

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



Date: 24.09.2018

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

Stock Code (BSE) - 500039

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

Trading Symbol (NSE) - BANCOINDIA

Dear Sir,

Sub: Declaration of Voting Results of 57th Annual General Meeting of the Company held on September 22, 2018.

With reference to the above, we would like to state that the 57th Annual General Meeting of the Company was held on September 22, 2018 at Registered Office of the Company at Bil, Near Bhaili Railway Station, Padra Road, Dist Vadodara - 391 410.

In this connection we the following:

- 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

Company Secretary



BANCO PRODUCTS (INDIA) LIMITED



Registered Office: Bil, Near Bhaili Railway Station, Padra Road, Dist. Baroda - 391 410. Phone:-0265-2680220/21/23/23, Fax:-0265-2680433/2338430,

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

Date: 22.09.2018

| | | 9 | | Products (India | aj Lillilleu | | | | | |
|--|--|---|--|---|--|--|---|---|--|--|
| Date of AGM : | | | September 22, | 2018 | | | | | | |
| Total No. of Shareholders on record | | | 24083 | | | | | | | |
| No. of Shareholders present in the r | neeting either in person or throug | h proxy: | 51 | | | | | | | |
| Promoters & Promoter Group | | | 3 | | | | | | | |
| Public : | | | 48 | | | | | | | |
| No. of Shareholders attending the m | eeting through Video Conferencir | ig: | | | | | | | | |
| Promoters and Promoter Grou | | | N.A. | | | | | | | |
| Public: | | | N.A. | | | | | | | |
| Agenda - wise disclosure (to be discl | osed separately for each agenda it | tem) | | | | | | | | |
| Resolution No. 1: To receive, consid | | | Financial Statem | onte of the Company | ion the financial | | 20401 1 11 - 1 | | | |
| 31.03.2018, the Statement of Profit | and Loss and Cash Flow Stateme | ent for the year end | nd on 21 02 2019 | and the Benerts of th | or the financial ye | ar ended 31.03 | .2018 including Balanc | e Sheet as at | | |
| Resolution required : | and see and see the statement | inc for the year end | Ordinary | and the keports of th | e Board of Directo | rs and the Aud | tors thereon. | | | |
| Whether promoter/promoter group | are interested in the agenda/reso | dution? · | No | | 1 | | | | | |
| Category | Mode of Voting | No. of shares | No. of Votes | 0/ - (1/-1 D. II - I | | | | | | |
| 5510,001, | wide of voting | held | Polled | % of Votes Polled on | No. of Votes - in | | % of Votes in favour | % of Votes against on | | |
| | | | | outstanding Shares | favour | against | on votes polled | votes polled | | |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | | |
| | E-Voting | | | | | | | | | |
| Promoter and Promoter Group | Poll | 48549992 | 0 | 0.00 | | 0 | 0100 | 0.00 | | |
| Tromoter and Promoter Group | Postal Ballot (if applicable) | | 33718002 | 69.45 | | 0 | 200.00 | 0.00 | | |
| | Total | 0 | 0 | 0 | | - | 0.00 | 0.00 | | |
| | | 48549992 | 33718002 | 69.45 | | 0 | 200100 | 0.00 | | |
| Public - Institutions | E-Voting | 16894 | 0 | 0 | | 0 | 0.00 | 0.00 | | |
| | Poll | | 0 | 0 | | 0 | 0.00 | 0.00 | | |
| | Postal Ballot (if applicable) | 0 | 0 | - | | 0 | 0.00 | 0.00 | | |
| | Total | 16894 | . 0 | 0 | 0 | 0 | 0.00 | 0.00 | | |
| Bullion No. 1 and at | E-Voting | 22951764 | 3038720 | 13.24 | 3038615 | 105 | 100.00 | 0.00 | | |
| Public - Non Institutions | Poll | | 882461 | 3.84 | 882461 | 0 | 100.00 | 0.00 | | |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 | | |
| | Total | 22951764 | 3921181 | 17.08 | 3921076 | 105 | 100.00 | 0.00 | | |
| Total | | 71518650 | 37639183 | 52.63 | 37639078 | 105 | 100.00 | 0.00 | | |
| | | | | | | | | | | |
| Resolution No. 2: To declare final o | ividend on Equity Shares for the | Financial Year ende | d 31.03.2018. | | | | | | | |
| Resolution required : | | | | | | | | | | |
| Albother promoter/promoter | | | Ordinary | | | | | | | |
| | are interested in the agenda/reso | | Ordinary No. | | | | | | | |
| Category | are interested in the agenda/reso Mode of Voting | | | % of Votes Polled on | No. of Votes - in | No. of Votes - | % of Votes in favour | % of Votes against on | | |
| | | lution? : | No. | % of Votes Polled on outstanding Shares | No. of Votes - in | No. of Votes - | % of Votes in favour | % of Votes against on | | |
| | | No. of shares | No. of Votes | outstanding Shares | | against | on votes polled | votes polled | | |
| | | No. of shares held | No. of Votes Polled | | favour | | | | | |
| | | No. of shares held | No. of Votes Polled | outstanding Shares | favour (4) | against (5) | on votes polled (6)=[(4)/(2)]*100 | votes polled (7)=[(5)/(2)]*100 | | |
