

NAME: MAFATLAL INDUSTRIES LTD

SLNO	DESCRIPTION					
A	DATE OF AGM					
B	BOOK CLOSURE DATE					
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE					
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY.					
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	3	46	49	7676765	55.17737
	PUBLIC	156	0	156	49165	0.35338
	TOTAL	159	46	205	7725930	55.53075
E	No. of shareholders attended the meeting through Video conferencing _____, No video conferencing facility was made available.					



Date of the AGM/EGM	MAFATLAL INDUSTRIES LTD
Total number of shareholders on record date	02-08-2017
No. of shareholders present in the meeting either in person or through proxy:	105954
Promoters and Promoter Group:	49
Public:	156
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Ordinary Resolution -Adoption of Director's Report, Audited Financial Statements for the year ended 31st March, 2017 and Auditors' Report thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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	E-Voting	10414785	10414785	100.0000	10414785	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10414785	100	10414785	0	100	0
Public- Institutions	E-Voting	361601	39078	10.8069	39078	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		39078	10.8069	39078	0	100	0
Public- Non Institutions	E-Voting	3136500	214	0.0068	194	20	90.6542	9.3457
	Poll		654	0.0209	652	2	99.6941	0.3058
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		868	0.0277	846	22	97.4654	2.5346
Total		13912886	10453731	75.1442	10453730	22	99.9998	0.0002

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Ordinary Resolution -Declaration of Dividend for the Year 2016-17.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							



Category	Mode of Voting	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	E-Voting	10414785	10414785	100.0000	10414785	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10414785	100	10414785	0	100	0
Public- Institutions	E-Voting	361601	39078	10.8069	39078	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		39078	10.8069	39078	0	100	0
Public- Non Institutions	E-Voting	3136500	214	0.0068	194	20	90.6542	9.3457
	Poll		654	0.0209	652	2	99.6941	0.3058
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		868	0.0277	846	22	97.4654	2.5346
Total		18912886	10454751	75.1442	10454709	22	99.3998	0.0002

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Ordinary Resolution -Re-appointment of Shri A. K. Srivastava who retires by rotation.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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	E-Voting	10414785	10414785	100.0000	10414785	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10414785	100	10414785	0	100	0
Public- Institutions	E-Voting	361601	39078	10.8069	39078	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		39078	10.8069	39078	0	100	0
	E-Voting		214	0.0068	194	20	90.6542	9.3457



	Poll	3136500	650	0.0207	648	2	99.6923	0.3076
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		864	0.0275	842	22	97.4537	2.5463
	Total	13912886	10454727	75.1442	10454705	22	99.9998	0.0002

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ordinary Resolution -Appointment of Auditors and fixing their remuneration.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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	E-Voting	10414785	10414785	100.0000	10414785	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10414785	100	10414785	0	100	0
Public- Institutions	E-Voting	361601	39078	10.8069	39078	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		39078	10.8069	39078	0	100	0
Public- Non Institutions	E-Voting	3136500	214	0.0068	194	20	90.6542	9.3457
	Poll		654	0.0209	652	2	99.6941	0.3058
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		868	0.0277	846	22	97.4654	2.5346
	Total	13912886	10454730	75.1442	10454703	22	99.9998	0.0002

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Ordinary Resolution -Appointment of Shri. Priyavrata H. Mafatlal as Additional Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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

Handwritten signature



Promoter and Promoter Group	E-Voting	10414785	10414785	100.0000	10414785	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10414785	100	10414785	0	100	0
Public- Institutions	E-Voting	361601	39078	10.8069	39078	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		39078	10.8069	39078	0	100	0
Public- Non Institutions	E-Voting	3136500	214	0.0068	194	20	90.6542	9.3457
	Poll		654	0.0209	652	2	99.6941	0.3058
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		868	0.0277	846	22	97.4654	2.5346
Total		13912886	10454731	75.1442	10454709	22	99.9998	0.0002

Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - Special Resolution- Appointment of Shri Priyavrata H. Mafatala as Executive Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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	E-Voting	10414785	10414785	100.0000	10414785	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10414785	100	10414785	0	100	0
Public- Institutions	E-Voting	361601	39078	10.8069	39078	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		39078	10.8069	39078	0	100	0
Public- Non Institutions	E-Voting	3136500	214	0.0068	194	20	90.6542	9.3457
	Poll		654	0.0209	652	2	99.6941	0.3058
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		868	0.0277	846	22	97.4654	2.5346
Total		13912886	10454731	75.1442	10454709	22	99.9998	0.0002



Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - Special Resolution-Appointment of Shri Hrishikesh A. Mafatlal as Executive Chairman.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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	E-Voting	10414785	10414785	100.0000	10414785	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10414785	100	10414785	0	100	0
Public- Institutions	E-Voting	361601	39078	10.8069	39078	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		39078	10.8069	39078	0	100	0
Public- Non Institutions	E-Voting	3136500	214	0.0068	194	20	90.6542	9.3457
	Poll		650	0.0207	648	2	99.6923	0.3076
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		864	0.0275	842	22	97.4537	2.5463
Total	13512886		10454727	75.1442	10454705	22	99.9998	0.0002

Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL - Special Resolution-To approve the remuneration paid to Shri Aniruddha P. Deshmukh, Managing Director & Chief Executive Officer (MD & CEO) for the year 2016-17 and waiver of excess remuneration paid.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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	E-Voting	10414785	10414785	100.0000	10414785	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000



Ramdas

	Total		10414785	100	10414785	0	100	0
Public- Institutions	E-Voting	361601	39078	10.8069	39078	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		39078	10.8069	39078	0	100	0
Public- Non Institutions	E-Voting	3136500	214	0.0068	190	24	88.7850	11.2149
	Poll		650	0.0207	648	2	99.6923	0.3076
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		864	0.0275	838	26	96.9907	3.0093
	Total		10414785	100	10414785	26	99.9998	0.0002

Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL - Special Resolution-To approve the remuneration paid to Shri Priyavrata H. Mafatlal, Executive Director for the year 2016-17 and to approve the waiver of excess remuneration paid.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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	E-Voting	10414785	10414785	100.0000	10414785	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10414785	100	10414785	0	100	0
Public- Institutions	E-Voting	361601	39078	10.8069	39078	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		39078	10.8069	39078	0	100	0
Public- Non Institutions	E-Voting	3136500	214	0.0068	190	24	88.7850	11.2149
	Poll		650	0.0207	648	2	99.6923	0.3076
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		864	0.0275	838	26	96.9907	3.0093
	Total		10414785	100	10414785	26	99.9998	0.0002

Resolution No. 10

Handwritten signature



Resolution required: (Ordinary/ Special)		SPECIAL - Special Resolution-To approve the remuneration paid to Shri V. P. Mafatal, Executive Vice- Chairman (up to 19th August, 2016) for the year 2016-17 and to approve the waiver of excess remuneration paid.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	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	E-Voting	10414785	10414785	100.0000	10414785	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10414785	100	10414785	0	100	0
Public- Institutions	E-Voting	361601	39078	10.8069	39078	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		39078	10.8069	39078	0	100	0
Public- Non Institutions	E-Voting	3136500	214	0.0068	190	24	88.7850	11.2149
	Poll		650	0.0207	648	2	99.6923	0.3076
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		864	0.0275	838	26	96.9907	3.0093
Total		13912586	10454727	75.2442	10454701	26	99.9998	0.0002

Resolution No.		11						
Resolution required: (Ordinary/ Special)		ORDINARY - Ordinary Resolution -To Approve payment of remuneration to Shri B. C. Desai, Cost Accountant, Ahmedabad as Cost Auditor of the Company for the year 2017-18.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	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	E-Voting	10414785	10414785	100.0000	10414785	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10414785	100	10414785	0	100	0

Pranav



	Total		10414785	100	10414785	0	100	0
Public- Institutions	E-Voting	361601	39078	10.8069	39078	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		39078	10.8069	39078	0	100	0
Public- Non Institutions	E-Voting	3136500	214	0.0068	194	20	90.6542	9.3457
	Poll		650	0.0207	648	2	99.6923	0.3076
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		864	0.0275	842	22	97.4537	2.5463
	Total	3912886	10454727	75.442	10454705	22	99.9998	0.0002

Resolution No.	12							
Resolution required: (Ordinary/ Special)	SPECIAL - Special Resolution-To approve issue of Equity shares 6,95,000 under Mafatlal Employee Stock Option Scheme 2017 in compliance with the SEBI Regulations and Listing Guidelines to the Employees of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	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	E-Voting	10414785	10414785	100.0000	10414785	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10414785	100	10414785	0	100	0
Public- Institutions	E-Voting	361601	39078	10.8069	39078	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		39078	10.8069	39078	0	100	0
Public- Non Institutions	E-Voting	3136500	214	0.0068	194	20	90.6542	9.3457
	Poll		650	0.0207	648	2	99.6923	0.3076
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		864	0.0275	842	22	97.4537	2.5463
	Total	3912886	10454727	75.442	10454705	22	99.9998	0.0002

