



Freshrop Fruits Limited

Registered Office : A - 603, Shapath IV, S. G. Road, Ahmedabad-380 015, Gujarat, INDIA.
Tel. : +91-79-40307050 - 59 Fax : +91-79-66527069 www.freshrop.com info@freshrop.com
CIN : L15400GJ1992PLC018365

Details of Voting Results – 22nd Annual General Meeting held on 22nd September, 2014

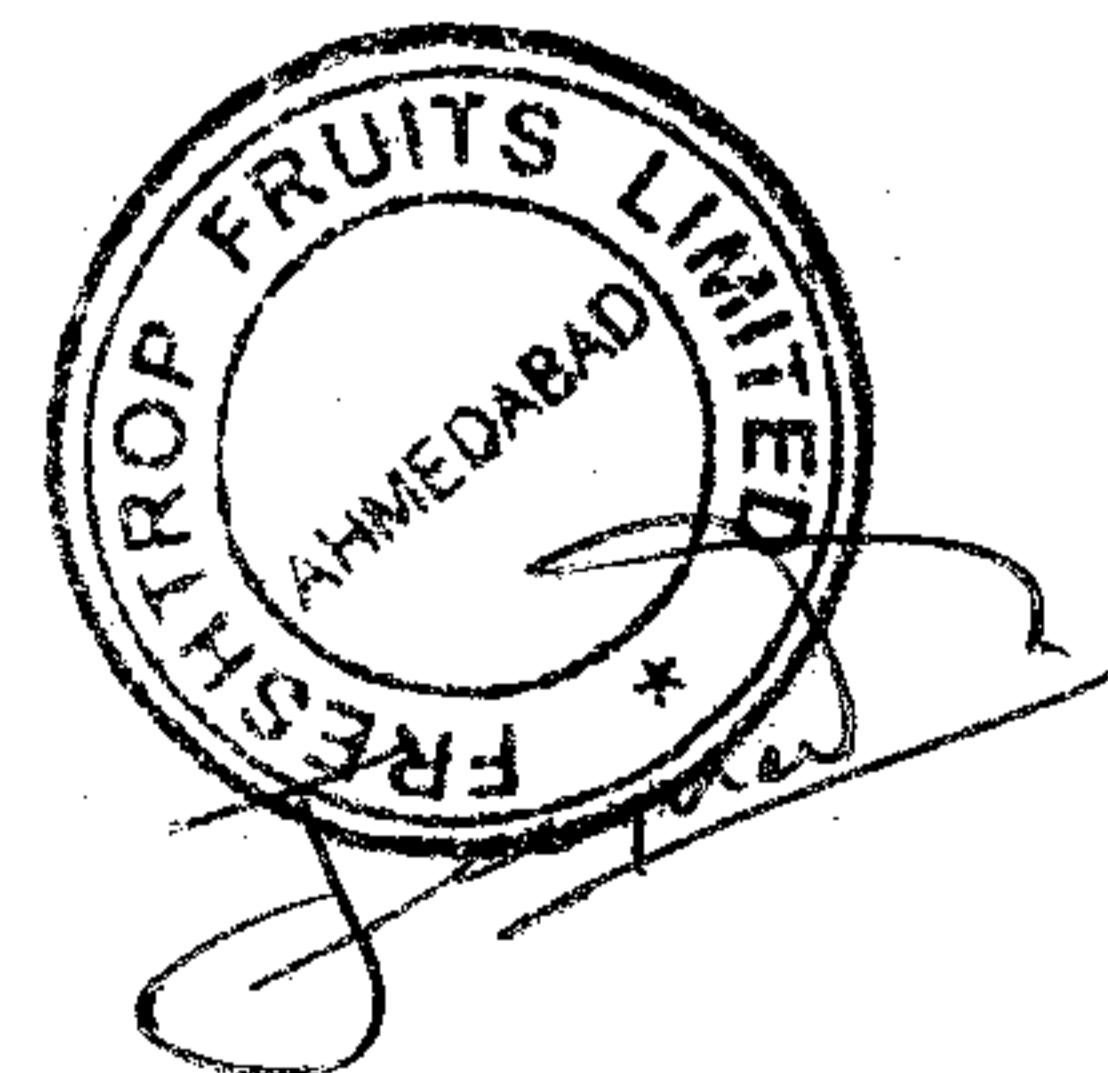
1.	Date of the AGM	22 nd September , 2014
2.	Total number of shareholders on record date	4796
3.	No. of shareholders present in the meeting either in person or through proxy ▪ Promoters and Promoter Group ▪ Public	6 18
4.	No. of Shareholders attended the meeting through video conferencing ▪ Promoters and Promoter Group ▪ Public	Not arranged

Agenda-wise

Resolution / Agenda wise details of voting (including votes cast by poll conducted at the Meeting and e-voting process) are as under:-

Resolution No. 1

Ordinary Resolution for Adoption of Annual Accounts of the Company as on March 31, 2014							
Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)]*100	No. of votes – in favour	No. of Votes – in against	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	67,84,611	67,84,611	100	67,84,611	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public Others	53,60,389	1,85,017	3.45	1,84,995	22	99.99	0.01
Total	1,21,45,000	69,69,628	57.39	69,69,606	22	99.99	0.01



Unit-I

Gat No. 171, Vill. Jaulke, Bombay-Agra Rd.
Post Ozar, Tal. Dindori,
Dist. Nasik-422 207, Maharashtra, INDIA
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Fax : +91-2557-279 108

Unit-II

Survey No. 1366, Savlej-Wayfale Rd.
Post Siddhewadi, Tal. Tasgaon
Dist. Sangli-416 311, Maharashtra, INDIA
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Unit-IV

Gat No. 598/1, Vill. Janori,
Tal. Dindori,
Dist. Nasik-422 206
Maharashtra, INDIA
Tel. : +91-2557-202 852-54

