

Ref : ID/BB

13th September, 2017

The General Manager
Department of Corporate Services
BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400001.

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C-1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051.

Dear Sir,

Sub: 78th Annual General Meeting – Submission of Voting Result

We enclose, in terms of Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the voting results of the 78th Annual General Meeting in prescribed format and the Report of the Scrutinizer.

Kindly take the same in your record.

Thanking you,

Yours faithfully,
For ALBERT DAVID LIMITED



Abhishek Seth
Asstt. Company Secretary



Encl.: As above.

Date of the AGM	September 12,2017
Total Number of Shareholders on record date	9091
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	11
Public	162
Total	173
No. of shareholders attended the meeting through Video Conferencing	Not Applicable
Promoter & Promoter group	
Public	
Total	

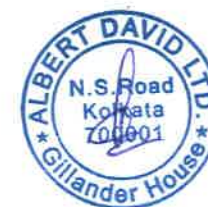


Agenda- wise disclosure

1 Ordinary Business			Ordinary resolution for adoption of Audited Financial Statements for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors.					
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 & Promoter Group	E-Voting	3475514	3475514	100.00000	3475514	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		3475514	100.00000	3475514	0	100.00000	
Public - Institutional holders	E-Voting	260929	258126	98.92580	258126	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		258126	98.92580	258126	0	100.00000	
Public - Non Institution	E-Vote	1970719	3688	0.18710	3686	2	99.94580	0.05420
	Poll		478	0.02430	478	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4166	0.21140	4164	2	99.95200	0.04800
Total		5707162	3737806	65.49325	3737804	2	99.99995	0.00005



2 Ordinary Business		Ordinary resolution for declaration of dividend for the financial year ended 31st March, 2017.						
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 & Promoter Group	E-Voting	3475514	3475514	100.00000	3475514	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		3475514	100.00000	3475514	0	100.00000	
Public - Institutional holders	E-Voting	260929	258126	98.92580	258126	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		258126	98.92580	258126	0	100.00000	
Public - Non Institution	E-Vote	1970719	3688	0.18710	3687	1	99.97290	0.02710
	Poll		478	0.02430	478	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4166	0.21140	4165	1	99.97600	0.02400
Total		5707162	3737806	65.49325	3737805	1	99.99997	0.00003



3 Ordinary Business			Ordinary resolution for re-appointment of Mrs. Prabhawati Devi Kothari (DIN: 00051860) who retires by rotation and being eligible, offers herself for reappointment.					
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 & Promoter Group	E-Voting	3475514	3475514	100.00000	3475514	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		3475514	100.00000	3475514	0	100.00000	
Public - Institutional holders	E-Voting	260929	258126	98.92580	258126	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		258126	98.92580	258126	0	100.00000	
Public - Non Institution	E-Vote	1970719	3688	0.18710	118	3570	3.19960	96.80040
	Poll		478	0.02430	478	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4166	0.21140	596	3570	14.30630	85.69370
Total		5707162	3737806	65.49325	3734236	3570	99.90449	0.09551



4 Ordinary Business			Ordinary resolution for appointment of M/s. Basu Chanchani & Deb, Chartered Accountants, as the Auditors of the Company for a period of 5 consecutive years and to authorize the Board of Directors to fix their remuneration.					
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 & Promoter Group	E-Voting	3475514	3475514	100.00000	3475514	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		3475514	100.00000	3475514	0	100.00000	
Public - Institutional holders	E-Voting	260929	258126	98.92580	258126	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		258126	98.92580	258126	0	100.00000	
Public - Non Institution	E-Vote	1970719	3688	0.18710	3686	2	99.94580	0.05420
	Poll		478	0.02430	478	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4166	0.21140	4164	2	99.95200	0.04800
Total		5707162	3737806	65.49325	3737804	2	99.99995	0.00005



5 Special Business		Special resolution for re-appointment of Mr. A. K. Kothari (DIN: 00051900) as Chairman & Managing Director of the Company for the period from 1st April, 2017 to 31st March, 2018.						
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 & Promoter Group	E-Voting	3475514	3475514	100.00000	3475514	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		3475514	100.00000	3475514	0	100.00000	
Public - Institutional holders	E-Voting	260929	258126	98.92580	258126	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		258126	98.92580	258126	0	100.00000	
Public - Non Institution	E-Vote	1970719	3688	0.18710	3686	2	99.94580	0.05420
	Poll		478	0.02430	478	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4166	0.21140	4164	2	99.95200	0.04800
Total		5707162	3737806	65.49325	3737804	2	99.99995	0.00005



