Manaksia Coated Metals & Industries Limited
Corporate Identity Number : L27100WB2010PLC144409

Regd. Office :
8/1 Lal Bazar Street, Bikaner Building
3rd Floor, Kolkata - 700001, INDIA
Phone : +91 33 2231 0050 / 51 / 52
Fax : +91 33 2230 0336
E-mail : info@manaksia.com
Website : www.manaksia.com

Sec/Coat/207

Date: 29th September, 2018

The Secretary
BSE Limited
New Trading Wing
Rotunda Building,
PJ Tower, Dalal Street,
Mumbai- 400 001
Scrip Code: 5309046

The Manager
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block- "G"
5th Floor, Bandra Kurla Complex,
Bandra East,
Mumbai- 400 051
SYMBOL: MANAKCOAT

Dear Madam/Sir,

Subject: Voting Results of 8th Annual General Meeting of the Company under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

In Compliance with the Regulation 44(3) of the Listing Regulations, please find enclosed the details of voting results in prescribed format of the business transacted at the 8th Annual General Meeting of the Company held on 27th September, 2018 at Bhasha Bhawan, National Library Auditorium, at Belvedere Road, Kolkata- 700 027. We are enclosing herewith the Consolidated Scrutinizer Report on Remote E-voting and Poll for your information and records.

Date of AGM	27th September, 2018
Total number of shareholders on record date i.e 20th September, 2018	22,024
Total No. of shareholders present in the meeting either in person or through proxy:	421
Promoters and Promoter Group:	13
Public:	408
No. of shareholders attended the meeting through video conferencing: Promoters and Promoter Group Public	None

Resolution No. 1: (a) To consider and adopt Annual Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2018 and the Reports of the Board of Directors and Auditors thereon.

Resolution required- Ordinary/Special				Ordinary				
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 and Promoter Group	E-voting	42544440	42,057,315	98.86	42,057,315	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		**42,057,315**	**98.86**	**42,057,315**	-	**100.00**	-
Public Institutions	E-voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	22988854	110,480	0.48	110,420	60	99.94	0.05
	Poll		12,026,432	52.31	12,026,432	-	100.00	-
	Total		**12,136,912**	**52.80**	**12,136,852**	60	**99.99**	0.00
Total		65534050	**54,194,227**	**82.70**	**54,194,167**	60	**99.99**	0.00

Resolution No. 1:
(b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2016 and the Report of the Auditors thereon.

Resolution required- Ordinary/Special				Ordinary				
Whether Promoter/Promoter group are interested in the agenda/resolution				No				
Promoter and Promoter Group	E-voting	42544440	42,057,315	98.86	42,057,315	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		**42,057,315**	**98.86**	**42,057,315**	-	**100.00**	-
Public Institutions	E-voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	22988854	110,480	0.48	110,420	60	99.94	0.054
	Poll		12,026,432	52.31	12,026,432	-	100.00	-
	Total		**12,136,912**	**52.80**	**12,136,852**	60	**99.99**	0.00
Total		65534050	**54,194,227**	**82.70**	**54,194,167**	60	**99.99**	0.00

Resolution No. 2: To appoint a Director in place of Mr. Anirudha Agrawal (DIN: 06537905), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required- Ordinary/Special	Ordinary
Whether Promoter/Promoter group are interested in the agenda/resolution	Yes

MANAKSIA COATED METALS & INDUSTRIES LIMITED
Kolkata

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Website : www.manaksia.com

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	42544440	42,057,315	98.86	42,057,315	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		**42,057,315**	**98.86**	**42,057,315**	-	**100.00**	-
Public Institutions	E-voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	22988854	110,480	0.48	110,420	60	99.95	0.05
	Poll		12,026,432	52.31	120,266,432	-	100.00	-
	Total		**12,136,912**	**52.79**	**12,136,852**	**60**	**99.99**	**0.00**
Total		**65534050**	**54,194,227**	**82.70**	**54,194,167**	**60**	**99.99**	**0.00**

Resolution No. 3: To appoint a Director in place of Mr. Mahabir Prasad Agrawal (DIN: 00524341), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required- Ordinary/Special				Ordinary				
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes				
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	42544440	42,057,315	98.86	42,057,315	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		**42,057,315**	**98.86**	**42,057,315**	-	**100.00**	-
Public Institutions	E-voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	22988854	110,680	0.48	110,620	60	99.95	0.05
	Poll		12,026,432	52.31	12,026,432	-	100.00	-
	Total		**12,137,112**	**52.80**	**12,137,052**	**60**	**99.99**	**0.00**
Total		**65534050**	**54,194,427**	**82.70**	**54,194,367**	**60**	**99.99**	**0.00**

