## J. J. Gandhi & Co.

Practising Company Secretaries  
CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S.

F 46, India Bulls Mega Mall 8  
Besides Dinesh Mill  
Jetalpur, Vadodara 390 007  
Phone (o) 2985022 Cell : 9374620085  
Email : jjgandhics@gmail.com

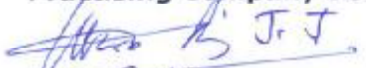
### Resolution No. 6 – Special Resolution

Appointment of Mr. Rajendra Jayantilal Anandpara (DIN 02461259) as Managing Director and approval of Remuneration

Votes cast	Number of members present and voting	Number of votes cast	% of total number of valid votes cast
<b>In favour</b> of the resolution			
E-voting	29	3261258	8.59
Poll	38	34708637	91.41
Total	<b>67</b>	<b>37969895</b>	<b>100</b>
<b>Against</b> the resolution			
E-voting	0	0	0
Poll	0	0	0
Total	<b>0</b>	<b>0</b>	<b>0</b>
<b>Invalid</b> votes			
E-voting	0	0	
Poll	4	36165	
Total	<b>4</b>	<b>36165</b>	

The relevant records relating to E-voting and Poll is being handed over to the Company Secretary.

For J J Gandhi & Co.,  
Practising Company Secretaries,



(J J Gandhi)  
Proprietor (CP No - 2515)



Place : Vadodara  
Dated: 23<sup>rd</sup> Sept., 2017

Witness CS Sonal Shimpi



CS Sakhishree