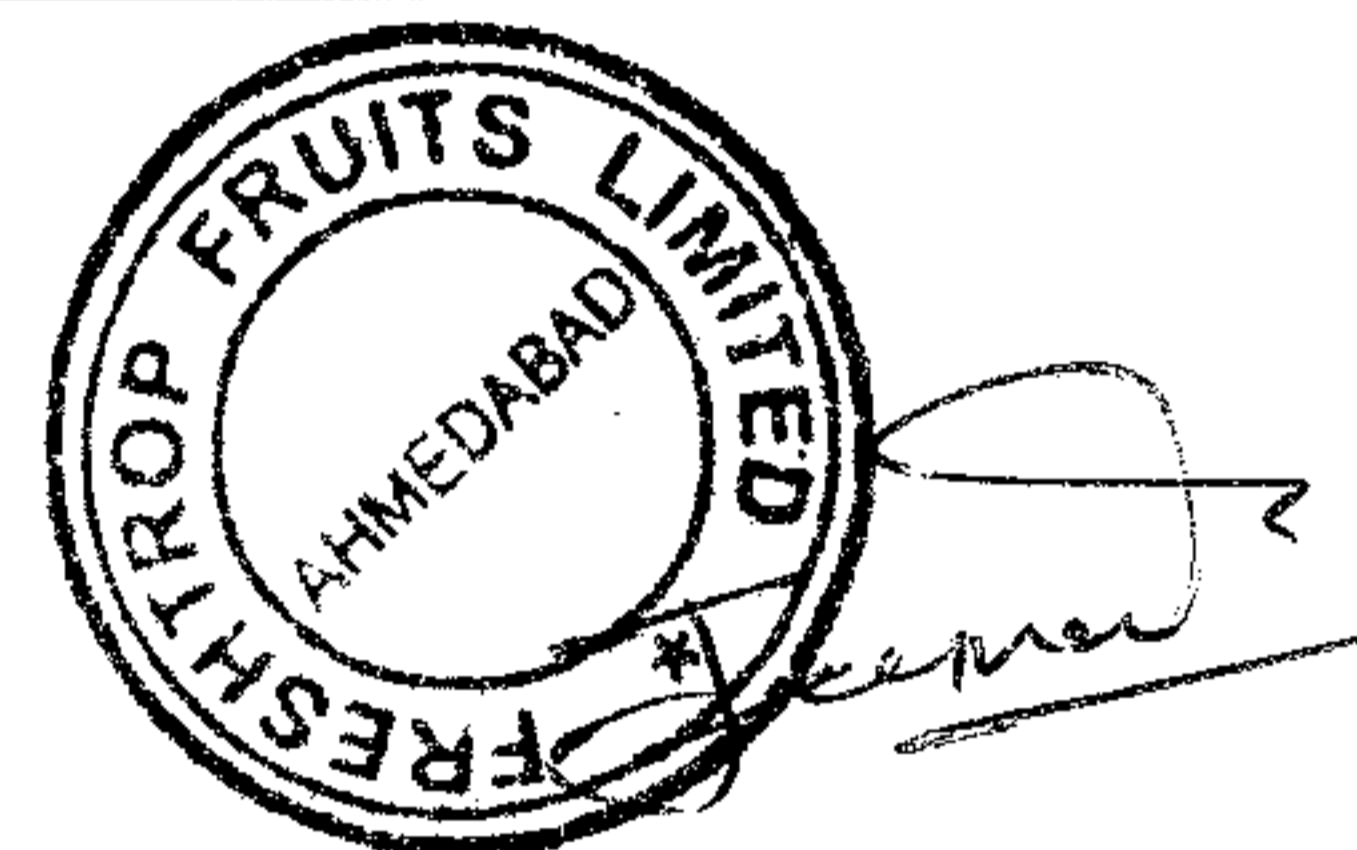


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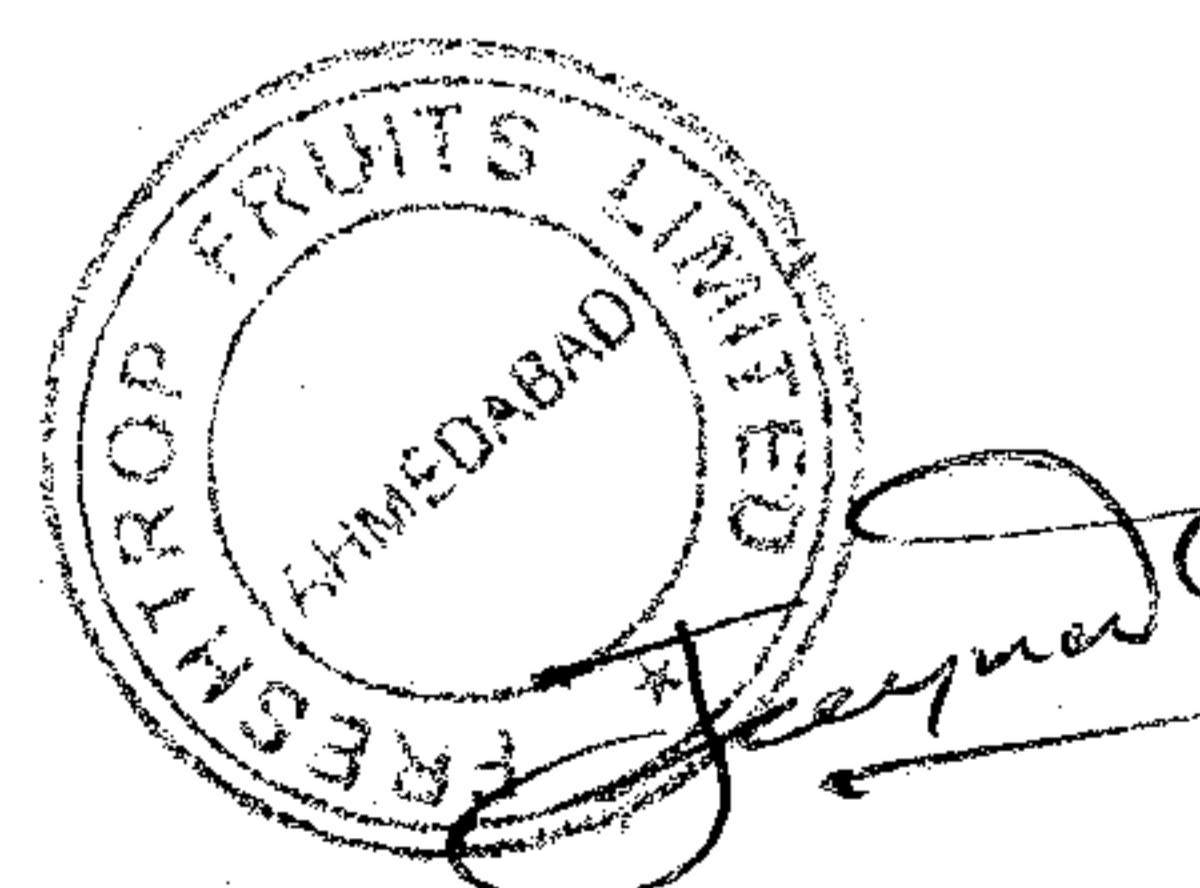
Resolution No. 2

Ordinary Resolution for declaration of Dividend on Equity Shares of the Company.							
Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)]*100	No. of votes – in favour	No. of Votes – in against	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	67,84,611	67,84,611	100	67,84,611	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public - Others	53,60,389	1,85,015	3.45	1,84,395	620	99.66	0.33
Total	1,21,45,000	69,69,626	57.39	69,69,006	620	99.99	0.01



Resolution No. 3

Ordinary Resolution for re-appointment of Mrs. Nanita Motiani (DIN: 00787809) as director retiring by rotation							
Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)]*100	No. of votes – in favour	No. of Votes – in against	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	67,84,611	59,12,365	87.14	59,12,365	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public - Others	53,60,389	1,85,017	3.45	1,84,995	22	99.99	0.01
Total	1,21,45,000	60,97,382	50.20	60,97,360	22	99.99	0.01



