

Ref.: ID/AS/PB-VOTINGRESULT

March 29, 2019

The General Manager
Department of Corporate Services
BSE Ltd.
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/s,

Sub: Voting Results of Postal Ballot & Scrutinizer's Report

In continuation to our Letter Ref. ID/AS/PB-OUTCOME dated 27th March, 2019 and in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we attach herewith the voting results of postal ballot (which include e-voting) in the format prescribed under the said Regulations.

The Scrutinizer's Report issued by Mr. Ashok Kumar Daga, Practicing Company Secretary is also annexed herewith.

Please take the same on record.

Thanking you,
Yours faithfully,
For Albert David Limited



Indrajit Dhar
Associate Vice President (Accounts & Taxation)
-cum-Company Secretary

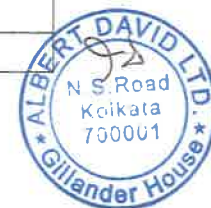


Encl.: A/a.

Date of declaration of Postal Ballot Result	29-Mar-2019
Total Number of Shareholders on record date	9400
No. of shareholders present in the meeting either in person or through proxy:	
Promoter & Promoter group	Not Applicable
Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing	
Promoter & Promoter group	Not Applicable
Public	Not Applicable

AGENDA- WISE DISCLOSURE

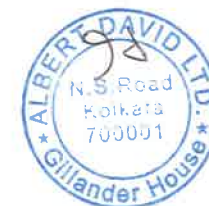
Resolution No. 1		Re-appointment of Mr. Rajiv Singhi (DIN-00071285) as an Independent Director of the Company for a term of five years from 1 st April, 2019 upto 31 st March, 2024.						
Resolution required (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	3475514	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3475514	100	3475514	0	100	0
	Total		3475514	100	3475514	0	100	0
Public - Institutional holders	E-Voting	259071	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institution	E-Voting	1972577	682	0.0346	672	10	98.5337	1.4663
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		2269	0.1150	2267	2	98.9119	0.0881
	Total		2951	0.1496	2939	12	99.5934	0.4066
Total		5707162	3478465	60.9491	3478453	12	99.9997	0.0003
Whether resolution is passed or not						Yes		
Disclosure of notes on resolution						-		



Details of Invalid Votes	
Category	No. of Votes
Promoter and Prompter Group	Nil
Public Institutions	Nil
Public - Non Institutions	Nil

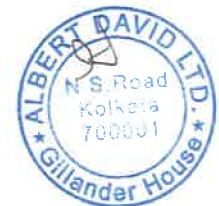
Resolution No. 2		Re-appointment of Mr. Hemal Kampani (DIN-00057715) as an Independent Director of the Company for a term of five years from 1 st April, 2019 upto 31 st March, 2024.						
Resolution required (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter & Promoter Group	E-Voting	3475514	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3475514	100	3475514	0	100	0
	Total		3475514	100	3475514	0	100	0
Public - Institutional holders	E-Voting	259071	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institution	E-Voting	1972577	682	0.0346	682	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		2271	0.1151	2264	7	99.6918	0.3082
	Total		2953	0.1497	2946	7	99.7630	0.2370
Total		5707162	3478467	60.9492	3478460	7	99.9998	0.0002
Whether resolution is passed or not					Yes			
Disclosure of notes on resolution					-			

Details of Invalid Votes	
Category	No. of Votes
Promoter and Prompter Group	Nil
Public Institutions	Nil
Public - Non Institutions	Nil



Resolution No. 3		Re-appointment of Mr. Arindam Sarkar (DIN-06938957) as an Independent Director of the Company for a period from 7th August, 2019 upto 31st March, 2024.						
Resolution required (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/ resolution ?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = $[(2)/(1)]*100$	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6) = $[(4)/(2)]*100$	% of votes against on votes polled (7) = $[(5)/(2)]*100$
Promoter & Promoter Group	E-Voting	3475514	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		3475514	100	3475514	0	100	0
	Total		3475514	100	3475514	0	100	0
Public - Institutional holders	E-Voting	259071	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public - Non Institution	E-Voting	1972577	682	0.0346	672	10	98.5337	1.4663
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		2271	0.1151	2269	2	99.9119	0.0881
	Total		2953	0.1497	2941	12	99.5936	0.4064
Total		5707162	3478467	60.9492	3478455	12	99.9997	0.0003
Whether resolution is passed or not						Yes		
Disclosure of notes on resolution						-		

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	Nil
Public Institutions	Nil
Public - Non Institutions	Nil





Ashok Kumar Daga

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

AVANI OXFORD, PHASE II
136, JESSORE ROAD, BLOCK - 1
FLAT # 1B, 1ST FLOOR
KOLKATA - 700055
Phone : +91 33 32916865
Mobile : 09831036425, 09830236425
E-mail : daga.ashok@gmail.com


