



## R. T. EXPORTS LTD

13<sup>th</sup> October, 2016

BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai 400001.

Security Code:512565

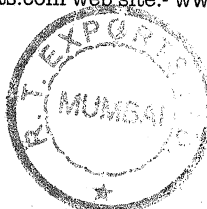
Dear Sirs,

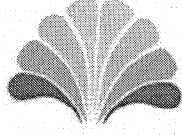
Sub: Update on disclosure of Voting Results at the 36<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2016, as per the requirements of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 filed with you on 1<sup>st</sup> October, 2016

We have already filed with BSE Ltd. the Proceedings and Voting Results of 36<sup>th</sup> Annual General Meeting ("AGM") of R.T. Exports Ltd. held on 30<sup>th</sup> September, 2016 at the Basement (No.2), Dalamal House, Jamnalal Bajaj Road, Nariman Point, Mumbai-400021. As we have intimated you before, Preference Shareholders sought voting rights at the 36<sup>th</sup> Annual General Meeting and since we did not get sufficient time to take legal experts opinion as to the validity of the same, we have allowed without prejudice voting to them.

Now we are in receipt of the legal opinion in this respect and would like to update you the outcome and voting results of 36<sup>th</sup> AGM of R.T. Exports Ltd. accordingly.

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## R. T. EXPORTS LTD

The legal opinion is in favor of considering the consolidated votes casted by both Equity and Preference Shares. And accordingly, all the items of business contained in the Notice of the AGM dated 12<sup>th</sup> August, 2016 were transacted in the meeting and approved by the Shareholders with requisite majority, except agenda item No. 5, which was required to be passed as a Special Resolution but passed only with simple majority.

### **Voting Results of Equity and Preference Shares**

The details of combined voting results of both of equity and preference shareholders (result of remote e-voting together with that of ballot voting conducted at AGM) are enclosed in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, the Scrutinizer's updated Report on the combined voting results (Equity along with Preference Shares) is also attached herewith.

Kindly acknowledge the receipt.

Thanking you,  
Yours faithfully,

For R.T. Exports Ltd.

**Bhavik B. Bhimjyani**  
Director and CFO  
DIN:00160121



End: as above



## R. T. EXPORTS LTD

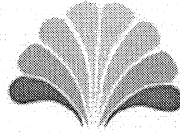
Date of the AGM/EGM	30 <sup>th</sup> September, 2016
Total number of Equity shareholders on record date	
- Book Closure dates being 23 <sup>rd</sup> September, 2016 to 30 <sup>th</sup> September, 2016	2,231
- Cut-off date for ascertaining voting rights of Members i.e. 23 <sup>rd</sup> September, 2016	2,231
Number of Equity Shareholders present in the Meeting either in person or through proxy	
Promoters and Promoter Group	6
Public	30
Number of Shareholders attended the Meeting through Video Conferencing	
Promoters and Promoter Group	Not arranged
Public	

### Agenda-wise

The mode of voting for all the resolutions was

3. Remote e-voting conducted between 27<sup>th</sup> September, 2016 and 29<sup>th</sup> September, 2016 and
4. Ballot voting conducted at the Meeting





## R. T. EXPORTS LTD

**Given below is the resolution-wise consolidated, combined result of remote e-voting and Ballot voting conducted at the 36<sup>th</sup> Annual General Meeting, considering the votes of Equity and Preference Shares:**

### Resolution 1:-

To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2016 and the Reports of the Board of Directors and Auditors thereon.