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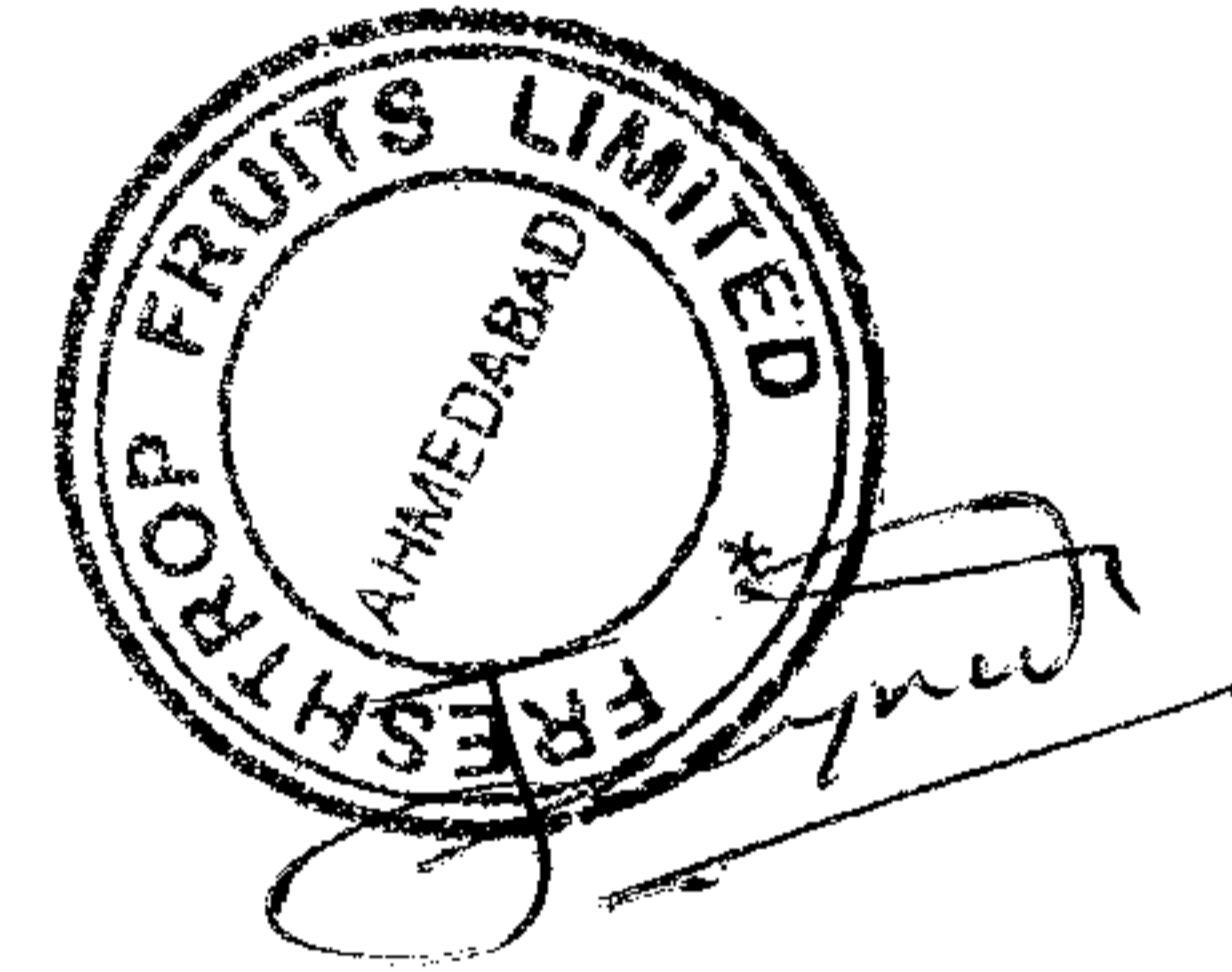


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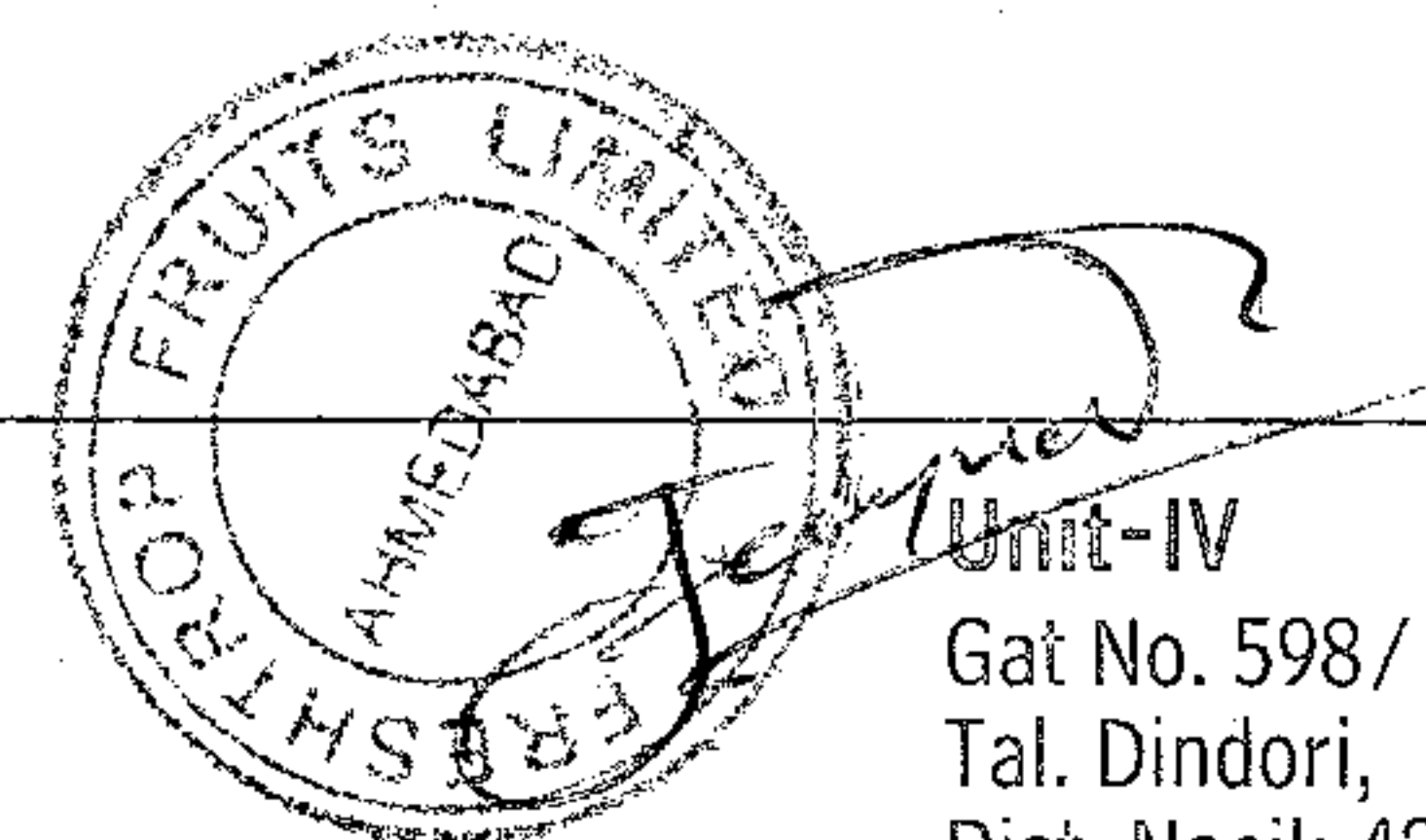
Resolution No. 4

Ordinary Resolution for re-appointment of M/s Mayank Shah & Associates, Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration							
Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)]*100	No. of votes – in favour	No. of Votes – in against	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	67,84,611	67,84,611	100.00	67,84,611	0	100.00	0
Public – Institutional holders	0	0	0	0	0	0	0
Public Others	53,60,389	1,85,017	3.45	1,84,995	22	99.99	0.01
Total	1,21,45,000	69,69,628	57.39	69,69,606	22	99.99	0.01



Resolution No. 5

Ordinary Resolution for Appointment of Mr. Mayur J Shah (Din: 00124633) as an Independent Director							
Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)]*100	No. of votes – in favour	No. of Votes – in against	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	67,84,611	67,84,611	100.00	67,84,611	0	100.00	0
Public – Institutional holders	0	0	0	0	0	0	0
Public Others	53,60,389	1,74,117	3.24	1,74,095	22	99.99	0.01
Total	1,21,45,000	69,58,728	57.29	69,58,706	22	99.99	0.01