| | Mode of Voting | No. of shares held | No. of Votes Polled (2) | outstanding Shares (3)=[(2)/(1)]*100 | favour (4) | against (5) | on votes polled (6)=[(4)/(2)]*100 | votes polled (7)=[(5)/(2)]*100 | | |
| Category | Mode of Voting E-Voting | No. of shares held | No. No. of Votes Polled (2) | outstanding Shares (3)=[(2)/(1)]*100 | favour (4) | against (5) | on votes polled (6)=[(4)/(2)]*100 0.00 100.00 | votes polled (7)=[(5)/(2)]*100 0.00 | | |
| Category | Mode of Voting E-Voting Poll | No. of shares held (1) 48549992 | No. No. of Votes Polled (2) | outstanding Shares (3)=[(2)/(1)]*100 0.00 69.45 | favour (4) | against (5) | on votes polled (6)=[(4)/(2)]*100 0.00 100.00 0.00 | votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 | | |
| Category Promoter and Promoter Group | Mode of Voting E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) 48549992 0 48549992 | No. No. of Votes Polled (2) 0 33718002 0 | outstanding Shares (3)=[(2)/(1)]*100 0.00 69.45 0 | favour (4) 0 33718002 0 | against (5) 0 0 0 0 | on votes polled (6)=[{4}/(2)]*100 0.00 100.00 0.00 100.00 | votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 | | |
| Category | Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total | No. of shares held (1) 48549992 | No. No. of Votes Polled (2) 0 33718002 0 33718002 | outstanding Shares (3)=[(2)/(1)]*100 0.00 69.45 0 69.45 | favour (4) 0 33718002 0 33718002 | against (5) 0 0 0 0 0 0 0 | on votes polled (6)=[{4}/{2}]*100 0.00 100.00 0.00 100.00 0.00 | votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 | | |
| Category Promoter and Promoter Group | Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting | No. of shares held (1) 48549992 0 48549992 | No. No. of Votes Polled (2) 0 33718002 0 33718002 0 | outstanding Shares (3)=[(2)/(1)]*100 0.00 69.45 0 69.45 | favour (4) 0 33718002 0 33718002 0 | against (5) 0 0 0 0 0 0 0 0 | 0n votes polled (6)=[{4}/{2}]*100 0.00 100.00 0.00 100.00 0.00 | votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 | | |
| Category Promoter and Promoter Group | Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll | No. of shares held (1) 48549992 16894 | No. No. of Votes Polled (2) 0 33718002 0 33718002 0 0 0 | outstanding Shares (3)=[(2)/(1)]*100 0.00 69.45 0 69.45 0 0 | favour (4) 0 33718002 0 33718002 0 0 | against (5) 0 0 0 0 0 0 0 0 0 | 0n votes polled (6)=[{4}/{2}]*100 0.00 100.00 0.00 100.00 0.00 0.00 | votes polled (7)=[{5}/{2}]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00 | | |
| Category Promoter and Promoter Group | E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | No. of shares held (1) 48549992 | No. No. of Votes Polled (2) 0 33718002 0 33718002 0 0 0 0 | outstanding Shares (3)={(2)/(1)}*100 0.00 69.45 0 69.45 0 0 0 | favour (4) 0 33718002 0 33718002 0 0 0 | against (5) 0 0 0 0 0 0 0 0 0 0 0 0 | on votes polled (6)=[{4}/{2}]*100 0.00 100.00 0.00 100.00 0.00 0.00 0 | votes polled (7)=[(5)/(2)]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00 | | |
| Category Promoter and Promoter Group | E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total | No. of shares held (1) | No. No. of Votes Polled (2) 0 33718002 0 33718002 0 0 0 3091417 | outstanding Shares (3)=[(2)/(1)]*100 0.00 69.45 0 69.45 0 0 0 13.47 | favour (4) 0 33718002 0 33718002 0 0 0 0 3091312 | 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | on votes polled (6)=[{4}/{2}]*100 0.00 100.00 0.00 100.00 0.00 0.00 0 | votes polled [7]=[{5}/{2}]*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00 | | |
| Category Promoter and Promoter Group Public - Institutions | E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting | No. of shares held (1) 48549992 | No. No. of Votes Polled (2) 0 33718002 0 33718002 0 0 0 0 | outstanding Shares (3)=[(2)/(1)]*100 0.00 69.45 0 69.45 0 0 13.47 3.84 | favour (4) 0 33718002 0 33718002 0 0 0 0 3091312 882461 | 3 against (5) 0 0 0 0 0 0 0 0 0 0 0 0 105 | 0n votes polled (6)=[(4)/(2)]*100 0.00 100.00 0.00 0.00 0.00 0.00 0.0 | votes polled {7}={{5}/{2}}*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00 | | |
| Category Promoter and Promoter Group Public - Institutions | E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Total E-Voting Poll Total E-Voting Poll Total E-Voting Poll | No. of shares held (1) | No. No. of Votes Polled (2) 0 33718002 0 33718002 0 0 0 3091417 882461 | outstanding Shares (3)=[(2)/(1)]*100 0.00 69.45 0 69.45 0 0 0 13.47 | favour (4) 0 33718002 0 33718002 0 0 0 0 3091312 | 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | on votes polled (6)=[{4}/{2}]*100 0.00 100.00 0.00 100.00 0.00 0.00 0 | votes polled {7}={{5}/{2}}*100 0.00 0.00 0.00 0.00 0.00 0.00 0.00 | | |



