

Ref: BSL: SECL: 16

29<sup>th</sup> August, 2016

**BSE Limited**

Corporate Relationship Department,  
1<sup>st</sup> Floor, New Trading Ring,  
P.J. Tower, Dalal Street,  
Fort, Mumbai-400001  
Fax: 022-22723121/1278

**National Stock Exchange of India Limited**

Exchange Plaza. 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra(East), Mumbai-400051  
Fax: 022-26598237/38

**Security Code: 503722**

**Security ID: BANSWRAS**

Respected Sirs,

**Sub : Disclosure of Voting Results under Regulation 44 (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").**

Pursuant to Regulation 44 (3) of ("Listing Regulations"), please find enclosed the voting results for 40<sup>th</sup> Annual General Meeting held on Saturday, August 27, 2016 at 3.00 P.M. alongwith Scrutinizer's report dated 29<sup>th</sup> August, 2016.

We request you to kindly take the same on record and inform all concerned accordingly.

Thanking You.

Yours faithfully,

For Banswara Syntex Limited,

*J.K. Jain*  
J.K. Jain

CFO & Company Secretary

Encl: as above

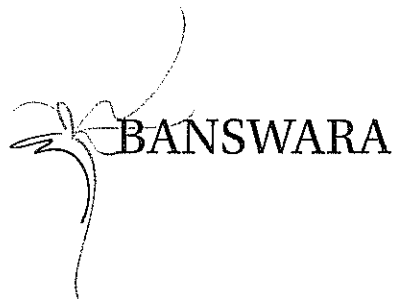
CC: Central Depository Services (India) Ltd.  
Phiroze Jeejeebhoy Towers  
17<sup>th</sup> Floor, Dalal Street  
Fort  
MUMBAI - 400 023

**BANSWARA SYNTEX LIMITED  
CORPORATE OFFICE**

5th Floor, Gopal Bhawan, 199, Princess Street, Mumbai - 400 002  
Tel: +91 22 66336571-76 | Fax: +91 22 2206 4406  
Email: info@banswarafabrics.com

**REGISTERED OFFICE & MILLS**

Industrial Area, Dahod Road, Banswara - 327 001 (Rajasthan)  
Tel: +91 2962 240600 - 93, 257676 - 01  
Email: info@banswarafabrics.com



## Annexure-I

### VOTING RESULT

Date of Annual General Meeting	27 <sup>th</sup> August, 2016
Total number of shareholder on record date	9087
No. of shareholder present in the meeting either in person or through proxy:	
Promoter and Promoter Group	NIL
Public	67
No. of shareholder attended the meeting through conferencing:	
Promoter and Promoter Group:	Not Applicable
Public:	

#### DETAILS OF VOTING RESULTS AS PER REGULATION 44 OF LISTING REGULATION 2015

**Resolution 1:** Adopted the Audited Financial Statement (both standalone and consolidated) together with Board's Report and the Auditors Report thereon for the year ended March 31, 2016.

**Resolution Required:** Ordinary Resolution

**Mode of Voting:** Poll at AGM and E-Voting

**Whether promoter/promoter group are interested in agenda/resolution:** No

Category	Mode of voting	No. of share held	No. of votes polled	% of votes polled on outstanding Share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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 Poll Postal Ballot	10005251 Nil N.A.	10005251	100	10005251	-	100	-
Public - Institution	E-voting Poll Postal- Ballot	Nil	-	-	-	-	-	-
Public - Non Institutions	E-voting Poll Postal- Ballot	692 3574	692 3574	100 100	692 3469	- 105	100 97.06	- 2.93
Total		10009517	10009517	100	10009412	105	100	0.00

