

# ADIRASAYAN LIMITED

Regd Office : G/C, Ground Floor, Trupti Apartment, B/H. Old High Court,  
Navrangpura, Ahmedabad - 380009. Tel. No.: 079-27543650  
Email Id: adirasayan@gmail.com Website : www.adirasayan.in  
CIN No.: L24231GJ1992PLC018572

Date: 26/09/2015

To,  
General Manager,\*  
Department of Corporate Services,  
BSE Limited,  
P J Towers, Dalal Street,  
Mumbai- 400 001.

Dear Sir/ Madam,

Sub: - a) E-Voting and Poll Result under Clause 35A of the Listing Agreement  
b) Scrutinizer's Report on E-voting and Poll- As per Annexure

Ref: SCRIP CODE- 531592

In compliance with Clause 35A of the Listing Agreement, we hereby furnish the details of the voting results in the specified format:

## DETAILS OF VOTING RESULTS:

Date of 23 <sup>rd</sup> Annual General Meeting	22 <sup>nd</sup> September, 2015
Total number of Shareholders on the record date i.e. September 15,2015	1979
No. of Shareholders Present in the meeting either in person or through proxy* (*Based on Shareholder registering attendance):	17
Promoters and Promoter Group	NIL
Public:	17
No. of Shareholders attended the meeting through Video Conferencing	N.A.
Promoters and Promoter Group	N.A.
Public	N.A.



**Mode of Voting: E-voting & Poll****DETAILS OF THE AGENDA:****Resolution 1:** Adoption of Audited Financial Statements for the year ended 31st March, 2015.**Resolution Required:** Ordinary Resolution

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)
Promoter and Promoter Group	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	6519700	1398461	21.45	1398461	NIL	100	NIL
<b>Total</b>	<b>6519700</b>	<b>1398461</b>	<b>21.45</b>	<b>1398461</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 2:** Re-appointment of Mr. Sanjiv Joshi who retires by rotation and being eligible, offers himself for re-appointment.**Resolution Required:** Ordinary Resolution

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)	% of votes against on votes polled (7)
Promoter and Promoter Group	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public- Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	6519700	1398461	21.45	1398461	NIL	100	NIL
<b>Total</b>	<b>6519700</b>	<b>1398461</b>	<b>21.45</b>	<b>1398461</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 3:** Appointment of M/s Koshal & Associates, Chartered Accountants as Statutory Auditors of the Company in place of the retiring auditor M/s. Mohandas & Co., Chartered Accountants.**Resolution Required:** Ordinary Resolution

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)	% of votes against on votes polled (7)
Promoter and Promoter	NIL	NIL	NIL	NIL	NIL	NIL	NIL



Group							
Public-Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	6519700	1398461	21.45	1398461	NIL	100	NIL
<b>Total</b>	<b>6519700</b>	<b>1398461</b>	<b>21.45</b>	<b>1398461</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 4:** Appointment of Mrs. Veda Adhatrao as a Director of the Company.

**Resolution Required:** Ordinary Resolution

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)	% of votes against on votes polled (7)
Promoter and Promoter Group	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	6519700	1398461	21.45	1398461	NIL	100	NIL
<b>Total</b>	<b>6519700</b>	<b>1398461</b>	<b>21.45</b>	<b>1398461</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 5:** Re-appointment of Mr. Ashish Pandare who as an Independent Director of the Company.

**Resolution Required:** Special Resolution

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)	% of votes against on votes polled (7)
Promoter and Promoter Group	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	6519700	1398461	21.45	1398461	NIL	100	NIL
<b>Total</b>	<b>6519700</b>	<b>1398461</b>	<b>21.45</b>	<b>1398461</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 6:** Appointment of Mrs. Amisha Mitesh Dani as a Director of the Company.

**Resolution Required:** Ordinary Resolution

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)	% of votes against on votes polled (7)
Promoter and Promoter	NIL	NIL	NIL	NIL	NIL	NIL	NIL



Group							
Public-Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	6519700	1398461	21.45	1398461	NIL	100	NIL
<b>Total</b>	<b>6519700</b>	<b>1398461</b>	<b>21.45</b>	<b>1398461</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 7:** Appointment of Sanjiv Ramniklal Joshi as a Managing Director of the Company.

**Resolution Required:** Ordinary Resolution

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)	% of votes against on votes polled (7)
Promoter and Promoter Group	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	6519700	1398461	21.45	1398461	NIL	100	NIL
<b>Total</b>	<b>6519700</b>	<b>1398461</b>	<b>21.45</b>	<b>1398461</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 8:** To take the approval of Shareholders for creating charge(s)/hypothecation(s) under section 180(1)(a).

**Resolution Required:** Special Resolution

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)	% of votes against on votes polled (7)
Promoter and Promoter Group	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	6519700	1398461	21.45	1398461	NIL	100	NIL
<b>Total</b>	<b>6519700</b>	<b>1398461</b>	<b>21.45</b>	<b>1398461</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>

**Resolution 9:** To take the approval of Shareholders for increasing the borrowing limits under section 180(1)(c).

**Resolution Required:** Special Resolution

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)	% of votes against on votes polled (7)
Promoter and Promoter Group	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	6519700	1398461	21.45	1398461	NIL	100	NIL
<b>Total</b>	<b>6519700</b>	<b>1398461</b>	<b>21.45</b>	<b>1398461</b>	<b>NIL</b>	<b>100</b>	<b>NIL</b>



Promoter Group							
Public-Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	6519700	1398461	21.45	1398461	NIL	100	NIL
<b>Total</b>	6519700	1398461	21.45	1398461	NIL	100	NIL