BANCO PRODUCTS (INDIA) LIMITED



Registered Office: Bil, Near Bhaili Railway Station,
Padra Road, Dist. Baroda - 391 410.
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E-mail:- sec@bancoindia.com, Website:- www.bancoindia.com, CIN: L51100GJ1961PLC001039

Date: 22.09.2018

Voting Results of Banco Products (India) Limited

| esolution No. 3: To appoint a Dire | ctor in place of Mr. Samir K Pate | I (DIN : 00161448) | who retires by | rotation and being alig | ible offershimself | for reconstitute | | | |
|------------------------------------|-----------------------------------|---|-------------------------------|---|------------------------------------|----------------------------------|--|--|--|
| esolution required : | | (- (- (- (- (- (- (- (- (- (- | Ordinary | | | | | | |
| hether promoter/promoter group | are interested in the agenda/reso | olution? : | 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 or votes polled (7)=[(5)/(2)]*100 | |
| | E-Voting | 48549992 | 0 | 0.00 | 0 | 0 | 0.00 | | |
| Promoter and Promoter Group | Poll | | 33718002 | 69.45 | 33718002 | 0 | 100.00 | | |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0.00 | | |
| | Total | 48549992 | 33718002 | 69.45 | 33718002 | 0 | 100.00 | | |
| | E-Voting | 16894 | 0 | 0 | 0 | 0 | 0.00 | | |
| Public - Institutions | Poll | | 0 | 0 | 0 | 0 | 0.00 | | |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0.00 | | |
| | Total | 16894 | 0 | 0 | 0 | 0 | | | |
| | E-Voting · | | 3091417 | 13.47 | 3091312 | 105 | 0.00 | | |
| Public - Non Institutions | Poll | 22951764 | 882461 | 3.84 | | 105 | 200100 | 0.003 | |
| | Postal Ballot (if applicable) | 0 | 0 | 3.84 | 882461 | 0 | 100.00 | | |
| | Total | 22951764 | 3973878 | 17.31 | 3973773 | 105 | 100.00 | 0.003 | |
| Total | | 71518650 | 37691880 | 52.70 | 37691775 | 105 | | | |

