



ADHUNIK INDUSTRIES LIMITED

(Formerly known as Bhagwati Resources Ltd.)

An ISO 9001:2008 , 14001 : 2004 & 18001 : 2007 Organisation

Corporate Office : "LANSLOWNE TOWERS", 2/1A, SARAT BOSE ROAD. KOLKATA - 700 020

Phone : 033-3051 7100 ★ Fax : 91-33-2289 0285 ★ Website : www.adhunikindustries.com

E-mail: info@adhunikgroup.com

15th September, 2016.

| | |
|--------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400 001. Scrip Code: 538365 | The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (E) Mumbai-400 051. Scrip Code- ADHUNIKIND |
| The Secretary The Calcutta Stock Exchange Limited 7, Lyons Range Kolkata-700 001 Scrip Code: 28188 | |

Dear Sir/ Madam,

Sub: Disclosure of Voting results of 37th Annual General Meeting of the Company held on 14th September, 2016

Re: Regulation 44(3) of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015

In accordance with Regulation 44(3) of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a statement containing details of the voting results of 37th Annual General Meeting of the Company held on 14th September, 2016 at 02:30 P.M. at Bharatiya Bhasha Parishad, 36-A, Shakespeare Sarani, Kolkata-700 017 marked as **Annexure-I**.

The mode of voting was by way of e-voting as well as physical voting and a photo copy of the Report submitted by the Scrutinizer M/s. M R & Associates, Practicing Company Secretary pursuant to Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 is enclosed herewith.

This is for your information and record.

Thanking you and assuring you of our best attention always,

Yours faithfully,

For Adhunik Industries Limited

Jugal Kishore Agarwal
Managing Director
DIN: 00227460

ANNEXURE-I

| DETAILS OF VOTING RESULTS | | | | | | | | | | | | | | | | | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------|-----------|------------|-------|------------------------------|---|---|----|--------|-----|---|-----|--------------|------------|-----------|------------|--|
| Date of AGM | Wednesday, 14 th September, 2016 | | | | | | | | | | | | | | | | |
| Total number of shareholders on record date | 1742 | | | | | | | | | | | | | | | | |
| No. of shareholders present in the meeting either in person or through proxy | | | | | | | | | | | | | | | | | |
| <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Category</th> <th style="text-align: center;">In person</th> <th style="text-align: center;">Proxy</th> <th style="text-align: center;">Total</th> </tr> </thead> <tbody> <tr> <td>Promoters and Promoter Group</td> <td style="text-align: center;">7</td> <td style="text-align: center;">7</td> <td style="text-align: center;">14</td> </tr> <tr> <td>Public</td> <td style="text-align: center;">123</td> <td style="text-align: center;">6</td> <td style="text-align: center;">129</td> </tr> <tr> <td>TOTAL</td> <td style="text-align: center;">130</td> <td style="text-align: center;">13</td> <td style="text-align: center;">143</td> </tr> </tbody> </table> | Category | In person | Proxy | Total | Promoters and Promoter Group | 7 | 7 | 14 | Public | 123 | 6 | 129 | TOTAL | 130 | 13 | 143 | |
| Category | In person | Proxy | Total | | | | | | | | | | | | | | |
| Promoters and Promoter Group | 7 | 7 | 14 | | | | | | | | | | | | | | |
| Public | 123 | 6 | 129 | | | | | | | | | | | | | | |
| TOTAL | 130 | 13 | 143 | | | | | | | | | | | | | | |
| No. of shareholders present in the meeting through Video Conferencing | No video conferencing facility was made available. | | | | | | | | | | | | | | | | |
| Promoters and Promoter Group: | N.A. | | | | | | | | | | | | | | | | |
| Public: | N.A. | | | | | | | | | | | | | | | | |

Resolution No.-1

Adoption of the audited Balance Sheet of the Company as on 31st March, 2016 and the statement of Profit and Loss for the financial year ended on that date together with reports of the Board of Directors and Auditors thereon.

| Resolution Required | | | Ordinary | | | | | |
|------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in 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 | 35,054,800 | 35,054,800 | 100.0000 | 35,054,800 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | 35,054,800 | 100.0000 | 35,054,800 | - | 100.0000 | - |
| Public Institutions | E-Voting | | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public-Non Institutions | E-Voting | 11,708,950 | 9,340,576 | 79.7730 | 9,340,576 | - | 100.0000 | - |
| | Poll | | 57 | 0.0005 | 56 | 1 | 98.2456 | 1.7544 |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | 9,340,633 | 79.7734 | 9,340,632 | 1 | 100.0000 | - |
| Total | | 46,763,750 | 44,395,433 | 94.9356 | 44,395,432 | 1 | 100.0000 | - |



