

# **ELEGANT MARBLES & GRANI INDUSTRIES LTD.**

**Manufacturers / Importers / Exporters of Mirror Polished Italian Marbles & Granites**

September 24, 2014

Bombay Stock Exchange Limited,  
Pheroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

**Company Code : 526705**

**Sub: Gist of the proceedings of the Annual General Meeting of Elegant Marbles and Grani Industries Limited held on 24<sup>th</sup> September, 2014 under Clause 31(d) of the Listing Agreement**

Dear Sir,

This is to inform you that the 29<sup>th</sup> Annual General Meeting of the Members of the Company was held on 24<sup>th</sup> September, 2014 at 9.00 a.m. at E-7/9, RIICO Industrial Area, Abu Road, Rajasthan- 307026.

The Chairman of the Company took the chair and announced that the required quorum is present and called the meeting to order.

With the permission of the members present, the Notice of the Meeting, the Directors' Report and the Auditors' report were taken as read. The Chairman also informed the meeting that the Register of Directors' Shareholding, the Proxy Register and other statutory registers/ records as required under the Companies Act, 2013 were kept open for inspection.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, all the shareholders of the Company were given the opportunity to exercise their right to vote on the resolutions set out in the Notice of AGM through electronic voting (e-voting) during the period commencing from 18<sup>th</sup> September, 2014, (9.00 a.m.) to 20<sup>th</sup> September, 2014 (6.00 p.m.) in proportion to their shareholding as on cut-off date of 22<sup>nd</sup> August, 2014. He also informed that Mr. Virendra G. Bhatt, Practicing Company Secretary was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process in a fair and transparent manner and that the said scrutinizer had already submitted report to him on e-voting and that the combined result of e-voting and voting at the AGM would be intimated to the Stock Exchanges in due course of time. The rule also provide that subject to receipt of sufficient votes, the resolution shall be deemed to be passed on the date of the relevant general meeting of members.

Thereafter, the Chairman of the Company called for voting at the AGM on all resolutions proposed at Item No. 1 to 10 of the AGM Notice dated 12<sup>th</sup> August, 2014 to facilitate the members present in the meeting who could not participate in the e-voting to record their votes. But as the results were already passed with requisite

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majority through e-voting, the members present at the AGM chose not to vote and accepted the results of the e-voting.

The Chairman declared the results at 02.00 p.m. on Wednesday, 24<sup>th</sup> September, 2014 on the basis of report submitted by the Scrutinizer. As all the resolutions contained in the Notice of the above AGM were approved by majority of shareholders through e-voting and accordingly all the resolutions are declared to be passed on 24<sup>th</sup> September, 2014 at the AGM.

Based on the Scrutinizer's Report, the Voting Results (e-voting & voting at the AGM) were intimated to the Stock Exchanges in the format prescribed under Clause 35A of the Equity Listing Agreement on 24<sup>th</sup> September, 2014 and the same were uploaded on the website of the Agency appointed for conducting e-voting i.e. Central Depository Services (India) Limited as well as on the website of the Company i.e. [www.elegantmarbles.com](http://www.elegantmarbles.com). A summation of results is furnished below:

Resolution No.	Resolutions	% Votes Cast	
		In favour	Against
1	Adoption of Audited Statement of Profit and Loss for the year ended 31st March, 2014 and the Balance Sheet as on that date and the Reports of the Board of Directors and Auditors thereon	100.00	0.00
2	Declaration for Dividend for the financial year ended 31st March, 2014	100.00	0.00
3	Appoint a Director in place of Mr. Rakesh Agrawal, who retires by rotation and being eligible, offers himself for re-appointment	100.00	0.00
4	Appoint M/s. Ravi & Dev, Chartered Accountants, as Statutory Auditors of the Company	100.00	0.00
	<b>Special Business</b>		
5	Appoint Shri Raj Kumar Mittal as an Independent Director of the Company	100.00	0.00
6	Appoint Shri Ram Chawla as an Independent Director of the Company	100.00	0.00
7	Appoint Shri Radhey Shyam Agarwal as an Independent Director of the Company	100.00	0.00
8	Appoint Ms. Yogita Agrawal as Non Executive Director of the Company	100.00	0.00
9	Special Resolution for Borrowing limit under Section 180(1)(c) of the Companies Act, 2013	100.00	0.00
10	Special Resolution for Loans & Investments under Section 186 of the Companies Act, 2013	100.00	0.00

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The above may please be treated as compliance of Clause 31(d) of the Listing Agreement.

Please take the above on record.

Thanking you,  
Yours faithfully,  
For Elegant Marbles and Grani Industries Limited



Chitra Kapadia  
(Company Secretary)

**Virendra Bhatt**  
Company Secretary

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802, Tardeo Airconditioned Market,  
Tardeo Main Road, Tardeo,  
Mumbai-400 034.  
Tel. : 2351 4867 / 2351 2412  
Mobile : 98200 48670  
e-mail : bhattvirendra1945@yahoo.co.in

**Scrutinizer's report**

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

To,  
The Chairman  
ELEGANT MARBLES AND GRANI INDUSTRIES LIMITED  
E 7/9, RICO Industrial Area,  
Abu Road - 307 026,  
Rajasthan.

**SUBJECT: SCRUTINIZER'S REPORT ON THE ELECTRONIC VOTING IN RESPECT OF MATTERS SET - OUT IN THE NOTICE OF TWENTYNINTH ANNUAL GENERAL MEETING.**

Dear Sir,

I VIRENDRA G. BHATT, a Company Secretary in whole-time practice, have been appointed by the Board of Directors of ELEGANT MARBLES AND GRANI INDUSTRIES LIMITED (the Company) as a Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management and Administration) Rules, 2014. (Rules) on the resolutions contained in the notice to the Twenty ninth Annual General Meeting of the members of the Company, to be held on WEDNESDAY, 24th September, 2014, at 9.00 a.m. E 7/9, RICO Industrial Area, Abu Road - 307 026, Rajasthan.

1. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolution contained in the Notice to the Twenty ninth Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

2. Further to the above, I submit my report as under :-

1. The e-voting remained open from on 18<sup>th</sup> September, 2014 (9.00 a.m.) to 20<sup>th</sup> September, 2014 (6.00 p.m.)



- ii. The members of the Company as on the " cut off " date i.e. 22<sup>nd</sup> August, 2014 were entitled to vote on the resolutions .(Resolutions No. 1 to 10 as set out in the notice of the Twenty Ninth AGM of the Company)
- iii. The votes cast were unblocked on 20th September, 2014 around 6 p.m. in the presence of 2 witnesses, Ms. Rasna Patel and Ms. Khushali Jain who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature: Rasna Patel  
Name: Rasna Patel

Signature: Khushali Jain  
Name: Khushali Jain

- iv. Thereafter the details containing, inter – alia, list of Equity Share Holders, who voted "For" and "Against", each of the resolutions that were put to vote, generated from the e-voting website of Central Depository Services Limited (CDSL), i.e www.evotingindia.com and based on such reports generated, the results of the e-voting is as under:.

**A. Resolution No. 1:-**

Adoption of Audited Statement of Profit and Loss for the year ended 31st March, 2014 and the Balance Sheet as on that date and the Reports of the Board of Directors and Auditors thereon

(i). Voted in favour of the resolution:

Number of members voted	No of votes casted by them	% of total number of valid votes cast
6	3236901	100.00%

(ii). Voted against the resolution:

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0.00%

(iii) Not voted :

Total number of members (in person or by proxy ) who have not voted	Total number of votes cast by them
-	-

The above Resolution is passed unanimously.



**B. Resolution No. 2:-**

Declaration for Dividend for the financial year ended 31st March, 2014

(i) Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
6	3236901	100.00%

(ii) Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0.00%

(iii) Not voted :

Total number of members (in person or by proxy ) who have not voted	Total number of votes cast by them

The above Resolution is passed unanimously.

**C. Resolution No. 3:-**

Appoint a Director in place of Shri Rakesh Agrawal, who retires by rotation and being eligible, offers himself for re-appointment.

(i). Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
6	3236901	100.00%

(ii). Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0.00%

(iii) Not-voted :

Total number of members (in person or by proxy ) who have not voted	Total number of votes cast by them

The above Resolution is passed unanimously.





**D. Resolution No.4:-**

Appoint M/s. Ravi & Dev, Chartered Accountants, as Statutory Auditors of the Company.

**(i). Voted in favour of the resolution**

Number of members voted	No of votes casted by them	% of total number of valid votes cast
6	3236901	100.00%

**(ii). Voted against the resolution**

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0.00%

**(iii) Not voted :**

Total number of members (in person or by proxy ) who have not voted	Total number of votes cast by them

The above Resolution is passed unanimously.

**E. Resolution No.5:**

Appoint Shri Raj Kumar Mittal as an Independent Director of the Company.

**(i). Voted in favour of the resolution**

Number of members voted	No of votes casted by them	% of total number of valid votes cast
5	3236800	100.00%

**(ii). Voted against the resolution**

Number of members voted	No of votes casted by them	% of total number of valid votes cast
1	110	0.00%

**(iii) Not voted :**

Total number of members (in person or by proxy ) who have not voted	Total number of votes cast by them

The above Resolution is passed by majority.



**F. Resolution No.6:-**

Appoint Shri Ram Chawla as an Independent Director of the Company.

(i) Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
6	3236901	100.00%

(ii) Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0.00%

(iii) Not voted :

Total number of members (in person or by proxy ) who have not voted	Total number of votes cast by them

The above Resolution is passed unanimously.

**G. Resolution No.7:-**

Appoint Shri Radhey Shyam Agarwal as an Independent Director of the Company

(i). Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
5	3236800	100.00%

(ii). Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
1	101	0.00%

(iii) Not voted :

Total number of members (in person or by proxy ) who have not voted	Total number of votes cast by them

The above Resolution is passed by majority.





**H. Resolution No.8:-**

Appoint Ms Yogita Agrawal as Non Executive Director of the Company.

(i). Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
6	3236901	100.00%

(ii). Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0.00%

(iii) Not voted :

Total number of members (in person or by proxy ) who have not voted	Total number of votes cast by them

The above Resolution is passed unanimously.

**I. Resolution No.9:-**

Special Resolution for Borrowing limit under Section 180(1)(c) of the Companies Act, 2013

(i). Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
6	3236901	100.00%

(ii). Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0.00%

(iii) Not voted:

Total number of members (in person or by proxy ) who have not voted	Total number of votes cast by them

The above Resolution is passed unanimously.



**J. Resolution No. 10:-**

**Special Resolution for Loans & Investments under Section 186 of the Companies Act, 2013.**

**(i) Voted in favor of the resolution**

Number of members voted	No of votes casted by them	% of total number of valid votes cast
6	3236901	100.00%

**(ii) Voted against the resolution**

0	0	0.00%
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**(iii) Not voted :**

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them

The above Resolution is passed unanimously .

Thanking You

Your's Faithfully



Virendra G. Bhatt  
Practicing Company Secretary  
C.P. No. 124 / ACS 1157

Date: 24/9/14

Place: Mumbai