SCRUTINIZER'S REPORT

To,
The Chairman,
Albert David Ltd
D' Block, 3rd Floor,
Gillander House,
Netaji Subhas Road
Kolkata WB 700001

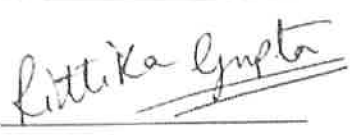
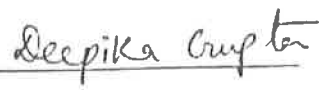
Sub: Passing of Resolutions through Postal Ballot (including E-Voting)

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 14th February, 2019 has appointed me as the Scrutinizer for conducting the postal ballot voting process. The Company had engaged the services of CDSL for providing electronic voting facility to its shareholders, as an alternate to its members, instead of dispatching filled in Postal Ballot Forms.
2. Based on the dispatch proof being provided to me duly stamped by the postal department, the Ballots were sent to all members on 21st February, 2019 under Registered Post, and subsequently on the completion of the formalities of the Postal Ballot process, I hereby submit my report as under:
- 2.1 The Company has completed on 21st February, 2019 the dispatch of Postal Ballot Forms along with self-addressed, pre-paid postage envelopes to its Members whose name(s) appeared on the Register of Member as on 15th February, 2019.
- 2.2 The Postal Ballot Voting (including e-voting) commenced from 26th February, 2019 (10:00 A.M.) and ended on 27th March, 2019 (5:00 P.M.).
- 2.3 Particulars of all the Postal Ballot Forms received from the Members have been entered in a register separately maintained for the purpose.


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

- 24 The Postal Ballot Forms were kept under safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such Postal Ballot Forms.
- 25 The details of e-voting facility provided by CDSL scrutinized by me for verification of votes cast in favour and against the resolution.
- 26 The Ballot Boxes were opened on 27th March, 2019 after 5:00 P.M. in the presence of two witnesses, who are not in the employment of the Company and whose signature is attested below:

 Witness no. 1	 Witness no. 2
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- 27 I unblocked the e-voting results on the CDSL E- voting platform before Ms Rittika Gupta and Ms Deepika Gupta. Also after the closure of working hours i.e., 5:00 P.M. on 27th March, 2019 being the last day of receiving Postal Ballot Form.
- 28 On scrutiny, I report that out of 9400 shareholders, 15 shareholders have exercised their vote through e-voting and 28 shareholders have exercised their votes through Postal Ballot Forms. A summary of the result is given below:


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

RESOLUTION NO. 1:

Reappointment of Mr. Rajiv Singhi (DIN: 00071285) as an Independent Director of the Company for a term of five years from 1st April , 2019 upto 31st March , 2024.

RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification(s), enactment(s) or re-enactment(s) thereof, for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other rules (including any statutory modification(s) or re-enactment(s) thereof, 2 for the time being in force), as may be applicable, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and such other applicable laws, regulations and guidelines, if any, Mr. Rajiv Singhi (DIN-00071285), Independent Director of the Company, who holds office of Independent Director upto 31st March, 2019 and who has submitted a declaration that he meets the criteria of Independence under Section 149(6) of the Act and the Listing Regulations, including any amendments thereof, and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for another term of five consecutive years from 1st April, 2019 to 31st March, 2024.

RESOLVED FURTHER THAT all the Directors and the Company Secretary of the Company be and they are hereby severally authorized to do all such acts, deeds and things to give effect to the resolutions and matters incidental and ancillary thereto.”

VOTES CAST IN FAVOUR OF THE RESOLUTION:

Mode of Voting	Number of Members voted through electronic means and postal ballot	Number of votes cast	% of total number of equity shares of the Company	% of total votes casted of equity shares of the company
E-Voting	14	672	0.01%	98.53%
Physical Postal Ballot Form	26	3477783	60.94%	100%
Total Voting	40	3478455	60.95%	

VOTES CAST AGAINST THE RESOLUTION:

Mode of Voting	Number of Members voted through electronic means and postal ballot	Number of votes cast	% of total number of equity shares of the Company	% of total votes casted of equity shares of the company
E-Voting	1	10	0	0
Physical Postal Ballot Form	2	2	0	0
Total Voting	3	12	0	0


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

INVALID VOTES:

Mode of Voting	Number of Members voted through electronic means and postal ballot	Number of votes cast	% of total number of equity shares of the Company	% of total votes casted of equity shares of the company
E-Voting	NIL	NIL	NIL	Nil
Physical Postal Ballot Form	NIL	NIL	NIL	Nil
Total Voting	NIL	NIL	NIL	Nil

In view of the above scrutiny, I hereby certify that resolution no. 1 as set out in notice dated 14th February, 2019 has been approved and passed by the requisite majority.

