

## SHAMROCK INDUSTRIAL COMPANY LTD.

CIN: L24239MH1991PLC062298

Regd. Off: 146, Takai Adoshi Road Village Dheku, Tal. Khalapur, Dist.Raigad-410203 Maharashtra, India Corporate Off: 83 - E, Hansraj Pragji Building, Off: Dr. E. Moses Road, Worli, Mumbai - 400018 E-mail Id Shamrockfin@gmail.com | Tel : 022-40778879 | Fax : 022-24983300

Date: 30/09/2018

To,
The Bombay Stock Exchange Ltd
Corporate Relationship Dept,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort, Mumbai – 400 001

BSE Scrip Code: 531240

Sub: Details of Voting Results of the 27<sup>th</sup> Annual General meeting of the company held on 29<sup>th</sup>

September, 2018, Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure

Requirements) Regulations, 2015

Sir,

Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015), the details of the Voting Results of the 27<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2018 are enclosed in the format specified by SEBI Vide Circular No. CIR/CFD/CMD/8/2015 dated 4<sup>th</sup> November, 2015.

We are requested to take this on record.

Thanking You

Yours faithfully,

For Shamrock Industrial Company Limited

Surbhi Inani

(Company Secretary & Compliance Officer)

**Encl: Scrutinizer Report** 

CC to,
National Securities Depository Limited
Trade World, A wing, 4th Floor,
Kamala Mills Compound,
Lower Parel, Mumbai - 400013.

### Pankaj Trivedi

B.Com, CS, LLB Mob: 9224174118

Email: pankajtrivedicsllb@gmail.com

### **PANKAJ TRIVEDI & CO.**

Practicing Company Secretaries B-206, Jaswanti Residency, Subhash Lane, Near Bhurabhai Hall, Kandivali (West), Mumbai - 400067

Dated: 30th September, 2018

**To, Shamrock Industrial Company Limited**146, Takai Adoshi Road, Village Dheku Road
Khopoli, Raigad, MH, IN- 410203

### **SCRUTINIZER'S REPORT**

[Pursuant to Section108 and 109 of the Companies Act, 2013 and rule 21(2) of the Companies(Management and Administration) Rules, 2014]

I, Pankaj Trivedi, Company Secretary in Practice, having my office at B/206, Jaswanti Residency, Subhash Lane, Near Bhurabhai Hall, Kandivali (West), Mumbai – 400067 have been appointed as the scrutinizer of M/s. **Shamrock Industrial Company Limited** ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and voting through Poll on the below mentioned resolution(s), at the 27th Annual General Meeting of the Shareholders of the Company held on Saturday, 29th September, 2018 at 10.30 P.M. at "146, Takai Adoshi Road, Village Dheku Road Khopoli, Raigad, MH, IN-410203.

The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rule relating to remote e-voting and voting through physical ballot process on the resolutions contained in the notice of the 27th Annual General Meeting of the members of the Company. My responsibility as Scrutinizer for the voting process through electronic means and physical ballots is restricted to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions, based on the repot generated from E-Voting system of National Securities Depository Limited and of voting through physical ballots.

#### I submit our report as under:

- 1. In terms of Section 108 of the Companies Act, 2013 read with Companies (management & Administration) Rules, 2014 and SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015, the Company has made arrangement with Central Depository Services (India) Limited, for providing facility of voting through electronic means (E- Voting) to its members. The members of the Company had option to cast their vote either through E-Voting or by physical/personally at AGM.
- 2. The Notice have been mailed electronically to those members who have registered their email addresses with the company or their Depository Participant and in other cases the Company has dispatched the Notice on or before 7th September, 2018.
- 3. The Company has published on 7th September, 2018, an advertisement about the dispatch Notice in one Active Times and in one Mumbai Lakshadeep.