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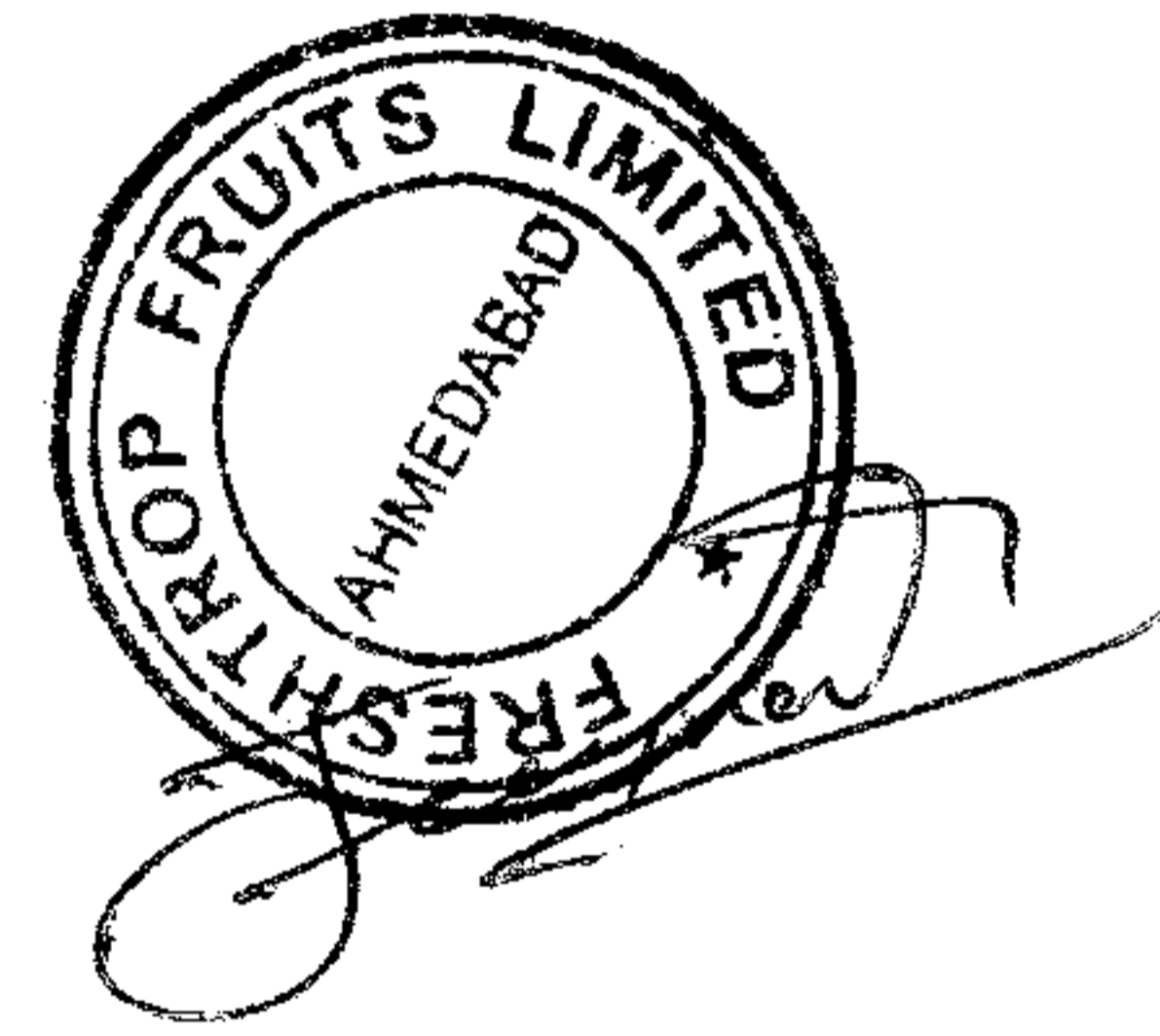


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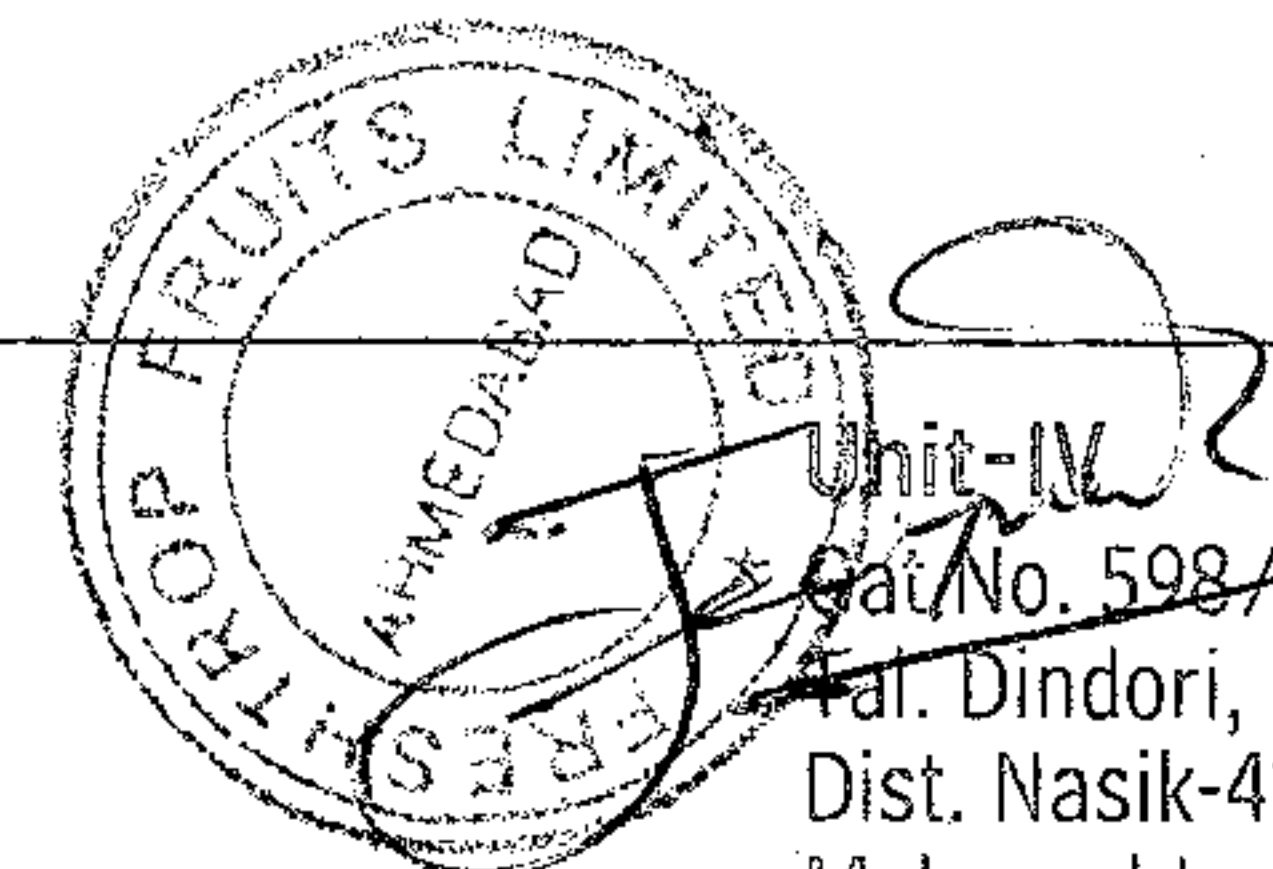
Resolution No. 6

