

The Managing Director  
Mapro Industries Limited  
Room No. 505, Corporate Corner,  
5<sup>th</sup> Floor, Sunder Nagar,  
Malad (West), Mumbai - 400 064

Dear Sir,

**Sub: Result of E-voting & Poll**

This is with reference to our appointment to scrutinizing the e-voting and voting on poll at the 43<sup>rd</sup> Annual General Meeting of the Members of the Company held on September 26, 2015.


We are enclosing herewith the following:

1. Report of the Scrutinizer on e-voting
2. Result of Poll results at the AGM
3. Consolidated Results of e-voting and Poll

Trust you will find the same in order. We will, however, be happy to answer your queries, if any, on the same.

Thanking you,  
Yours faithfully,

For R M Mimani & Associates LLP  
[Company Secretaries]

  
MANOJ MIMANI  
Partner  
ACS No. 17083  
CP No. 11601



Dated: September 28, 2015  
Place: Mumbai  
Encl.: As above


I - Report on results of e-voting

Summary of e-voting Results

EVSN Reference No.	150831085
Voting Start Date	September 23, 2015 at 9.00 A M
Voting End Date	September 25, 2015 at 5.00 P M

Item No. of the Agenda	Voted in favour		Voted against		Abstained	
	No. of folios voted	No. of votes	No. of folios voted	No. of votes	No. of folios voted	No. of votes
1	15	350,568	Nil	Nil	Nil	Nil
2	15	350,568	Nil	Nil	Nil	Nil
3	15	350,568	Nil	Nil	Nil	Nil
4	15	350,568	Nil	Nil	Nil	Nil
5	15	350,568	Nil	Nil	Nil	Nil

For R M Mimani & Associates LLP  
[Company Secretaries]



MANOJ MIMANI  
Partner  
ACS No. 17083  
CP No. 11601



Dated: September 28, 2015  
Place: Mumbai

# R M MIMANI & ASSOCIATES LLP

## COMPANY SECRETARIES

### II: Report of Scrutinizer on Poll

FORM No. MGT-13

Report of Scrutinizer(s)

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

The Managing Director  
Mapro Industries Limited  
Room No. 505, Corporate Corner,  
5<sup>th</sup> Floor, Sunder Nagar,  
Malad (West), Mumbai - 400 064

Ref. 43<sup>rd</sup> Annual General Meeting of the Equity Shareholders of Mapro Industries Limited  
held on September 26, 2015

Dear Sir,

I, Manoj Mimani Partner of R M Mimani & Associates LLP (Company Secretaries), appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 43<sup>rd</sup> Annual General Meeting of the Shareholders of Mapro Industries Limited, held on September 26, 2015 at 11.30 p.m. at 505, Corporate Corner, Sunder Nagar, Malad, Mumbai - 400064 and submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

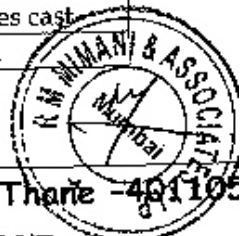
(1) Adoption of the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
7	2,648,047	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil



**R M MIMANI & ASSOCIATES LLP**  
**COMPANY SECRETARIES**

(iii) **Invalid votes:**

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

**(2) Appointment of Director in place of Atul Kumar Sultania (DIN: 00632710), who retires by rotation and being eligible, offers himself for re-appointment**

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

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
7	2,648,047	100%

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

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid votes:**

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

**(3) Appointment of Statutory auditor of the Company for 2015-16 and fix their remuneration.**

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

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
7	2,648,047	100%

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

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

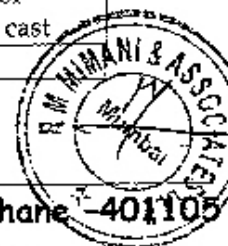
(iii) **Invalid votes:**

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

**(4) Appointment of Mrs. Sarita Kumari Gupta (DIN- 01307748) as an Independent Director of the Company for the period of 5 years.**

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

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
7	2,648,047	100%



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**COMPANY SECRETARIES**

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

(5) Appointment of Mr. Umesh Kumar Kanodia as a Managing Director of the Company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
7	2,648,047	100%

(ii) Voted against the resolution:

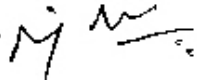
Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

- Soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is handed over to the Company Secretary of the Company.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company keeping in safe record.