Resolution 4: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Sushil Kumar Agrawal (DIN: 00091793), Managing Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Sushil Kumar Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company, be and are hereby jointly and/or severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required- Ordinary/Special				Special				
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes				
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	42544440	42,057,315	98.86	42,057,315	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		**42,057,315**	**98.86**	**42,057,315**	-	**100.00**	-
Public Institutions	E-voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	22988854	110,680	0.48	109,580	1,100	99.01	0.99
	Poll		12,026,432	52.31	12,026,432	-	100.00	-
	Total		**12,137,112**	**52.80**	**12,136,012**	**1,100**	**99.99**	**0.01**
Total		65534050	**54,194,427**	**82.70**	**54,193,327**	**1,100**	**100.00**	**0.00**

MANAKSIA COATED METALS & INDUSTRIES LIMITED ★ Kolkata

Gupta

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Resolution 5: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Karan Agrawal (DIN: 05348309), Whole-time Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Karan Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company, be and are hereby jointly and/or severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required- Ordinary/Special				Special					
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes					
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	42544440	42,057,315	98.86	42,057,315	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		**42,057,315**	**98.86**	**42,057,315**	-	**100.00**	-
Public Institutions	E-voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	22988854	110,680	0.48	109,580	1,100	99.01	1.0
	Poll		12,026,432	52.31	12,026,432	-	100.00	-
	Total		**12,137,112**	**52.80**	**12,136,012**	**1,100**	**99.99**	**0.0**
Total		65534050	**54,194,427**	**82.70**	**54,193,327**	**1,100**	**100.00**	**0.0**

Resolution 6: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Anirudha Agrawal (DIN: 06537905), Whole-time Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Anirudha Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company, be and are hereby jointly and/or severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required- Ordinary/Special				Special				
Whether Promoter/Promoter group are interested in the agenda/resolution				Yes				
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	42544440	42,057,315	98.86	42,057,315	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		**42,057,315**	**98.86**	**42,057,315**	-	**100.00**	-
Public Institutions	E-voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	22988854	100,000	0.43	98,900	1,100	98.90	1.10
	Poll		12,026,432	52.31	12,026,432	-	100.00	-
	Total		**12,126,432**	**52.75**	**12,125,332**	**1,100**	**99.99**	**0.01**
Total		65534050	**54,183,747**	**82.68**	**54,182,647**	**1,100**	**100.00**	**0.00**

Resolution 7: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

MANAKSIA COATED METALS & INDUSTRIES LIMITED ★ Kolkata

Manaksia Coated Metals
& Industries Limited
Corporate Identity Number : L27100WB2010PLC144409

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Phone : +91 33 2231 0050 / 51 / 52
Fax : +91 33 2230 0336
E-mail : info@manaksia.com
Website : www.manaksia.com

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to appoint of Mr. Debasis Banerjee (DIN: 08164196) as Whole-time Director of the Company, for the period of 3 (Three) years with effect from 2nd August, 2018, liable to retire by rotation, upon the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Debasis Banerjee.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company, be and are hereby jointly and/or severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required- Ordinary/Special				Ordinary				
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 and Promoter Group	E-voting	42544440	42,057,315	98.86	42,057,315	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		**42,057,315**	**98.86**	**42,057,315**	-	**100.00**	-
Public Institutions	E-voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	22988854	110,680	0.48	109,620	1,060	99.04	0.96
	Poll		12,026,432	52.31	12,026,432	-	100.00	-
	Total		**12,137,112**	**52.80**	**12,136,052**	**1,060**	**99.99**	**0.01**
Total		65534050	**54,194,427**	**82.70**	**54,193,367**	**1,060**	**100.00**	**0.00**

Resolution 8: To consider, and if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and as recommended by the Audit Committee and authorized by the Board of Directors to Managing Director to mutually decide the remuneration with the Cost Auditor, consent of the members be and is hereby accorded for ratification of the remuneration of M/s B. Mukhopadhyay & Co, Cost Accountants, (Firm Registration No. 000257), of Rs. 1,00,000/- for conducting the audit of the cost records of the Company for the financial year ending 31st March, 2019, such remuneration shall exclude out-of-pocket expenses incurred in connection with the audit.