Ordinary Resolution for Appointment of Mr. Dinesh Oza (DIN: 01307881) as an Independent Director							
Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = $[(2) / (1)] * 100$	No. of votes – in favour	No. of Votes – in against	% of votes in favour on votes polled (6) = $[(4)/(2)] * 100$	% of votes against on votes polled (7) = $[(5)/(2)] * 100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	67,84,611	67,84,611	100.00	67,84,611	0	100.00	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	53,60,389	1,85,017	3.45	1,84,995	22	99.99	0.01
Total	1,21,45,000	69,69,628	57.39	69,69,606	22	99.99	0.01



Resolution No. 7

Ordinary Resolution for Appointment of Mr. Anil Sharma (DIN: 06688634) as an Independent Director							
Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = $[(2) / (1)] * 100$	No. of votes – in favour	No. of Votes – in against	% of votes in favour on votes polled (6) = $[(4)/(2)] * 100$	% of votes against on votes polled (7) = $[(5)/(2)] * 100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	67,84,611	67,84,611	100.00	67,84,611	0	100.00	0
Public – Institutional holders	0	0	0	0	0	0	0
Public – Others	53,60,389	1,85,017	3.45	1,84,995	22	99.99	0.01
Total	1,21,45,000	69,69,628	57.39	69,69,606	22	99.99	0.01



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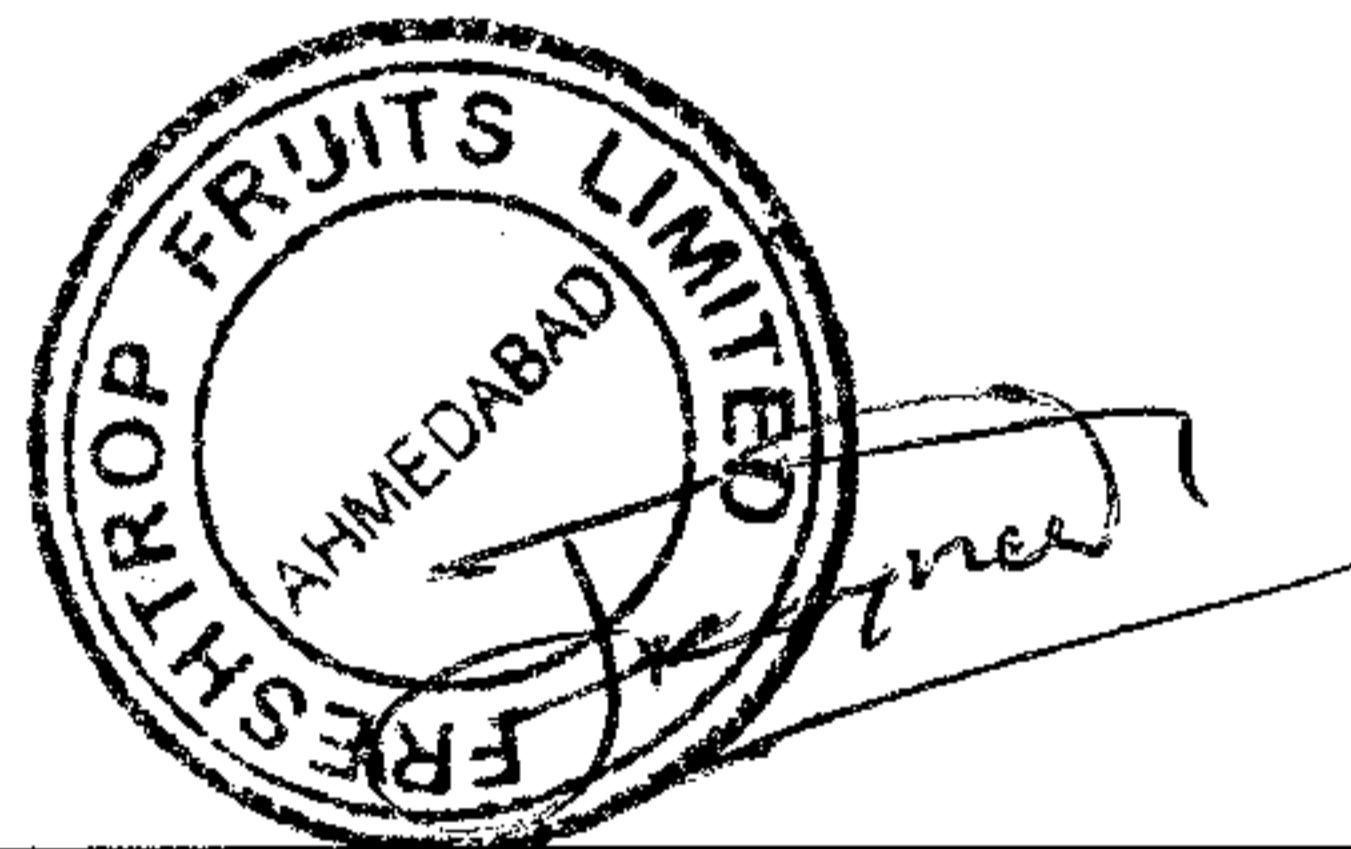


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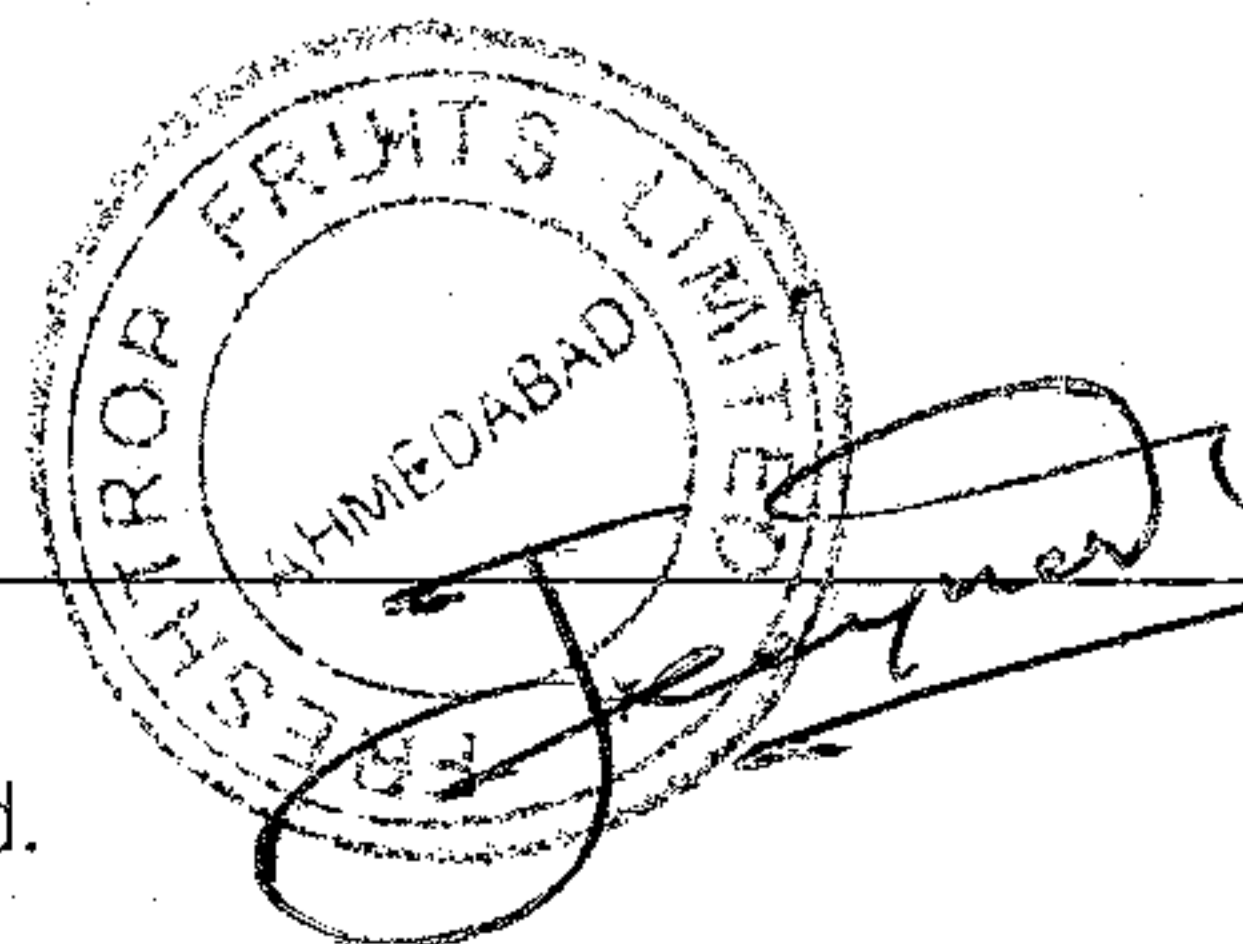
Resolution No. 8

