

September 24, 2014

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Scrip Code: 532641

To,
National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G – Block,
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051.

Scrip Symbol: NDL

Dear Sir,

Sub.: Submission of Scrutinizers Report relating to e-voting & poll
Ref.: 20th Annual General Meeting of the Company held on 15th September, 2014

With reference to the voting results (e-voting and poll) submitted by our Company, we are forwarding herewith a copy of the following:

1. Scrutinizers Report dated 10th September, 2014 relating to e-voting;
2. Form No. MGT-13 – Report of Scrutinizer [pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014] dated 18th September, 2014 relating to the Poll conducted at the Twentieth Annual General Meeting.

We request you to kindly take the above documents on record

Thanking You,

Yours faithfully,
For **NANDAN DENIM LIMITED**


COMPANY SECRETARY



Nandan Denim Limited
(Formerly known as Nandan Exim Limited)
(CIN:L51909GJ1994PLC022719)

Plant & Regd. Office:

Survey No. 198/1, 203/2, Sajipur-Gopalpur, Pirana Road, Piplej, Ahmedabad - 382 405
Ph.: +91 9879200199 Website: www.nandandenim.com Email: info@nandandenim.com

Corporate House:

Chirpal House, Shivrangani Cross Roads, Satellite, Ahmedabad - 380 015
Ph.: 079-26734660/2/3 Fax: 079-26768656



Keyur J. Shah & Associates

Company Secretaries

Report of Scrutinizer on E-voting Results

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the
Companies (Management and Administration) Rules, 2014]

[Nandan Denim Limited]

To,
The Chairman
Nandan Denim Limited
Survey No. 198/1, 230/2,
Saijpur-Gopalpur,
Pirana Road, Piplej,
Ahmedabad - 382405
Gujarat, India

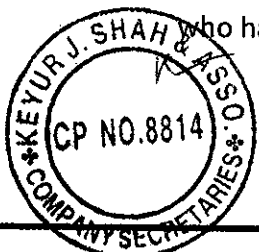
Date: 10th September, 2014

Dear Sir,

Re: 20th Annual General Meeting of the Members of Nandan Denim Limited to be held on 15th September, 2014 at 10.00 a.m. at Lions Hall, Mithakali Six Road, Nr. Nalanda Hotel, Ellisbridge, Ahmedabad-380006.

I, Keyur J. Shah, Practicing Company Secretary, 32, World Business House, Nr. Parimal Garden, Ellisbridge, Ahmedabad- 380006, Gujarat, India, appointed as Scrutinizer for the purpose of scrutinizing e-voting process in fair and transparent manner in respect of the below mentioned resolutions proposed at the 20th Annual General Meeting of the Members of the Company, to be held on on 15th September, 2014 at 10.00 a.m. at Lions Hall, Mithakali Six Road, Nr. Nalanda Hotel, Ellisbridge, Ahmedabad-380006, Gujarat, India, hereby submit my report as under:

1. In accordance with the Notice of the 20th Annual General Meeting sent to the members, the voting through electronic means was started at 9.00 a.m. on 6th September, 2014 and ended at 6.00 p.m. on 8th September, 2014.
2. The members holding shares as on the cut-off date i.e. 8th August, 2014 were entitled to vote on the resolutions as stated in the Notice of the 20th Annual General Meeting of the Company.
3. The votes were unblocked at 6.10 p.m. on 8th September, 2014 in the presence of Mr. Nandish P. Joshi and Ms. Noopur K. Dalal who are not the employees of the Company, and who have signed below as witnesses to the unblocking of the votes.



4. The e-voting results/list downloaded from the website of the Central Depository Services (India) Limited (www.evotingindia.com) is being handed over to the Chairman alongwith this report.