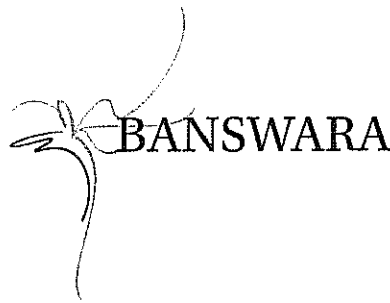
#### BANSWARA SYNTEX LIMITED

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**Resolution 2: Declaration of Dividend for the financial year 2015-16 @ 2.00 per shares on Equity Shares having face value Rs.10/- per share**

**Resolution Required: Ordinary Resolution**

**Mode of Voting: Poll at AGM and E-Voting**

**Whether promoter/promoter group are interested in agenda/resolution: No**

Category	Mode of voting	No. of share held	No. of votes polled	% of votes polled on outstanding Share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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 Poll Postal Ballot	10005251 Nil N.A.	10005251	100	10005251	-	100	-
Public - Institution	E-voting Poll Postal- Ballot	Nil	-	-	-	-	-	-
Public - Non Institutions	E-voting Poll Postal- Ballot	692 3574	692 3574	100 100	692 3469	- 105	100 97.06	- 2.93
Total		10009517	10009517	100	10009412	105	100	0.00

**Resolution 3: Appointment of Shri Shaleen Toshniwal (DIN 00246432) who retires by rotation and is eligible, offers himself for re-appointment.**

**Resolution Required: Ordinary Resolution**

**Mode of Voting: Poll at AGM and E-Voting**

**Whether promoter/promoter group are interested in agenda/resolution:No**

Category	Mode of voting	No. of share held	No. of votes polled	% of votes polled on outstanding Share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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 Poll Postal Ballot	10005251 Nil N.A.	10005251	100	10005251	-	100	-
Public - Institution	E-voting Poll Postal- Ballot	Nil	-	-	-	-	-	-
Public - Non Institutions	E-voting Poll Postal- Ballot	692 3574	692 3574	100 100	692 3469	- 105	100 97.06	- 2.93
Total		10009517	10009517	100	10009412	105	100	0.00

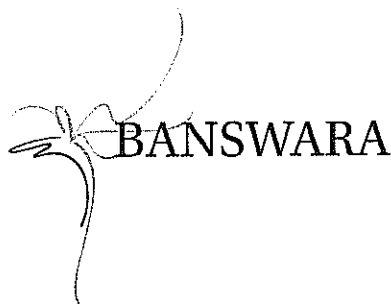
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An IS / ISO 9001:2008 Company | CIN : L24302RJ1976PLC001684 | www.bansvarasyntex.com



**Resolution 4:** Ratify the appointment of M/s Kalani & Company, Jaipur, (Firm Registration No.000722C) as Statutory Auditors of the Company, and to authorize Board to fix their remuneration.

**Resolution Required:** Ordinary Resolution

**Mode of Voting:** Poll at AGM and E-Voting

**Whether promoter/promoter group are interested in agenda/resolution:**No

Category	Mode of voting	No. of share held	No. of votes polled	% of votes polled on outstanding Share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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 Poll Postal Ballot	10005251 Nil N.A.	10005251	100	10005251	-	100	-
Public - Institution	E-voting Poll Postal- Ballot	Nil	-	-	-	-	-	-
Public - Non Institutions	E-voting Poll Postal- Ballot	692 3574	692 3574	100 100	692 3499	- 75	100 97.90	- 2.10
Total		10009517	10009517	100	10009442	75	100	0.00

**Resolution 5:** Ratification of the remuneration of K.G. Goyal & Company, as Cost Auditor of the Company.

**Resolution Required:** Ordinary Resolution

**Mode of Voting:** Poll at AGM and E-Voting

**Whether promoter/promoter group are interested in agenda/resolution:** No

Category	Mode of voting	No. of share held	No. of votes polled	% of votes polled on outstanding Share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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 Poll Postal Ballot	10005251 Nil N.A.	10005251	100	10005251	-	100	-
Public - Institution	E-voting Poll Postal- Ballot	Nil	-	-	-	-	-	-