For, Mafatlal Industries Limited


ASHISH A. KARANJI
Company Secretary



Handwritten signature



UMESH VED & ASSOCIATES
Company Secretaries

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.
Telefax : (O) +91 79 30024153/ 30070889-90 • Moblie +91 98250 35998
E mail : info@umeshvedcs.com, umeshvedcs.office@airtelmail.in • Website : www.umeshvedcs.com

FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies
(Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Mafatlal Industries Limited
301-302, Heritage Horizon,
3rd Floor, Off: C.G. Road,
Navrangpura,
Ahmedabad-380009

**Re: 103rd Annual General Meeting (AGM) of Mafatlal Industries Limited held
on Wednesday, the 02nd August, 2017 at 10:00 a.m. at J.B. Auditorium,
Ahmedabad Management Association, ATIRA Campus, Dr. Vikram
Sarabhai Marg , Vastrapur, Ahmedabad-380015, Gujarat.**

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 103rd AGM of the Members of "Mafatlal Industries Limited" (the Company) held on Wednesday, the 02nd August, 2017 at 10:00 a.m. at J.B. Auditorium, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Vastrapur, Ahmedabad-380015, Gujarat.



My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the vote cast "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system provided by the Karvy Computershare Private Limited (the Agency/ service provider) and the Polling at the AGM.

I submit my report as under:

- i. The shareholders of the Company holding shares as on the "cut-off" date 26th July, 2017, were entitled to vote on the proposed resolutions as set out in item nos. 1 to 12 in the Notice of the 103rd AGM of Mafatlal Industries Limited.
- ii. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Sunday, the 30th July, 2017 and ended on 5.00 P.M. on Tuesday, the 01st August, 2017. The Remote E -voting facility was blocked thereafter.
- iii. At the venue of the AGM the facility to cast vote by poll was provided to facilitate those members present at the AGM who could not participate through Remote E-voting, to record their votes. After counting of the votes conducted at the venue of the AGM through Ballot, the votes cast through Remote E- voting were unblocked by me in the presence of two witnesses, namely, Ms. Jasmin Majithia and Ms. Pankti Thakkar who are not in employment of the company, They have signed below in confirmation of the votes being unblocked in their presence.

J. H. Majithia.

Jasmin Majithia

Pankti

Pankti Thakkar

- iv. The voting done through Remote E-voting and Polling at the meeting were reconciled with the records maintained by the RTA and the authorizations / proxies lodged with the Company.
- v. The result of the Remote e-voting as well as Polling at the AGM is as under:



- (1). **ORDINARY RESOLUTION** Adoption of Audited Financial Statements (Standalone & Consolidated both) including the statement of Profit and Loss for the year ended 31st March, 2017 and Balance sheet as at date, the Director's Report and Auditors' Report thereon.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	63	10454057	99.998
Poll	27	652	99.69
Total	90	10454709	99.99

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	3	20	0.0002
Poll	1	2	0.3058
Total	4	22	0.0002

- (2) **ORDINARY RESOLUTION FOR** Declaration of Dividend for the Year 2016-17.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	63	10454057	99.998
Poll	27	652	99.69
Total	90	10454709	99.99



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	3	20	0.0002
Poll	1	2	0.3058
Total	4	22	0.0002

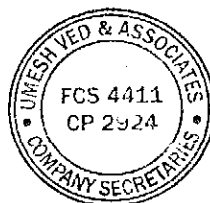
(3) **ORDINARY RESOLUTION** for Re-appointment of Shri A. K. Srivastava who retires by rotation.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	63	10454057	99.998
Poll	26	648	99.69
Total	89	10454705	99.99

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	3	20	0.0002
Poll	1	2	0.3058
Total	4	22	0.0002



- (4) **ORDINARY RESOLUTION** For Appointment of M/s. Price Waterhouse, Chartered Accountants, LLP, as Auditors of the Company.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	63	10454057	99.998
Poll	27	652	99.69
Total	90	10454709	99.99

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	3	20	0.0002
Poll	1	2	0.3058
Total	4	22	0.0002

- (5) **ORDINARY RESOLUTION** to Appointment of Shri Priyavrata H. Mafatlal as Director of the Company

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	63	10454057	99.998
Poll	27	652	99.69
Total	90	10454709	99.99



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	3	20	0.0002
Poll	1	2	0.3058
Total	4	22	0.0002