5. The result of the e-voting is as under:

A. Resolution No. 1: Ordinary Business

To receive, consider and adopt the Audited Statement of Profit and Loss Account for the year ended March 31, 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.

i. Voted in favour of the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 22 | 2,84,68,249 | 99.999% |

ii. Voted against the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 3 | 200 | 0.001% |

iii. Invalid Votes:

| Total number of members' whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| NIL | NIL |

B. Resolution No. 2: Ordinary Business

To confirm the payment of Interim Dividend and to declare a Final Dividend on Equity Shares for the financial year 2013-14.



i. Voted in favour of the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 22 | 2,84,68,249 | 99.999% |

ii. Voted against the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 2 | 190 | 0.001% |

iii. Invalid Votes:

| Total number of members' whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| NIL | NIL |

C. Resolution No. 3: Ordinary Business

To appoint a Director in place of Mr. Brijmohan Chiripal, who retires by rotation and being eligible offers himself for reappointment.

i. Voted in favour of the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 22 | 2,84,68,249 | 99.999% |

ii. Voted against the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 3 | 200 | 0.001% |



iii. **Invalid Votes:**

| Total number of members' whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| NIL | NIL |

D. Resolution No. 4: Ordinary Business

To Appoint M/s. J.T. Shah & Co., Chartered Accountants (Firm Registration Number: 109616W) as the Auditors of the company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the twenty fifth AGM of the Company to be held in the year 2019 (subject to ratification of their appointment at every AGM), at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors

i. **Voted in favour of the resolution:**

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 22 | 2,84,68,249 | 99.999% |

ii. **Voted against the resolution:**

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 2 | 190 | 0.001% |

iii. **Invalid Votes:**

| Total number of members' whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| NIL | NIL |

E. Resolution No. 5: Special Business

Appointment of Mr. Tara Sankar Bhattacharya as an Independent Director of the Company.



i. Voted in favour of the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 22 | 2,84,68,249 | 99.999% |

ii. Voted against the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 2 | 190 | 0.001% |

iii. Invalid Votes:

| Total number of members' whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| NIL | NIL |

F. Resolution No. 6: Special Business

Appointment of Mr. Ambalal Patel as an Independent Director of the Company.

i. Voted in favour of the resolution:

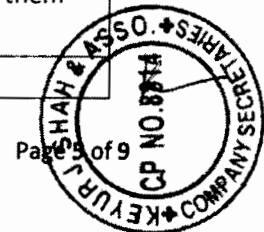
| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 22 | 2,84,68,249 | 99.999% |

ii. Voted against the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 2 | 190 | 0.001% |

iii. Invalid Votes:

| Total number of members' whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| NIL | NIL |



G. Resolution No. 7: Special Business

Special Resolution for borrowing of monies in excess of paid up capital and free reserves of the Company.

i. Voted in favour of the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 21 | 2,84,68,099 | 99.999% |

ii. Voted against the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 4 | 350 | 0.001% |

iii. Invalid Votes:

| Total number of members' whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| NIL | NIL |

H. Resolution No. 8: Special Business

Special Resolution for creation of mortgage and/or charge to secure the financial assistance.

i. Voted in favour of the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 21 | 2,84,68,099 | 99.999% |

K

ii. Voted against the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 4 | 350 | 0.001% |

iii. Invalid Votes:

| Total number of members' whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| NIL | NIL |

I. Resolution No. 9: Special Business

To increase the Authorised Share Capital.

i. Voted in favour of the resolution:

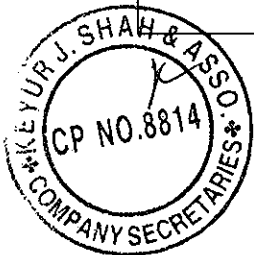
| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 22 | 2,84,68,249 | 99.999% |

ii. Voted against the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 3 | 200 | 0.001% |

iii. Invalid Votes:

| Total number of members' whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| NIL | NIL |



J. Resolution No. 10: Special Business

Authorizing raising of finance through further issue of equity shares.

i. Voted in favour of the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 22 | 2,84,68,249 | 99.999% |

ii. Voted against the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 3 | 200 | 0.001% |

iii. Invalid Votes:

| Total number of members' whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| NIL | NIL |

K. Resolution No. 11: Special Business

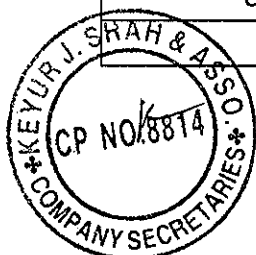
Approval for entering into Related Party Transactions.

i. Voted in favour of the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 21 | 2,84,68,099 | 99.999% |

ii. Voted against the resolution:

| Number of members' voting through electronic means | Number of votes cast by them | % of the total number of valid votes cast |
|--|------------------------------|---|
| 4 | 350 | 0.001% |