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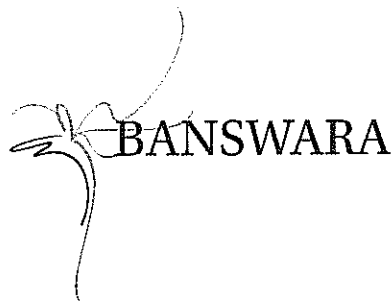
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Public - Non Institutions	E-voting Poll Postal- Ballot	692 3574	692 3574	100 100	692 3499	- 75	100 97.90	- 2.10
Total		10009517	10009517	100	10009442	75	100	0.00

**Resolution 6: Acceptance of Deposits from Members of the company and / or Public under Sections 73 and 76 of the Companies Act, 2013;**

**Resolution Required: Special Resolution**

**Mode of Voting: Poll at AGM and E-Voting**

**Whether promoter/promoter group are interested in agenda/resolution:No**

Category	Mode of voting	No. of share held	No. of votes polled	% of votes polled on outstanding Share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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 Poll Postal Ballot	10005251 Nil N.A.	10005251	100	10005251	-	100	-
Public - Institution	E-voting Poll Postal- Ballot	Nil	-	-	-	-	-	-
Public - Non Institutions	E-voting Poll Postal- Ballot	692 3574	692 3574	100 100	692 3499	- 75	100 97.90	- 2.10
Total		10009517	10009517	100	10009442	75	100	0.00

**Resolution 7: Adoption of new set Article of Association of the Company containing regulations in conformity with Companies Act, 2013**

**Resolution Required: Special Resolution**

**Mode of Voting: Poll at AGM and E-Voting**

**Whether promoter/promoter group are interested in agenda/resolution:No**

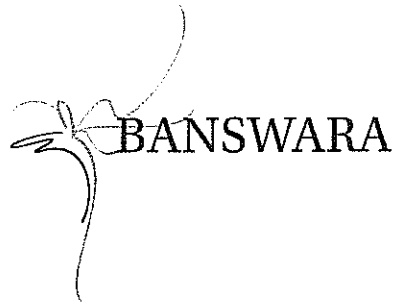
Category	Mode of voting	No. of share held	No. of votes polled	% of votes polled on outstanding Share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in against on votes polled
		(1)	(2)	$(3)=(2)/(1)*100$	(4)	(5)	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
Promoter And Promoter Group	E-voting Poll Postal Ballot	10005251 Nil N.A.	10005251	100	10005251	-	100	-

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Public - Institution	E-voting Poll Postal- Ballot	Nil	-	-	-	-	-	-
Public - Non Institutions	E-voting Poll Postal- Ballot	692 3574	692 3574	100 100	692 3499	- 75	100 97.90	- 2.10
Total		10009517	10009517	100	10009442	75	100	0.00

Thanking you,

Yours Faithfully,  
FOR BANSWARA SYNTEX LIMITED

For 

J.K. JAIN  
CFO & COMPANY SECRETARY  
Encl.: As above.

**BANSWARA SYNTEX LIMITED**

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**MANOJ MAHESHWARI**

**COMPANY SECRETARY**

**☎ 2370 954; 93145 04821 (M)**

**E-mail: [cs.vmanda@gmail.com](mailto:cs.vmanda@gmail.com)**

**403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.**

**"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.**

**Scrutinizer's Report**

To,  
Chairman of  
40<sup>th</sup> Annual General Meeting of the Equity Shareholders of Banswara Syntex Limited held on Saturday, 27<sup>th</sup> August, 2016 at 03:00 P.M. at its Registered Office at Industrial Area, Dahod Road, Banswara (Rajasthan).

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on Remote E-voting and Polling for 40<sup>th</sup> Annual General Meeting of Equity Shareholders held on 27<sup>th</sup> August, 2016.**

Pursuant to the resolution passed by the Board of Directors of **BANSWARA SYNTEX LIMITED** (hereinafter referred to as "Company") on Monday, 23<sup>rd</sup> May, 2016, I had been appointed as the scrutinizer for the remote e-voting process and polling to be carried out at the 40<sup>th</sup> Annual General Meeting (hereinafter referred to as "AGM") in fair and transparent manner and ascertaining the requisite majority in respect of the resolutions contained in the Notice to the 40<sup>th</sup> AGM of the members of the Company.