RESOLVED FURTHER THAT any of the Directors and/or Company Secretary of the Company be and are hereby jointly and or severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Resolution required- Ordinary/Special				Ordinary				
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 and Promoter Group	E-voting	42544440	42,057,315	98.86	42,057,315	-	100.00	-
	Poll		-	-	-	-	-	-
	Total		**42,057,315**	**98.86**	**42,057,315**	-	**100.00**	-
Public Institutions	E-voting	756	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	22988854	110,680	0.48	109,620	1,060	99.04	0.96
	Poll		12,026,432	52.31	12,026,432	-	100.00	-
	Total		**12,137,112**	**52.80**	**12,136,052**	**1,060**	**99.99**	**0.01**
Total		65534050	**54,194,427**	**82.70**	**54,193,367**	**1,060**	**100.00**	**0.00**

Thanking you,
Yours faithfully,
For Manaksia Coated Metals Industries Limited

Sailja Gupta

Sailja Gupta
Company Secretary
Membership No. : A50063

MANAKSIA COATED METALS & INDUSTRIES LIMITED
Kolkata

VINOD KOTHARI & COMPANY

Practising Company Secretaries
1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 33 – 2281 7715 | 1276 | 3742
email: vinod@vinodkothari.com
Web: www.vinodkothari.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR
Udyog Aadhaar Number – WB10D0000448

To,
The Chairman,
Manaksia Coated Metals & Industries Limited,
Bikaner Building, 3rd Floor,
8/1 Lal Bazar Street,
Kolkata- 700001
India

Re: Report of Scrutinizer for the Annual General Meeting ('AGM') of the Shareholders of Manaksia Coated Metal & Industries Limited (hereinafter referred to as "Company") held at Bhasha Bhawan, National Library Auditorium, Near Alipore Zoo at Belvedere Road, Kolkata- 700 027 on 27th September, 2018 at 2:30 P.M.

Dear Sir,

In terms of the authority of the Board of Directors *vide* its Resolution dated 14th August, 2018, the Company has appointed the undersigned, Mr. Arun Kumar Maitra, Partner at Vinod Kothari & Company, Practising Company Secretaries, having registered office at 1006-1009, Krishna Building, 224 A.J.C. Bose Road. Kolkata-700017, as the scrutinizer for the purpose of the remote e-voting and the voting process conducted on the below mentioned resolutions at the Annual General Meeting of the Company, held at Bhasha Bhawan, National Library Auditorium, Near Alipore Zoo at Belvedere Road, Kolkata- 700 027 on 27th September, 2018 at 2:30 P.M.

We have separately, on even date, given our report for the results of polling process carried at the AGM, as required by Section 109 of the Companies Act, 2013. This Consolidated Report is to be read along with the other Report.

We hereby submit our Consolidated Report as under:

1) The summary of the results of the voting on each resolution by adding the votes received in favour and against a resolution by both the means i.e., through poll as well as remote e-voting are as under:

Kothari & Co
Unique Code P1996WB042300
Company Secretaries

VINOD KOTHARI & COMPANY

Practising Company Secretaries
1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 33 – 2281 7715 | 1276 | 3742
email: vinod@vinodkothari.com
Web: www.vinodkothari.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR
Udyog Aadhaar Number – WB10D0000448

Resolution No.	***Votes in favour***			***Votes against***			***Invalid votes***	
	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
No.01	102	54194167	99.99%	2	60	0.00	2	84820
No.02	102	54194167	99.99%	2	60	0.00	2	84820
No.03	103	54194367	99.99%	2	60	0.00	2	84820
No.04	101	54193327	99.99%	4	1100	0.0020%	2	84820
No.05	101	54193327	99.99%	4	1100	0.0020%	2	84820
No. 06	100	54182647	99.99%	4	1100	0.0020%	2	84820
No. 07	102	54193367	99.99%	3	1060	0.0020%	2	84820
No. 08	102	54193367	99.99%	3	1060	0.0020%	2	84820

Vinod Kothari & Company * Practising Company Secretaries * Unique Code P1996WB042300

VINOD KOTHARI & COMPANY

Practising Company Secretaries
1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 33 – 2281 7715 | 1276 | 3742
email: vinod@vinodkothari.com
Web: www.vinodkothari.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR
Udyog Aadhaar Number – WB10D0000448

2) The consolidated result of the remote e-voting and the poll on the matter put to vote at the Annual General Meeting is as under:

Resolution No. 1: To consider and adopt:

a. The Annual Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018 and the Reports of the Board of Directors' and Auditors' thereon.

b. The Annual Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2018 and the Report of Auditors' thereon.

