

September 28, 2015

Bombay Stock Exchange Limited

P. J. Towers
Dalai Street, Fort
Mumbai – 400 001
Kind Attn : Mr. Khushro A. Bulsara
General Manager & Head
Listing Compliance & Legal Regulatory
Scrip Code: 533343

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor
Plot No. C/1, G – Block
Bandra – Kurla Complex
Bandra (East), Mumbai – 400 051
Kind Attn: Mr. Hari K Vice President
Fax No.66418125/26, 26598347/48 &
26598237/8

Dear Sir/ Madam,

Re: Disclosure of Voting Results of the 28th Annual General Meeting of the Company held on September 26, 2015 as per the requirement of Clause 35A of the Equity Listing Agreement

As per the requirement of Clause 35A of the Equity Listing Agreement, given below are the details of the voting results at the Annual General Meeting of the Company as per the format prescribed under the said clause.

Details of Voting Results

Date of AGM	September 26, 2015
Book Closure Date	September 23, 2015 - September 26, 2015 (both days inclusive)
Total Number of shareholders on record date(i.e. September 19, 2015 - Cut-off date of e-voting):	20,497
No. of Shareholders present in the meeting either in person or through proxy/ Authorised Representative:	36
- Promoters and Promoter Group	7
- Public	29
No. of Shareholders attended the meeting through video conferencing	N.A.
- Promoters and Promoter Group	
- Public	



LOVABLE LINGERIE LTD.

Regd. Office: A-46, Road No.2, Opp. IDBI Bank, M.I.D.C., Andheri (E), Mumbai - 400 093. INDIA Tel.: 022-2838 3581 Telefax : 022-2838 3582

E-mail : loveble.fashion@federalbrands.in • website : www.lovableindia.in • CIN No.: L17110MH1987PLCO44835

Agenda - Wise

Item No.	Details of Agenda	Resolution required (Ordinary/ Special)	Mode of Voting (Show of hands/ Poll/ Postal Ballot/ e-Voting)	Remarks
1.	Adoption of the Audited Statement of Profit and Loss for the year ended March 31, 2015 and the Balance Sheet as at that date together with the Reports of the Directors and Auditors thereon.	Ordinary	E-voting and Ballot through Poll	The resolution was passed with requisite majority.
2.	Appointment of a Director in place of Mr. L Jaipal Reddy who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	E-voting and Ballot through Poll	The resolution was passed with requisite majority.
3.	Re-appointment of M/s. Vinodkumar Jain & Co., Chartered Accountant as Auditors and fixing their remuneration.	Ordinary	E-voting and Ballot through Poll	The resolution was passed with requisite majority.
4.	Appointment of Mrs. Taruna Reddy as a Director of the Company.	Ordinary	E-voting and Ballot through Poll	The resolution was passed with requisite majority.
5.	Re-appointment of Mr. L Vinay Reddy as Managing Director of the Company.	Ordinary	E-voting and Ballot through Poll	The resolution was passed with requisite majority.
6.	Re-appointment of Mr. L Jaipal Reddy as a Whole Time director of the Company.	Special	E-voting and Ballot through Poll	The resolution was passed with special resolution.

The voting details are annexed herewith in the prescribed format as Annexure 1.

This may also be considered as compliance of Clause 31(d) of the Listing Agreement.

Kindly, take it on record.

Yours faithfully,
Lovable Lingerie Limited



L Vinay Reddy
Managing Director



LOVABLE LINGERIE LTD.