To enable wider participation of equity shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 and the rules framed thereunder vide The Companies (Management and Administration) Rules, 2014 including The Companies (Management and Administration) Amendment Rules, 2015, dated March 19, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Regulations"), every company having its equity shares listed on Recognized Stock Exchange(s), is required to provide remote e-voting facility to their shareholders on all shareholders' resolutions to be passed at general meetings or through postal ballot. Since the Company falls within the requirements as specified in the Companies Act, 2013 and the above mentioned Regulations, remote e-voting which has been made applicable, the company provided for the same.

The Company accordingly made arrangements with the system provider Central Depository Services Limited (herein after referred as "CDSL"), Depository for providing a system of recording votes of the shareholders electronically through remote e-voting. The company has also accordingly made arrangements through its Registrar and Transfer Agent, **M/s Computech Sharecap Ltd.** (herein after referred as "RTA") to set up the e-voting facility on the CDSL e-voting Website <https://www.evotingindia.com>.

The Company through RTA has also uploaded the resolutions in which remote e-voting is required and for generating E-Voting Sequence Number (EVSN) by the system provider. All necessary formalities in compliance with the requirements specified by CDSL, the system provider has been done by the company through its RTA. Necessary instructions in this regard to be followed by the shareholders had also been duly mentioned in the AGM notice dated 23<sup>rd</sup> May, 2016 sent to the shareholders by electronic means via e-mail, courier and registered post. The members of the Company as on the cut-off date i.e. 20<sup>th</sup> August, 2016 were entitled to vote on the resolutions contained in the Notice to the 40<sup>th</sup> AGM of the members of the Company.



**MANOJ MAHESHWARI****COMPANY SECRETARY**

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403, "ROYAL WORLD" S.C ROAD, JAIPUR - 302001.

"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.The notice of 40<sup>th</sup> AGM contains the following resolutions:

<b>BUSINESS ITEMS TRANSACTIONED AT THE AGM</b>	<b>TYPE AND DESCRIPTION OF RESOLUTIONS</b>
<b>1) Ordinary Resolution: Adoption of:</b> (i) Audited Standalone Financial Statements along with the Board's Report & Auditor's Report (ii) Audited Consolidated Financial Statement and Auditor's Report	Ordinary Resolution under Section 129 and all other applicable provisions, if any, of the Companies Act, 2013, read with The Companies (Accounts) Rules, 2014 to consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31 March, 2016 together with the reports of the Board of Directors and Auditors thereon.
<b>2) Ordinary Resolution: Declaration of final dividend on Equity Shares for the financial year 2015-16</b>	Ordinary Resolution under Section 123 and all other applicable provisions, if any, of the Companies Act, 2013, read with The Companies (Declaration and Payment of Dividend) Rules, 2014 to declare final dividend of Rs. 2.00/- per Equity Share of Rs. 10/- each for the financial year 2015-16
<b>3) Ordinary Resolution: Appointment of Director, liable to retire by rotation at the AGM</b>	Ordinary Resolution under Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Appointment and Qualification of Directors) Rules, 2014 to re-appoint Mr. Shaleen Toshniwal (DIN: 00246432) as a Director, who retire by rotation at this AGM.
<b>4) Ordinary Resolution: Ratification of appointment of the Statutory Auditors of the Company</b>	Ordinary Resolution under Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014 to ratify the appointment of M/s Kalani & Co., Chartered Accountants, Jaipur (Firm Registration No. 000722C) as Statutory Auditors of the Company.
<b>Special Business</b>	
<b>5) Ordinary Resolution: Ratification of Remuneration of the Cost Auditor</b>	Ordinary Resolution under Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014 to ratify the remuneration of Cost Auditor of the Company for the financial year ending on 31 <sup>st</sup> March, 2017.
<b>6) Special Resolution: Acceptance of Deposits from public and/or members of the Company.</b>	Special Resolution under Section 73, 76 and all other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Acceptance of Deposits) Rules, 2014 to invite/accept, renew/receive money by way of unsecured/secured deposits from public and/or members of the Company.
<b>7) Special Resolution: Adoption of new Articles of Association of the Company</b>	Special Resolution under Section 5, 14 and other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Incorporation) Rules, 2014, to adopt new Articles of Association of the Company containing regulation in conformity with the Companies Act, 2013 to the entire exclusion of the existing Articles of Association of the Company.