| esolution required : | of and Remuneation payable to | | Special | | | | | |
|--------------------------------|-----------------------------------|------------------------------|-------------------------------|---|------------------------------------|----------------------------------|--|--|
| hether promoter/promoter group | are interested in the agenda/reso | olution?: | 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 |
| D | E-Voting | 48549992 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Promoter and Promoter Group | Poll | | 33718002 | 69.45 | 33718002 | 0 | 100.00 | 0.0 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.0 |
| | Total | 48549992 | 33718002 | 69.45 | 33718002 | 0 | 100.00 | 0.0 |
| | E-Voting | 16894 | 0 | 0 | 0 | 0 | 0.00 | 0.0 |
| Public - Institutions | Poll | | 0 | 0 | 0 | 0 | 0.00 | |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Total | 16894 | 0 | 0 | 0 | 0 | 0.00 | 0.0 |
| | E-Voting | 22054764 | 3091417 | 13.47 | 3091287 | 130 | 100.00 | 0.0 |
| Public - Non Institutions | Poll | 22951764 | 882461 | 3.84 | 882461 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| | Total | 22951764 | 3973878 | 17.31 | 3973748 | 130 | 100.00 | |
| Total | | 71518650 | | | 37691750 | 130 | 100.00 | 0.00 |



BANCO PRODUCTS (INDIA) LIMITED



Registered Office: Bil, Near Bhaili Railway Station,
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Phone:-0265-2680220/21/23/23, Fax:-0265-2680433/2338430,
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Date: 22.09.2018

Voting Results of Banco Products (India) Limited

| Mode of Voting Mode | esolution required : | | | Ordinary | | | | | |
|--|--------------------------------|-----------------------------------|-----------------------|----------|--------------------|----------|---------|-----------------|------|
| Category Mode of Voting No. of shares No. of Votes Polled Polled (1) Polled (2) Polled (3)=[2]/[1]*100 Polled (3)=[2]/[1]*100 Polled (4) Polled (5) Polled (6)=[4]/(2)]*100 Polled (7)=[5]/[2]*100 Polled (7)=[5]/[2]*100 Polled Polled Polled Polled (3)=[2]/[1]*100 Polled | hether promoter/promoter group | are interested in the agenda/reso | lution?: | - | | | | | |
| Promoter and Promoter Group Postal Ballot (if applicable) Public - Institutions Public - Non Institutions Public - Non Institutions Postal Ballot (if applicable) Postal Ballot (if applic | | | No. of shares held | Polled | outstanding Shares | favour | against | on votes polled | |
| Poll Postal Ballot (if applicable) Poll Postal Ballot (if applicable) Postal Ballot | | | 48549992 | 0 | 0.00 | 0 | 0 | 0.00 | 0.0 |
| Postal Ballot (if applicable) 0 0 0 0 0 0 0 0 0 | Promoter and Promoter Group | | | 33718002 | 69.45 | 33718002 | 0 | | 0.0 |
| Total | | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | | 0.0 |
| E-Voting 16894 0 0 0 0 0 0 0 0 0 | | Total | 48549992 | 33718002 | 69.45 | 33718002 | 0 | | |
| Public - Institutions Poll Postal Ballot (if applicable) 0 0 0 0 0 0 0 0 0 | | E-Voting | 16894 | 0 | 0 | 0 | 0 | | |
| Postal Ballot (if applicable) 0 0 0 0 0 0 0 0 0 | Public - Institutions | Poll | | 0 | 0 | 0 | 0 | | |
| Total 16894 0 0 0 0 0 0 0 0 0 | | Postal Ballot (if applicable) | 0 | 0 | 0 | 0 | 0 | | |
| E-Voting 22951764 3091417 13.47 3091306 111 100.00 0 0 0 0 0 0 0 0 | | Total | 16894 | 0 | 0 | 0 | 0 | | |
| Public - Non Institutions Poll 22951/64 882461 3.84 882461 0 100.00 (Compared to the compared | | E-Voting | | 3091417 | 13.47 | 3091306 | 111 | | |
| Postal Ballot (if applicable) 0 0 0 0 0 0 0 0 0.00 (Total 22951764 3973878 17.31 3973767 111 100.00 (| Public - Non Institutions | Poll | 22951764 | | 20111 | | 111 | | |
| Total 22951764 3973878 17.31 3973767 111 100.00 (| | Postal Ballot (if applicable) | 0 | 0 | 0.04 | 002401 | 0 | | 0.00 |
| Total 71519650 27603000 710 | | Total | 22951764 | 3973878 | 17 31 | 2072767 | 111 | | 0.00 |
| 71518650 37691880 52.70 37691769 111 100.00 | Total | | 71518650 | 37691880 | 27102 | 37691769 | 111 | | 0.00 |





