



# Technocraft Industries (India) Limited

**Registered Office:** A-25, Technocraft House, MIDC, Marol Industrial Area, Road No.03, Opp. ESIS Hospital, Andheri (East), Mumbai - 400093, Maharashtra, India  
Tel: 4098 2222/0002; Fax No. 2835 6559; **CIN No.** L28120MH1992PLC069252  
E-mail: [investor@technocraftgroup.com](mailto:investor@technocraftgroup.com) ; website: [www.technocraftgroup.com](http://www.technocraftgroup.com)

**December 25, 2015**

To,  
The Manager,  
Listing Department,  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400 051

To,  
The Manager,  
Listing Department,  
BSE Limited  
P.J.Tower, Dalal Street, Fort,  
Mumbai-400001

**NSE Symbol: TIIL**

**BSE Security Code No.: 532804**

## **Sub: Submission of Result of Postal Ballot**

Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company had accorded its approval to conduct postal ballot process to seek the consent of the Members of the Company for the Special Resolution as specified in the Postal Ballot Notice dated November 6, 2015.

The Company had availed the e-voting services of National Depository Service Limited ("NSDL").

Further, pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to clause 35B of the Listing Agreement M/s. Nitesh Jain & Co. Company Secretaries, was appointed as Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

The last date for receipt of the Postal Ballot Forms duly completed from the Members/E-voting was Thursday, December 24, 2015.

The Scrutinizer has submitted his report dated December 25, 2015, to the Chairman of the Company and the results of the Postal Ballot has been declared today i.e., Friday, December 25, 2015 at the Registered Office of the Company.

As per the Scrutinizer's Report, the result of the Postal Ballot is summarized hereunder:

<b>Date of declaration of Postal Ballot Result</b>	Friday, December 25, 2015		
<b>Total number of Shareholders on record date (Friday, October 30, 2015)</b>	12758		
<b>Details of the Agenda</b>	<b>Resolution required (Ordinary/Special)</b>	<b>Mode of Voting</b>	<b>Result</b>
Approval of Shareholders for buy-back of Equity Shares, under Section 68 of the Companies Act, 2013	Special Resolution	Postal Ballot/ E-voting	Passed





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Particulars	Number of Votes Contained in						% of total valid votes cast
	E – Voting		Ballots Voting		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	51	1084965	22	25307	73	1110272	99.78
Voted Against	4	2386	2	10	6	2396	0.22
Invalid	0	0	0	0	0	0	0.00

Accordingly, the Chairman of the Company has declared the Special Resolution as set out in the Notice dated November 6, 2015, has been passed by the Members with requisite majority.

A copy of Scrutinizer's Consolidated Report is enclosed herewith for your records.

Thanking you,

Yours truly,  
for **Technocraft Industries (India) Limited**

  
**Neeraj Rai**  
Company Secretary



Encl.: Consolidated Report of the Scrutinizer.

Date of declaration of Postal Ballot	Friday, December 25, 2015		
Total number of Shareholders on record	12758		
Date (Friday, October 30, 2015)			
Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Result
Approval of Shareholders	Special Resolution	Postal Ballot/ E-voting	Passed
Equity Shares, under Section 53 of the Companies Act, 2013			



### SCRUTINIZER'S REPORT

To,  
The Chairman  
Technocraft Industries (India) Limited  
CIN: L28120MH1992PLC069252  
A-25, Technocraft House, MIDC, Marol Industrial Area,  
Road No. 3, Opp. ESIS Hospital, Andheri (E), Mumbai - 400093

Dear Sir,

I, Nitesh Jain of Nitesh Jain & Co. Company Secretaries, Navi Mumbai, have been appointed by the Board of Directors of **Technocraft Industries (India) Limited** ("**Company**") as Scrutinizer pursuant to section 108 and 110 of the Companies Act, 2013 read with rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, for the purpose of Scrutinizing postal ballot and e-voting process in a fair and transparent manner in respect of the special resolution contained in the Notice of the Postal Ballot dated 6<sup>th</sup> November, 2015. I hereby submit my report as under:

The management of the Company is responsible to ensure the Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder and the applicable provisions of the Listing Agreement relating to e-voting and physical postal ballot forms on the resolution contained in the Postal Ballot Notice dated 6<sup>th</sup> November, 2015.

My responsibility as a Scrutinizer for the voting process is restricted to make a report of the total vote cast "in favour" or "against" the resolution based on the postal ballot forms submitted by the shareholders and on the report generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the authorised service provider, for extending the facility of e-voting to the members of the Company.

#### Report on Scrutiny:

- Pursuant to Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has issued a postal ballot notice dated 6<sup>th</sup> November, 2015 for passing a special resolution mentioned in the said notice to its members. The Company has completed the dispatch of the postal ballot form along with self-addressed postage-prepaid business reply envelope to its member, whose name appeared in the Register of members / list of beneficiaries, as on Friday, 30<sup>th</sup> October, 2015.
- The Company had appointed National Securities Depository Limited (NSDL) as the service provider, for the purpose of extending the facility of e-voting to the members of the Company.



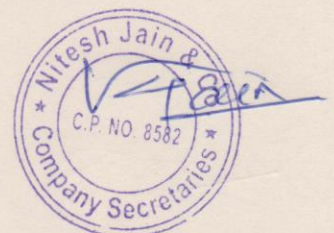
- The members were informed vide postal ballot notice that they were required to give their assent or dissent against the proposal through postal ballot forms which were required to be sent to me on or before the close of working hours i.e. 17:00 hours on Thursday, 24<sup>th</sup> December, 2015 or through e- voting facility which was kept open from Wednesday, 25<sup>th</sup> November, 2015 till Thursday, 24<sup>th</sup> December, 2015 (both days inclusive).
- All postal ballot forms received up to 17:00 hours on Thursday, 24<sup>th</sup> December, 2015 the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
- The postal ballot forms were duly opened and scrutinised by me and reconciled with the records maintained by the Registrar and share transfer agent of the Company. I did not find any postal ballot form invalid.
- Particulars of all the postal ballot forms received from the members have been entered in a register separately maintained for the purpose.
- In respect of e-voting, the details of equity shareholders, who voted "For" or "Against" the resolution that were put to vote, were generated from the e-voting website of NSDL i.e. <https://www.evoting.nsdl.com>.
- The result of the voting is as under:

**Item No. 1.**

Special Resolution - Approval of Members under Section 68 of the Companies Act, 2013; for Buy-back of Equity Shares by the Company.

Particulars	Number of Votes Contained in						% of total valid votes cast
	E - Voting		Ballots Voting		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
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Voted Against	4	2386	2	10	6	2396	0.22
Invalid	0	0	0	0	0	0	0.00

- The postal ballot and all other relevant papers including voting by electronic means shall be under my safe custody till the Chairman considers, approves and signs the minutes and thereafter the same shall be handed over to the Company Secretary of the Company for safe keeping.

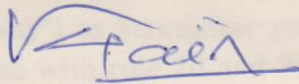


- Based on the aforesaid results the special Resolutions as set out in the Postal Ballot Notice dated 6<sup>th</sup> November, 2015 is approved by members of the Company with requisite majority. You may accordingly declare the results of the postal ballot.

Thanking You,

Yours faithfully,

For Nitesh Jain & Co.  
Company Secretaries



Nitesh Jain  
Proprietor  
FCS - 6069 / C.P. No. 8582



Date: 25<sup>th</sup> December, 2015

Place: Mumbai

Signature .....  
By Chairman