Lovable Lingerie Limited

Resolution 1

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 Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	11,294,826	-	11,294,826	11,294,826	100.00	11,294,826	-	100.00	-
Public – Institutional holders	1,710,998	-	1,492,057	1,492,057	87.20	1,492,057	-	100.00	-
Public-Others	3,794,176	55,342	654	55,996	1.48	55,979	17	99.97	0.03
Total	16,800,000	55,342	12,787,537	12,842,879	76.45	12,842,862	17	100.00	0.00

Resolution 2

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 Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	11,294,826	-	11,294,826	11,294,826	100.00	11,294,826	-	100.00	-
Public – Institutional holders	1,710,998	-	1,492,057	1,492,057	87.20	1,492,057	-	100.00	-
Public-Others	3,794,176	55,342	654	55,996	1.48	55,979	17	99.97	0.03
Total	16,800,000	55,342	12,787,537	12,842,879	76.45	12,842,862	17	100.00	0.00

Resolution 3

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 Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	11,294,826	-	11,294,826	11,294,826	100.00	11,294,826	-	100.00	-
Public – Institutional holders	1,710,998	-	1,492,057	1,492,057	87.20	1,492,057	-	100.00	-
Public-Others	3,794,176	55,342	654	55,996	1.48	55,979	17	99.97	0.03
Total	16,800,000	55,342	12,787,537	12,842,879	76.45	12,842,862	17	100.00	0.00



Lovable Lingerie Limited

Resolution 4

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 Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	11,294,826	-	11,294,826	11,294,826	100.00	11,294,826	-	100.00	-
Public – Institutional holders	1,710,998	-	1,492,057	1,492,057	87.20	1,492,057	-	100.00	-
Public-Others	3,794,176	55,342	654	55,996	1.48	55,978	18	99.97	0.03
Total	16,800,000	55,342	12,787,537	12,842,879	76.45	12,842,861	18	100.00	0.00

Resolution 5

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 Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	11,294,826	-	11,294,826	11,294,826	100.00	11,294,826	-	100.00	-
Public – Institutional holders	1,710,998	-	1,492,057	1,492,057	87.20	1,492,057	-	100.00	-
Public-Others	3,794,176	55,342	654	55,996	1.48	55,979	17	99.97	0.03
Total	16,800,000	55,342	12,787,537	12,842,879	76.45	12,842,862	17	100.00	0.00

Resolution 6

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 Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		Physical Ballot	E-voting	Total					
Promoter and Promoter Group	11,294,826	-	11,294,826	11,294,826	100.00	11,294,826	-	100.00	-
Public – Institutional holders	1,710,998	-	1,492,057	1,492,057	87.20	1,492,057	-	100.00	-
Public-Others	3,794,176	55,342	654	55,996	1.48	55,979	17	99.97	0.03
Total	16,800,000	55,342	12,787,537	12,842,879	76.45	12,842,862	17	100.00	0.00

For LOVABLE LINGERIE LTD.

(Signature)
(Director)



DS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067
Email: dmz@dmzaveri.com **Tel.:** 022-28679660 **Mobile:** 98203 20503

Combined Report of Scrutinizer for e-voting & Poll

[Pursuant to Section 108/109 of the Companies Act, 2013 read with Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Annual General Meeting of the Equity Shareholders of
Lovable Lingerie Limited,
held on 26th September, 2015 at,
All India Plastic Manufacturers Association
Auditorium, AIPMA House, A-52, Road No.1,
MIDC, Andheri (East), Mumbai – 400 093.

Dear Sir,

I, **Dharmesh Zaveri, proprietor of D. M. Zaveri & Co., Company Secretaries,** was appointed as Scrutinizer by the Board of Directors of Lovable Lingerie Limited for the purpose of scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 including any amendment thereof and voting by use of physical ballot forms received from the members at the venue of the 28th Annual General Meeting (AGM) pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules 2014 in a fair and transparent manner in respect of the below mentioned resolutions contained in the Notice of the 28th AGM of the Equity Shareholders of Lovable Lingerie Limited held on Saturday, 26th September, 2015 at All India Plastic Manufacturers Association Auditorium, AIPMA House, A-52, Road No.1, MIDC, Andheri (East), Mumbai – 400 093.



D. M. ZAVERI & Co.

Company Secretaries

DS Dharmesh Zaveri
B.Com., F.C.S.