- **4.** The e-voting period remained open from 26<sup>th</sup> September, 2018(09.00 A.M) to 28<sup>th</sup> September, 2018 (5.00 P.M).
- 5. The Shareholders holding shares as on the "cut-off" date i.e. 22<sup>nd</sup> September, 2018 were entitled to vote on the proposed resolutions item no. 1 to 4 as set out in the Notice of the 27<sup>th</sup> Annual General Meeting of the Company.
- **6.** The votes were unblocked on 29th September, 2018 around 11.20 a.m in the presence of two witnesses, who are not in the employment of the Company. They have signed below in Confirmation of the votes being unblocked in their presence.
- 7. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited(https://www.evoting.nsdl.com)
- **8.** After the time fixed for closing of poll by chairman, one ballot box kept for polling were locked in my presence with due identification mark placed by me.
- 9. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers, authorizations / proxies lodged with the Company were reconciled with the records maintained by RTA of the Company.
- **10.** The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- **11.** Total 19 (Nineteen) members were present in person and 0 (none) member were present through proxy.
- 12. The particulars of voting and other requisite details have been entered in a separate register maintained for the purpose AND the poll papers and other records were handed over to the Chairman for safe keeping.

Witness 1

Witness

n No. 30512 P No. 15301

### 13. The result of E-voting is as under:

Resolution 1 – Consideration and adoption of the Audited Standalone and Consolidated Financial Statements consisting of the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
23	1773144	1773144	100%	0	0.00%	0	0.00%

Resolution No. 2: To appoint a Director in place of Shri Kalpesh R Khokhani(DIN: 00322052), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment. (Ordinary Resolution)

Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
3	2400	2400	100%	0	0.00%	1000	41.67%

#### Resolution No. 3: Re-appointment of Statutory Auditors of the Company and fixing their remuneration. (Ordinary Resolution)

Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
22	1772144	1772144	100%	0	0.00%	0 JTRIV	0.00%

## Resolution No. 4: To change the Registered Office Address within the same state from 146, Takai Adoshi Road, Village Dheku, Khopoli, Raigad, MH-410203 to 83-E, Hansraj Pragji Building, Off. Dr E Moses Road, Worli, Mumbai, MH-400018 (Special Resolution)

Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
23	1773144	1773144	100%	0	0.00%	0	0.00%

## 14. The result of the voting through physical ballot forms are as under:

Resolution 1 – Consideration and adoption of the Audited Standalone and Consolidated Financial Statements consisting of the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

Number of members voted through Physical Ballot Form	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
7	40102	40102	100%	0	0.00%	0	0.00%

Resolution No. 2: To appoint a Director in place of Shri Kalpesh R Khokhani (DIN: 00322052), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment. (Ordinary Resolution)

Number of members voted through Physical Ballot Form	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
5	1102	1102	100%	0	0.00%	Mem No. 305	12 <b>*</b> 0.00%

### Resolution No. 3: Re-appointment of Statutory Auditors of the Company and fixing their remuneration. (Ordinary Resolution)

Number of members voted through Physical Ballot Form	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
7	40102	40102	100%	0	0.00%	0	0.00%

# Resolution No. 4: To change the Registered Office Address within the same state from 146, Takai Adoshi Road, Village Dheku, Khopoli, Raigad, MH-410203 to 83-E, Hansraj Pragji Building, Off. Dr E Moses Road, Worli, Mumbai, MH-400018 (Special Resolution)

Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid votes
7	40102	40102	100%	0	0.00%	0	0.00%



### 15. The combined result are as under:

Resolution 1 – Consideration and adoption of the Audited Standalone and Consolidated Financial Statements consisting of the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended together with the reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)

Means of	Number of	No. of Total	Number of Votes	% of total	Number of votes	% of total	Total number of	% of total
Voting	members	Votes	cast in "Favour" of resolution	number of	cast "Against" the resolution	number of	votes declared	number of
	voted		or resolution	votes cast in	resolution	votes cast	invalid	invalid votes
				Favour		Against		
E-Voting	23	1773144	1773144	100%	0 .	0.00%	0	0.00%
Ballot	7	40102	40102	100%	0	0.00%	0	0.00%
To	otal	1813246	1813246	100%	0	0.00%	0	0.00%

Resolution No. 2: To appoint a Director in place of Shri Kalpesh R Khokhani(DIN: 00322052), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment. (Ordinary Resolution)