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

F 46, India Bulls Mega Mall 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 57th Annual General Meeting of Members of
Banco Products (India) Limited
Bill, Near Bhaili Railway Station,
Padra Road, 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 22nd Sept., 2018

- 1. I, J. J. Gandhi, Proprietor of J J Gandhi & Co. Practising Company Secretaries, having office at F 46, India Bulls Mega Mall, Besides Dinesh Mill, Jetalpur, 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 57th Annual General Meeting (AGM) of the Members of the Company held on 22nd Sept., 2018 at 10.00 AM. at the Registered office of the Company at Banco Products (India) Limited, Bill, Near Bhaili Railway Station, Padra Road, 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 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.

I submit my report as under;







Practising Company Secretaries & Insolvency Professional

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

F 46, India Bulls Mega Mall 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 31st Aug., 2018 and in Gujarati language in the news paper "Loksatta Jansatta" dated 1st Sept., 2018.
- B. The e-voting period remained open from 19th Sept., 2018 (9.00 A.M.) to 21th Sept., 2018 (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. 15th Sept., 2018 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 given 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 22nd Sept., 2018 in the presence of two 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.co.in.

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;

CP No. 2515



Practising Company Secretaries & Insolvency Professional CS J. J. Gandhi - M. Com., LL. B., D. L. P., F. C. S. F 46, India Bulls Mega Mall Besides Dinesh Mill Jetalpur, Vadodara 390 007 Phone (o) 2985022 Cell: 9374620085

Email: jjgandhics@gmail.com

Resolution No. 1 - Ordinary Resolution

Adoption of Audited Standalone and Consolidated financial statements of the Company for the financial year ended on 31^{st} March, 2018, and the Reports of the Board of Directors and the Auditors thereon.

| Votes cast | Number of members present and voting | Number of votes cast | % of total number of valid votes cast |
|-----------------------------|--------------------------------------|----------------------|---------------------------------------|
| In favour of the resolution | | | |
| E-voting | 29 | 3038615 | 8.07 |
| Poll | 38 | 34600463 | 91.93 |
| Total | 67 | 37639078 | 100 |
| Against the resolution | | | |
| E-voting | 2 | 105 | 0.00 |
| Poll | 0 | 0 | 0.00 |
| Total | 2 | 105 | 0.00 |
| Grand Total | 69 | 37639183 | 100 |
| Invalid votes | | | |
| E-voting | 0 | 0 | |
| Poll | 3 | 2253 | |
| Total | 3 | 2253 | |







