

## VOTING RESULTS

Company Name	PACIFIC INDUSTRIES LIMITED
Date of AGM	The date of passing the Special Resolutions by the Members through Postal Ballot is 10th October, 2016
Total number of Shareholders on record date	17,702
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and promoter Group:	NA
Public:	
No. of shareholders attended the meeting through Video Conferencing	
Promoters and promoter Group:	NA
Public:	

### Item no.1                      Alteration of Object Clause of Memorandum of Association of the Company

Resolution required: (Ordinary/ Special)	Special							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of voting	No. of Shares Held	No. of Votes Polled	% of Votes Polled on Outstanding shares	No. of Votes-in Favor	No. of Votes-Against	% of Votes in Favor on Votes Polled	% of Votes against on Votes Polled
		(1)	(2)	(3) = $\frac{(2)}{(1)} \times 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} \times 100$	(7) = $\frac{(5)}{(2)} \times 100$
Promoter and Promoter Groups	E-Voting	595,202	506,564	85.11%	506,564	0	100%	0
	Poll							
	Postal Ballot (if Applicable)							
Public- Institutional Holders	E-Voting	4,570	0	0	0	0	0	0
	Poll		0	0	0			
	Postal Ballot (if Applicable)		NA	NA	NA	NA	NA	NA



Public-Other	E-Voting	751,728	627	0.083%	627	0	100%	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if Applicable)		1021	0.136%	991	30	97.06	2.94
<b>Total</b>		<b>1,351,500</b>	<b>508212</b>	<b>37.60%</b>	<b>508212</b>	<b>0</b>	<b>99.99</b>	<b>0.01</b>

**Item No. 2                      Amendment of the Liability Clause of Memorandum of Association:**

<b>Resolution required: (Ordinary/ Special)</b>	<b>Special</b>							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	<b>NO</b>							
<b>Category</b>	<b>Mode of voting</b>	<b>No. of Shares Held</b>	<b>No. of Votes Polled</b>	<b>% of Votes Polled on Outstanding shares</b>	<b>No. of Votes- in Favor</b>	<b>No. of Votes- Against</b>	<b>% of Votes in Favor on Votes Polled</b>	<b>% of Votes against on Votes Polled</b>
		(1)	(2)	(3) = $\frac{(2)}{(1)} * 100$	(4)	(5)	(6) = $\frac{(4)}{(2)} * 100$	(7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Groups	E-Voting	595,202	506,564	85.11%	506,564	0	100%	0
	Poll							
	Postal Ballot (if Applicable)							
Public- Institutional Holders	E-Voting	4,570	0	0	0	0	0	0
	Poll		0	0	0			
	Postal Ballot (if Applicable)		NA	NA	NA	NA	NA	NA
Public-Other	E-Voting	751,728	627	0.083%	627	0	100%	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if Applicable)		1011	0.134%	991	20	98.02	1.98
<b>Total</b>		<b>1,351,500</b>	<b>508212</b>	<b>37.60%</b>	<b>508212</b>	<b>0</b>	<b>99.99</b>	<b>0.01</b>





## B K Sharma & Associates Company Secretaries

### SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014]

The Company Secretary  
Pacific Industries Limited  
Survey No. 13, N.H. 48,  
Kempalinganahalli Village,  
Nelamangala Taluk,  
BANGALORE-562123 (KARNATAKA)

Dear Sir,

Subject: Passing of Resolutions through Postal Ballot

We have been appointed as Scrutinizer by the Board of Directors to receive, process and scrutinize the Postal Ballot in respect of the Special Resolutions as circulated in the Postal Ballot Notice dated 13th August, 2016.

The Company, pursuant to the Provisions of Section 110 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, required to provide e-voting facility to the Shareholders for the passing of Resolutions through Postal Ballot.

Pacific Industries Limited has made arrangement with National Securities Depository Limited for providing a system of recording votes of shareholders electronically through e-voting facilities on the website <https://evoting.nsdl.com>

Pacific Industries Limited has also uploaded the resolutions together with the explanatory statement on which e-voting is required and generated EVSN by National Securities Depository Limited, the service provider. All necessary formalities in compliance with the requirements specified by the system provider, have been done by the Company through its RTA. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot Notice dated 13th August, 2016 sent to the Shareholders by email and partly by registered post. The Postal Ballot Notice has been sent to all the Members, whose names appear in the Register of Members/ List of beneficiaries as on 26th August, 2016.

We submit our report as under:-

1. The Company has completed on 9<sup>th</sup> September, 2016 the dispatch of postal ballot notice along with the postage prepaid business reply envelop to its Members whose name(s) appeared on the Register of Members/ List of beneficiaries as on 26<sup>th</sup> August, 2016. In addition to that the notices were also sent via electronic mode by the system provider to the Shareholders at their email addresses registered with the Depository Participants.



Shivangan", AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019.

