



Date: 11<sup>th</sup> August, 2016

The Secretary  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai- 400 051

The Secretary  
The Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers, Dalal Street  
Mumbai- 400 001

NSE Scrip Name- SKIPPER / BSE Scrip Code- 538562

Dear Sir,

Re.: Voting Results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to our earlier letter dated 10.08.2016 regarding voting results under regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In this context, we would like to state that the four pages were missing from the attached scan copy of scrutinizer report. Hence we are forwarding the complete copy of voting results and scrutinizer report.

Kindly take the same on record.

Thanking you,  
Yours faithfully,

For Skipper Limited

Arbind Kumar Jain  
*Company Secretary*

Encl: a.a

Voting Results of 35<sup>th</sup> Annual General Meeting of Skipper Limited

Date of Annual General Meeting	8 <sup>th</sup> August, 2016	
Total number of shareholders on record date	9780	
Number of shareholders present in the meeting either in person or through proxy		
- Promoter & Promoter group	11	
- Public	150	
Number of shareholders attended the meeting through video conferencing		
- Promoter & Promoter group	Not Applicable	
- Public	Not Applicable	

Agenda Wise Disclosure

**Item no 1-** Adoption of the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2016, 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	74044162	74044162	100.000%	74044162	0	100.000%	0.000%	
	Poll		-	-	-	-	-	-	
	Postal Ballot		NA	NA	NA	NA	NA	NA	
	Total		74044162	100.000%	74044162	0	100.000%	0.000%	
Public- Institutions	E-voting	3052716	2986066	97.817%	2986066	0	100.000%	0.000%	
	Poll		-	-	-	-	-	-	
	Postal Ballot		NA	NA	NA	NA	NA	NA	
	Total		2986066	97.817%	2986066	0	100.000%	0.000%	
Public- Non Institutions	E-voting	25219584	4781148	18.958%	4781146	2	100.000%	0.000%	
	Poll		206	0.001%	202	4	98.058%	1.942%	
	Postal Ballot		NA	NA	NA	NA	NA	NA	
	Total		4781354	18.959%	4781348	6	100.000%	0.000%	
<b>TOTAL</b>		102316462	81811582	79.959%	81811576	6	100.000%	0.000%	



**Item no 2- Declaration of dividend for the financial year ended 31<sup>st</sup> March, 2016.**

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	74044162	74044162	100.000%	74044162	0	100.000%	0.000%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		74044162	100.000%	74044162	0	100.000%	0.000%
Public- Institutions	E-voting	3052716	2986066	97.817%	2986066	0	100.000%	0.000%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2986066	97.817%	2986066	0	100.000%	0.000%
Public- Non Institutions	E-voting	25219584	4781148	18.958%	4781146	2	100.000%	0.000%
	Poll		206	0.001%	202	4	98.058%	1.94%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4781354	18.959%	4781348	6	100.000%	0.000%
<b>TOTAL</b>		102316462	81811582	79.959%	81811576	6	100.000%	0.000%

**Item no 3- Appointment of Mr. Sharan Bansal (DIN: 00063481) 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	74044162	74044162	100.000%	74044162	0	100.000%	0.000%
	Poll		-	-	-	-	-	-



	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		74044162	100.000%	74044162	0	100.000%	0
Public- Institutions	E-voting	3052716	2986066	97.817%	2979466	6600	99.779%	0.221%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2986066	97.817%	2979466	6600	99.779%	0.221%
Public- Non Institutions	E-voting	25219584	4781148	18.958%	4781146	2	100.000%	0.000%
	Poll		206	0.001%	202	4	98.058%	1.942%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4781354	18.959%	4781348	6	100.000%	0.000%
<b>TOTAL</b>		102316462	81811582	79.959%	81804976	6606	99.992%	0.008%

**Item no 4 – Ratification of the appointment of M/s Singhi & Co., Chartered Accountants, as Statutory Auditors from the conclusion of 35<sup>th</sup> Annual General Meeting till the conclusion of 36<sup>th</sup> Annual General Meeting of the Company.**

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	74044162	74044162	100.000%	74044162	0	100.000%	0.000%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		74044162	100.000%	74044162	0	100.000%	0
Public- Institutions	E-voting	3052716	2986066	97.817%	2986066	0	100.000%	0.000%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2986066	97.817%	2986066	0	100.000%	0.000%
Public- Non Institutions	E-voting	25219584	4781148	18.958%	4781146	2	100.000%	0.000%
	Poll		206	0.001%	202	4	98.058%	1.942%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4781354	18.959%	4781348	6	100.000%	0.000%
<b>TOTAL</b>		102316462	81811582	79.959%	81811576	6	100.000%	0.000%