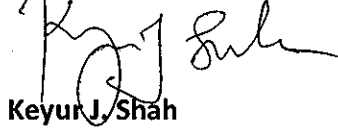
iii. **Invalid Votes:**

| Total number of members' whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| NIL | NIL |

Thanking you,

Yours faithfully,

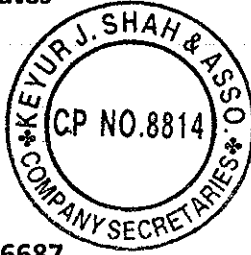
For, Keyur J Shah and Associates
Company Secretaries


Keyur J. Shah

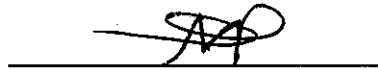
Proprietor

Membership Number: ACS 16687

COP. No.: 8814

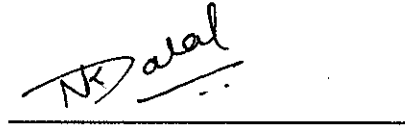


We, the undersigned, witnessed that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited (www.evotingindia.com) in our presence at 6.10 p.m. on 8th September, 2014 at the office of the scrutinizer.



Name & Address of the Witness

1. Mr. Nandish P. Joshi
F 306, Neelkanth Park,
St. Xaviers School Road,
Memnagar, Ahmedabad- 380052



Name & Address of the Witness

2. Ms. Noopur K. Dalal
48, Shyamal 3/B Row House,
Satellite,
Ahmedabad-380015

Date:
Place:

Received with Acknowledgment



Chairman

Extract from the website of the Central Depository Services (India) Limited

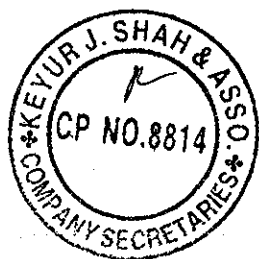
(www.evotingindia.com)

Summary of e-voting cast for the 20th AGM dated 15th September, 2014

Nandan Denim Limited

| | |
|--------------------|------------------------------------|
| EVSN | 140811031 for NANDAN DENIM LIMITED |
| ISIN | INE875G01030:Nandan Denim Limited |
| Nominal Value | 10 |
| Voting Rights | 1 |
| Total Folios Voted | 25 |

| Res. No. | | | Total |
|----------|-------------------|-------------|----------|
| 1 | 28468249 (62.50%) | 200 (0.00%) | 28468449 |
| 2 | 28468249 (62.50%) | 190 (0.00%) | 28468439 |
| 3 | 28468249 (62.50%) | 200 (0.00%) | 28468449 |
| 4 | 28468249 (62.50%) | 190 (0.00%) | 28468439 |
| 5 | 28468249 (62.50%) | 190 (0.00%) | 28468439 |
| 6 | 28468249 (62.50%) | 190 (0.00%) | 28468439 |
| 7 | 28468099 (62.50%) | 350 (0.00%) | 28468449 |
| 8 | 28468099 (62.50%) | 350 (0.00%) | 28468449 |
| 9 | 28468249 (62.50%) | 200 (0.00%) | 28468449 |
| 10 | 28468249 (62.50%) | 200 (0.00%) | 28468449 |
| 11 | 28468099 (62.50%) | 350 (0.00%) | 28468449 |





Keyur J. Shah & Associates

Company Secretaries

FORM NO. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

[Nandan Denim Limited]

[Formerly known as Nandan Exim Limited]

To,
The Chairman,
Nandan Denim Limited,

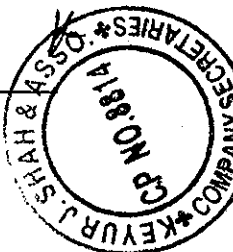
Date: 18th September, 2014

20th Annual General Meeting of the Members of Nandan Denim Limited held on Monday, 15th September, 2014 at 10.00 a.m. at Lions Hall, Mithakali Six Road, Nr. Nalanda Hotel, Ellisbridge, Ahmedbad-380006.