Ph: +91-141-4013370, 9314517929 (M) Email: bksharma162@ yahoo.co.in



## B K Sharma & Associates Company Secretaries

2. As stated in Sub-Rule 3 of Rule 22 of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in, 'Udaivani' in vernacular Language and 'Financial Express' in English on 10th September, 2016 informing about completion of dispatch of the Postal Ballot notices both by registered post and email, wherever applicable, to the Shareholders alongwith other related matter mentioned therein.
3. We have received the Postal Ballot Forms from the Shareholders during the period starting from the Sunday, the 11<sup>th</sup> September, 2016 till Monday, the 10<sup>th</sup> October, 2016. All the postal ballot forms together with all votes cast by e-voting through M/s. National Securities Depository Limited, received upto 5.00 PM on Monday, the 10<sup>th</sup> October, 2016, being the last date fixed by the Company for receipt of the Ballot Forms/ e-voting, were considered for our scrutiny.
4. Envelopes containing Postal Ballot Forms received after 10<sup>th</sup> October, 2016 were not considered for our scrutiny.
5. The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
6. The Ballot Forms were opened on Monday, the 10<sup>th</sup> October, 2016 and scrutinised and the shareholding was confirmed with the Register of Members of the Company/ List of beneficiaries as on 26<sup>th</sup> August, 2016.
7. E-voting facility was provided by M/s. National Securities Depository Limited, the details of the e-voting exercised by the shareholders as also the votes exercised through Postal Ballots, duly scrutinised and processed, were duly compiled. The details of the e-voting was provided by the Service Provider M/s. National Securities Depository Limited in respect of Postal ballot containing the statement of Shareholder's name, number of shares held, number of shares exercised, votes in favour, votes against and those which were rejected.
8. We find 7 defaced Postal Ballot Forms.

On Scrutiny, we report that out of 17702 Shareholders, 25 Shareholders have exercised their votes through e-voting and 57 Shareholders have exercised their votes through Postal Ballot Forms, as received. The details of the voting results for the items placed for consideration of the members are given below:-

**Item No. 1 : Alteration of Object Clause of Memorandum of Association of the Company:** Special Resolution pursuant to Section 4 & 13 and other applicable provisions of the Companies Act, 2013 and rules made thereunder.



"Shivangan", AB-162, Vivekanand Marg, Nirman Nagar, Ajmer Road, JAIPUR-302019.  
Ph: +91-141-4013370, 9314517929 (M) Email: bksharma162@yahoo.co.in



**B K Sharma & Associates**  
Company Secretaries

(i) **Voted in favour of resolution:**

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	25	507191	99.80
Postal Ballot	53	991	0.19
<b>Total</b>	<b>78</b>	<b>508182</b>	<b>99.99</b>

(ii) **Voted against the resolution:**

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	-	-	-
Postal Ballot	3	30	0.01
<b>Total</b>	<b>3</b>	<b>30</b>	<b>0.01</b>

(iii) **Invalid votes:**

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
Postal Ballot	7	80
<b>Total</b>	<b>7</b>	<b>80</b>

**Item No. 2 : Amendment of the Liability Clause of Memorandum of Association:** Special Resolution pursuant to Section 4 & 13 and other applicable provisions of the Companies Act, 2013 and rules made thereunder.

(i) **Voted in favour of resolution:**

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	25	507191	99.80
Postal Ballot	52	991	0.19
<b>Total</b>	<b>77</b>	<b>508182</b>	<b>99.99</b>





**B K Sharma & Associates**  
Company Secretaries

(ii) Voted against the resolution:

Mode of Polling	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	-	-	-
Postal Ballot	2	20	0.01
<b>Total</b>	<b>2</b>	<b>20</b>	<b>0.01</b>


(iii) Invalid votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote E-voting	-	-
Postal Ballot	7	80
<b>Total</b>	<b>7</b>	<b>80</b>

**Result:**

We report that pursuant to the Provisions of Section 110 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, the Special Resolutions under Item No. 1 and Item No. 2 as set out in the Notice of Postal Ballot dated 13th August, 2016 have been passed by the Shareholders with requisite majority. Hence, the Resolutions are deemed to be passed as on 10<sup>th</sup> October, 2016.

For **B K SHARMA & Associates**  
Company Secretaries

  
[B K SHARMA]  
Proprietor  
M. No. : FCS - 6206  
COP No.: 12636





**B K Sharma & Associates**  
Company Secretaries

We the undersigned witnesses that the votes in respect of e-voting of shareholders of M/s. Pacific Industries Limited were unblocked from e-voting website of National Securities Depository Limited in our presence at 5.30 PM on 10<sup>th</sup> October, 2016.

1. *Shweta* (Shweta Sharma)
2. *Piyush Sharma* (Piyush Sharma)

Countersigned by :  
For Pacific Industries Limited

*Khushbu*

**KHUSHBU SETHI**  
Company Secretary



PLACE: Udaipur  
DATE : 11<sup>th</sup> October, 2016