Special Resolution for Remuneration of Mr. Ashok Motiani, Chairman & Managing Director (DIN: 00124470)							
Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = $\frac{(2)}{(1)} * 100$	No. of votes – in favour	No. of Votes – in against	% of votes in favour on votes polled (6) = $\frac{(4)}{(2)} * 100$	% of votes against on votes polled (7) = $\frac{(5)}{(2)} * 100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	67,84,611	51,68,707	76.18	51,68,707	0	100	0
Public – Institutional holders	0	0	0	0	0	0	0
Public Others	53,60,389	1,85,017	3.45	1,84,995	22	99.99	0.01
Total	1,21,45,000	53,53,724	44.08	53,53,702	22	99.99	0.01



Resolution No. 9

Special Resolution for Borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013 (Special Resolution)							
_Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = $\frac{(2)}{(1)} * 100$	No. of votes – in favour	No. of Votes – in against	% of votes in favour on votes polled (6) = $\frac{(4)}{(2)} * 100$	% of votes against on votes polled (7) = $\frac{(5)}{(2)} * 100$
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	67,84,611	67,84,611	100.00	67,84,611	0	100.00	0
Public – Institutional holders	0	0	0	0	0	0	0
Public Others	53,60,389	1,85,017	3.45	1,84,995	22	99.99	0.01
Total	1,21,45,000	69,69,628	57.39	69,69,606	22	99.99	0.01



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Unit-IV

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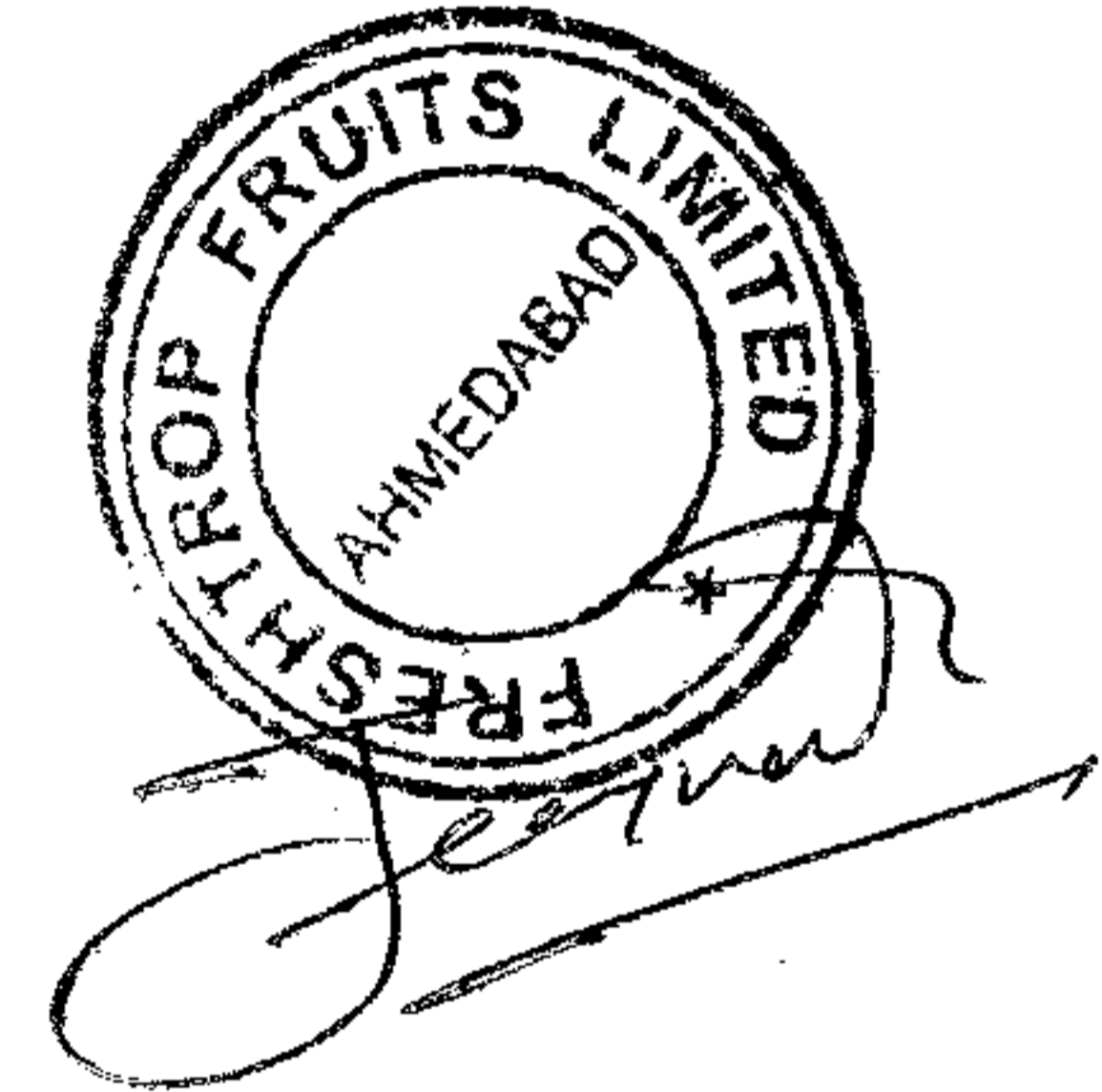


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Resolution No. 10

Special Resolution for creation of charge on the assets of the Company under Section 180(1) (a) of the Companies Act, 2013							
Promoter / Public	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3) = [(2) / (1)]*100	No. of votes – in favour	No. of Votes – in against	% of votes in favour on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled (7) = [(5)/(2)]*100
	(1)	(2)		(4)	(5)		
Promoter and Promoter Group	67,84,611	67,84,611	100.00	67,84,611	0	100.00	0
Public – Institutional holders	0	0	0	0	0	0	0
Public - Others	53,60,389	1,85,017	3.45	1,84,995	22	99.99	0.01
Total	1,21,45,000	69,69,628	57.39	69,69,606	22	99.99	0.01