Resolution required:			**Ordinary Resolution**					
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 and Promote	**E-Voting**	42544440	42057315	98.86%	42057315	0	100%	0

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1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
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email: vinod@vinodkothari.com
Web: www.vinodkothari.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR
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r Group	Poll		0	0	0	0	0	0
	Total		**42057315**	**98.86%**	**42057315**	**0**	**100%**	**0**
Public-Institutions	**E-Voting**	756	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	**E-Voting**	22988854	110480	0.48%	110420	60	99.94%	0.054%
	Poll		12026432	52.31%	12026432	0	100%	0%
	Total		12136912	52.8%	12136852	60	99.99%	0.0005 %
Total		**65534050**	**54194227**	**82.70%**	**54194167**	**60**	**99.99%**	**0.0001 %**

Resolution No.2: To appoint a Director in place of Mr. Anirudha Agrawal (DIN: 06537905), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required:	**Ordinary Resolution**
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

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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	42544440	42057315	98.86%	42057315	0	100%	0
	Poll		0	0	0	0	0	0
	Total		**42057315**	**98.86%**	**42057315**	**0**	**100%**	**0**
Public-Institutions	E-Voting	756	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	22988854	110480	0.48%	110420	60	99.94%	0.054%
	Poll		12026432	52.31%	12026432	0	100%	0%
	Total		12136912	52.8%	12136852	60	99.99%	0.0005 %
Total		**65534050**	**54194227**	**82.70%**	**54194167**	**60**	**99.99%**	**0.0001 %**

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Resolution 3: To appoint a Director in place of Mr. Mahabir Prasad Agrawal (DIN: 00524341), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required:			**Ordinary Resolution**					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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**	42544440	42057315	98.86%	42057315	0	100%	0
	Poll		0	0	0	0	0	0
	Total		**42057315**	**98.86%**	**42057315**	**0**	**100%**	**0**
Public-Institutions	**E-Voting**	756	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0

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Public-Non Institutions	E-Voting	22988854	110680	0.48%	110620	60	99.94%	0.054%
	Poll		12026432	52.31%	12026432	0	100%	0%
	Total		12137112	52.8%	12137052	60	99.99%	0.0005 %
Total		**65534050**	**54194427**	**82.70%**	**54194367**	**60**	**99.99%**	**0.0001 %**

Resolution 4: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Sushil Kumar Agrawal (DIN: 00091793), Managing Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Sushil Kumar Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company, be and are hereby jointly and/or severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required:	**Special Resolution**
Whether promoter/	Yes

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promoter group are interested in the agenda/resolution?								
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**	42544440	42057315	98.86%	42057315	0	100%	0
	Poll		0	0	0	0	0	0
	Total		**42057315**	**98.86%**	**42057315**	**0**	**100%**	**0**
Public-Institutions	**E-Voting**	756	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	**E-Voting**	22988854	110680	0.48%	109580	1100	99%	0.99%
	Poll		12026432	52.31%	12026432	0	100%	0%
	Total		12137112	52.8%	12136012	1100	99.99%	0.0091 %
Total		**65534050**	**54194427**	**82.70%**	**54193327**	**1100**	**99.99%**	**0.0020 %**

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Resolution 5: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Karan Agrawal (DIN: 05348309), Whole-time Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Karan Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company, be and are hereby jointly and/or severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required:	**Special Resolution**
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph – 022 22614021; 022 30447498
Delhi Office: A/11, Hauz Khas, New Delhi- 110 016

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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	42544440	42057315	98.86%	42057315	0	100%	0
	Poll		0	0	0	0	0	0
	Total		**42057315**	**98.86%**	**42057315**	**0**	**100%**	**0**
Public-Institutions	E-Voting	756	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	22988854	110680	0.48%	109580	1100	99%	0.99%
	Poll		12026432	52.31%	12026432	0	100%	0%
	Total		12137112	52.8%	12136012	1100	99.99%	0.0091%
Total		**65534050**	**54194427**	**82.70%**	**54193327**	**1100**	**99.99%**	**0.0020%**