**MANOJ MAHESHWARI**

**COMPANY SECRETARY**

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Further to the above, I submit my report as under:-

- 1) That the AGM notice dated 23<sup>rd</sup> May, 2016 under section 101 of the Companies Act, 2013 was dispatched to 1,043 (One Thousand Forty Three) shareholders by means of registered post, 4,888 (Four Thousand Eight Hundred and Eighty Eight) shareholders by means of courier services and 2,649 (Two Thousand Six Hundred and Forty Nine) shareholders by electronic means via e-mail on or before 3<sup>rd</sup> August, 2016. As confirmed by management, there were 90 (Ninety) such envelopes containing notice of AGM which were returned undelivered and there were 363 (Three Hundred Sixty Three) e-mails which were bounced back.
- 2) As stated in sub rule 4 of Rule 20 of The Companies (Management and Administration) Amendment Rules, 2015 amending the Rule 20 of The (Management and Administration) Rules, 2014, an advertisement was published by the company on 04<sup>th</sup> August, 2016 in "Business Standards", English newspaper in English language and in "Rajasthan Patrika" vernacular language newspaper in vernacular language, informing about the completion of the dispatch of the AGM notices, by means of registered post, courier and electronic means via e-mail, to the shareholders along with other related matters mentioned therein.
- 3) The remote e-voting period remained open from Tuesday, 23<sup>rd</sup> August, 2016 at 09.00 A.M. and ended on Friday, 26<sup>th</sup> August, 2016 at 5.00 P.M.
- 4) The members of the Company as on the cut-off date i.e. Saturday, 20<sup>th</sup> August, 2016 were entitled to vote on the resolutions.
- 5) The empty polling box was locked and sealed in the presence of members. Immediately after the conclusion of voting at AGM, votes cast at the meeting were counted first and thereafter the votes cast through remote e-voting were unblocked in the presence of 2 witnesses who are not in the employment of the Company.
- 6) The total number of fully paid up shares of the company outstanding as on 20<sup>th</sup> August, 2016, were 1,69,29,346. As on cut-off date, out of 9,087 (Nine Thousand Eighty Seven) shareholders, 29 (Twenty Nine) shareholders have exercised their votes through remote e-voting and 57 (Fifty Seven) shareholders have exercised their votes through poll at the AGM. The results (consolidated) for the item placed for consideration by the members is given below:



**MANOJ MAHESHWARI**

COMPANY SECRETARY

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"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

**Item No 1: Ordinary Resolution for**

(i) Adoption of Audited standalone Financial Statements along with the report of Board of Director's and Auditor's thereon

(ii) Adoption of consolidated financial statement and auditor's report thereon

Total No. of Shareholders	9,087		
Total No. of Shares	1,69,29,346		
Remote E-voting Period	23 <sup>rd</sup> August, 2016 to 26 <sup>th</sup> August, 2016		
		<b>Number of Votes/Folio</b>	<b>Number of shares</b>
Total votes cast through remote e-voting	A	29	1,00,05,943
Total Votes cast through Polling at AGM	B	57	3,574
Grand Total of remote e-voting / Polling at AGM (A+B)	C	86	1,00,09,517
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM (C-D)	E	86	1,00,09,517