6 Special Business			Special resolution for revision in remuneration of Mr. H. P. Kabra (DIN: 00385240), Executive Director of the Company for the residual term of his tenure from 1st April, 2017 to 31st March, 2018.					
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 & Promoter Group	E-Voting	3475514	3475514	100.00000	3475514	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		3475514	100.00000	3475514	0	100.00000	
Public - Institutional holders	E-Voting	260929	258126	98.92580	258126	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		258126	98.92580	258126	0	100.00000	
Public - Non Institution	E-Vote	1970719	3688	0.18710	118	3570	3.19960	96.80040
	Poll		478	0.02430	478	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4166	0.21140	596	3570	14.30630	85.69370
Total		5707162	3737806	65.49325	3734236	3570	99.90449	0.09551



7 Special Business		Special resolution under section 180(1)(a) of the Companies Act, 2013 authorizing the Board of Directors to create charge on properties of the Company.						
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 & Promoter Group	E-Voting	3475514	3475514	100.00000	3475514	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		3475514	100.00000	3475514	0	100.00000	
Public - Institutional holders	E-Voting	260929	258126	98.92580	258126	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		258126	98.92580	258126	0	100.00000	
Public - Non Institution	E-Vote	1970719	3688	0.18710	118	3570	3.19960	96.80040
	Poll		478	0.02430	478	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4166	0.21140	596	3570	14.30630	85.69370
Total		5707162	3737806	65.49325	3734236	3570	99.90449	0.09551



8 Special Business		Ordinary resolution for fixing remuneration of Cost Auditors for the financial year ending 31st March, 2018.						
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 & Promoter Group	E-Voting	3475514	3475514	100.00000	3475514	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		3475514	100.00000	3475514	0	100.00000	
Public - Institutional holders	E-Voting	260929	258126	98.92580	258126	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		258126	98.92580	258126	0	100.00000	
Public - Non Institution	E-Vote	1970719	3688	0.18710	118	3570	3.19960	96.80040
	Poll		478	0.02430	478	0	100.00000	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		4166	0.21140	596	3570	14.30630	85.69370
Total		5707162	3737806	65.49325	3734236	3570	99.90449	0.09551





Ashok Kumar Daga

B. Com. (H), LLB., FCS
Practising Company Secretary

AVANI OXFORD, PHASE II
136, JESSORE ROAD, BLOCK - I
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KOLKATA - 700055
Phone : +91 33 32916865
Mobile : 09831036425, 09830236425
E-mail : daga.ashok@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies
(Management and Administration) Rules, 2014]

Name of the Company	ALBERT DAVID LIMITED
Meeting	78 TH Annual General Meeting
Date & Time	Tuesday, 12 th day of September, 2017 at 10.00 a.m.
Venue	Science City, Mini Auditorium, J B S Haldane Avenue, Kokata-700046

To
The Chairman,
78th Annual General Meeting
Albert David Limited
D- Block, 3rd Floor, Gillander House
Netaji Subhas Road, Kolkata-700001

1. APPOINTMENT AS SCRUTINIZER

I was appointed as Scrutinizer for the remote e-voting as well as the voting conducted at the Annual General Meeting (AGM) of the **ALBERT DAVID LIMITED** (herein after referred to as the Company) held on Tuesday, 12th day of September, 2017 at 10.00 a.m. at Science City, Mini Auditorium, J B S Haldane Avenue, Kokata-700046.

2. DISPATCH OF NOTICE CONVENING THE MEETING

The Company has informed that, on the Basis of the Register of Members and the list of Beneficiary owners made available by the depositories, the Company completed dispatch of the Notice of the AGM;

- i. By Speed Post to 3978 members
- ii. By Email to 5159 members

3. CUT-OFF DATE

The Voting rights were reckoned as on 5TH September, 2017 being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.


ASHOK KUMAR DAGA
Practising Company Secretary
FCS-2699 & CP-2948

4. Remote E-Voting:

4.1 Agency:

The Company had appointed CDSL as the agency for providing the remote e-voting platform.

4.2 Remote e-voting:

Remote e-voting platform was open from 10.00 a.m. on Saturday, 09th September, 2017, to 05.00 p.m. Monday, 11th September, 2017 and members were required to cast their vote electronically conveying their assent or dissent in respect of the Resolutions, on the remote e-voting platform provided by CDSL.

5. Voting at the AGM:

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that the members who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access, after closure of period of remote e-voting and before the start of the general meeting, to only such details relating to members who have cast their vote through remote e-voting, such as their names, folios, number of shares held, but not the manner in which they have voted.

5.2 Accordingly, CDSL provided us with the names, DP Id / folio numbers and the shareholding of the members who had cast their votes through remote e-voting.

5.3 The Company had provided facility of Ballot voting at the venue of the meeting to those members who had not casted their vote through remote e-voting.

6. Counting Process

6.1 On Completion of voting at the meeting, CDSL provided us with the List of Members who had cast their votes, with their holding details and details of the Vote on each of the Resolutions.