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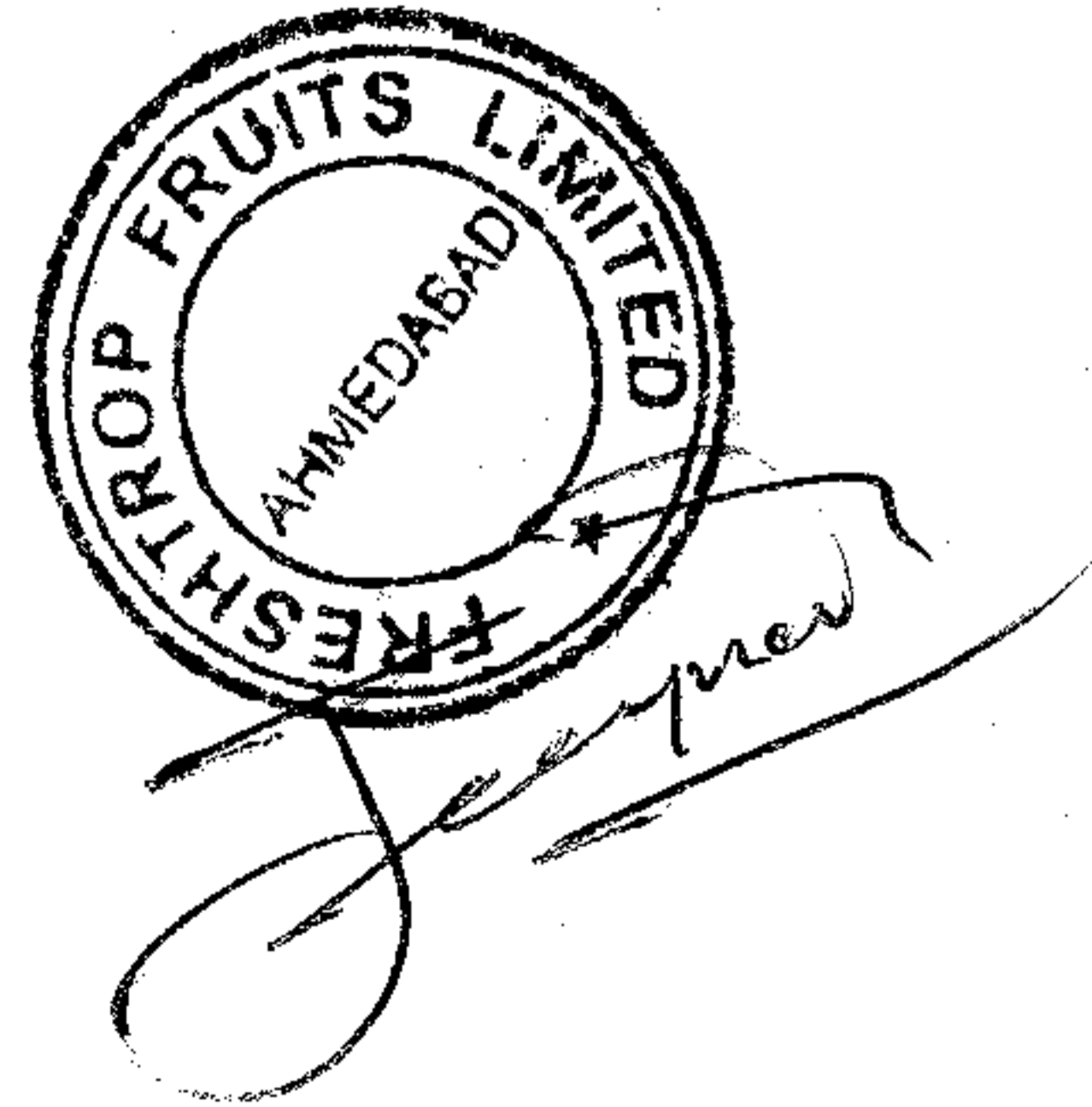


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AGENDA WISE

Sr. No.	Details of Agenda	Resolution Required Ordinary / Special	Mode of Voting	Remarks
1	Adoption of Annual Accounts of the Company as on March 31, 2014	Ordinary	E-Voting and Poll Process	This resolution was passed by requisite majority
2	Declaration of Dividend on Equity Shares	Ordinary	E-Voting and Poll Process	This resolution was passed by requisite majority
3	Re-appointment of Mrs. Nanita Motiani (DIN:00787809) who retires by rotation	Ordinary	E-Voting and Poll Process	This resolution was passed by requisite majority
4	Appointment of M/s Mayank Shah & Associates, Chartered Accountants, as Statutory Auditors of the Company and fixing their remuneration	Ordinary	E-Voting and Poll Process	This resolution was passed by requisite majority
5	Appointment of Mr. Mayur J Shah (DIN:00124633) as an Independent Director	Ordinary	E-Voting and Poll Process	This resolution was passed by requisite majority
6	Appointment of Mr. Dinesh Oza (DIN:01307881) as an Independent Director (Ordinary Resolution)	Ordinary	E-Voting and Poll Process	This resolution was passed by requisite majority
7	Appointment of Mr. Anil Sharma (DIN:06688634) as an Independent Director	Ordinary	E-Voting and Poll Process	This resolution was passed by requisite majority
8	Remuneration of Mr. Ashok Motiani, Chairman & Managing Director (DIN:00124470)	Special	E-Voting and Poll Process	This resolution was passed by requisite majority
9	Borrowing Limits of the Company under Section 180(1)(c) of the Companies Act, 2013	Special	E-Voting and Poll Process	This resolution was passed by requisite majority
10	Creation of charge on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013	Special	E-Voting and Poll Process	This resolution was passed by requisite majority



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R.S. Sharma & Associates

Company Secretaries

402, 'Panchdeep', Nr. Mayur Colony, Mithakhali Six Road, Navrangpura, Ahmedabad-380 009.
Tele No. : (O) 26561301 (R) 26753786

September 22, 2014

To,
The Chairman of 22ed Annual General Meeting
Freshtrop Fruits Limited
A-603 ,Shapath IV,
Opp. Karnavati Club,
S.G Road Ahmedabad-380015,

Dear Sir,

Sub: Declaration of Consolidated Results of e-voting and Ballot Forms voting in respect of resolution placed in the notice of 22^{ed} Annual General Meeting held on 22^{ed} September, 2014.

Pursuant to provision of section 108 and 109 of the companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rule, 2014, consolidated Results of e-voting and ballot forms voting in respect of resolution placed in the notice of the notice of 22^{ed} Annual General Meeting held on 22^{ed} September, 2014.
is annexed herewith.

All the resolutions have been duly approved by the shareholders with requisite majority.

You are requested to take note of the above and oblige.

Thanking you,

Yours faithfully,
For, R.S Sharma & Associates



(R.S Sharma)
Company Secretary-Scrutinizer
Membership No. 3126
CP No. 2118

Resolution No. 1: Adoption of Annual Accounts of the Company together with the Directors' Report and the Auditor's Report for the financial year ended on 31st March, 2014 (Ordinary Resolution).