Equity Shares								
Resolution Required : (Ordinary)			1 - To receive, consider and adopt the audited financial statements of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
Promoter and Promoter Group	E-Voting	2882287	0	0.0000	0	0	0.0000	0.0000
	Poll		2454619	85.1622	2454619	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2454619</b>	<b>85.1622</b>	<b>2454619</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	800	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1475913	555001	37.6039	5001	550000	0.9011	99.0989
	Poll		28752	1.9481	28752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>583753</b>	<b>39.5520</b>	<b>33753</b>	<b>550000</b>	<b>5.7821</b>	<b>94.2179</b>
<b>Total</b>		<b>4359000</b>	<b>3038372</b>	<b>69.7034</b>	<b>2488372</b>	<b>550000</b>	<b>81.8982</b>	<b>18.1018</b>





## R. T. EXPORTS LTD

Preference Shares								
Harmony Holdings Ltd.		7954150	7954150	100%	0	7954150	0%	100%
Neelkanth Realtors Pvt. Ltd.		7000000	7000000	100%	7000000	0	100%	0%
<b>Total</b>		<b>14954150</b>	<b>14954150</b>		<b>7000000</b>	<b>7954150</b>	<b>46.81%</b>	<b>53.19%</b>

Consolidated (Equity and Preference shares)								
Equity		4359000	3038372	69.7034	2488372	550000	81.8982	18.1018
Preference		14954150	14954150	100%	7000000	7954150	46.81%	53.19%
<b>Total</b>		<b>19313150</b>	<b>17992522</b>		<b>9488372</b>	<b>8504150</b>	<b>52.74%</b>	<b>47.26%</b>

### Resolution 2:-

To ratify the appointment of M/s. Ramesh M. Sheth & Associates, Chartered Accountants, (Firm Registration No.111883W) as the Statutory Auditors of the Company to hold office till the conclusion of AGM of the Company to be held in the calendar year 2019 and to authorize the Board to fix their remuneration

Equity Shares								
Resolution Required : (Ordinary)			2 - To ratify the appointment of auditors of the Company, to fix their remuneration and to pass the following resolution as an ordinary resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={{[2]/[1]}*100}	[4]	[5]	[6]={{[4]/[2]}*100}	[7]={{[5]/[2]}*100}
Promoter and Promoter Group	E-Voting	2882287	0	0.0000	0	0	0.0000	0.0000
	Poll		2454619	85.1622	2454619	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2454619</b>	<b>85.1622</b>	<b>2454619</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

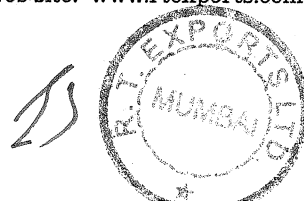


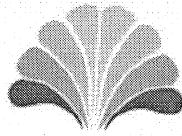


## R. T. EXPORTS LTD

Public Institutions	E-Voting	800	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1475913	555001	37.6039	5001	550000	0.9011	99.0989
	Poll		28752	1.9481	28752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>583753</b>	<b>39.5520</b>	<b>33753</b>	<b>550000</b>	<b>5.7821</b>	<b>94.2179</b>
<b>Total</b>		<b>4359000</b>	<b>3038372</b>	<b>69.7034</b>	<b>2488372</b>	<b>550000</b>	<b>81.8982</b>	<b>18.1018</b>

<b>Preference Shares</b>								
Harmony Holdings Ltd.		7954150	7954150	100%	0	7954150	0%	100%
Neelkanth Realtors Pvt. Ltd.		7000000	7000000	100%	7000000	0	100%	0%
<b>Total</b>		<b>14954150</b>	<b>14954150</b>		<b>7000000</b>	<b>7954150</b>	<b>46.81%</b>	<b>53.19%</b>
<b>Consolidated (Equity and Preference shares)</b>								
Equity		4359000	3038372	69.7034	2488372	550000	81.8982	18.1018
Preference		14954150	14954150	100%	7000000	7954150	46.81%	53.19%
<b>Total</b>		<b>19313150</b>	<b>17992522</b>		<b>9488372</b>	<b>8504150</b>	<b>52.74%</b>	<b>47.26%</b>





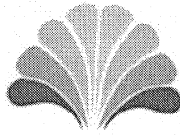
## R. T. EXPORTS LTD

### Resolution 3:-

To appoint of Mr. Zahurahmed Fakir (DIN: 02997952) as an Independent Director of the Company