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Resolution 6: To consider, and if thought fit, to pass, with or without modification(s) the following Resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to increase the remuneration of Mr. Anirudha Agrawal (DIN: 06537905), Whole-time Director of the Company, liable to retire by rotation, as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Anirudha Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company, be and are hereby jointly and/or severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required:			**Special Resolution**					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	**Mode of Voting**	**No. of shares held**	**No. of votes polled**	**% of Votes Polled on outstanding shares**	**No. of Votes – in favour**	**No. of Votes – against**	**% of Votes in favour on votes polled**	**% of Votes against on votes polled**

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		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	42544440	42057315	98.86%	42057315	0	100%	0
	Poll		0	0	0	0	0	0
	Total		**42057315**	**98.86%**	**42057315**	**0**	**100%**	**0**
Public-Institutions	E-Voting	756	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	22988854	100000	0.44%	98900	1100	98.90%	1.10%
	Poll		12026432	52.31%	12026432	0	100%	0%
	Total		12126432	52.75%	12125332	1100	99.99%	0.009%
Total		**65534050**	**54183747**	**82.68%**	**54182647**	**1100**	**99.99%**	**0.0020 %**

Resolution 7: To consider, and if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded to appoint of Mr. Debasis Banerjee (DIN: 08164196) as Whole-time Director of the Company, for the period of 3

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(Three) years with effect from 2nd August, 2018, liable to retire by rotation, upon the terms and conditions as set out in the Explanatory Statement annexed to the Notice convening this meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment in such manner as may be agreed between the Board and Mr. Debasis Banerjee.

RESOLVED FURTHER THAT any of the Directors and/or the Company Secretary of the Company, be and are hereby jointly and/or severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Resolution required:			**Ordinary Resolution**					
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 and Promoter Group	**E-Voting**	42544440	42057315	98.86%	42057315	0	100%	0
	Poll		0	0	0	0	0	0
	Total		**42057315**	**98.86%**	**42057315**	**0**	**100%**	**0**

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Public-Institutions	E-Voting	756	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	22988854	110680	0.48%	109620	1060	99.04%	0.96%
	Poll		12026432	52.31%	12026432	0	100	0
	Total		**12137112**	**52.80%**	**12136052**	**1060**	**99.99%**	**0.0087 %**
Total		**65534050**	**54194427**	**82.70%**	**54193367**	**1060**	**99.99%**	**0.0020 %**

Resolution 8: To consider, and if thought fit, to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and as recommended by the Audit Committee and authorized by the Board of Directors to Managing Director to mutually decide the remuneration with the Cost Auditor, consent of the members be and is hereby accorded for ratification of the remuneration of M/s B. Mukhopadhyay & Co, Cost Accountants, (Firm Registration No. 000257), of Rs. 1,00,000/- for conducting the audit of the cost records of the Company for the financial year ending 31st March, 2019, such remuneration shall exclude out-of-pocket expenses incurred in connection with the audit.

RESOLVED FURTHER THAT any of the Directors and/or Company Secretary of the Company be and are hereby jointly and or severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

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Resolution required:			Ordinary Resolution					
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 and Promoter Group	E-Voting	42544440	42057315	98.86%	42057315	0	100%	0
	Poll		0	0	0	0	0	0
	Total		**42057315**	**98.86%**	**42057315**	**0**	**100%**	**0**
Public-Institutions	E-Voting	756	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	22988854	110680	0.48%	109620	1060	99.04%	0.96%
	Poll		12026432	52.31%	12026432	0	100	0
	Total		**12137112**	**52.80%**	**12136052**	**1060**	**99.99%**	**0.0087%**

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Total		65534050	54194427	82.70%	54193367	1060	99.99%	0.0020%

Note:

a) *Invalid votes/poling papers have not been taken into account for counting valid votes.*

b) *Figures have been rounded off to their nearest numbers for ease of representation.*

All the above Resolutions are passed with requisite majority.

The details of the voting process and all other relevant records such as authorizations and proxy papers will be sealed and handed over to the Director/Company Secretary/Authorised Representative, authorized by the Board for safe keeping.

Place: Kolkata
Date: 29.09.2018

For Vinod Kothari & Company
Practising Company Secretaries

Vinod Kothari & Company * Practising Company Secretaries * Unique Code P1996WB042300

Arun Kumar Maitra
Partner
CP No.: 14490
Membership No.: A3010