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Email: dmz@dmzaveri.com **Tel.:** 022-28679660 **Mobile:** 98203 20503

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means (remote e-voting) and voting by use of physical ballots by the shareholders at the venue of AGM on the resolutions contained in the Notice of the 28th AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for the physical ballot voting at the AGM is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the remote e-voting system provided by Central Depository Services (India) Limited ('CDSL'), the authorised agency engaged by the Company to provide remote e-voting facilities and the report generated electronically for voting by use of physical ballots at the venue of AGM.

At the 28th AGM of the Company held on 26th September, 2015, the Chairman of the Company has suo moto called for a Poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the poll process.

I hereby submit consolidated scrutinizer's report pursuant to Rule 20(4)(xii) on the resolutions proposed in the Notice of the aforesaid AGM. I have issued separate Scrutinizer's Report dated 26th September, 2015 on the remote e-voting and on the Poll through physical ballot voting in Form MGT-13 attached herewith as Annexure 1 and 2.



D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh Zaveri
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The Result of remote e-voting together with that of the Poll is as under;

Mode of voting	Total valid votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes
		No of ballot / e-voting entry	Nos	% to total valid votes	No of ballot / e-voting entry	Nos	% to total valid votes	
Item 1: Adoption of Directors' Report, audited financial statements and auditors' Report thereon (Ordinary Resolution)								
Remote E-voting	1,27,87,537	20	1,27,87,520	99.9999	1	17	0.0001	NIL
Physical Ballot	55,342	23	55,342	100.0000	0	0	0.0000	1
Total	1,28,42,879	43	1,28,42,862	99.9999	1	17	0.0001	1
Item 2: Re-appointment of Mr. L Jaipal Reddy, who retires by rotation.(Ordinary Resolution)								
Remote E-voting	1,27,87,537	20	1,27,87,520	99.9999	1	17	0.0001	NIL
Poll	55,342	23	55,342	100.0000	0	0	0.0000	1
Total	1,28,42,879	43	1,28,42,862	99.9999	1	17	0.0001	1
Item 3: Ratification of Appointment of M/s Vinodkumar Jain & Co., Chartered Accountants as Statutory Auditors of the Company for balance term i.e until conclusion of 30th AGM. (Ordinary Resolution)								
Remote E-voting	1,27,87,537	20	1,27,87,520	99.9999	1	17	0.0001	NIL
Poll	55,342	23	55,342	100.0000	0	0	0.0000	1
Total	1,28,42,879	43	1,28,42,862	99.9999	1	17	0.0001	1
Item 4: Appointment of Mrs. Taruna Reddy as Women Director of the Company. (Ordinary Resolution)								
Remote E-voting	1,27,87,537	19	1,27,87,519	99.9999	2	18	0.0001	NIL
Poll	55,342	23	55,342	100.0000	0	0	0.0000	1
Total	1,28,42,879	42	1,28,42,861	99.9999	2	18	0.0001	1
Item 5: Re-appointment of Mr. L Vinay Reddy as Managing Director of the Company. (Ordinary Resolution)								
Remote E-voting	1,27,87,537	20	1,27,87,520	99.9999	1	17	0.0001	NIL
Poll	55,342	23	55,342	100.0000	0	0	0.0000	1
Total	1,28,42,879	43	1,28,42,862	99.9999	1	17	0.0001	1
Item 6: Re-appointment of Mr. L Jaipal Reddy as Whole-time Director of the Company. (Special Resolution)								
Remote E-voting	1,27,87,537	20	1,27,87,520	99.9999	1	17	0.0001	NIL
Poll	55,342	23	55,342	100.0000	0	0	0.0000	1
Total	1,28,42,879	43	1,28,42,862	99.9999	1	17	0.0001	1

All the resolutions as mentioned above were passed under remote e-voting and poll with requisite majority.