Equity Shares								
<b>Resolution Required : (Ordinary)</b>		<b>3 - Appointment of Mr. ZahurahmedFakir(DIN: 02997952) as an Independent Director of the Company</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>No</b>						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting	2882287	0	0.0000	0	0	0.0000	0.0000
	Poll		2454619	85.1622	2454619	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2454619</b>	<b>85.1622</b>	<b>2454619</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	800	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1475913	555001	37.6039	5001	550000	0.9011	99.0989
	Poll		28752	1.9481	28752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>583753</b>	<b>39.5520</b>	<b>33753</b>	<b>550000</b>	<b>5.7821</b>	<b>94.2179</b>
<b>Total</b>		<b>4359000</b>	<b>3038372</b>	<b>69.7034</b>	<b>2488372</b>	<b>550000</b>	<b>81.8982</b>	<b>18.1018</b>





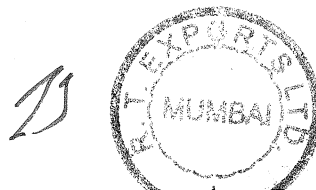
## R. T. EXPORTS LTD

<b>Preference Shares</b>								
Harmony Holdings Ltd.		7954150	7954150	100%	0	7954150	0%	100%
Neelkanth Realtors Pvt. Ltd.		7000000	7000000	100%	7000000	0	100%	0%
<b>Total</b>		<b>14954150</b>	<b>14954150</b>		<b>7000000</b>	<b>7954150</b>	<b>46.81%</b>	<b>53.19%</b>
<b>Consolidated (Equity and Preference shares)</b>								
Equity		4359000	3038372	69.7034	2488372	550000	81.8982	18.1018
Preference		14954150	14954150	100%	7000000	7954150	46.81%	53.19%
<b>Total</b>		<b>19313150</b>	<b>17992522</b>		<b>9488372</b>	<b>8504150</b>	<b>52.74%</b>	<b>47.26%</b>

### Resolution 4:-

To appoint Ms. Asha Dawda (DIN:06897196), as a Woman Director of the Company.

<b>Equity Shares</b>								
<b>Resolution Required : (Ordinary)</b>			<b>4 - Appointment of Ms. Asha Dawda as a Director</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	2882287	0	0.0000	0	0	0.0000	0.0000
	Poll		2454619	85.1622	2454619	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2454619</b>	<b>85.1622</b>	<b>2454619</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	800	0	0.0000	0	0	0.0000	0.0000







## R. T. EXPORTS LTD

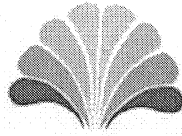
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1475913	555001	37.6039	5001	550000	0.9011	99.0989
	Poll		28752	1.9481	28752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>583753</b>	<b>39.5520</b>	<b>33753</b>	<b>550000</b>	<b>5.7821</b>	<b>94.2179</b>
<b>Total</b>		<b>4359000</b>	<b>3038372</b>	<b>69.7034</b>	<b>2488372</b>	<b>550000</b>	<b>81.8982</b>	<b>18.1018</b>

<b>Preference Shares</b>								
Harmony Holdings Ltd.		7954150	7954150	100%	0	7954150	0%	100%
Neelkanth Realtors Pvt. Ltd.		7000000	7000000	100%	7000000	0	100%	0%
<b>Total</b>		<b>14954150</b>	<b>14954150</b>		<b>7000000</b>	<b>7954150</b>	<b>46.81%</b>	<b>53.19%</b>
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### Resolution 5:-

To accord the consent of the Members to the Board of Directors of the Company for keeping the Register of Members together with the Index of Members, Register of Debenture Holders and other security holders, if any, together with the Index of Debenture Holders and other security holders, if any, under section 88 of the Act, and copies of the Annual Returns under section 92 of the Act at the office premises of the Company's Registrar & Share Transfer Agents viz. Link Intime (India) Private Ltd. (Link Intime) at C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup – West, Mumbai – 400 078 and/or at such places within Mumbai where the R&T Agents may have their office from time to time and/or at the Registered Office of the





## R. T. EXPORTS LTD

Company at 508 Dalamal House, Jamnalal Bajaj Road, Nariman Point,  
Mumbai- 400021.