Resolution No.-2

Re-appointment of Mr. Mahesh Kumar Agarwal (DIN: 00507690) as Director.

| Resolution Required | | | Ordinary | | | | | |
|------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|-----------------------------------------|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in agenda/ resolution? | | | Yes | | | | | |
| 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 | 35,054,800 | 35,054,800 | 100.0000 | 35,054,800 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | 35,054,800 | 100.0000 | 35,054,800 | - | 100.0000 | - |
| Public Institutions | E-Voting | - | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public-Non Institutions | E-Voting | 11,708,950 | 9,340,576 | 79.7730 | 9,340,576 | - | 100.0000 | - |
| | Poll | | 57 | 0.0005 | 56 | 1 | 98.2456 | 1.7544 |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | 9,340,633 | 79.7734 | 9,340,632 | 1 | 100.0000 | - |
| Total | | 46,763,750 | 44,395,433 | 94.9356 | 44,395,432 | 1 | 100.0000 | - |

Resolution No.-3

Appointment of M/s. Sudhir Kumar Jain & Associates, Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration in accordance with Section 139 of the Companies Act, 2013 and rules framed thereunder.

| Resolution Required | | | Ordinary | | | | | |
|------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|-----------------------------------------|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in 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 | 35,054,800 | 35,054,800 | 100.0000 | 35,054,800 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | 35,054,800 | 100.0000 | 35,054,800 | - | 100.0000 | - |
| Public Institutions | E-Voting | - | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public-Non Institutions | E-Voting | 11,708,950 | 9,340,576 | 79.7730 | 9,340,576 | - | 100.0000 | - |
| | Poll | | 57 | 0.0005 | 56 | 1 | 98.2456 | 1.7544 |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | 9,340,633 | 79.7734 | 9,340,632 | 1 | 100.0000 | - |
| Total | | 46,763,750 | 44,395,433 | 94.9356 | 44,395,432 | 1 | 100.0000 | - |



Resolution No.-4

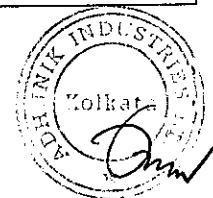
Ratification of the Remuneration of the Cost Auditors for the Financial Year ending 31st March, 2017.

| Resolution Required | | | Ordinary | | | | | |
|------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|-----------------------------------------|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in 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 | 35,054,800 | 35,054,800 | 100.0000 | 35,054,800 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | 35,054,800 | 100.0000 | 35,054,800 | - | 100.0000 | - |
| Public Institutions | E-Voting | - | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public-Non Institutions | E-Voting | 11,708,950 | 9,340,576 | 79.7730 | 9,340,576 | - | 100.0000 | - |
| | Poll | | 57 | 0.0005 | 56 | 1 | 98.2456 | 1.7544 |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | 9,340,633 | 79.7734 | 9,340,632 | 1 | 100.0000 | - |
| Total | | 46,763,750 | 44,395,433 | 94.9356 | 44,395,432 | 1 | 100.0000 | - |

Resolution No.-5

Appointment of Mr. Chandra Shekhar Jalan (DIN: 01023586) as an Independent Director of the Company for the period of 5 years.

| Resolution Required | | | Ordinary | | | | | |
|------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|-----------------------------------------|--------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in 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 | 35,054,800 | 35,054,800 | 100.0000 | 35,054,800 | - | 100.0000 | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | 35,054,800 | 100.0000 | 35,054,800 | - | 100.0000 | - |
| Public Institutions | E-Voting | - | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public-Non Institutions | E-Voting | 11,708,950 | 9,340,576 | 79.7730 | 9,340,576 | - | 100.0000 | - |
| | Poll | | 57 | 0.0005 | 56 | 1 | 98.2456 | 1.7544 |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | 9,340,633 | 79.7734 | 9,340,632 | 1 | 100.0000 | - |
| Total | | 46,763,750 | 44,395,433 | 94.9356 | 44,395,432 | 1 | 100.0000 | - |



Resolution No.-6

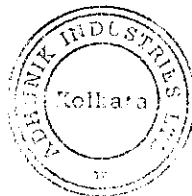
Approval of Related Party Transactions. for Financial Year 2016-17.

| Resolution Required | | | Special | | | | | |
|------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|-----------------------------------------|--------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in agenda/ resolution? | | | Yes | | | | | |
| 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 | 35,054,800 | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public Institutions | E-Voting | - | - | - | - | - | - | - |
| | Poll | | - | - | - | - | - | - |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public-Non Institutions | E-Voting | 11,708,950 | 9,340,576 | 79.7730 | 9,340,576 | - | 100.0000 | - |
| | Poll | | 57 | 0.0005 | 55 | 2 | 96.4912 | 3.5088 |
| | Postal Ballot (If Applicable) | | - | - | - | - | - | - |
| | Total | | 9,340,633 | 79.7734 | 9,340,631 | 2 | 100.0000 | - |
| Total | | 46,763,750 | 9,340,633 | 19.9741 | 9,340,631 | 2 | 100.0000 | - |