**NOTES:**

- Invalid voting was not taken into account for counting of votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

**SUMMARY OF VOTING**

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)=[(5)/(2)]*100
Promoter and Promoter group	10,005,251	10,005,251	100%	10,005,251	0	100%	0%
Public institutional holders	8,14,125	0	0%	0	0	0%	0%
Public others	61,09,970	4,266	0.07%	4,161	105	97.54%	2.46%
<b>Total</b>	<b>1,69,29,346</b>	<b>1,00,09,517</b>	<b>59.13%</b>	<b>1,00,09,412</b>	<b>105</b>	<b>100%</b>	<b>0.00%</b>

Percentage of Votes cast in favour: 100%

Percentage of votes cast against: 0.00

**RESULT:-**

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 129 of the Companies Act, 2013 as set out in the notice of AGM dated 23<sup>rd</sup> May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



**MANOJ MAHESHWARI**  
COMPANY SECRETARY

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**Item No 2: Ordinary Resolution for declaration of final dividend on Equity Shares for the financial year 2015-16**

Total No. of Shareholders	9,087		
Total No. of Shares	1,69,29,346		
Remote E-voting Period	23 <sup>rd</sup> August, 2016 to 26 <sup>th</sup> August, 2016		
		<b>Number of Votes/Folio</b>	<b>Number of shares</b>
Total votes cast through remote e-voting	A	29	1,00,05,943
Total Votes cast through Polling at AGM	B	57	3,574
Grand Total of remote e-voting / Polling at AGM (A+B)	C	86	1,00,09,517
Less: Invalid/abstain remote e-voting/ Polls at AGM(On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM (C-D)	E	86	1,00,09,517

**NOTES:**

- i. Invalid voting was not taken into account for counting of votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

**SUMMARY OF VOTING**

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)=[(5)/(2)]*100
Promoter and Promoter group	10,005,251	10,005,251	100%	10,005,251	0	100%	0%
Public institutional holders	8,14,125	0	0%	0	0	0%	0%
Public-others	61,09,970	4,266	0.07%	4,161	105	97.54 %	2.46%
<b>Total</b>	<b>1,69,29,346</b>	<b>1,00,09,517</b>	<b>59.13 %</b>	<b>1,00,09,412</b>	<b>105</b>	<b>100%</b>	<b>0.00%</b>

Percentage of Votes cast in favour: 100%

Percentage of votes cast against: 0.00

**RESULT:-**

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 123 of the Companies Act, 2013 as set out in the notice of AGM dated 23<sup>rd</sup> May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



**MANOJ MAHESHWARI**  
COMPANY SECRETARY

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"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

**Item No 3: Ordinary Resolution for appointment of Director, retired by rotation at the AGM**

Total No. of Shareholders	9,087		
Total No. of Shares	1,69,29,346		
Remote E-voting Period	23 <sup>rd</sup> August, 2016 to 26 <sup>th</sup> August, 2016		
		<b>Number of Votes/Folio</b>	<b>Number of shares</b>
Total votes cast through remote e-voting	A	29	1,00,05,943
Total Votes cast through Polling at AGM	B	57	3,574
Grand Total of remote e-voting / Polling at AGM (A+B)	C	86	1,00,09,517
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM (C-D)	E	86	1,00,09,517

**NOTES:**

- i. Invalid voting was not taken into account for counting of votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

**SUMMARY OF VOTING**

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)=[(5)/(2)]*100
Promoter and Promoter group	10,005,251	10,005,251	100%	10,005,251	0	100%	0%
Public institutional holders	8,14,125	0	0%	0	0	0%	0%
Public-others	61,09,970	4,266	0.07%	4,161	105	97.54%	2.46%
<b>Total</b>	<b>1,69,29,346</b>	<b>1,00,09,517</b>	<b>59.13%</b>	<b>1,00,09,412</b>	<b>105</b>	<b>100%</b>	<b>0.00%</b>