Promoter / Public	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 shares - against (5)	% of votes in favour - on votes polled 6=(4/2)*100	% of votes against - on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	67,84,611	67,84,611	-	67,84,611	100.00%	67,84,611	-	100.00%	0.00%
Public Institutional Holders	-	-	-	-	-	-	-	-	-
Public-others	53,60,389	68,363	1,16,654	1,85,017	3.45%	1,84,995	22	99.99%	0.01%
Total	1,21,45,000	68,52,974	1,16,654	69,69,628	57.39%	69,69,606	22	99.99%	0.01%

Resolution No. 2: Declaration of Dividend (Ordinary Resolution)..

Promoter / Public	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 shares - against (5)	% of votes in favour - on votes polled 6=(4/2)*100	% of votes against - on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	67,84,611	67,84,611	-	67,84,611	100.00%	67,84,611	-	100.00%	0.00%
Public Institutional Holders	-	-	-	-	-	-	-	-	-
Public-others	53,60,389	68,361	1,16,654	1,85,015	3.45%	1,84,395	620	99.66%	0.33%
Total	1,21,45,000	68,52,972	1,16,654	69,69,626	57.39%	69,69,006	620	99.99%	0.01%



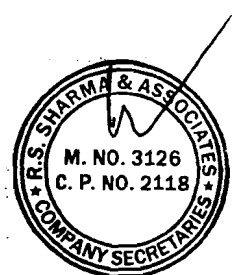
Resolution No 3: Retirement of Director (Ordinary Resolution).

Promoter / Public	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 shares – against (5)	% of votes in favour – on votes polled 6=(4/2)*100	% of votes against – on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	67,84,611	59,12,365	-	59,12,365	88.01%	59,12,365	-	100.00%	0.00%
Public – Institutional Holders	-	-	-	-	-	-	-	-	-
Public-others	53,60,389	68,363	1,16,654	1,85,017	3.45%	1,84,995	22	99.99%	0.01%
Total	12145000	59,80,728	1,16,654	60,97,382	50.20%	60,97,360	22	99.99%	0.01%

8,72,246 votes casted by Smt Nanita Motiani are treated as invalid and not considered as she is interested in the resolution .

Resolution No 4: Reappointment of M/s Mayank Shah & Associates Chartered Accountants, Ahmedabad as Statutory Auditors of the Company till the conclusion of the next Annual General Meeting (Ordinary Resolution).

Promoter / Public	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 shares – against (5)	% of votes in favour – on votes polled 6=(4/2)*100	% of votes against – on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	67,84,611	67,84,611	-	67,84,611	100.00%	67,84,611	-	100.00%	0.00%
Public – Institutional Holders	-	-	-	-	-	-	-	-	-
Public-others	53,60,389	68,363	1,16,654	1,85,017	3.45%	184995	22	99.99%	0.01%
Total	12145000	68,52,974	1,16,654	69,69,628	57.39%	69,69,606	22	99.99%	0.01%



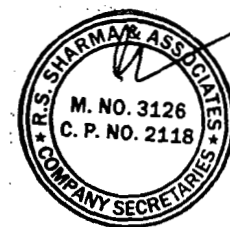
Resolution No 5: Appointment of Mr. Mayur J. Shahas Independent Director (Ordinary Resolution).

Promoter / Public	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 shares - against (5)	% of votes in favour - on votes polled $6=(4/2)*100$	% of votes against - on votes polled $7=(5/2)*100$
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	67,84,611	67,84,611	-	67,84,611	100.00%	67,84,611	-	100.00%	0.00%
Public Institutional Holders	-	-	-	-	-	-	-	-	-
Public-others	53,60,389	68,363	1,05,754	1,74,117	3.24%	1,74,095	22	99.99%	0.01%
Total	12145000	68,52,974	1,05,754	69,58,728	57.29%	69,58,706	22	99.99%	0.01%

10,900 votes casted by Shri Mayur Shah are treated as invalid and not considered as he is interested in the resolution.

Resolution No 6: Appointment of Mr. Dineshbhai S.Ozaas Independent Director (Ordinary Resolution).

Promoter / Public	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 shares - against (5)	% of votes in favour - on votes polled $6=(4/2)*100$	% of votes against - on votes polled $7=(5/2)*100$
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	67,84,611	67,84,611	-	67,84,611	100.00%	67,84,611	-	100.00%	0.00%
Public Institutional Holders	-	-	-	-	-	-	-	-	-
Public-others	53,60,389	68,363	1,16,654	1,85,017	3.45%	1,84,995	22	99.99%	0.01%
Total	1,21,45,000	68,52,974	1,16,654	69,69,628	57.39%	69,69,606	22	99.99%	0.01%



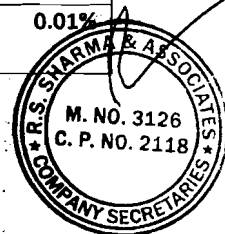
Resolution No 7: Appointment of Mr.Anil Sharma as Independent Director (Ordinary Resolution).

Promoter / Public	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 shares – against (5)	% of votes in favour – on votes polled $6=(4/2)*100$	% of votes against – on votes polled $7=(5/2)*100$
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	67,84,611	67,84,611	-	67,84,611	100.00%	67,84,611	-	100.00%	0.00%
Public Institutional Holders	-	-	-	-	-	-	-	-	-
Public-others	53,60,389	68,363	1,16,654	1,85,017	3.45%	1,84,995	22	99.99%	0.01%
Total	1,21,45,000	68,52,974	1,16,654	69,69,628	57.39%	69,69,606	22	99.99%	0.01%

Resolution No 8: Payment of remuneration to Chairman and Managing Director.(Special Resolution).

Promoter / Public	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 shares – against (5)	% of votes in favour – on votes polled $6=(4/2)*100$	% of votes against – on votes polled $7=(5/2)*100$
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	67,84,611	51,68,707	-	51,68,707	76.18%	51,68,707	-	100.00%	0.00%
Public-others	53,60,389	68,363	1,16,654	1,85,017	3.45%	1,84,995	22	99.99%	0.01%
Total	1,21,45,000	68,52,974	1,16,654	53,53,724	44.08%	53,53,702	22	99.99%	0.01%

16,15, 904 votes casted by Shri Ashok Motiani are treated as invalid and not considered as he is interested in the resolution.



Resolution No 9: Approval of Borrowing power of Board of Directors u/s180 (1) (c) of the Companies Act, 2013 (Special Resolution).

Promoter / Public	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 shares – against (5)	% of votes in favour – on votes polled $6=(4/2)*100$	% of votes against – on votes polled $7=(5/2)*100$
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	67,84,611	67,84,611	-	67,84,611	100.00%	67,84,611	-	100.00%	0.00%
Public-others	53,60,389	68,363	1,16,654	1,85,017	3.45%	1,84,995	22	99.99%	0.01%
Total	1,21,45,000	68,52,974	1,16,654	69,69,628	57.39%	69,69,606	22	99.99%	0.01%

Resolution No 10: Approval to Mortgage the Property U/s 180(1a) (Special Resolution).

Promoter / Public	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 shares – against (5)	% of votes in favour – on votes polled $6=(4/2)*100$	% of votes against – on votes polled $7=(5/2)*100$
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	67,84,611	67,84,611	-	67,84,611	100.00%	67,84,611	-	100.00%	0.00%
Public-others	53,60,389	68,363	1,16,654	1,85,017	3.45%	1,84,995	22	99.99%	0.01%
Total	1,21,45,000	68,52,974	1,16,654	69,69,628	57.39%	69,69,606	22	99.99%	0.01%

For, R.S Sharma & Associates

(R.S Sharma)
Company Secretary-Scrutinizer