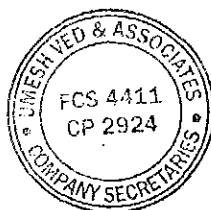
- (6) **SPECIAL RESOLUTION** for Appointment of Shri Priyavrata H. Mafatlal as Whole Time Director (Executive Director) of the Company for a period of Five years with effect from 1st November, 2016.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	63	10454057	99.998
Poll	27	652	99.69
Total	90	10454709	99.99

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	3	20	0.0002
Poll	1	2	0.3058
Total	4	22	0.0002



- (7) **SPECIAL RESOLUTIONS** for Appointment of Shri Hrishikesh A. Mafatlal as Executive Chairman of the company for a period of Five years with effect from 1st November ,2016.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	63	10454057	99.998
Poll	26	648	99.69
Total	89	10454705	99.99

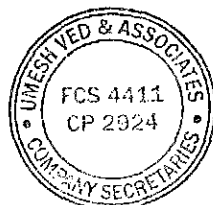
Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	3	20	0.0002
Poll	1	2	0.3058
Total	4	22	0.0002

- (8) **SPECIAL RESOLUTION** to approve the remuneration paid to Shri Aniruddha P. Deshmukh, Managing Director & Chief Executive Officer (MD & CEO) for the year 2016-17 and waiver of excess remuneration paid.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	62	10454053	99.998
Poll	26	648	99.69
Total	88	10454701	99.99



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	4	24	0.0002
Poll	1	2	0.3058
Total	5	26	0.0002

- (9) **SPECIAL RESOLUTION** to approve the remuneration paid to Shri Priyavrata H. Mafatlal, Executive Director (w.e.f. 1st November, 2016) for the year 2016-17 and to approve the waiver of excess remuneration paid.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	62	10454053	99.998
Poll	26	648	99.69
Total	88	10454701	99.99

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	4	24	0.0002
Poll	1	2	0.3058
Total	5	26	0.0002



- (10) **SPECIAL RESOLUTION** to approve the remuneration paid to Shri V. P. Mafatal, Executive Vice- Chairman (up to 19th August, 2016) for the year 2016-17 and to approve the waiver of excess remuneration paid.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	62	10454053	99.998
Poll	26	648	99.69
Total	88	10454701	99.99

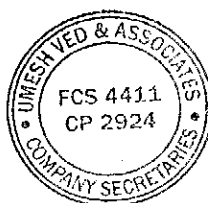
Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	4	24	0.0002
Poll	1	2	0.3058
Total	5	26	0.0002

- (11) **ORDINARY RESOLUTION** to Approve payment of remuneration to Shri B. C. Desai, Cost Accountant, Ahmedabad as Cost Auditor of the Company for the year 2017-18.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	63	10454057	99.998
Poll	26	648	99.69
Total	89	10454705	99.99



Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	3	20	0.0002
Poll	1	2	0.3058
Total	4	22	0.0002

(12) **SPECIAL RESOLUTION** to approve issue of Equity shares 6,95,000 under Mafatal Employee Stock Option Scheme 2017 in compliance with the SEBI Regulations and Listing Guidelines to the Employees of the Company.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	63	10454057	99.998
Poll	26	648	99.69
Total	89	10454705	99.99

Voted against of the Resolution

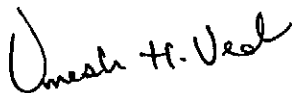
Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	3	20	0.0002
Poll	1	2	0.3058
Total	4	22	0.0002



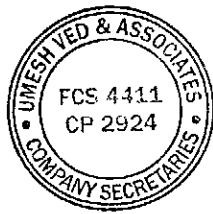
- vi. 4 polling papers were found Invalid and 1 polling paper found abstained for the resolution No. 3 and 7 to 12.
- vii. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- viii. The Electronic data and all other relevant records relating to Remote e-voting and electronic voting conducted at the AGM is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,




Umesh Ved
FCS No : 4411
CP No : 2924



Date: 02nd August, 2017

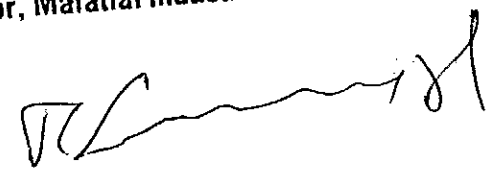
Place: Ahmedabad

For, Mafatal Industries Limited



H.A.M.
(H.A.M. Afellel)
Chairman for
Resolution No.s
1, 2, 3, 4, 8, 11 & 12

For, Mafatal Industries Limited



V.R.G.
(V.R. Gupta)
Chairman for
Resolutions:
Nos 5, 6, 7, 9 & 10