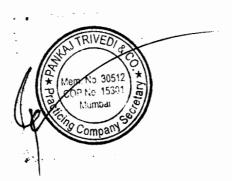
Means of	Number of	No. of Total	Number of Votes	% of total	Number of votes	% of total	Total number of	% of total
Voting	members	Votes	cast in "Favour"	number of	cast "Against" the	number of	votes declared	number of
	voted		of resolution	votes cast in	resolution	votes cast	invalid	invalid votes
				Favour		Against		
E-Voting	3	2400	2400	100%	0	0.00%	1000	41.67%
Ballot	5	1102	1102	100%	0	0.00%	0	0.00%
To	otal	3502	3502	100%	0	0.00%	1000	28.56%

#### Resolution No. 3: Reappointment of Statutory Auditors of the Company and fixing their remuneration. (Ordinary Resolution)

Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of in the votes
E-Voting	22	1771244	1772144	100%	0	0.00%	0	0.00%
Ballot	7	40102	40102	100%	0	0.00%	0 / 🕏	10.00% S
To	otal	1811346	1811346	100%	0	0.00%	0 / 2	м. В. 200%
						<u> </u>		MURNAO%

# Resolution No. 4: To change the Registered Office Address within the same state from 146, Takai Adoshi Road, Village Dheku, Khopoli, Raigad, MH-410203 to 83-E, Hansraj Pragji Building, Off. Dr E Moses Road, Worli, Mumbai, MH-400018 (Special Resolution)

Means of	Number of	No. of Total	Number of Votes	% of total	Number of votes	% of total	Total number of	% of total
Voting	members	Votes	cast in "Favour"	number of	cast "Against" the	number of	votes declared	number of
	voted		of resolution	votes cast in	resolution	votes cast	invalid	invalid votes
				Favour		Against		
E-Voting	23	1773144	1773144	100%	0	0.00%	0	0.00%
Ballot	7	40102	40102	100%	0	0.00%	0	0.00%
To	otal	1813246	1813246	100%	0	0.00%	0	0.00%



- 16. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting of the Company to enable the shareholders to cast their votes physically in case the same has not been casted by them through remote e-voting.
- 17. The members who had voted through remote E-voting were instructed not to vote through poll at the meeting.
- 18. The members who had casted votes through E-voting as well as through poll, the voting done by E-voting were considered.
- 19. The interested members were instructed not to vote on agenda in which they are interested and if voted, the voting done by them considered as invalid.
- 20. Since the all votes were casted in favour of the resolutions is 100%. I report that all resolutions as set out in the notice of the AGM has been passed with requisite majority.
- 21. The physical ballot forms and registers and records were handed over to the Chairman / Director Authorised by Board for safe keeping.
- 22. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Authorised Person for safe keeping.

Kindly acknowledge the receipt.

Thanking You,

Yours Truly,

For Pankaj Trivedi & Co.

Mem. No. 30512 COP No. 15301

Pankaj Trivedi (Proprietor)

Mem. No. 15301

Place: Mumbai Date: 30/09/2018 Received by
Surbhi Inani
Company Secretary

Place: Mumbai Date: 30/09/2018

Date of AGM							29th September, 2018			
Total number of Shareholders on record date:							2318			
No. of sha	reholders present in the r	neeting either	in person or	through proxy*:	· · · · · · · · · · · · · · · · · · ·	,				
(Based on	shareholders registering	attendance)								
(a) Pro	omoter & Promoter group	)			· · · · · · · · · · · · · · · · · · ·		14			
(b)Public								5		
No. of sha	reholders attended the m	eeting throug	h Video Confe	rencing:	.,,			<del></del>		
(a) Pro	omoter & Promoter group	)	· · · · · · · · · · · · · · · · · · ·				1	0		
(b)Pul	blic	· · · · · · · · · · · · · · · · · · ·		· · · · · · · · · · · · · · · · · · ·	·		<del></del>	0		
Agenda	- Wise disclosure						J			
Resolution r	required: (Ordinary)		Balance Sheet	Consideration and a as at March 31, 201 r with the reports o	8, the Statemen	t of Profit and	Loss and Cash Flow	Statement for the	year	
	romoter / Promoter group are Resolution?	e interested in	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	Invalid Votes	
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	8	
	E-Voting	2333361	1771744	75.93	1771744	0	100.00	0.00	0	
Promoter & Promoter	Poli		39000	1.67	39000	0	100.00	0.00	0	
group	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0	
	Total	2333361	1810744	77.60	1810744	0	100.00	0.00	0	
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00	0	
	Poll		0	0.00	0	0	0.00	0.00	0	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0	
	Total	0	0	0.00	0	. 0	0.00	0.00	0	
Public - Non	E-Voting		1400	0.05	1400	0	100.00	0.00	0	
		3095053	1102	0.02	1102	0	100.00	0.00	0	
		1		0.00	0	0	0.00	0.00	0	
	Postal Ballot(if applicable)		0	0.00	0		0.00	0.00		
	Postal Ballot(if applicable)  Total	3095053	2502	0.08	2502	0	100.00	0.00	0	