Equity Shares								
<b>Resolution Required : (Special)</b>			5 - Consent of Members be accorded to the Board of Directors of the Company for keeping the Register of Members together with the Index of Members, Register of Debenture Holders and other security holders, if any, together with the Index of Debenture Holders and other security holders, if any, under section 88 of the Act and copies of the Annual Returns under section 92 of the Act at the office premises of Company's Registrars & Transfer Agents and or at the Registered Office of the Company.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$
Promoter and Promoter Group	E-Voting	2882287	0	0.0000	0	0	0.0000	0.0000
	Poll		2454619	85.1622	2454619	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2454619</b>	<b>85.1622</b>	<b>2454619</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	800	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1475913	555001	37.6039	5001	550000	0.9011	99.0989
	Poll		28752	1.9481	28752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>583753</b>	<b>39.5520</b>	<b>33753</b>	<b>550000</b>	<b>5.7821</b>	<b>94.2179</b>
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## R. T. EXPORTS LTD

<b>Preference Shares</b>								
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Neelkanth Realtors Pvt. Ltd.		7000000	7000000	100%	7000000	0	100%	0%
<b>Total</b>		<b>14954150</b>	<b>14954150</b>		<b>7000000</b>	<b>7954150</b>	<b>46.81%</b>	<b>53.19%</b>
<b>Consolidated (Equity and Preference shares)</b>								
Equity		4359000	3038372	69.7034	2488372	550000	81.8982	18.1018
Preference		14954150	14954150	100%	7000000	7954150	46.81%	53.19%
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**RACHANA PATEL**  
**PRACTICING COMPANY SECRETARY**  
**101, Ved Darshan, Raheja Township, Malad (East), Mumbai - 400097**

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**Consolidated Scrutinizer's Report**

(Pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended)

To,  
The Chairman,  
36<sup>th</sup> (Thirty Sixth) Annual General Meeting of the Equity Shareholders and Preference shareholders of R. T. Exports Ltd. Held on 30<sup>th</sup> September, 2016 at 9.00 a.m. at Basement (No.2), Dalamal House, Jamnalal Bajaj Road, Nariman Point, Mumbai-400 021.

Dear Sir,

I, Ms. Rachana Patel, Company Secretary in Practice, have been appointed as scrutinizer of R. T. Exports Limited ("the Company"), pursuant to section 108 and section 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules"), for the purpose of scrutinizing the e-voting and Poll process in a fair and transparent manner and ascertaining the requisite majority on e-voting and poll carried out as per the provisions of Companies Act, 2013:

The preference shareholders claimed right to exercise voting at the 36<sup>th</sup> AGM. Since we did not get enough time to take legal opinion in this respect, we have allowed the preference shareholders to vote without prejudice at the 36<sup>th</sup> AGM. I have already submitted my report accordingly. We are in receipt of a legal opinion forming the voting of preference shares and therefore I would like to update my part accordingly.

All the items of business contained in the Notice of the AGM dated 12th August, 2016 were transacted in the meeting and approved by the Shareholders with requisite majority, except agenda item No. 5, which was required to be passed as a Special Resolution but passed with simple majority only.

1. The e-voting period remained open from 27<sup>th</sup> September, 2016 (9.00 a.m.) to 29<sup>th</sup> September, 2016 (5.00 p.m.).
2. The shareholders holding shares as on the "cut off" date i.e. 23<sup>rd</sup> September, 2016 were entitled to vote on the proposed resolutions (item no. 1 to 5) as set out in the Notice of 36<sup>th</sup> Annual General Meeting (AGM) of R. T. Exports Ltd.



**RACHANA PATEL**  
**PRACTICING COMPANY SECRETARY**  
**101, Ved Darshan, Raheja Township, Malad (East), Mumbai - 400097**

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3. The votes were unblocked on 30<sup>th</sup> September, 2016 at 9.59 a.m. in the presence of two witnesses, Mr. Mahesh P. Balmiki and Ms. Shakuntaladevi Mahajan who are not in employment of the Company.

Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of NSDL.

4. After the time fixed for closing of poll by the Chairman, One Ballot Box kept for polling was locked in my presence with due identification marks placed by me.
5. The locked ballot box was subsequently opened in my presence and in the presence of two witnesses, Mr. Mahesh Balmiki and Ms. Shakuntaladevi Mahajan, who are not in employment of the Company, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrars and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
6. One ballot paper was invalid and another one marked for 8 shares less than the actual holding.
7. Two shareholder voted through remote e-voting and 27 voted by way of poll and total 3038372 votes casted as far as equity shares are concerned.
8. The updated results of the e-voting and poll of Equity and Preference Shareholders are as under:

**Resolution-wise consolidated, combined result of remote e-voting and Ballot voting conducted at the Meeting, considering the votes of Equity and Preference Shares:**



**RACHANA PATEL**  
**PRACTICING COMPANY SECRETARY**  
**101, Ved Darshan, Raheja Township, Malad (East), Mumbai - 400097**

**Resolution 1:-**

To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2016 and the Reports of the Board of Directors and Auditors thereon.

Equity Shares		1 - To receive, consider and adopt the audited financial statements of the Company						
Resolution Required : (Ordinary)		No						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	2882287	0	0.0000	0	0	0.0000	0.0000
	Poll		2454619	85.1622	2454619	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2454619</b>	<b>85.1622</b>	<b>2454619</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	800	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1475913	555001	37.6039	5001	550000	0.9011	99.0989
	Poll		28752	1.9481	28752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>583753</b>	<b>39.5520</b>	<b>33753</b>	<b>550000</b>	<b>5.7821</b>	<b>94.2179</b>
<b>Total</b>		<b>4359000</b>	<b>3038372</b>	<b>69.7034</b>	<b>2488372</b>	<b>550000</b>	<b>81.8982</b>	<b>18.1018</b>
<b>Preference Shares</b>								
Harmony Holdings Ltd.		7954150	7954150	100%	0	7954150	0%	100%
Neelkanth Realtors Pvt. Ltd.		7000000	7000000	100%	7000000	0	100%	0%
<b>Total</b>		<b>14954150</b>	<b>14954150</b>		<b>7000000</b>	<b>7954150</b>	<b>46.81%</b>	<b>53.19%</b>
<b>Consolidated (Equity and Preference shares)</b>								
Equity		4359000	3038372	69.7034	2488372	550000	81.8982	18.1018
Preference		14954150	14954150	100%	7000000	7954150	46.81%	53.19%
<b>Total</b>		<b>19313150</b>	<b>17992522</b>		<b>9488372</b>	<b>8504150</b>	<b>52.74%</b>	<b>47.26%</b>

# RACHANA PATEL

PRACTICING COMPANY SECRETARY

101, Ved Darshan, Raheja Township, Malad (East), Mumbai - 400097

## Resolution 2:-

To ratify the appointment of M/s. Ramesh M. Sheth & Associates, Chartered Accountants,(Firm Registration No.111883W) as the Statutory Auditors of the Company to hold office till the conclusion of AGM of the Company to be held in the calendar year 2019 and to authorize the Board to fix their remuneration.

