# Avonmore Capital & Management Services Ltd.

Ref:acms/corres/Bse/16-17/reg43/0028

30 September, 2016

The General Manager (Listing & Corporate Relations) Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001

The Dy. General Manager (Listing) Delhi Stock Exchange Ltd DSE House, 3/1, Asaf Ali Road, Delhi-110002

Re: Disclosure of Voting Results and Consolidated Scrutinizer's Report of 24<sup>th</sup> Annual General Meeting of the Company Held on 29<sup>th</sup> September, 2016 as per regulation 44(3) of the SEBI( Listing Obligation and Disclosure Requirements) Regulations, 2015

Sir/Ma'm,

As per the Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of voting results and Consolidated Scrutinizer's Report of  $24^{th}$  Annual General meeting of the Company held on  $29^{th}$  September 2016.

You are requested to kindly acknowledge the receipt hereof and take the same on your record.

Thanking you,

Yours Faithfully,

For Avonmore Capital & Management Services Ltd.

New Delh

Sagar Gupta Company Secretary

Encl: a/a

# Avonmore Capital & Management Services Ltd.

## AVONMORE CAPITAL & MANAGEMENT SERVICES LIMITED

Date of the AGM	29.09.2016
Total number of shareholders on record date	2,922
No. of shareholders present in the meeting either in person or through proxy:	
<ul><li>Promoters and Promoter Group:</li><li>Public:</li></ul>	140
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:     Public:	Nil

For Avonmore Capital & Management Services Limited

Date: 30.09.2016

Place: New Delhi

Nanagement Gentles New Delhi

Company Secretary

1. Adoption of the Audited Balance Sheet of the company as at 31st March, 2016 and the Profit & Loss Account for the year ended on that date together with Reports of Auditors and Directors thereon.

Resolution	Resolution required: (Ordinary/ Special)	Special)	Ordinary Resolution	solution				
Whether printerested in	Whether promoter/ promoter grointerested in the agenda/resolution?	group are tion?	N <sub>O</sub>					
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in % of Votes agai favour on votes on votes polled polled	% of Votes against on votes polled
		(5)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter	E-Voting	8666086	8666086	100	980998	-	100	
and	101100	1	-			1	1	And the state of t
Promoter	Fostal Ballot (II	-	-		1	-	-	*
Group	lotai	8666086	8666086	100	8666086		100	
Public-	E-Voting	ı			1	1		
Institutions	Poll		.1			1		1
	Postal Ballot (if			ı	•	1		*
٠,	Total	-d.	•	•	· -(,		*	
Public-	E-Voting	9105692	9105692	99,9993	9105692	1	100	-
Non		09	09	0.0007	47	13	78.33	21.67
Institutions			1	Į	-	1		1
	Total	9105752	9105752	100	9105739	13 ·	99.9999	0.00001
Iotal	The second secon	18915750	18915750	100	18915737	13	99.999	0.00001
	\\							



2. Appointment of Sh. Govind Prasad Agrawal, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution	Resolution required: (Ordinary/ Special)	Special)	Ordinary Re	nary Resolution				
Whether pinterested i	Whether promoter/ promoter grointerested in the agenda/resolution?	group are tion?	Q	***************************************	The rest of the control of the contr	T T T T T T T T T T T T T T T T T T T		
Category	Mode of Voting	No. of shares held	No. of valid 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
:		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter	E-Voting	98066086	980998	100	8666086		100	
and				-		•		ı
Promoter	Postal Ballot (if		-		1	1		
Group	Total	8666086	8666086	100	8666086	•	100	
Public-	E-Voting	**	2		ı	1		
Institutions Poll	Poll			_		ŧ		
V.	Postal Ballot (if		1	٠,		بر <sub>ا</sub> ا		
	Total	•	Ne -	1	W T	S.	1	
Public-	E-Voting	9105692	9105692	99.9993	9105692	ı	100	
Non		90	09	20000	47	13	78.33	21.67
Institutions			*		_	-	1	
	Total	9105752	9105752	100	9105739	13	99.999	0.00001
Total	The second secon	18915750	18915750	100	18915737	13	99.9999	0.00001