**Item no 5- Ratification of remuneration of Rs. 70,000/- (Rupees seventy thousand only) plus applicable taxes payable to M/s AB & Co., Cost Accountants, for conducting Audit of Cost Accounting records maintained by the Company.**

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	74044162	74044162	100.000%	74044162	0	100.000%	0.000%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		74044162	100.000%	74044162	0	100.000%	0
Public- Institutions	E-voting	3052716	2986066	97.817%	2986066	0	100.000%	0.000%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2986066	97.817%	2986066	0	100.000%	0.000%
Public- Non Institutions	E-voting	25219584	4781148	18.958%	4781146	2	100.000%	0.000%
	Poll		206	0.001%	202	4	98.058%	1.942%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4781354	18.959%	4781348	6	100.000%	0.000%
<b>TOTAL</b>		102316462	81811582	79.959%	81811576	6	100.000%	0.000%

**Item no 6 – Approval of revision in remuneration of Mr. Sajan Kumar Bansal, Managing Director of the Company.**

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 & Promoter Group	E-voting	74044162	74044162	100.000%	74044162	0	100.000%	0.000%
	Poll		-	-	-	-	-	-



	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		74044162	100.000%	74044162	0	100.000%	0.000%
Public- Institutions	E-voting	3052716	2986066	97.817%	2346566	639500	78.584%	21.416%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2986066	97.817%	2346566	639500	78.584%	21.416%
Public- Non Institutions	E-voting	25219584	4781148	18.958%	4781146	2	100.000%	0.000%
	Poll		206	0.001%	202	4	98.058%	1.942%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4781354	18.959%	4781348	6	100.000%	0.000%
<b>TOTAL</b>		102316462	81811582	79.959%	81172076	639506	99.218%	0.782%

**Item no 7 – Approval of revision in remuneration of Mr. Sharan Bansal, Whole Time Director of the Company.**

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 & Promoter Group	E-voting	74044162	74044162	100.000%	74044162	0	100.000%	0.000%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		74044162	100.000%	74044162	0	100.000%	0.000%
Public- Institutions	E-voting	3052716	2986066	97.817%	2346566	639500	78.584%	21.416%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2986066	97.817%	2346566	639500	78.584%	21.416%
Public- Non Institutions	E-voting	25219584	4781148	18.958%	4781096	52	99.999%	0.001%
	Poll		206	0.001%	202	4	98.058%	1.942%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4781354	18.959%	4781298	56	99.999%	0.001%
<b>TOTAL</b>		102316462	81811582	79.959%	81172026	639556	99.218%	0.782%



**Item no 8 – Approval of re-appointment of Mr. Sajan Kumar Bansal as Managing Director of the Company.**

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 & Promoter Group	E-voting	74044162	74044162	100.000%	74044162	0	100.000%	0.000%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		74044162	100.000%	74044162	0	100.000%	0.000%
Public- Institutions	E-voting	3052716	2986066	97.817%	2346566	639500	78.584%	21.416%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2986066	97.817%	2346566	639500	78.584%	21.416%
Public- Non Institutions	E-voting	25219584	4781148	18.958%	4781146	2	100.000%	0.000%
	Poll		206	0.001%	202	4	98.058%	1.942%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4781354	18.959%	4781348	6	100.000%	0.000%
<b>TOTAL</b>		102316462	81811582	79.959%	81172076	639506	99.218%	0.782%

**Item no 9 – Approval of re-appointment of Mr. Devesh Bansal as Whole Time Director of the Company.**

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 & Promoter Group	E-voting	74044162	74044162	100.000%	74044162	0	100.000%	0.000%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total							



	<b>Total</b>		74044162	100.000%	74044162	0	100.000%	0.000%
Public- Institutions	E-voting	3052716	2986066	97.817%	2346566	639500	78.584%	21.416%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2986066	97.817%	2346566	639500	78.584%	21.416%
Public- Non Institutions	E-voting	25219584	4781148	18.958%	4780246	902	99.981%	0.019%
	Poll		206	0.001%	202	4	98.058%	1.942%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4781354	18.959%	4780448	906	99.981%	0.019%
<b>TOTAL</b>		102316462	81811582	79.959%	81171176	640406	99.217%	0.783%