Equity Shares		2 - To ratify the appointment of auditors of the Company, to fix their remuneration and to pass the following resolution as an ordinary resolution						
Resolution Required : (Ordinary)		No						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
Promoter and Promoter Group	E-Voting	2882287	0	0.0000	0	0	0.0000	0.0000
	Poll		2454619	85.1622	2454619	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2454619</b>	<b>85.1622</b>	<b>2454619</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	800	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1475913	555001	37.6039	5001	550000	0.9011	99.0989
	Poll		28752	1.9481	28752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>583753</b>	<b>39.5520</b>	<b>33753</b>	<b>550000</b>	<b>5.7821</b>	<b>94.2179</b>
<b>Total</b>		<b>4359000</b>	<b>3038372</b>	<b>69.7034</b>	<b>2488372</b>	<b>550000</b>	<b>81.8982</b>	<b>18.1018</b>
<b>Preference Shares</b>								
Harmony Holdings Ltd.		7954150	7954150	100%	0	7954150	0%	100%
Neelkanth Realtors Pvt. Ltd.		7000000	7000000	100%	7000000	0	100%	0%
<b>Total</b>		<b>14954150</b>	<b>14954150</b>		<b>7000000</b>	<b>7954150</b>	<b>46.81%</b>	<b>53.19%</b>
<b>Consolidated (Equity and Preference shares)</b>								
Equity		4359000	3038372	69.7034	2488372	550000	81.8982	18.1018
Preference		14954150	14954150	100%	7000000	7954150	46.81%	53.19%
<b>Total</b>		<b>19313150</b>	<b>17992522</b>		<b>9488372</b>	<b>8504150</b>	<b>52.74%</b>	<b>47.26%</b>



**RACHANA PATEL**  
**PRACTICING COMPANY SECRETARY**  
 101, Ved Darshan, Raheja Township, Malad (East), Mumbai - 400097

**Resolution 3:-**

To appoint of Mr. Zahurahmed Fakir (DIN: 02997952) as an Independent Director of the Company

Equity Shares			3 - Appointment of Mr. ZahurahmedFakir(DIN: 02997952) as an Independent Director of the Company					
Resolution Required : (Ordinary)			No					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	2882287	0	0.0000	0	0	0.0000	0.0000
	Poll		2454619	85.1622	2454619	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2454619</b>	<b>85.1622</b>	<b>2454619</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	800	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1475913	555001	37.6039	5001	550000	0.9011	99.0989
	Poll		28752	1.9481	28752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>583753</b>	<b>39.5520</b>	<b>33753</b>	<b>550000</b>	<b>5.7821</b>	<b>94.2179</b>
<b>Total</b>		<b>4359000</b>	<b>3038372</b>	<b>69.7034</b>	<b>2488372</b>	<b>550000</b>	<b>81.8982</b>	<b>18.1018</b>
<b>Preference Shares</b>								
Harmony Holdings Ltd.		7954150	7954150	100%	0	7954150	0%	100%
Neelkanth Realtors Pvt. Ltd.		7000000	7000000	100%	7000000	0	100%	0%
<b>Total</b>		<b>14954150</b>	<b>14954150</b>		<b>7000000</b>	<b>7954150</b>	<b>46.81%</b>	<b>53.19%</b>
<b>Consolidated (Equity and Preference shares)</b>								
Equity		4359000	3038372	69.7034	2488372	550000	81.8982	18.1018
Preference		14954150	14954150	100%	7000000	7954150	46.81%	53.19%
<b>Total</b>		<b>19313150</b>	<b>17992522</b>		<b>9488372</b>	<b>8504150</b>	<b>52.74%</b>	<b>47.26%</b>



**RACHANA PATEL**  
**PRACTICING COMPANY SECRETARY**  
**101, Ved Darshan, Raheja Township, Malad (East), Mumbai - 400097**

**Resolution 4:-**

To appoint Ms. Asha Dawda (DIN:06897196), as a Woman Director of the Company.