3. Ratification of appointment of M/s. H. K. Chhabra & Co., Chartered Accountants, as Statutory Auditors.

	:						-		
kesolution	Resolution required: (Ordinary/ Special)	nary/ Special		Ordinary Resolution	esalution				AND THE REAL PROPERTY AND THE PROPERTY A
Whether printerested interested in	Whether promoter/ promoter grointerested in the agenda/resolution?	oter group solution?	are	ON ON	-				
Category	Mode of Voting	Shares held	of	No. of valid votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against		% of Votes in % of Votes against favour on votes on votes polled
:		9		(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter	E-Voting	9809998	88	9808988	100	8566086	ı	100	
and					6	1	_		
Promoter	rostal ballot	, <u>=</u>		1	1	1	-		1
Group	lotai	9809998	<u></u>	8666086	100	8566086	ı	100	1
Public-	E-Voting	_		1			ı		
Institutions	Poll			-					
	Postal Ballot	(if			4.	*			
×	Total	J					32		
Public-	E-Voting	9105692	32	9105692	99.993	9105692	1	100	ī
Non	Poli	09		09	0.0007	47	13	78.33	21.67
Institutions		۔ ا			1	_	4		
1-7-1	lotai	9105752	22	9105752	100	9105739	13	99.999	0,00001
Іотаі	Triple of	18915750	750	18915750	100	18915737	13	99.9999	0.00001



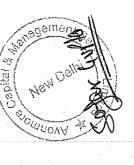
4. Approval for delivery of the documents through a particular mode pursuant to provisions of section 20 of the Companies Act, 2013.

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Resolution	Resolution required: (Ordinary/ Special)	ary/ Special)	Ordinary Re	nary Resolution				
Whether pinterested i	Whether promoter/ promoter grointerested in the agenda/resolution?	olution?	ON.					
Category	Mode of Voting	No. of shares held	No. of valid 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
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter	E-Voting	9809998	9809998	100	9809998		100	*
and			-	-	1			**
Promoter	Postal Ballot	(If   -	-	•		r		
Group	Total	8666086	8666086	100	8666086		100	
Public-	E-Voting	. 1			1	1		
Institutions Poll	Poll		1	•	1			
41	Postal Ballot	(if.  -	i	۸,	4,			,
5.	Total	· ·	W.	V		1 to 1		
Public-	E-Voting	9105692	9105692	99.993	9105692		100	
Non	Poll	09	09	0.0007	47	13	78.33	21.67
Institutions Postal	Postal Ballot	(if   .	_		ì			
	Total	9105752	9105752	100	9105739	13	99.999	0.00001
Total		18915750	18915750	100	18915737	13	6666 66	0 00004
	Capital e						***************************************	



5. Approval of ratification and entering into Related Party Transactions as defined under section 188 of the Companies Act, 2013.

	. 0,					:		
Resolution	Resolution required: (Ordinary/ Special)	/ Special)	Ordinary R	nary Resolution		-		
Whether interested	Whether promoter/ promoter gro interested in the agenda/resolution?	r group are	ON O					Francis
Category	Mode of Voting	No. of shares held	No. of valid 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 in % of Votes against favour on votes on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter	E-Voting	9809998	8356086	100	9808998	1	100	-
and	Poll		-	Ę	ı	ſ		
Promoter	Dallot	+				•		
Group	lotal	8666086	8666086	100	8666086	•	100	
Public-	E-Voting	1						
Institutions		1				1		*
	Postal Ballot (if		2	1,				
	Total		•			,	9	4
Public-	E-Voting	9105692	9005692	98.90	9005692		100	1
Non		09	09	0.0007	47	13	78 33	24 67
Institutions		1	-			)	2007	70.17
  -  -	Total	9105752	9005752	98.90	9105739	13	66 66	0 00004
lotal		18915750	18815750	99.47		13	66 66 66	0.0001
					ł		)))))	



6. Approval of re-appointment of Mr. Ashok Gupta as Managing Director of the Company.

	· · · · · · · · · · · · · · · · · · ·				_						, .	ol .				
:		% of Votes against on votes polled	(7)=[(5)/(2)]*100	- Indiana Anna Anna Anna Anna Anna Anna Anna	1	-		1					21.67		0,00001	0.00001
		% of Votes in % of Votes aga favour on votes on votes polled polled	(6)=[(4)/(2)]*100	100		-	100		-		2	100	78.33	1	6666666	99.999
		No. of Votes – against	(5)		1	1	ı	1		1	,		13	1	13	13
		No. of Votes – in favour	(4)	8666086	1	1	8666086	-	-			9005692	47		9105739	18815737
nary Resolution		% of Votes Polled on outstanding shares	(3)=[(2)/(1)]* 100	100	_	-	100			1		98.90	0.0007		98.90	99.47
Ordinary Re	S O N	No. of valid votes polled	(2)	9809998	-	-	8666086			1	1	9005692	09	,	9005752	18815750
Special)	group are lion?	No. of shares held	(1)	9809998	-	1	8666086	-	1	1	ď.	9105692	09	ı	9105752	18915750
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter grointerested in the agenda/resolution?	Mode of Voting		E-Voting		Postal Ballot (if	Total	E-Voting	Poll	Postal Ballot (if	Total	E-Voting			Total	***************************************
Kesolution	Whether p interested i	Category		Promoter	and	Promoter	Group	Public-	Institutions Poll			Public-	Non	Institutions		Total