**Item no 10 – Approval of re-appointment of Mr. Siddharth Bansal as Whole Time Director of the Company.**

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 & Promoter Group	E-voting	74044162	74044162	100.000%	74044162	0	100.000%	0.000%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		74044162	100.000%	74044162	0	100.000%	0.000%
Public- Institutions	E-voting	3052716	2986066	97.817%	2346566	639500	78.584%	21.4161%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2986066	97.817%	2346566	639500	78.584%	21.416%
Public- Non Institutions	E-voting	25219584	4781148	18.958%	4780246	902	99.981%	0.019%
	Poll		206	0.001%	202	4	98.058%	1.942%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4781354	18.959%	4780448	906	99.981%	0.019%
<b>TOTAL</b>		102316462	81811582	79.959%	81171176	640406	99.217%	0.783%



**Item no 11 – Approval of appointment of Mr. Joginder Pal Dua as Independent Director of the Company.**

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	74044162	74044162	100.000%	74044162	0	100.000%	0.000%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		74044162	100.000%	74044162	0	100.000%	0.000%
Public- Institutions	E-voting	3052716	2986066	97.817%	2986066	0	100.000%	0.000%
	Poll		-	-	-	-	-	-
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		2986066	97.817%	2986066	0	100.000%	0.000%
Public- Non Institutions	E-voting	25219584	4781148	18.958%	4781146	2	100.000%	0.000%
	Poll		206	0.001%	202	4	98.058%	1.942%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		4781354	18.959%	4781348	6	100.000%	0.000%
<b>TOTAL</b>		102316462	81811582	79.959%	81811576	6	100.000%	0.000%





### 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]

August 09, 2016

To

The Chairman of the 35<sup>th</sup> (Thirty Fifth) Annual General Meeting (AGM) of Members of Skipper Limited (CIN: L40104WB1981PLC033408), held on Monday, 8<sup>th</sup> day of August, 2016 at Shripati Singhania Hall, Rotary Sadan, 94/2 Jawaharlal Nehru Road (Near Rabindra Sadan Metro), Kolkata-700020, West Bengal, India at 3:30 p.m.

Dear Sir,

I, Manoj 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 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 by Companies (Management & Administration) Amendment Rules, 2015, Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings in respect of the below mentioned Resolutions proposed at the 35<sup>th</sup> Annual General Meeting of the Company held on Monday, 8th August, 2016, at Shripati Singhania Hall, Rotary Sadan, 94/2 Jawaharlal Nehru Road (Near Rabindra Sadan Metro), Kolkata-700020, West Bengal, India at 3.30 p.m., do hereby submit my report as follows:

- (a) The Notice dated 18<sup>th</sup> May, 2016 convening the 35<sup>th</sup> 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, 2016 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. 1<sup>st</sup> August, 2016 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 Friday, August 5, 2016 at 9:00 AM (IST) and ended on Sunday, August 7, 2016 at 5:00 PM (IST).
- (e) The member and/or their proxy 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 35<sup>th</sup> 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 Mr. Saheb Ali and Miss. Neha Soman, who acted as witnesses in accordance with Rule 20 the Companies (Management & Administration) Rules, 2014.
- (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 CSDL, <http://www.evotingindia.com> in respect of remote e-voting.



(h) 53 Members have cast their votes through remote e-voting and all such votes are valid. 26 Members and/or their proxy have cast their votes through poll at the AGM venue, out of which 5 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
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#### ORDINARY BUSINESS

**Item No.1 as an Ordinary Resolution:** To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2016, together with the Reports of the Board of Directors and Auditors thereon.

(1) Voted in favour of the resolution	81811374	202	81811576	100%
(2) Voted against the resolution	2	4	6	Negligible
<b>Total</b>	<b>81811376</b>	<b>206</b>	<b>81811582</b>	<b>100%</b>
(3) Invalid votes:	0	42	42	N.A.





**Item No. 2 as an Ordinary Resolution:** To declare dividend of Rs. 1.40 per equity shares of Re. 1 each for the financial year ended 31<sup>st</sup> March, 2016.

(1) Voted in favour of the resolution	81811374	202	81811576	100%
(2) Voted against the resolution	2	4	6	Negligible
<b>Total</b>	<b>81811376</b>	<b>206</b>	<b>81811582</b>	<b>100%</b>
(3) Invalid votes:	0	42	42	N.A.

**Item No.3 as an Ordinary Resolution:** To appoint a Director in place of Mr. Sharan Bansal (DIN 00063481), who retires by rotation and being eligible, offers herself for re-appointment.

(1) Voted in favour of the resolution	81804774	202	81804976	99.99%
(2) Voted against the resolution	6602	4	6606	0.01%
<b>Total</b>	<b>81811376</b>	<b>206</b>	<b>81811582</b>	<b>100%</b>
(3) Invalid votes:	0	42	42	N.A.





**Item No.4 as an Ordinary Resolution:** To ratify the appointment of M/s. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E) as the statutory auditors from the conclusion of 35<sup>th</sup> Annual General Meeting of the Company till the conclusion of 36<sup>th</sup> Annual General Meeting of the Company and to fix their remuneration.