Equity Shares		4 - Appointment of Ms.AshaDawda as a Director						
Resolution Required : (Ordinary)		No						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	2882287	0	0.0000	0	0	0.0000	0.0000
	Poll		2454619	85.1622	2454619	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2454619</b>	<b>85.1622</b>	<b>2454619</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	800	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1475913	555001	37.6039	5001	550000	0.9011	99.0989
	Poll		28752	1.9481	28752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>583753</b>	<b>39.5520</b>	<b>33753</b>	<b>550000</b>	<b>5.7821</b>	<b>94.2179</b>
<b>Total</b>		<b>4359000</b>	<b>3038372</b>	<b>69.7034</b>	<b>2488372</b>	<b>550000</b>	<b>81.8982</b>	<b>18.1018</b>
<b>Preference Shares</b>								
Harmony Holdings Ltd.		7954150	7954150	100%	0	7954150	0%	100%
Neelkanth Realtors Pvt. Ltd.		7000000	7000000	100%	7000000	0	100%	0%
<b>Total</b>		<b>14954150</b>	<b>14954150</b>		<b>7000000</b>	<b>7954150</b>	<b>46.81%</b>	<b>53.19%</b>
<b>Consolidated (Equity and Preference shares)</b>								
Equity		4359000	3038372	69.7034	2488372	550000	81.8982	18.1018
Preference		14954150	14954150	100%	7000000	7954150	46.81%	53.19%
<b>Total</b>		<b>19313150</b>	<b>17992522</b>		<b>9488372</b>	<b>8504150</b>	<b>52.74%</b>	<b>47.26%</b>

**RACHANA PATEL**  
**PRACTICING COMPANY SECRETARY**  
 101, Ved Darshan, Raheja Township, Malad (East), Mumbai - 400097

**Resolution 5:-**

To accord the consent of the Members to the Board of Directors of the Company for keeping the Register of Members together with the Index of Members, Register of Debenture Holders and other security holders, if any, together with the Index of Debenture Holders and other security holders, if any, under section 88 of the Act, and copies of the Annual Returns under section 92 of the Act at the office premises of the Company's Registrar & Share Transfer Agents viz. Link Intime (India) Private Ltd. (Link Intime) at C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup - West, Mumbai - 400 078 and/or at such places within Mumbai where the R&T Agents may have their office from time to time and/or at the Registered Office of the Company at 508 Dalamal House, Jamnalal Bajaj Road, Nariman Point, Mumbai- 400021.

Equity Shares		5 - Consent of Members be accorded to the Board of Directors of the Company for keeping the Register of Members together with the Index of Members, Register of Debenture Holders and other security holders, if any, together with the Index of Debenture Holders and other security holders						
Resolution Required : (Special)		No						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
Promoter and Promoter Group	E-Voting	2882287	0	0.0000	0	0	0.0000	0.0000
	Poll		2454619	85.1622	2454619	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2454619</b>	<b>85.1622</b>	<b>2454619</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	800	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	1475913	555001	37.6039	5001	550000	0.9011	99.0989
	Poll		28752	1.9481	28752	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>583753</b>	<b>39.5520</b>	<b>33753</b>	<b>550000</b>	<b>5.7821</b>	<b>94.2179</b>
<b>Total</b>		<b>4359000</b>	<b>3038372</b>	<b>69.7034</b>	<b>2488372</b>	<b>550000</b>	<b>81.8982</b>	<b>18.1018</b>

**RACHANA PATEL**  
**PRACTICING COMPANY SECRETARY**  
**101, Ved Darshan, Raheja Township, Malad (East), Mumbai - 400097**

Preference Shares								
Harmony Holdings Ltd.		7954150	7954150	100%	0	7954150	0%	100%
Neelkanth Realtors Pvt. Ltd.		7000000	7000000	100%	7000000	0	100%	0%
<b>Total</b>		<b>14954150</b>	<b>14954150</b>		<b>7000000</b>	<b>7954150</b>	<b>46.81%</b>	<b>53.19%</b>
<b>Consolidated (Equity and Preference shares)</b>								
Equity		4359000	3038372	69.7034	2488372	550000	81.8982	18.1018
Preference		14954150	14954150	100%	7000000	7954150	46.81%	53.19%
<b>Total</b>		<b>19313150</b>	<b>17992522</b>		<b>9488372</b>	<b>8504150</b>	<b>52.74%</b>	<b>47.26%</b>

9. The register, all other papers and relevant records relating to electronic voting shall remain under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully,



A handwritten signature in cursive script, appearing to read "Rachana Patel".

Dated: 13<sup>th</sup> October, 2016  
Place: Mumbai

**Rachana Patel**  
**Practicing Company Secretary**  
**CP No. 14764 (ACS 39230)**