Percentage of Votes cast in favour: 100%

Percentage of votes cast against: 0.20

**RESULT:-**

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 152 of the Companies Act, 2013 as set out in the notice of AGM dated 23<sup>rd</sup> May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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**Item No 4: Ordinary Resolution for Ratification of Appointment of Statutory Auditors**

Total No. of Shareholders	9,087		
Total No. of Shares	1,69,29,346		
Remote E-voting Period	23 <sup>rd</sup> August, 2016 to 26 <sup>th</sup> August, 2016		
		<b>Number of Votes/Folio</b>	<b>Number of shares</b>
Total votes cast through remote e-voting	A	29	1,00,05,943
Total Votes cast through Polling at AGM	B	57	3,574
Grand Total of remote e-voting / Polling at AGM (A+B)	C	86	1,00,09,517
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM (C-D)	E	86	1,00,09,517

**NOTES:**

- Invalid voting was not taken into account for counting of votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

**SUMMARY OF VOTING**

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)=[(5)/(2)]*100
Promoter and Promoter group	10,005,251	10,005,251	100%	10,005,251	0	100%	0%
Public institutional holders	8,14,125	0	0%	0	0	0%	0%
Public-others	61,09,970	4,266	0.07%	4,191	75	98.24%	1.76%
<b>Total</b>	<b>1,69,29,346</b>	<b>1,00,09,517</b>	<b>59.13%</b>	<b>1,00,09,442</b>	<b>75</b>	<b>100%</b>	<b>0.00%</b>

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0.00

**RESULT:-**

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 139, 142 of the Companies Act, 2013 as set out in the notice of AGM dated 23<sup>rd</sup> May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

**Item No 5: Ordinary Resolution for Ratification of Remuneration of the Cost Auditors**

Total No. of Shareholders	9,087		
Total No. of Shares	1,69,29,346		
Remote E-voting Period	23 <sup>rd</sup> August, 2016 to 26 <sup>th</sup> August, 2016		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	29	1,00,05,943
Total Votes cast through Polling at AGM	B	57	3,574
Grand Total of remote e-voting / Polling at AGM (A+B)	C	86	1,00,09,517
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM (C-D)	E	86	1,00,09,517

**NOTES:**

- Invalid voting was not taken into account for counting of votes.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

**SUMMARY OF VOTING**

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)=[(5)/(2)]*100
Promoter and Promoter group	10,005,251	10,005,251	100%	10,005,251	0	100%	0%
Public Institutional holders	8,14,125	0	0%	0	0	0%	0%
Public-others	61,09,970	4,266	0.07%	4,191	75	98.24%	1.76%
<b>Total</b>	<b>1,69,29,346</b>	<b>1,00,09,517</b>	<b>59.13%</b>	<b>1,00,09,442</b>	<b>75</b>	<b>100%</b>	<b>0.00%</b>

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0.00

**RESULT:-**

Since, the number of votes cast in favour of the resolution is 100%, I report that the ordinary resolution under section 148 of the Companies Act, 2013 as set out in the notice of AGM dated 23<sup>rd</sup> May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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**Item No 6: Special Resolution for Acceptance of Deposits from public and/or members of the company**

Total No. of Shareholders	9,087		
Total No. of Shares	1,69,29,346		
Remote E-voting Period	23 <sup>rd</sup> August, 2016 to 26 <sup>th</sup> August, 2016		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	29	1,00,05,943
Total Votes cast through Polling at AGM	B	57	3,574
Grand Total of remote e-voting / Polling at AGM (A+B)	C	86	1,00,09,517
Less: Invalid/abstain remote e-voting/ Polls at AGM (On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM (C-D)	E	86	1,00,09,517

**NOTES:**

- i. Invalid voting was not taken into account for counting of votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