6.2 The votes were reconciled with the Records maintained by the Company and RTA with respect to the authorizations/ proxies lodged with the company.

6.3 I unblocked the e-voting results on the CDSL E- voting platform before Ms. Rittika Gupta and Ms. Deepika Gupta who are not in employment of the company and downloaded the E-voting results.



ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & CP-2948

7. Results

7.1 I observed that -

- i. 47 members have casted their votes through the Ballot- voting facility provided at the meeting.
- ii. 25 members had cast their votes through remote e- voting.

7.2 The Consolidated Results with respect to each item on the agenda set out in the notice of AGM dated 30th May, 2017 is enclosed.

7.3 Based on aforesaid results, Ordinary Resolutions contained in Item No. 1 to Item No. 4 & Item No. 8 & Special resolution contained in Item No. 5 to 7 has been passed with the requisite majority.

7.4 The Registers, all other papers and relevant records relating to e-voting and ballot papers shall be remain in our safe custody till the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Dated: 13.09.2017

Place : Kolkata



ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & GP-2948

Item No.1:-

To receive, consider and adopt the Audited Financial Statement of the Company for the year ended 31st March,2017 and the Reports of the Board of Directors and the Auditors thereon.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	23	47	70	3737326	478	3737804	100	65.49
DISSENT	2	0	2	2	0	2	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	25	47	72	3737328	478	3737806	100	65.49

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 1 of the Notice dated 30th May, 2017 has been passed with requisite majority.

Item No.2

To declare dividend.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	24	47	71	3737327	478	3737805	100	65.49
DISSENT	1	0	1	1	0	1	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	25	47	72	3737328	478	3737806	100	65.49

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 2 of the Notice dated 30th May, 2017 has been passed with requisite majority.



ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & CP-2948

Item No.3

To appoint a Director in place of Mrs. Prabhawati Devi Kothari (DIN: 00051860), who retires by rotation and being eligible, offer herself for re-appointment.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	18	47	65	3733758	478	3734236	99.90	65.43
DISSENT	7	0	7	3570	0	3570	0.10	0.06
INVALID	0	0	0	0	0	0	0	0
TOTAL	25	47	72	3737328	478	3737806	100	65.49

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 3 of the Notice dated 30th May, 2017 has been passed with requisite majority.

Item No.4**Appointment of Statutory Auditor**

To appoint Statutory Auditors of the Company and to fix their remuneration and to pass the following resolution as an Ordinary Resolution:

RESOLVED that pursuant to Section 139, 142 and other provisions of the Companies Act, 2013 and the Rules made thereunder and pursuant to the recommendation of the Audit Committee of the Board, M/s. Basu Chanchani & Deb, Chartered Accountants (Firm Registration No. 304049E) be and is hereby appointed as Statutory Auditor of the Company to hold office from the conclusion of this AGM till the conclusion of the fifth consecutive AGM of the Company to be held in the year 2022 (subject to ratification by the members at every AGM held after this AGM) at such remuneration as shall be fixed by the Board of Directors of the Company upon recommendation of the Audit Committee.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	23	47	70	3737326	478	3737804	100	65.49
DISSENT	2	0	2	2	0	2	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	25	47	72	3737328	478	3737806	100	65.49

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 4 of the Notice dated 30th May, 2017 has been passed with requisite majority.


ASHOK KUMAR DAGA
 Practicing Company Secretary
 FCS-2699 & CP-2948

Item No.5

Re-Appointment of Managing Director

To consider and if thought fit, to pass with or without modification(s), the following resolutions as Special Resolutions:

RESOLVED that pursuant to the provisions of section 196, 197, 198 and 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013, applicable clauses of Articles of Association of the Company and subject to other approvals, if any, and upon the recommendations of the Nomination & Remuneration Committee, the consent of members of the Company be and is hereby accorded to the reappointment of Mr. Arun Kumar Kothari (DIN:00051900) as Chairman & Managing Director of the Company, not liable to retire by rotation for a period of one year from 1st April, 2017 to 31st March, 2018 on the terms and conditions including remuneration, perquisites and benefits set out in the Explanatory Statement attached to this Notice and contained in the Agreement dated 19th April, 2017 entered into by and between the Company and Mr. Arun Kumar Kothari which agreement be and is also hereby approved.