RESOLUTION NO. 2:

Reappointment of Mr. Hemal Kampani (DIN: 00057715) as an Independent Director of the Company for a term of five years from 1st April , 2019 upto 31st March , 2024.

“RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification(s), enactment(s) or re-enactment(s) thereof, for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other rules (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), as may be applicable, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and such other applicable laws, regulations, and guidelines, if any, Mr. Hemal Kampani (DIN-00057715), Independent Director of the Company, who holds office of Independent Director upto 31st March, 2019 and who has submitted a declaration that he meets the criteria of Independence under Section 149(6) of the Act and the Listing Regulations including any amendments thereof and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for another term of five consecutive years from 1st April, 2019 to 31st March, 2024.

RESOLVED FURTHER THAT all the Directors and the Company Secretary of the Company be and they are hereby severally authorized to do all such acts, deeds and things to give effect to the resolutions and matters incidental and ancillary thereto.”


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

VOTES CAST IN FAVOUR OF THE RESOLUTION:

Mode of Voting	Number of Members voted through electronic means and postal ballot	Number of votes cast	% of total number of equity shares of the Company	% of total votes casted of equity shares of the company
E-Voting	15	682	0.01%	100%
Physical Postal Ballot Form	25	3477778	60.94%	100%
Total Voting	40	3478460	60.95%	

VOTES CAST AGAINST THE RESOLUTION:

Mode of Voting	Number of Members voted through electronic means and postal ballot	Number of votes cast	% of total number of equity shares of the Company	% of total votes casted of equity shares of the company
E-Voting	0	0	0	0
Physical Postal Ballot Form	3	7	0	0
Total Voting	3	7	0	0

INVALID VOTES:

Mode of Voting	Number of Members voted through electronic means and postal ballot	Number of votes cast	% of total number of equity shares of the Company	% of total votes casted of equity shares of the company
E-Voting	NIL	NIL	NIL	Nil
Physical Postal Ballot Form	NIL	NIL	NIL	Nil
Total Voting	NIL	NIL	NIL	Nil

In view of the above scrutiny, I hereby certify that resolution no. 2 as set out in notice dated 14th February, 2019 has been approved and passed by the requisite majority.


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

RESOLUTION NO. 3:

Reappointment of Mr. Arindam Sarkar (DIN: 06938957) as an Independent Director of the Company for a period from 7th August , 2019 upto 31st March , 2024.

“RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification(s), enactment(s) or re-enactment(s) thereof, for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other rules (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), as may be applicable, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and such other applicable laws, regulations and guidelines, if any, Mr. Arindam Sarkar (DIN-06938957), Independent Director of the Company, who holds office of Independent Director upto 6th August, 2019 and who has submitted a declaration that he meets the criteria of Independence under Section 149(6) of the Act and the Listing Regulations, including any amendments thereof, and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for another term with effect from 7th August, 2019 to 31st March, 2024.

RESOLVED FURTHER THAT all the Directors and the Company Secretary of the Company be and they are hereby severally authorized to do all such acts, deeds and things to give effect to the resolutions and matters incidental and ancillary thereto.”

VOTES CAST IN FAVOUR OF THE RESOLUTION:

Mode of Voting	Number of Members voted through electronic means and postal ballot	Number of votes cast	% of total number of equity shares of the Company	% of total votes casted of equity shares of the company
E-Voting	14	672	0.01%	98.53%
Physical Postal Ballot Form	26	3477783	60.94%	100%
Total Voting	40	3478455	60.95%	

VOTES CAST AGAINST THE RESOLUTION:

Mode of Voting	Number of Members voted through electronic means and postal ballot	Number of votes cast	% of total number of equity shares of the Company	% of total votes casted of equity shares of the company
E-Voting	1	10	0	0
Physical Postal Ballot	2	2	0	0



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

Form				
Total Voting	3	12	0	0

INVALID VOTES:

Mode of Voting	Number of Members voted through electronic means and postal ballot	Number of votes cast	% of total number of equity shares of the Company	% of total votes casted of equity shares of the company
E-Voting	NIL	NIL	NIL	Nil
Physical Postal Ballot Form	NIL	NIL	NIL	Nil
Total Voting	NIL	NIL	NIL	Nil

In view of the above scrutiny, I hereby certify that resolution no. 3 as set out in notice dated 14th February, 2019 has been approved and passed by the requisite majority.

- The related papers/ registers and records have been handed over to the Director of the Company authorized by the Board to supervise the Postal Ballot process.

Kindly arrange to declare the results accordingly.

Thanking you.



ASHOK KUMAR DAGA

**Company Secretary in practice
Scrutinizer
Membership No. 2699
CP No. 2948**

Place: Kolkata
Date: 28/03/2019