**SUMMARY OF VOTING**

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstan- ding shares (3)=[ (2)/(1)] *100	No. of votes in Favour (4)	No. of Vote s again st(5)	% of votes in favour on votes polled (6)=[(4 ) / (2)] * 1 00	% of votes against on votes polled (7)=[(5 ) / (2)] * 1 00
Promoter and Promoter group	10,005,251	10,005,251	100%	10,005,251	0	100%	0%
Public institution- al holders	8,14,125	0	0%	0	0	0%	0%
Public- others	61,09,970	4,266	0.07%	4,191	75	98.24 %	1.76%
<b>Total</b>	<b>1,69,29,346</b>	<b>1,00,09,517</b>	<b>59.13 %</b>	<b>1,00,09,442</b>	<b>75</b>	<b>100%</b>	<b>0.00%</b>

Percentage of Votes cast in favour: 100% | Percentage of votes cast against: 0.00

**RESULT:-**

Since, the number of votes cast in favour of the resolution is 100%, I report that the special resolution under section 73 and 76 of the Companies Act, 2013 as set out in the notice of AGM dated 23<sup>rd</sup> May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.

**Item No 7: Special Resolution for adoption of new Articles of Association Of The Company**

Total No. of Shareholders	9,087		
Total No. of Shares	1,69,29,346		
Remote E-voting Period	23 <sup>rd</sup> August, 2016 to 26 <sup>th</sup> August, 2016		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	29	1,00,05,943
Total Votes cast through Polling at AGM	B	57	3,574
Grand Total of remote e-voting / Polling at AGM (A+B)	C	86	1,00,09,517
Less: Invalid/abstain remote e-voting/ Polls at AGM*(On account of for/against option not indicated)	D	0	0
Net remote e-voting/ Polling at AGM (C-D)	E	86	1,00,09,517

**NOTES:**

- i. Invalid voting was not taken into account for counting of votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through remote e-voting and polling at AGM.

**SUMMARY OF VOTING**

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)=[(5)/(2)]*100
Promoter and Promoter group	10,005,251	10,005,251	100%	10,005,251	0	100%	0%
Public institutional holders	8,14,125	0	0%	0	0	0%	0%
Public-others	61,09,970	4,266	0.07%	4,191	75	98.24%	1.76%
<b>Total</b>	<b>1,69,29,346</b>	<b>1,00,09,517</b>	<b>59.13%</b>	<b>1,00,09,442</b>	<b>75</b>	<b>100%</b>	<b>0.00%</b>

Percentage of Votes cast in favour: 100%

Percentage of votes cast against: 0.00

**RESULT:-**

Since, the number of votes cast in favour of the resolution is 100%, I report that the special resolution under section 5 and 14 of the Companies Act, 2013 as set out in the notice of AGM dated 23<sup>rd</sup> May, 2016 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



**MANOJ MAHESHWARI**  
**COMPANY SECRETARY**

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**"USHA - KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR - 302019.**

I further report that as per the AGM notice dated 23<sup>rd</sup> May, 2016, the Chairman may declare and confirm the above result. The result of AGM together with the Scrutinizer's Report would be displayed on the Company's website [www.banswarasyntex.com](http://www.banswarasyntex.com) and on the website of CDSL and shall also be communicated to the Stock Exchange(s).

I further report that as per the said rules, the records maintained by me including the data as obtained from CDSL, the system provider for the remote e-voting facility extended by them as also a register recording the consent or otherwise received from the shareholders, voting through Polling at AGM, which includes all the particulars of the shareholders such as the name, folio number/DP ID/ Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, ballot papers and other related papers are in my safe custody which will be handed over to the Chairman/Company Secretary of the Company.

This report may be treated as a report under Section 109 of the Companies Act, 2013 and rule 21(2) of The Companies (Management and Administration) Rules, 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and polling at AGM.

Yours Faithfully

  
CS Manoj Maheshwari  
Scrutinizer  
FCS: 3355



For Banswara Syntex Limited

  
for R.L. Toshniwal  
Chairman  
DIN: 00106933

Place: Jaipur  
Date: 29.08.2016