**Resolution 10:** To take the approval of Shareholders for investing monies under Section 186.

**Resolution Required:** Special Resolution

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)	% of votes against on votes polled (7)
Promoter and Promoter Group	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	6519700	1398461	21.45	1398461	NIL	100	NIL
<b>Total</b>	6519700	1398461	21.45	1398461	NIL	100	NIL

**Resolution 11:** To adopt the new set of Articles of Association as per Companies Act 2013.

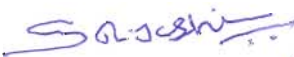
**Resolution Required:** Special Resolution

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)	% of votes against on votes polled (7)
Promoter and Promoter Group	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Institutional holders	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public-Others	6519700	1398461	21.45	1398461	NIL	100	NIL
<b>Total</b>	6519700	1398461	21.45	1398461	NIL	100	NIL

Kindly take the same on your records.

Thanking you,

Yours Truly,  
For ADI RASAYAN LIMITED

  
**Mr. Sanjiv Joshi**  
Director  
DIN: 05353964



**Encl: As above**





**CONSOLIDATED SCRUTINIZERS REPORT**

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

To,  
The Chairman  
Adi Rasayan Limited  
G/C, Ground Floor,  
Trupti Apartment,  
Navrangpura,  
Ahmedabad - 380009

Twenty Third (23<sup>rd</sup>) Annual General Meeting of the Equity Shareholders of Adi Rasayan Limited Held on 22<sup>nd</sup> September, 2015 at 10.00 A.M. at Cultural Centre Hall, BCA Charitable Trust, nr. Chandra Nagar Bus Stand, Narayan Nagar Road, Paldi, Ahmedabad- 380007.

Dear Sir,

I, Mrs. Neha Maru, Practising Company Secretary was appointed as Scrutinizer for the purpose of scrutinizing the votes cast "in favour or against" in Remote E-voting and Polling taken on the below mentioned resolution(s), at the 23<sup>rd</sup> Annual General meeting of the Equity Shareholders of Adi Rasayan Limited, held on 22nd September, 2015 at 10.00 A.M. at Cultural Centre Hall, BCA Charitable Trust, Nr. Chandra Nagar Bus Stand, Narayan Nagar Road, Paldi, Ahmedabad - 380007 submit our report as under:

1. The Remote E-voting was open from 9.00 A.M., Friday, 18th September, 2015 to 5.00P.M., Monday, 21st September, 2015.
2. The shareholders holding shares on the cut-off date 15th September, 2015 were allowed to vote through remote e-voting.
3. The Report of Remote E-Voting is based on the data downloaded from the E-Voting platform provided by National Securities Depository Limited (NSDL).
4. The Company provided facility for voting by polling paper to the members attending the meeting, who have not already cast their vote by Remote E-voting.
5. 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 marks placed by me.

Address: C-101, Yesh Krupa CHSL, Chikoowadi, Shimpoli Road, Borivali (W), Mumbai - 400092.



6. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized.

7. After the completion of E-Voting period, I unblocked the votes, in the presence of two witnesses.

The result of e-voting together with the poll is as under:-

**Item No.1 : Adoption of Audited Financial Statements for the year ended 31st March, 2015.**

Ordinary Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	17	1078186	5	320275	22	1398461	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

**Item No.2 : Re-appointment of Mr. Sanjiv Joshi who retires by rotation and being eligible, offers himself for re-appointment.**

Ordinary Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	17	1078186	5	320275	22	1398461	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

**Item No.3 : Appointment of M/s Koshal & Associates, Chartered Accountant , as Statutory Auditor of the Company.**

Ordinary Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	17	1078186	5	320275	22	1398461	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--



**Item No.4 : Appointment of Mrs. Veda Bhushan Adhatrao as a Director of the Company.**

Ordinary Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	17	1078186	5	320275	22	1398461	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

**Item No.5 : Appointment of Mr. Ashish Pandare as an Independent Director of the Company.**

Special Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	17	1078186	5	320275	22	1398461	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

**Item No.6: Appointment of Mrs. Amisha Mitesh Dani as a Director of the Company.**

Ordinary Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	17	1078186	5	320275	22	1398461	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

**Item No.7: Appointment of Mr. Sanjiv Ramniklal Joshi as Managing Director of the Company.**

Ordinary Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	17	1078186	5	320275	22	1398461	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--





**Item No.8: To take the approval of Shareholders for creating charge(s)/hypothecation(s) under Sec. 180(1)(a)**

Special Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	17	1078186	5	320275	22	1398461	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

**Item No.9: To take the approval of Shareholders for increasing the borrowing limits under section 180(1)(c).**

Special Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	17	1078186	5	320275	22	1398461	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

**Item No.10: To take the approval of Shareholders for investing money under section 186.**

Special Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	17	1078186	5	320275	22	1398461	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

**Item No.11: To adopt new set of Articles of Association as per Companies Act, 2013.**

Special Resolution

PARTICULARS	POLL		E-VOTING		TOTAL		
	No. of Members	No. of Votes	No. of Members	No. of Votes	No. of Members	No. of Votes	% of Votes
For	17	1078186	5	320275	22	1398461	100
Against	--	--	--	--	--	--	--
Invalid	--	--	--	--	--	--	--

All the Resolutions were passed with requisite majority.

2

The relevant records relating to e-voting and poll shall remain in safe custody until the Chairman signs the minutes of the aforesaid Annual General Meeting and the same shall be handed over to the person authorized by the Board for safe keeping.

Thanking You,

Yours Truly



Neha Maru  
Practising Company Secretary

Date: 23<sup>rd</sup> September, 2015.

Place: Mumbai