For Avonmore Capital & Management Services Limited



Company Secretary

Date: 30.09.2016 Place: New Delhi

#### SCRUTINIZER'S REPORT

To, The Chairman, Avonmore Capital & Management Services Limited F-33/3, Okhla Industrial Area, Phase-II, New Delhi - 110020

Dear Sir,

Sub: Consolidated Scrutinizers Report on e-voting and poll conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2015 and Clause 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management & Administration) Rules, 2015 on the resolutions as contained in the notice to the 24<sup>TH</sup> Annual General Meeting of the Company held on Thursday, the 29<sup>th</sup> day of September, 2016 at 1.30 P.M.

I, was appointed as Scrutinizer for the remote e-voting voting as well as the electronic voting conducted at the 24<sup>th</sup> Annual General Meeting (AGM) of Avonmore Capital & Management Services Limited (hereinafter called "the Company") held on 29<sup>th</sup> September, 2016 at 1.30 P.M. at M. P. C. U. Shah Auditorium, Shree Delhi Gujrati Samaj (Regd.), 2, Raj Niwas Marg, Civil Lines, Delhi – 110 054.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules in respect of voting through electronics means i.e. remote e-voting process, Ballot and Poll on the resolution contained in the Notice of the 24th Annual General Meeting of the Company.

The Company has informed that on the basis of Register of Members and List of beneficiary owners made available by the depository, the company completed dispatch of notice convening the 24<sup>th</sup> Annual General Meeting on 5<sup>th</sup> September, 2016 by email and courier services.

The voting right were reckoned as on the Cut-off date i.e.  $22^{nd}$  day of September, 2016 for the purpose of deciding the entitlement of the members at the remote e-voting and voting at the meeting.

The company has appointed M/s. Beetal Financial & Computer Services Private Limited (the Beetal) as the agency for providing remote e-voting platform.

The remote e-voting commenced on Monday, 26th day of September, 2016 at 10.00 AM (IST) and ended on Wednesday, 28th day of September, 2016 at 5.00 PM (IST) for 3 Days and members were required to cast their votes electronically conveying their assent or dissent in respect of ordinary and special resolutions on the e-voting platform provided by the Beetal.

As prescribed under Rule 20(4)(xiii) of the Companies (Management & Administration) Rules, 2015 for the purpose of ensuring that members, who have cast their votes through remote e-voting do not vote again at the Annual General Meeting, the Scrutinizer shall have access after the closure of period of evoting and before the start of General Meeting to only such details relating to members, who have cast their votes through remote e-voting, such as their names, DP Id / Clients Id, Folio and shareholding of the companies (Management & Administration) Rules, 2015 for the purpose of ensuring that members, who have cast their votes after the closure of period of evoting and before the start of General Meeting to only such details relating to members, who have cast their votes through remote e-voting, such as their names, DP Id / Clients Id, Folio and shareholding of the companies of

Address: C-77, Lajpat Nagar, - II, New Delha - 110024; email id- mishracb@yahoo.co.i

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### C.B. Mishra & Associates Company Secretaries

Unique Code Number . 12006DE551100

the members who had cast their votes through remote e-voting. Beetal provided e-voting facility to the members who attended the meeting.

On completion of the voting at the meeting Beetal provided me with the list of members who had cast their votes, their holding details and details of votes cast on the resolution. The votes were reconciled with the records maintained by the Company and Beetal with respect to authorizations /proxies lodged with the Company.

I unblocked the remote e-voting result on the Beetal E-voting Platform in presence of Mr. Chaitanya and Ms. Sampurna, who were not the employee of the Company and downloaded the e-voting details.

#### I observed that:

- i. 18 members has casted their vote through evoting.
- ii. 35 members have cast their vote at the Annual General Meeting.

The consolidated result with respect to each item on the agenda as set out in the notice of 24th AGM dated 12th August, 2016 is enclosed. Based on the aforesaid result I report that 5 Ordinary resolutions as contained in Item No. 1 to Item No. 5 and One Special Resolution as contained in Item No. 6 of the notice dated 12 August, 2016 have been passed with requisite majority.