Dear Sir,

I, Keyur J. Shah, Practicing Company Secretary, 32, World Business House, Nr. Parimal Garden, Ellisbridge, Ahmedabad- 380006, Gujarat, India, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 20th Annual General Meeting of the Members of Nandan Denim Limited ("the Company") held on Monday, 15th September, 2014 at 10.00 a.m. at Lions Hall, Mithakhali Six Road, Nr. Nalanda Hotel, Ellisbridge, Ahmedbad-380006, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (One) Ballot Box kept for the polling was locked in the presence of the members and marked with due identification mark by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Datamatics Financial Services Ltd., the Registrar and Transfer Agents of the Company, and the authorizations / proxies lodged with the Company. Appropriate arrangement was made/ actions were taken to eliminate duplicate voting i.e. e-voting as well as on poll. Poll papers were issued to those members present at the Annual General Meeting, who had not voted through e-voting.
3. The poll papers, which were incomplete and / or which were otherwise found defective, have been treated as invalid and kept separately.



4. The result of the Poll is as under:

A. Resolution No. 1: Ordinary Business

To receive, consider and adopt the Audited Statement of Profit and Loss Account for the year ended March 31, 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.

i. Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 43 | 5584 | 99.20% |

ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 0 | 0 | 0.00% |

iii. Invalid Votes:

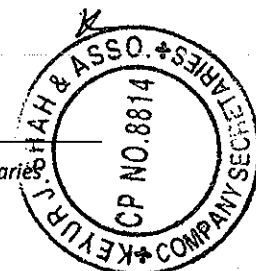
| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 23* | 221 |

**9 Members who had cast their vote in the ballot paper box were later identified as invalid shareholders by the Registrar and Transfer Agent and they have been considered in this total.*

Note: 4 Members have submitted valid ballot papers, but no votes were cast by them. Accordingly, their votes have not been considered for favour or against.

B. Resolution No. 2: Ordinary Business

To confirm the payment of Interim Dividend and to declare a Final Dividend on Equity Shares for the financial year 2013-14.



i. Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 44 | 5594 | 99.37% |

ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 0 | 0 | 0.00% |

iii. Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 23* | 221 |

**9 Members who had cast their vote in the ballot paper box were later identified as invalid shareholders by the Registrar and Transfer Agent and they have been considered in this total.*

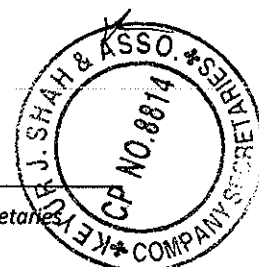
Note: 3 Members have submitted valid ballot papers, but no votes were cast by them. Accordingly, their votes have not been considered for favour or against.

C. Resolution No. 3: Ordinary Business

To appoint a Director in place of Mr. Brijmohan Chiripal, who retires by rotation and being eligible offers himself for reappointment.

i. Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 44 | 5594 | 99.37% |



ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 0 | 0 | 0.00% |

iii. Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 23* | 221 |

**9 Members who had cast their vote in the ballot paper box were later identified as invalid shareholders by the Registrar and Transfer Agent and they have been considered in this total.*

Note: 3 Members have submitted valid ballot papers, but no votes were cast by them. Accordingly, their votes have not been considered for favour or against.

D. Resolution No. 4: Ordinary Business

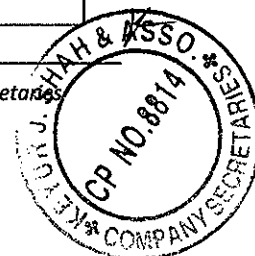
To Appoint M/s. J.T. Shah & Co., Chartered Accountants (Firm Registration Number: 109616W) as the Auditors of the company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the twenty fifth AGM of the Company to be held in the year 2019 (subject to ratification of their appointment at every AGM), at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors

i. Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 43 | 5394 | 95.83% |

ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 1 | 200 | 4.64% |



iii. **Invalid Votes:**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 23* | 221 |

**9 Members who had cast their vote in the ballot paper box were later identified as invalid shareholders by the Registrar and Transfer Agent and they have been considered in this total.*

Note: 3 Members have submitted valid ballot papers, but no votes were cast by them. Accordingly, their votes have not been considered for favour or against.

E. Resolution No. 5: Special Business

Appointment of Mr. Tara Sankar Bhattacharya as an Independent Director of the Company.

i. **Voted in favour** of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 39 | 5337 | 94.81% |

ii. **Voted against** the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 2 | 225 | 3.99% |

iii. **Invalid Votes:**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 23* | 241 |

**9 Members who had cast their vote in the ballot paper box were later identified as invalid shareholders by the Registrar and Transfer Agent and they have been considered in this total.*

Note: 6 Members have submitted valid ballot papers, but no votes were cast by them. Accordingly, their votes have not been considered for favour or against.



