

Voting Results of 37th Annual General Meeting of Skipper Limited

Date of the AGM	August 09,2018
Total Number of Shareholders on record date (i.e. 2nd August, 2018)	18863
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	11
Public	235
Total	246
No. of shareholders attended the meeting through Video Conferencing :	
Promoter & Promoter group	Not Applicable
Public	Not Applicable
Total	

Agenda- wise disclosure

ORDINARY BUSINESS:

Item no 1- Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2018, and the reports of the Board of Directors and the 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 & Promoter Group	E-Voting	72044162	72044162	100.00000	72044162	0	100.00000	0.00000	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		72044162	100.00000	72044162	0	100.00000	0.00000	
Public - Institutions	E-Voting	17885426	11092001	62.01700	11092001	0	100.00000	0.00000	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		11092001	62.01700	11092001	0	100.00000	0.00000	
Public - Non Institutions	E-Vote	12740624	102037	0.80090	102035	2	99.99800	0.00200	
	Poll		541	0.00420	541	0	100.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		102578	0.80510	102576	2	99.99810	0.00190	
Total		102670212	83238741	81.07390	83238739	2	100.00000	0.00000	

Item no 2- Declaration of dividend for the financial year ended 31st March, 2018.

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 & Promoter Group	E-Voting	72044162	72044162	100.00000	72044162	0	100.00000	0.00000	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		72044162	100.00000	72044162	0	100.00000	0.00000	
Public - Institutions	E-Voting	17885426	11228811	62.78190	11228811	0	100.00000	0.00000	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		11228811	62.78190	11228811	0	100.00000	0.00000	
Public - Non Institutions	E-Vote	12740624	102037	0.80090	102037	0	100.00000	0.00000	
	Poll		541	0.00420	541	0	100.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		102578	0.80510	102578	0	100.00000	0.00000	
Total		102670212	83375551	81.20715	83375551	0	100.00000	0.00000	



Item no 3- Appointment of director in place of Sri Siddharth Bansal (DIN: 02947929) who retires by rotation and being eligible, offers himself for re-appointment.

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 & Promoter Group	E-Voting	72044162	72044162	100.00000	72044162	0	100.00000	0.00000	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		72044162	100.00000	72044162	0	100.00000	0.00000	
Public - Institutions	E-Voting	17885426	11228811	62.78190	10974642	254169	97.73650	2.26350	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		11228811	62.78190	10974642	254169	97.73650	2.26350	
Public - Non Institutions	E-Vote	12740624	102037	0.80090	100931	1106	98.91610	1.08390	
	Poll		541	0.00420	541	0	100.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		102578	0.80510	101472	1106	98.92180	1.07820	
Total			102670212	83375551	81.20715	83120276	255275	99.69383	0.30617

SPECIAL BUSINESS:

Item no 4 – Approval of remuneration of the Cost Auditors for financial year ending March 31, 2019.

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 & Promoter Group	E-Voting	72044162	72044162	100.00000	72044162	0	100.00000	0.00000	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		72044162	100.00000	72044162	0	100.00000	0.00000	
Public - Institutions	E-Voting	17885426	11228811	62.78190	11228811	0	100.00000	0.00000	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		11228811	62.78190	11228811	0	100.00000	0.00000	
Public - Non Institutions	E-Vote	12740624	102037	0.80090	101231	806	99.21010	0.78990	
	Poll		541	0.00420	541	0	100.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		102578	0.80510	101772	806	99.21430	0.78570	
Total			102670212	83375551	81.20715	83374745	806	99.99903	0.00097

Item no 5 – Appointment of Sri Ashok Bhandari (DIN: 00012210) as Independent Director of the Company for a period of five years.

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 & Promoter Group	E-Voting	72044162	72044162	100.00000	72044162	0	100.00000	0.00000	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		72044162	100.00000	72044162	0	100.00000	0.00000	
Public - Institutions	E-Voting	17885426	11228811	62.78190	10185873	1042938	90.71190	9.28810	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		11228811	62.78190	10185873	1042938	90.71190	9.28810	
Public - Non Institutions	E-Vote	12740624	102037	0.80090	101260	777	99.23850	0.76150	
	Poll		541	0.00420	541	0	100.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		102578	0.80510	101801	777	99.24250	0.75750	
Total			102670212	83375551	81.20715	82331836	1043715	98.74818	1.25182



Item no 6 – Appointment of Sri Yash Pall Jain (DIN: 00016663) as Director.

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 & Promoter Group	E-Voting	72044162	72044162	100.00000	72044162	0	100.00000	0.00000	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		72044162	100.00000	72044162	0	100.00000	0.00000	
Public - Institutions	E-Voting	17885426	11228811	62.78190	10974642	254169	97.73650	2.26350	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		11228811	62.78190	10974642	254169	97.73650	2.26350	
Public - Non Institutions	E-Vote	12740624	102037	0.80090	101231	806	99.21010	0.78990	
	Poll		541	0.00420	541	0	100.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		102578	0.80510	101772	806	99.21430	0.78570	
Total		102670212	83375551	81.20715	83120576	254975	99.69418	0.30582	

Item no 7 – Appointment of Sri Yash Pall Jain (DIN: 00016663) as Whole-Time Director of the Company for a period of three years.