For Adhunik Industries Limited



Jugal Kishore Agarwal
 Managing Director
 DIN- 00227460



CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through Remote E-Voting and Ballot Form)

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

To,

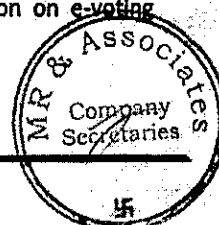
The Chairman of Thirty Seventh Annual General Meeting of the Equity shareholders of **Adhunik Industries Limited**, held on Wednesday, the 14th day of September, 2016 at Bharatiya Bhasha Parishad, 36-A, Shakespeare Sarani, Kolkata-700017

Dear Sir,

1. I Mohan Ram Goenka, a Company Secretary In Practice, have been appointed as a Scrutinizer by the Board of Directors of **Adhunik Industries Limited** (the Company) for the purpose of Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and Ballot Form and for the resolutions proposed in the Notice of Thirty Seventh Annual General Meeting of the equity shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through remote e-voting and Ballot Form at the venue of AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolution proposed in the Notice of the 37th AGM of the shareholders of the Company, based on the reports generated from the e-voting system provided by Central Depository Services(India) Limited (CDSL), the agency engaged by the Company to provide e-voting facilities for voting through electronic means and votes casted through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the Thirty Seventh Annual General Meeting of the shareholders of the Company.
3. In terms of the aforesaid Notice and as prescribed in the aforesaid rules, the remote e-voting facility was kept open from Sunday, 11th September, 2016 (10:00 a.m. IST) to Tuesday, 13 September, 2016 (5:00 p.m. IST) and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on e-voting platform provided by CDSL.

Our Office :
46, B. B. Ganguly Street, 4th Floor
R. No.: 6, Kolkata 700012,
E Mail: goenkamohan@hotmail.com
goenkamohan@gmail.com

Mobile No.9831074332
Phone No : 2237 9517



MR & Associates

Company Secretaries

- The member of the Company as on "cut off" date (record date) i.e. 7th September 2016. were entitled to vote on the resolutions. (Item No. 1 to 6 as set out in the notice of 37th AGM of the Company).
- At the end of the voting period on Tuesday, 13th September' 2016 at 5.00 P.M. IST, the voting portal of the service provider was blocked forthwith.
- The votes cast were unblocked on 14.09.2016 in the presence of two witnesses Ms. Smita Mondal and Ms. Sneha Khaitan who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Smita Mondal
Ms. Smita Mondal

Sneha Khaitan
Ms. Sneha Khaitan

- Thereafter, the details containing Inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the ballot forms as received and the report generated from the e-voting website of Central Depository Services(India) Limited (CDSL), and based on such reports, the brief analysis of the results of the voting through Remote e-voting and Ballot Form are as under:

Item No. 1 - Ordinary Resolution :

Adoption of the Audited Financial Statement of the Company as at 31 March, 2016 and the Reports of the Board of Directors and Auditors thereon.

| Particulars | No. of votes contained in | | | | | | Percentage (%) |
|-------------------|---------------------------|----------|-------------|-------|-------|----------|----------------|
| | Remote E-Voting | | Ballot Form | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 36 | 44395376 | 23 | 56 | 59 | 44395432 | 100.00 |
| Dissent | 0 | 0 | 1 | 1 | 1 | 1 | 0.00 |
| Total | 36 | 44395376 | 24 | 57 | 60 | 44395433 | 100.00 |
| Abstain / Invalid | 0 | 0 | 1 | 2 | -- | -- | -- |

Item No. 2 - Ordinary Resolution:

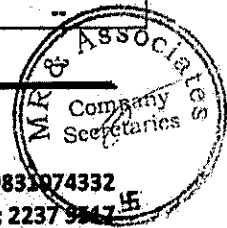
Appointment of a Director in Place of Mr. Mahesh Kumar Agarwal (DIN: 00507690) who retires by rotation and being eligible, offers himself for appointment.

| Particulars | No. of votes contained in | | | | | | Percentage (%) |
|-------------------|---------------------------|----------|-------------|-------|-------|----------|----------------|
| | Remote E-Voting | | Ballot Form | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 36 | 44395376 | 23 | 56 | 59 | 44395432 | 100.00 |
| Dissent | 0 | 0 | 1 | 1 | 1 | 1 | 0.00 |
| Total | 36 | 44395376 | 24 | 57 | 60 | 44395433 | 100.00 |
| Abstain / Invalid | 0 | 0 | 1 | 2 | -- | -- | -- |