F. Resolution No. 6: Special Business

Appointment of Mr. Ambalal Patel as an Independent Director of the Company.

i. Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 41 | 5562 | 98.80% |

ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 0 | 0 | 0.00% |

iii. Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 23* | 241 |

*9 Members who had cast their vote in the ballot paper box were later identified as invalid shareholders by the Registrar and Transfer Agent and they have been considered in this total.

Note: 6 Members have submitted valid ballot papers, but no votes were cast by them. Accordingly, their votes have not been considered for favour or against.

G. Resolution No. 7: Special Business

Special Resolution for borrowing of monies in excess of paid up capital and free reserves of the Company.

i. Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 38 | 5327 | 94.63% |



ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 3 | 235 | 4.17% |

iii. Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 23* | 241 |

*9 Members who had cast their vote in the ballot paper box were later identified as invalid shareholders by the Registrar and Transfer Agent and they have been considered in this total.

Note: 6 Members have submitted valid ballot papers, but no votes were cast by them. Accordingly, their votes have not been considered for favour or against.

H. Resolution No. 8: Special Business

Special Resolution for creation of mortgage and/or charge to secure the financial assistance.

i. Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 38 | 5342 | 94.90% |

ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 2 | 210 | 3.73% |



iii. **Invalid Votes:**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 23* | 241 |

**9 Members who had cast their vote in the ballot paper box were later identified as invalid shareholders by the Registrar and Transfer Agent and they have been considered in this total.*

Note: 7 Members have submitted valid ballot papers, but no votes were cast by them. Accordingly, their votes have not been considered for favour or against.

I. **Resolution No. 9: Special Business**

To increase the Authorised Share Capital.

i. **Voted in favour of the resolution:**

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 39 | 5527 | 98.18% |

ii. **Voted against the resolution:**

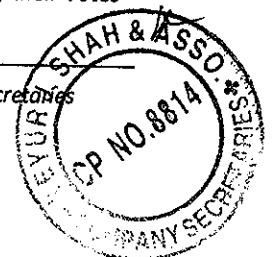
| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 1 | 25 | 0.44% |

iii. **Invalid Votes:**

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 23* | 241 |

**9 Members who had cast their vote in the ballot paper box were later identified as invalid shareholders by the Registrar and Transfer Agent and they have been considered in this total.*

Note: 7 Members have submitted valid ballot papers, but no votes were cast by them. Accordingly, their votes have not been considered for favour or against.



J. Resolution No. 10: Special Business

Authorizing raising of finance through further issue of equity shares.

i. Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 40 | 5552 | 98.63% |

ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 0 | 0 | 0.00% |

iii. Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 23* | 241 |

*9 Members who had cast their vote in the ballot paper box were later identified as invalid shareholders by the Registrar and Transfer Agent and they have been considered in this total.

Note: 7 Members have submitted valid ballot papers, but no votes were cast by them. Accordingly, their votes have not been considered for favour or against.

K. Resolution No. 11: Special Business

Approval for entering into Related Party Transactions.

i. Voted in favour of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 38 | 5497 | 97.66% |



ii. Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of the total number of valid votes cast |
|---|------------------------------|---|
| 1 | 25 | 0.44% |

iii. Invalid Votes:

| Total number of members (in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| 23* | 238 |


**9 Members who had cast their vote in the ballot paper box were later identified as invalid shareholders by the Registrar and Transfer Agent and they have been considered in this total.*

Note: 8 Members have submitted valid ballot papers, but no votes were cast by them. Accordingly, their votes have not been considered for favour or against.

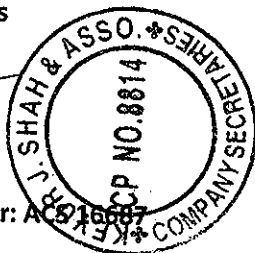
5. A separate annexure containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

For, Keyur J Shah and Associates
Company Secretaries

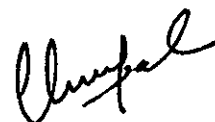

Keyur J. Shah
Proprietor

Membership Number: ACS 16807
COP. No.: 8814



Received with Acknowledgment

Date:
Place:



Chairman