D. M. ZAVERI & Co.


Company Secretaries

BS Dharmesh Zaveri
B.Com., F.C.S.

Office No. 145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067
Email: dmz@dmzaveri.com Tel: 022-26679650 Mobile: 98203 20503

The Register, all other papers and relevant record relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 28th Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.


For D. M. Zaveri & Co
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)

Membership No.: 5418
C.P. No.: 4363

Place: Mumbai
Date: 28th September, 2015




Signed by L. Vinay Reddy
Chairman of the meeting
(For Resolution No.1 and 3)


Signed by Mr. Dhanpat Kothari
Chairman
(For Resolution No.2,4,5 and 6)

CS Dharmesh Zaveri
B.Com., F.C.S.

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Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman,
Annual General Meeting of the Equity Shareholders of
Lovable Lingerie Limited,
held on 26th September, 2015 at,
All India Plastic Manufacturers Association
Auditorium, AIPMA House, A-52, Road No.1,
MIDC, Andheri (East), Mumbai – 400 093.

Dear Sir,

I, **Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO, Company Secretaries, Mumbai,** was appointed as Scrutinizer by the Board of Directors for the 28th Annual General Meeting of the Equity Shareholders of Lovable Lingerie Limited held on Saturday, 26th September, 2015 at All India Plastic Manufacturers Association Auditorium, AIPMA House, A-52, Road No.1, MIDC, Andheri (East), Mumbai – 400 093 for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on Remote E-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended (Rules) on the below mentioned resolutions referred in my report.



CS Dharmesh Zaveri
B.Com., F.C.S.

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The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means on the resolutions contained in the Notice to the 28th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the remote e-voting system provided by Central Depository Services (India) Limited ('CDSL'), the authorised agency to provide e-voting facilities, engaged by the Company.

Further to above, I submit my report as under

1. The remote e-voting period remained open from Wednesday, 23rd September, 2015 upto 5.00 PM on Friday, 25th September, 2015.
2. The Shareholders of the Company holding shares as on the "cut-off" date i.e. 19th September, 2015 were entitled to vote on the proposed resolutions as mentioned in the Notice of the 28th Annual General Meeting.
3. As provided in Rules, I unblocked the remote e-voting on the platform provided by CDSL after completion of voting at Annual General Meeting on Saturday, 28th September, 2015 at 5.00 PM in the presence of two witnesses, namely Mr. Shashank Palan and Ms. Rinku Zalavadiya who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Mr Shashank Palan


Ms. Rinku Zalavadiya

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from e-voting website of CDSL (www.evotingindia.co.in) and based on such reports generated;



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

a) Ordinary Resolution 1 -

Adoption of Directors' Report, audited financial statements and auditors' Report thereon for the financial year ended on 31st March 2015.

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

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
20	1,27,87,520	99.9999

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

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	17	0.0001

(iii) **Invalid votes :**

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



D. M. ZAVERI & Co.

Company Secretaries

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b) Ordinary Resolution 2 -

Re-appointment of Mr. L Jaipal Reddy, who retires by rotation.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
20	1,27,87,520	99.9999

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	17	0.0001

(iii) Invalid votes :

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



D. M. ZAVERI & Co.

Company Secretaries

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c) Ordinary Resolution 3 -

Ratification of Appointment of M/s Vinodkumar Jain & Co., Chartered Accountants as Statutory Auditors of the Company for balance term i.e until conclusion of 30th AGM.

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

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
20	1,27,87,520	99.9999

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

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	17	0.0001

(iii) Invalid votes :

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



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d) Ordinary Resolution 4 -

Appointment of Mrs. Taruna Reddy as Women Director of the Company.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
19	1,27,87,519	99.9999

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
2	18	0.0001

(iii) Invalid votes :

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



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Email: dmz@dmzaveri.com **Tel.:** 022-28679660 **Mobile:** 98203 20503

e) Ordinary Resolution 5 -

Re-appointment of Mr. L Vinay Reddy as Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
20	1,27,87,520	99.9999

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	17	0.0001

(iii) Invalid votes :

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



D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh Zaveri
B.Com., F.C.S.