Our Office :

46, B. B. Ganguly Street, 4th Floor
R. No.: 6, Kolkata 700012,
E Mail: goenkamohan@hotmail.com
goenkamohan@gmail.com

Mobile No.9831974332
Phone No : 2237 9747 15



MR & Associates

Company Secretaries

Item No. 3 - Ordinary Resolution:

Re-appointment of M/s. Sudhir Kumar Jain & Associates, Chartered Accountants (Registration no. 318016E) and to fix their remuneration.

| Particulars | No. of votes contained in | | | | | | Percentage (%) |
|-------------------|---------------------------|----------|-------------|-------|-------|----------|----------------|
| | Remote E-Voting | | Ballot Form | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 36 | 44395376 | 23 | 56 | 59 | 44395432 | 100.00 |
| Dissent | 0 | 0 | 1 | 1 | 1 | 1 | 0.00 |
| Total | 36 | 44395376 | 24 | 57 | 60 | 44395433 | 100.00 |
| Abstain / Invalid | 0 | 0 | 1 | 2 | -- | -- | -- |

Item No. 4 - Ordinary Resolution:

Ratification of remuneration payable to M/s. Dipak Lal & Associates, Cost Accountants, (Membership No. 28441), the Cost Auditors for financial year 2016-17.

| Particulars | No. of votes contained in | | | | | | Percentage (%) |
|-------------------|---------------------------|----------|-------------|-------|-------|----------|----------------|
| | Remote E-Voting | | Ballot Form | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 36 | 44395376 | 23 | 56 | 59 | 44395432 | 100.00 |
| Dissent | 0 | 0 | 1 | 1 | 1 | 1 | 0.00 |
| Total | 36 | 44395376 | 24 | 57 | 60 | 44395433 | 100.00 |
| Abstain / Invalid | 0 | 0 | 1 | 2 | -- | -- | -- |

Item No. 5 - Ordinary Resolution:

Appointment of Shri Chandra Shekhar Jalan (DIN:01023586) as an Independent Director.

| Particulars | No. of votes contained in | | | | | | Percentage (%) |
|-------------------|---------------------------|----------|-------------|-------|-------|----------|----------------|
| | Remote E-Voting | | Ballot Form | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 36 | 44395376 | 23 | 56 | 59 | 44395432 | 100.00 |
| Dissent | 0 | 0 | 1 | 1 | 1 | 1 | 0.00 |
| Total | 36 | 44395376 | 24 | 57 | 60 | 44395433 | 100.00 |
| Abstain / Invalid | 0 | 0 | 1 | 2 | -- | -- | -- |

Item No. 6 - Special Resolution:

Approval of material related party transactions for Financial Year 2016-17.

| Particulars | No. of votes contained in | | | | | | Percentage (%) |
|-------------------|---------------------------|---------|-------------|-------|-------|---------|----------------|
| | Remote E-Voting | | Ballot Form | | Total | | |
| | No. | Votes | No. | Votes | No. | Votes | |
| Assent | 22 | 9340576 | 22 | 55 | 44 | 9340631 | 100.00 |
| Dissent | 0 | 0 | 2 | 2 | 2 | 2 | 0.00 |
| Total | 22 | 9340576 | 24 | 57 | 46 | 9340633 | 100.00 |
| Abstain / Invalid | 0 | 0 | 1 | 2 | -- | -- | -- |

Our Office :

46, B. B. Ganguly Street, 4th Floor

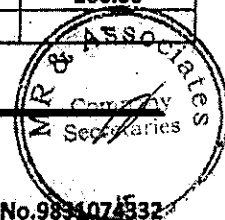
R. No.: 6, Kolkata 700012,

E Mail: goenkamohan@hotmail.com

goenkamohan@gmail.com

Mobile No. 9834074532

Phone No : 2237 9517



MR & Associates

Company Secretaries

Based on the foregoing, the aforesaid resolutions shall be deemed to have been passed with the requisite majority.

All the relevant records relating to the voting through ballot form and remote e-voting is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Meeting.

Thanking You,



Mohan Ram Goenka
Practicing Company Secretary
C.P. No: 2551

Place: Kolkata
Date: 15.09.2016

Countersigned by:

Our Office :
46, B. B. Ganguly Street, 4th Floor
R. No.: 6, Kolkata 700012,
E Mail: goenkamohan@hotmail.com
goenkamohan@gmail.com

Mobile No.9831074332
Phone No : 2237 9517