(1) Voted in favour of the resolution	81811374	202	81811576	100%
(2) Voted against the resolution	2	4	6	Negligible
Total	81811376	206	81811582	100%
(3) Invalid votes:	0	42	42	N.A.

#### SPECIAL BUSINESS

**Item No.5 as an Ordinary Resolution:** To ratify the remuneration payable to M/s. AB & Co., Cost Accountants, for conducting audit of the cost accounting records as maintained by the Company for the Financial Year 2016-17.

(1) Voted in favour of the resolution	81811374	202	81811576	100%
(2) Voted against the resolution	2	4	6	Negligible





Total	81811376	206	81811582	100%
(3) Invalid votes:	0	42	42	N.A.

**Item No.6 as an Ordinary Resolution:** To approve the revision in remuneration of Mr. Sajan Kumar Bansal (DIN: 00063555), Managing Director of the Company with effect from 1<sup>st</sup> April, 2016 to 30<sup>th</sup> September, 2016 as per the recommendation by the Nomination and Remuneration Committee and Board of Directors.

(1) Voted in favour of the resolution	81171874	202	81172076	99.22%
(2) Voted against the resolution	639502	4	639506	0.78%
Total	81811376	206	81811582	100%
(3) Invalid votes:	0	42	42	N.A.

**Item No.7 as an Ordinary Resolution:** To approve the revision in remuneration of Mr. Sharan Bansal (DIN: 00063481), Whole Time Director of the Company with effect from 1<sup>st</sup> April, 2016 to 30<sup>th</sup> June, 2017 as per the recommendation by the Nomination and Remuneration Committee and Board of Directors.

(1) Voted in favour of the resolution	81171824	202	81172026	99.22%
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(2) Voted against the resolution	639552	4	639556	0.78%
Total	81811376	206	81811582	100%
(3) Invalid votes:	0	42	42	N.A.

**Item No. 8 as an Ordinary Resolution:** To approve the re-appointment of Mr. Sajan Kumar Bansal (DIN: 00063555) as Managing Director of the Company, not liable to retire by rotation for a period of 3 years with effect from 1<sup>st</sup> October, 2016 on such terms & conditions as recommended by the Nomination and Remuneration Committee and Board of Directors.

(1) Voted in favour of the resolution	81171874	202	81172076	99.22%
(2) Voted against the resolution	639502	4	639506	0.78%
Total	81811376	206	81811582	100%
(3) Invalid votes:	0	42	42	N.A.

**Item No. 9 as an Ordinary Resolution:** To approve the re-appointment of Mr. Devesh Bansal (DIN: 00162513) as Whole Time Director of the Company, liable to retire by rotation for a period of 3 years with effect from 1<sup>st</sup> April, 2016 on such terms & conditions as recommended by the Nomination and Remuneration Committee and Board of Directors.





(1) Voted in favour of the resolution	81170974	202	81171176	99.22%
(2) Voted against the resolution	640402	4	640406	0.78%
<b>Total</b>	<b>81811376</b>	<b>206</b>	<b>81811582</b>	<b>100%</b>
(3) Invalid votes:	0	42	42	N.A.

**Item No. 10 as an Ordinary Resolution:** To approve the re-appointment of Mr. Siddharth Bansal (DIN: 02947929) as Whole Time Director of the Company, liable to retire by rotation for a period of 3 years with effect from 1<sup>st</sup> April, 2016 on such terms & conditions as recommended by the Nomination and Remuneration Committee and Board of Directors.

(1) Voted in favour of the resolution	81170974	202	81171176	99.22%
(2) Voted against the resolution	640402	4	640406	0.78%
<b>Total</b>	<b>81811376</b>	<b>206</b>	<b>81811582</b>	<b>100%</b>
(3) Invalid votes:	0	42	42	N.A.





**Item No.11 as an Ordinary Resolution:** To approve the appointment of Mr. Joginder Pal Dua (DIN: 02374358) as Independent Director of the Company, not liable to retire by rotation for a term of 5 (Five) consecutive years commencing from 1<sup>st</sup> February, 2016.

(1) Voted in favour of the resolution	81811374	202	81811576	100%
(2) Voted against the resolution	2	4	6	Negligible
Total	81811376	206	81811582	100%
(3) Invalid votes:	0	42	42	N.A.

Thanking You,

Yours sincerely,  
Manoj Kumar Banthia  
Partner

MKB & Associates  
Membership No.: 11470  
COP No.: 7596

Date: 9<sup>th</sup> August, 2016  
Place: Kolkata