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f) Special Resolution 6 -

Re-appointment of Mr. L Jaipal Reddy as Whole time Director of the Company.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
20	1,27,87,520	99.9999

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
1	17	0.0001

(iii) Invalid votes :

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



D. M. ZAVERI & Co.

Company Secretaries

CS Dharmesh Zaveri
B.Com., F.C.S.

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Email: dmz@dmzaveri.com **Tel.:** 022-28679660 **Mobile:** 98203 20503

6. The Register, all other papers and relevant record relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 28th Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you,

For D. M. Zaveri & Co.
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)



Membership No: 5418
C. P. No.: 4363

Place: Mumbai

Date: 28th September, 2015.

CS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067
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FORM No. MGT-13

Report of Scrutinizer

*[Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

To,
The Chairman,
Annual General Meeting of the Equity Shareholders of
Lovable Lingerie Limited,
held on 26th September, 2015 at,
All India Plastic Manufacturers
Association Auditorium, AIPMA
House, A-52, Road No.1, MIDC,
Andheri (East), Mumbai – 400 093.

Dear Sir,

I, **Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO, Company Secretaries,** appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 28th Annual General Meeting of the Equity Shareholders of Lovable Lingerie Limited, held on Saturday, 26th September, 2015 at All India Plastic Manufacturers Association Auditorium, AIPMA House, A-52, Road No.1, MIDC, Andheri (East), Mumbai – 400 093 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. We found 1 invalid poll paper.



CS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067

Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503

The result of the Poll is as under:

a) Ordinary Resolution 1 -

Adoption of Directors' Report, audited financial statements and auditors' Report thereon for the financial year ended on 31st March 2015.

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

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
23	55,342	100.00

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

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
1	50



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b) Ordinary Resolution 2 -

Re-appointment of Mr. L Jaipal Reddy, who retires by rotation.

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

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
23	55,342	100.00

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

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
1	50



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c) Ordinary Resolution 3 -

Ratification of Appointment of M/s Vinodkumar Jain & Co., Chartered Accountants as Statutory Auditors of the Company for balance term i.e until conclusion of 30th AGM.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
23	55,342	100.00

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
1	50



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d) Ordinary Resolution 4 -

Appointment of Mrs. Taruna Reddy as Women Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
23	55,342	100.00

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
1	50



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e) Ordinary Resolution 5 -

Re-appointment of Mr. L Vinay Reddy as Managing Director of the Company.

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

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
23	55,342	100.00

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

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
1	50



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f) Special Resolution 6 -

Re-appointment of Mr. L Jaipal Reddy as Whole time Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
23	55,342	100.00

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
1	50



D. M. ZAVERI & Co.

Company Secretaries

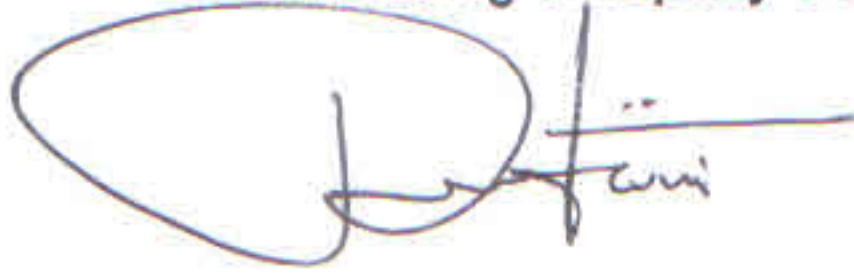
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4. The Compact Disc (CD) containing a list of Equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
5. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

For D. M. Zaveri & Co
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)



Membership No.: 5418
C.P. No.: 4363

Place: Mumbai
Date: 28th September, 2015