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

F 46, India Bulls Mega Mall Besides Dinesh Mill Jetalpur, Vadodara 390 007 Phone (o) 2985022 Cell : 9374620085

Email: jjgandhics@gmail.com

Resolution No. 2 - Ordinary Resolution

Declaration of final dividend on equity shares

| Votes cast | Number of members present and voting | Number of votes cast | % of total number of valid votes cast |
|-----------------------------|--------------------------------------|----------------------|---------------------------------------|
| In favour of the resolution | | | |
| E-voting | 30 | 3091312 | 8.20 |
| Poll | 38 | 34600463 | 91.80 |
| Total | 68 | 37691775 | 100 |
| Against the resolution | | | |
| E-voting | 2 | 105 | 0.00 |
| Poll | 0 | 0 | 0.00 |
| Total | 2 | 105 | 0.00 |
| Grand Total | 71 | 37691880 | 100 |
| Invalid votes | | | |
| E-voting | 0 | 0 | |
| Poll | 3 | 2253 | |
| Total | 3 | 2253 | |







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

F 46, India Bulls Mega Mall Besides Dinesh Mill Jetalpur, Vadodara 390 007 Phone (o) 2985022 Cell : 9374620085

Email: jjgandhics@gmail.com

Resolution No. 3 - Ordinary Resolution

Re-appointment of retiring Director Mr. Samir K. Patel (DIN 00161448) as a Director of the Company

| Votes cast | Number of members present and voting | Number of votes cast | % of total number of valid votes cast |
|-----------------------------|--------------------------------------|----------------------|---------------------------------------|
| In favour of the resolution | | | |
| E-voting | 30 | 3091312 | 8.20 |
| Poll | 38 | 34600463 | 91.80 |
| Total | 68 | 37691775 | 100 |
| Against the resolution | | | |
| E-voting | 2 | 105 | 0.00 |
| Poll | 0 | 0 | 0.00 |
| Total | 2 | 105 | 0.00 |
| Grand Total | 71 | 37691880 | 100 |
| Invalid votes | | | |
| E-voting | 0 | 0 | |
| Poll | 3 | 2253 | |
| Total | 3 | 2253 | |







Resolution No. 4 - Special Resolution

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

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Approval of Re-appointment and remuneration of Mrs. Hemali H Patel as Whole Time Director of the Company

| Votes cast | Number of members present and voting | votes cast | |
|-----------------------------|---|------------|-------|
| In favour of the resolution | | | |
| E-voting | 29 | 3091287 | 8.20 |
| Poll | 38 | 34600463 | 91.80 |
| Total | 67 | 37691750 | 100 |
| Against the resolution | | | |
| E-voting | 3 | 130 | 0.00 |
| Poll | 0 | 0 | 0.00 |
| Total | 3 | 130 | 0.00 |
| Grand Total | 70 | 37691880 | 100 |
| Invalid votes | | | |
| E-voting | 0 | 0 | |
| Poll | 3 | 2253 | |
| Total | 3 | 2253 | |







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Email: jjgandhics@gmail.com

Resolution No. 5 - Ordinary Resolution

Approval of Remuneration to Cost Auditor

| Votes cast | Number of members present and voting | Number of votes cast | % of total number of valid votes cast |
|-----------------------------|--------------------------------------|----------------------|---------------------------------------|
| In favour of the resolution | | | |
| E-voting | 29 | 3091306 | 8.20 |
| Poll | 38 | 34600463 | 91.80 |
| Total | 67 | 37691769 | 100 |
| Against the resolution | | | |
| E-voting | 3 | 111 | 0.00 |
| Poll | 0 | 0 | 0.00 |
| Total | 3 | 111 | 0.00 |
| Grand Total | 70 | 37691880 | 100 |
| Invalid votes | | | |
| E-voting | 0 | 0 | |
| Poll | 3 | 2253 | |
| Total | 3 | 2253 | |

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

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For J J Gandhi & Co.

Practising Company Secretaries

(J J Gandhi)

Proprietor (COP No - 2515)

Witness CS Sonal Shimpi

Place: Vadodara

Date: 22nd Sept., 2018