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 & Promoter Group	E-Voting	72044162	72044162	100.00000	72044162	0	100.00000	0.00000	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		72044162	100.00000	72044162	0	100.00000	0.00000	
Public - Institutions	E-Voting	17885426	11228811	62.78190	10185873	1042938	90.71190	9.28810	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		11228811	62.78190	10185873	1042938	90.71190	9.28810	
Public - Non Institutions	E-Vote	12740624	102037	0.80090	101231	806	99.21010	0.78990	
	Poll		541	0.00420	541	0	100.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		102578	0.80510	101772	806	99.21430	0.78570	
Total		102670212	83375551	81.20715	82331807	1043744	98.74814	1.25186	

Item no 8 – Authorization under Section 180(1)(c) of Companies Act, 2013 to Board of Directors of the Company to borrow upto a limit of Rs. 3000 crores.

Resolution Required			Special 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 & Promoter Group	E-Voting	72044162	72044162	100.00000	72044162	0	100.00000	0.00000	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		72044162	100.00000	72044162	0	100.00000	0.00000	
Public - Institutions	E-Voting	17885426	11228811	62.78190	10834460	394351	96.48800	3.51200	
	Poll		0	0.00000	0	0	0.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		11228811	62.78190	10834460	394351	96.48800	3.51200	
Public - Non Institutions	E-Vote	12740624	102037	0.80090	101067	970	99.04940	0.95060	
	Poll		541	0.00420	541	0	100.00000	0.00000	
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		102578	0.80510	101608	970	99.05440	0.94560	
Total		102670212	83375551	81.20715	82980230	395321	99.52586	0.47414	



Item no 9 – Authorization under Section 180(1)(a) of Companies Act, 2013 to Board of Directors for creation of mortgage/charge/hypothecation on the movable & immovable properties of the Company upto the limit approved under Section 180(1)(c) of the Act.

Resolution Required			Special 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 & Promoter Group	E-Voting	72044162	72044162	100.00000	72044162	0	100.00000	0.00000
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		72044162	100.00000	72044162	0	100.00000	0.00000
Public - Institutions	E-Voting	17885426	11228811	62.78190	10834460	394351	96.48800	3.51200
	Poll		0	0.00000	0	0	0.00000	0.00000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		11228811	62.78190	10834460	394351	96.48800	3.51200
Public - Non Institutions	E-Vote	12740624	102037	0.80090	101227	810	99.20620	0.79380
	Poll		541	0.00420	541	0	100.00000	0.00000
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		102578	0.80510	101768	810	99.21040	0.78960
Total		102670212	83375551	81.20715	82980390	395161	99.52605	0.47395





SCRUTINIZER'S REPORT

**[Pursuant to the provisions of Section 108 of the Companies Act, 2013
read with Rule 20 of the Companies (Management and Administration)
Rules, 2014 as amended by Companies (Management & Administration)
Amendment Rules, 2015]**

To

The Chairman of the 37th (Thirty Seventh) Annual General Meeting (AGM) of Members of Skipper Limited (CIN: L40104WB1981PLC033408), held on Thursday, 9th day of August, 2018 at Shripati Singhania Hall, Rotary Sadan, 94/2, Jawaharlal Nehru Road, Kolkata- 700 020, West Bengal at 3:30 PM.

Dear Sir,

I, Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries, appointed by the Board of Directors of **Skipper Limited** (the Company) for the purpose of scrutinizing the process of voting through Remote e-Voting and voting by use of ballot forms at the Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management & Administration) Rules, 2014 as amended, Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings in respect of the below mentioned Resolutions proposed at the 37th Annual General Meeting of the Company held on Thursday, 9th day of August, 2018 at Shripati Singhania Hall, Rotary Sadan, 94/2 Jawaharlal Nehru Road, Kolkata- 700 020, West Bengal at 3:30 PM, do hereby submit my report as follows:





- (a) The Notice dated 17th May, 2018 convening the 37th Annual General Meeting of the Company along with the Statement under Section 102 of the Act setting out all material facts in respect of Resolutions mentioned therein, was sent by 14th July, 2018 to the members of the company.
- (b) The company provided remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) to its shareholders. At the Annual General Meeting, the Company provided voting facility by way of poll to the shareholders who did not cast their vote through remote e-voting.
- (c) The members holding shares either in physical or dematerialized form, as on the “Cut Off” date i.e. 2nd August, 2018 were entitled to vote on the proposed resolutions.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Monday, August 6, 2018 at 9:00 AM (IST) and ended on Wednesday, August 8, 2018 at 5:00 PM (IST).
- (e) The member and/or their proxies at the meeting exercised their voting rights through ballot papers at the poll conducted at the Annual General Meeting as stated above.
- (f) After conclusion of voting at the 37th Annual General Meeting, the votes cast at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Ms. Mudra Khetan and Ms. Smriti Agarwal, who acted as witnesses in accordance





with Rule 20 the Companies (Management & Administration) Rules, 2014 as amended.