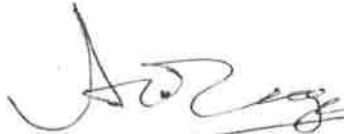
RESOLVED FURTHER that the Board of Directors of the Company be and is hereby empowered to increase the remuneration of Mr. Arun Kumar Kothari as set out in the Explanatory Statement during the tenure, i.e. from 1st April, 2017 to 31st March, 2018, within the limits prescribed under Section II of Part-II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER that notwithstanding the above, in the event of any loss or inadequacy of profit in the financial year, Mr. Arun Kumar Kothari, Chairman & Managing Director, will be paid salary and perquisites not exceeding the limits prescribed in Section-II of Part-II of Schedule- V of the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time, as minimum remuneration.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			% AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	23	47	70	3737326	478	3737804	100	65.49
DISSENT	2	0	2	2	0	2	0	0
INVALID	0	0	0	0	0	0	0	0
TOTAL	25	47	72	3737328	478	3737806	100	65.49

Based on aforesaid Results, Special Resolution Contained in Item no. 5 of the Notice dated 30th May, 2017 has been passed with requisite majority.



ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & CP-2948

Item No.6

Increase of Remuneration of Whole Time Director

To consider and if thought fit, to pass with or without modification(s), the following resolutions as Special Resolutions:

RESOLVED that pursuant to the provisions of section 196, 197, 198 and 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013, applicable clauses of Articles of Association of the Company and subject to other approvals, if any, and upon the recommendations of the Nomination & Remuneration Committee, the consent of members of the Company be and is hereby accorded to increase the remuneration payable to Mr. Hari Prasad Kabra (DIN: 00385240), Wholetime Director (designated as Executive Director) of the Company for the residual period of his present term i.e. from 1st April, 2017 to 31st March, 2018 in the manner and to the extent set out in the Explanatory Statement annexed to this notice.

RESOLVED FURTHER that the Board of Directors of the Company be and is hereby empowered to increase the remuneration of Mr. H. P. Kabra set out in the Explanatory Statement during the tenure, i.e. from 1st April, 2017 to 31st March, 2018, within the limits prescribed under Section II of Part-II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER that notwithstanding the above, in the event of loss or inadequacy of profits in the financial year, Mr. H. P. Kabra, Executive Director, will be paid salary and perquisites not exceeding the limits prescribed in Section-II of Part-II of Schedule-V of the Companies Act, 2013 or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			% AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	18	47	65	3733758	478	3734236	99.90	65.43
DISSENT	7	0	7	3570	0	3570	0.10	0.06
INVALID	0	0	0	0	0	0	0	0
TOTAL	25	47	72	3737328	478	3737806	100	65.49

Based on aforesaid Results, Special Resolution Contained in Item no. 6 of the Notice dated 30th May, 2017 has been passed with requisite majority.


ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & CP-2948

Item No.7

Mortgage or charge of movable & immovable properties

To consider and if thought fit, to pass, with or without modifications, the following resolution as Special Resolution:

RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 as amended from time to time, and in supersession of all earlier resolutions passed under section 293(1)(a) of the Companies Act, 1956, the Board of Directors of the Company (hereinafter referred to as the Board, which term shall unless repugnant to the context or meaning thereof, be deemed to include any Committee thereof or any person authorised by the Board in this behalf) be and is hereby authorised to mortgage and/ or charge all present and future movable and immovable properties of the Company wherever situate and whole of the undertaking of the Company together with power to take over the management of the business of the Company in certain events, to or in favour of Central and State Financial Institutions, Corporations, Banks and/ or other authority/ authorities from whom the Company has borrowed or will borrow monies or obtained or will obtain financial facilities from time to time upto a limit of Rs. 250 Crores (Rupees Two Hundred and Fifty Crores) in addition to any specific powers granted for charging and/ or mortgaging assets in favour of specific Financial Institution(s), Corporation(s) or Bank(s).

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	18	47	65	3733758	478	3734236	99.90	65.43
DISSENT	7	0	7	3570	0	3570	0.10	0.06
INVALID	0	0	0	0	0	0	0	0
TOTAL	25	47	72	3737328	478	3737806	100	65.49

Based on aforesaid Results, Special Resolution Contained in Item no. 7 of the Notice dated 30th May, 2017 has been passed with requisite majority.


ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & CP-2948

Item No.8

Payment of Remuneration to Cost Auditor

To consider and if thought fit, to pass with or without modification(s), the following resolutions as Ordinary Resolutions:

RESOLVED that pursuant to the provisions of Section 148(3) and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2018, be paid the remuneration as set out in the Explanatory Statement annexed to the Notice convening this meeting.

RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	REMOTE E-VOTING	BALLOT VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	18	47	65	3733758	478	3734236	99.90	65.43
DISSENT	7	0	7	3570	0	3570	0.10	0.06
INVALID	0	0	0	0	0	0	0	0
TOTAL	25	47	72	3737328	478	3737806	100	65.49

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 8 of the Notice dated 30th May, 2017 has been passed with requisite majority.


ASHOK KUMAR DAGA
Practicing Company Secretary
FCS-2699 & CP-2948