#### Resolution No. 1 - Ordinary Resolution

Adoption of the Audited Balance Sheet of the company as at 31st March, 2016 and the Profit & Loss Account for the year ended on that date together with Reports of Auditors and Directors thereon:

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particulars	Remo	te e-vote	Poll at	AGM	To	tal	%
	1 1 1 W 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1			18.4%	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	***	Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	18	18915690	26	47	44	18915737	99.9999
Dissent	0	0	9	13	9	13	.0001
Abstain	0	0	0	0	0	0	0
Total	18	18915690	35	60	53	18915750	100.0000

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 1 of the notice dated 12<sup>th</sup> August, 2016 has been passed with requisite majority.





### C.B. Mishra & Associates Company Secretaries

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#### Resolution No. 2 - Ordinary Resolution

Appointment of Sh. Govind Prasad Agrawal, who retires by rotation and being eligible offers himself for re-appointment.

Particulars	Remo	te e-vote	Poll at	AGM	To	tal	% Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	18	18915690	26	47	44	18915737	99.9999
Dissent	0	0	. 9	13	9	13	.0001
Abstain	0	0	0	0	0	0	0
Total	18	18915690	35	60	53	18915750	100.000

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 2 of the notice dated 12<sup>th</sup> August, 2016 has been passed with requisite majority.

#### Resolution No. 3 - Ordinary Resolution

Ratification of appointment of M/s. H. K. Chhabra & Co., Chartered Accountants, as Statutory Auditors

Particulars	Remo	te e-vote	Poll at	AGM	To	otal	% Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	18	18915690	26	47	44	18915737	99,9999
Dissent	0	0	9	13	9	13	.0001
Abstain	0	0	0	0	0	0	0
Total	. 18	18915690	35	60	53	18915750	100.0000

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 3 of the notice dated 12th August, 2016 has been passed with requisite majority.

#### Resolution No. 4 - Ordinary Resolution

Approval for delivery of the documents through a particular mode pursuant to provisions of section 20 of the Companies Act, 2013

Particulars	Remot	e e-vote	Poll at	AGM	To	tal	%
					4 %		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	18	18915690	26	47	44	18915737	99.9999
Dissent	0	0	9	13	9	13	.0001
Abstain	0	0	0	0	0	. 0	0
Total	18	18915690	35	60	53	18915750	100.0000

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Lam No. 4 of the notice dated 12<sup>th</sup> August, 2016 has been passed with requisite majority.

Address: C-77, Lajpat Nagar, - II, N

Delha 110024, email id-mishracb@yaho&co.in, 981002809

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## C.B. Mishra & Associates Company Secretaries Unique Code Number: 12006DESS1100

#### Resolution No. 5 - Ordinary Resolution

#### Approval for related party transactions

Particulars	Remot	e e-vote	Poll at	AGM	To	otal	% Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	17	18815690	26	47	43	18815737	99.9999
Dissent	0	0	9	13	9	13	.0001
Abstain	0	0	0	0	0	0	0
Total	17	18815690	35	60	52	18815750	100.0000

Based on the aforesaid results, I report that the Ordinary Resolution as contained in Item No. 5 of the notice dated 12th August, 2016 has been passed with requisite majority.

#### Resolution No. 6 - Special Resolution

#### Approval of re-appointment of Mr. Ashok Gupta as Managing Director of the Company

Particulars			Poll at AGM		Total		% Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	17	18815690	26	47	43	18815737	99.9999
Dissent	0	.0	9	13	9	13	.0001
$\Lambda$ bstain	0	0	0	0	0	. 0	0
Total	17	18815690	35	60	52	18815750	100.0000

Based on the aforesaid results, I report that the Special Resolution as contained in Item No. 6 of the notice dated 12th August, 2016 has been passed with requisite majority.

All the Resolutions, as set-out in the Notice Item No.-1 to Item No. - 6 of the 24th Annual General Meeting have been passed by requisite majority by way of e-voting, ballot and polling at the Annual General Meeting.

The electronic records as downloaded from the CDSL will remain in our custody in relation to e-voting till the same as handover to the Chairman of the Company or any Authorized representative of the Company.

> For C.B. Mishra & Associates Company Secretaries

Place: New Delhi

Date: 30th September, 2016

Prop.

96, C.P. No.-7254

Address: C-77, Lajpat Nagar, email id- mishracb@yahoo.co.in, 9810028097

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