For R M Mimani & Associates LLP  
[Company Secretaries]

  
MANOJ MIMANI  
Partner  
ACS No. 17083  
CP No. 11601



Dated: September 28, 2015  
Place: Mumbai

# R M MIMANI & ASSOCIATES LLP

## COMPANY SECRETARIES

### III - Report on consolidated results

Based on result of e-voting and Poll at the 43<sup>rd</sup> Annual General Meeting of the members of the Mapro Industries Limited held on Saturday, September 26, 2015 at 11.30 a.m., Consolidated Results of each item of the Agenda as set out in the notice of AGM dated August 14, 2015 is narrated here-in-below:

#### Item No.1

Adoption of the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	350,568	2,648,047	2,998,615	100%
Dissent	Nil	Nil	Nil	-
Total	350,568	2,648,047	2,998,615	

Accordingly, out of the total 2,998,615 valid votes cast via e-voting and poll, 2,998,615 votes were cast assenting to the ordinary resolution and Nil votes were cast dissenting to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 1 of the notice dated August 14, 2015 is passed with requisite majority

#### Item No.2

Appointment of Director in place of Atul Kumar Sultania (DIN: 00632710), who retires by rotation and being eligible, offers himself for re-appointment

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	350,568	2,648,047	2,998,615	100%
Dissent	Nil	Nil	Nil	-
Total	350,568	2,648,047	2,998,615	

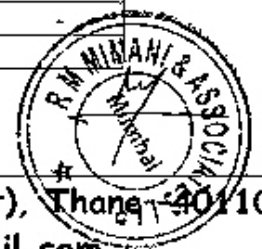
Accordingly, out of the total 2,998,615 valid votes cast via e-voting and poll, 2,998,615 votes were cast assenting to the ordinary resolution and Nil votes were cast dissenting to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 2 of the notice dated August 14, 2015 is passed with requisite majority.

#### Item No. 3

Appointment of Statutory auditor of the Company for 2015-16 and fix their remuneration

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	350,568	2,648,047	2,998,615	100%
Dissent	Nil	Nil	Nil	-
Total	350,568	2,648,047	2,998,615	



# R M MIMANI & ASSOCIATES LLP

## COMPANY SECRETARIES

Accordingly, out of the total 2,998,615 valid votes cast via e-voting and poll, 2,998,615 votes were cast assenting to the ordinary resolution and Nil votes were cast dissenting to the ordinary resolution

Thus, the ordinary resolution as contained in item no. 3 of the notice dated August 14, 2015 is passed with requisite majority.

#### Item No. 4

Appointment of Mrs. Sarita Kumari Gupta (DIN- 01307748) as an Independent Director of the Company for the period of 5 years.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	350,568	2,648,047	2,998,615	100%
Dissent	Nil	Nil	Nil	-
Total	350,568	2,648,047	2,998,615	

Accordingly, out of the total 2,998,615 valid votes cast via e-voting and poll, 2,998,615 votes were cast assenting to the ordinary resolution and Nil votes were cast dissenting to the ordinary resolution

Thus, the ordinary resolution as contained in item no. 4 of the notice dated August 14, 2015 is passed with requisite majority

#### Item No. 5


Appointment of Mr. Umesh Kumar Kanodia as a Managing Director of the Company

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	350,568	2,648,047	2,998,615	100%
Dissent	Nil	Nil	Nil	-
Total	350,568	2,648,047	2,998,615	

Accordingly, out of the total 2,998,615 valid votes cast via e-voting and poll, 2,998,615 votes were cast assenting to the special resolution and Nil votes were cast dissenting to the special resolution

Thus, the special resolution as contained in item no. 5 of the notice dated August 14, 2015 is passed with requisite majority

For R M Mimani & Associates LLP  
[Company Secretaries]



MANOJ MIMANI  
Partner  
ACS No. 17083  
CP No. 11601



Dated: September 28, 2015  
Place: Mumbai