- (g) Thereafter, the details containing inter alia, list of the members, who voted "For" or "Against" on each of the resolutions that were put to vote, were derived from the ballot forms received at the poll conducted at the meeting, as well as the report generated from the e-voting website of CDSL, www.evotingindia.com in respect of remote e-voting.
- (h) 75 Members have cast their votes through remote e-voting and all such votes are valid, 42 Members and/or their proxy have cast their votes through poll at the AGM venue out of which votes of 7 members are invalid.

I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2)=(3)	% of total number of valid votes cast
ORDINARY BUSINESS				
Item No.1 as an Ordinary Resolution: Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2018, and the reports of the Board of Directors and the Auditors' thereon.				
(1) Voted in favour of the resolution	83238198	541	83238739	100





(2) Voted against the resolution	2	0	2	Negligible
Total	83238200	541	83238741	100
(3) Invalid votes:	0	18	18	--

Item No. 2 as an Ordinary Resolution: Declaration of dividend for the financial year ended 31st March, 2018.

(1) Voted in favour of the resolution	83375010	541	83375551	100
(2) Voted against the resolution	0	0	0	0
Total	83375010	541	83375551	100
(3) Invalid votes:	0	18	18	--

Item No.3 as an Ordinary Resolution Appointment of director in place of Sri Siddharth Bansal (DIN: 02947929) who retires by rotation and being eligible, offers himself for re-appointment.

(1) Voted in favour of the resolution	83119735	541	83120276	99.69
(2) Voted against the resolution	255275	0	255275	0.31
Total	83375010	541	83375551	100





(3) Invalid votes	0	18	18	--
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SPECIAL BUSINESS

Item No.4 as an Ordinary Resolution: Approval of remuneration of the Cost Auditors for financial year ending March 31, 2019.

(1) Voted in favour of the resolution	83374204	541	83374745	100
(2) Voted against the resolution	806	0	806	Negligible
Total	83375010	541	83375551	100
(3) Invalid votes:	0	18	18	--

Item No. 5 as an Ordinary Resolution: Appointment of Sri Ashok Bhandari (Din: 00012210) as Independent Director of the Company for a period of five years.

(1)Voted in favour of the resolution	82331295	541	82331836	98.75
(2) Voted against the resolution	1043715	0	1043715	1.25
Total	83375010	541	83375551	100





(3) Invalid votes:	0	18	18	--
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Item No. 6 as an Ordinary Resolution: Appointment of Sri Yash Pall Jain (Din: 00016663) as Director.

(1)Voted in favour of the resolution	83120035	541	83120576	99.69
(2) Voted against the resolution	254975	0	254975	0.31
Total	83375010	541	83375551	100
(3) Invalid votes:	0	18	18	--

Item No. 7 as an Ordinary Resolution: Appointment of Sri Yash Pall Jain (Din: 00016663) as Whole-Time Director of the Company for a period of three years.

(1)Voted in favour of the resolution	82331266	541	82331807	98.75
(2) Voted against the resolution	1043744	0	1043744	1.25
Total	83375010	541	83375551	100





(3) Invalid votes:	0	18	18	--
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Item No. 8 as an Special Resolution: Authorization under Section 180(1)(c) of Companies Act, 2013 to Board of Directors of the Company to borrow upto a limit of Rs. 3000 crores.

(1)Voted in favour of the resolution	82979689	541	82980230	99.53
(2) Voted against the resolution	395321	0	395321	0.47
Total	83375010	541	83375551	100
(3) Invalid votes:	0	18	18	--

Item No. 9 as an Special Resolution: Authorization under Section 180(1)(a) of Companies Act, 2013 to Board of Directors for creation of mortgage/charge/hypothecation on the movable & immovable properties of the Company upto the limit approved under Section 180(1)(c) of the Act.

(1)Voted in favour of the resolution	82979849	541	82980390	99.53
(2) Voted against the resolution	395161	0	395161	0.47
Total	83375010	541	83375551	100





(3) Invalid votes:	0	18	18	--
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Based on the aforesaid results, the resolution no.(s) 1 to 9 as contained in the Notice have been passed with the requisite majority.

The physical ballot forms, remote e- voting register and other related papers/ registers and records is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the minutes of the Meeting are signed.

Thanking you,

Yours faithfully

Raj Kumar Banthia
Partner
MKB & Associates
Membership No.: 17190
COP No.: 18428
FRN: P2010WB042700

Date: 10th August, 2018
Place: Kolkata