Resolution required: (Ordinary)			Resolution No. 2: To appoint a Director in place of Shri Kalpesh R Khokhani(DIN: 00322052),who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for reappointment. (Ordinary Resolution)							
Wheather Pr the agenda/	omoter / Promoter group are 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	Invalid Votes	
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	8	
	E-Voting	2333361	1000	0.04	1000	0	100.00	0.00	1000	
Promoter &	Poll		0	0.00	0	0	0.00	0.00	0	
Promoter group	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0	
Broap	Total	2333361	1000	0.04	1000	0	100.00	0.00	1000	
Public - Institutional Holders	E-Voting	0	0	0.00	0	0	0.00	0.00	0	
	Poll		0	0.00	0	0	0.00	0.00	0	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0	
	Total	0	0	0.00	0	0	0.00	0.00	0	
Public - Non	E-Voting		1400	0.05	1400	0	100.00	0.00	0	
	Poll	3095053	1102	0.02	1102	0	100.00	0.00	0	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0	
	Total	3095053	2502	0.08	2502	0	100.00	0.00	0	
	Total	5428414	3502	0.06	3502	0	100.00	0.00	1000	

Note: Voting done by the related party are considered as an invalid votes



Resolution required: (Ordinary)			Resolution No. 3: Reappointment of Statutory Auditors of the Company and fixing their remuneration. (Ordinary Resolution)							
Wheather Pr	omoter / Promoter group are 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	Invalid Votes	
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	8	
	E-Voting	2333361	1769844	75.85	1769844	0	100.00	0.00	0	
Promoter &	Poll		39000	1.67	39000	0	100.00	0.00	0	
Promoter	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0	
group	Total	2333361	1808844	77.52	1808844	0	100.00	0.00	0	
	E-Voting	0	0	0.00	0	0	0.00	0.00	0	
Public -	Poll		0	0.00	0	0	0.00	0.00	0	
Institutional Holders	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0	
	Total	0	0	0.00	0	0	0.00	0.00	0	
Public - Non Institutions	E-Voting	3095053	1400	0.05	1400	0	100.00	0.00	0	
			1102	0.02	1102	0	100.00	0.00	0	
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0	
	Total	3095053	2502	0.08	2502	0	100.00	0.00	0	
	Totai	5428414	1811346	33.37	1811346	0	100.00	0.00	0	

Resolution required: (Special)			Resolution No. 4: To change the Registered Office Address within the same state from 146, Takai Adoshi Road, Village Dheku, Khopoli, Raigad, MH-410203 to 83-E, Hansraj Pragji Building, Off. Dr E Moses Road, Worli, Mumbai - 400018 (Special Resolution)								
Wheather Pi the agenda/	romoter / Promoter group are 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	Invalid Votes		
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	8		
	E-Voting	2333361	1771744	75.93	1771744	0	100.00	0.00	0		
Promoter &	Poll		39000	1.67	39000	0	100.00	0.00	0		
Promoter group	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0		
B. cob	Total	2333361	1810744	77.60	1810744	0	100.00	0.00	0		
	E-Voting	0	0	0.00	0	0	0.00	0.00	0		
Public -	Poll		0	0.00	0	0	0.00	0.00	0		
Institutional Holders	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0		
71010013	Total	0	0	0.00	0	0	0.00	0.00	0		
	E-Voting		1400	0.05	1400	0	100.00	0.00	0		
Public - Non Institutions	Poll	3095053	1102	0.02	1102	0	100.00	0.00	0		
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0		
	Total	3095053	2502	0.08	2502	0	100.00	0.00	0		
	Total	5428414	1813246	33.40	1813246	0	100.00	0.00	0		

For Shamrock Industrial Co Limited

Surbhi Inani Company Secretary

Date: 30.09.2018 Place: Mumbai