



# 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,  
1<sup>st</sup> 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,

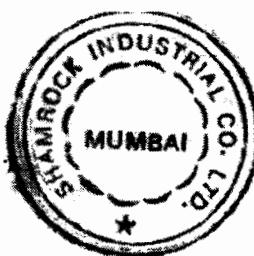
Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015), the details of the Voting Results of the 27<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September, 2018 are enclosed in the format specified by SEBI Vide Circular No.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

  
**Sunohi 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.

Dated: 30<sup>th</sup> September, 2018

To,

**Shamrock Industrial Company Limited**

146, Takai Adoshi Road, Village Dheku Road  
Khopoli, Raigad, MH, IN- 410203

## **SCRUTINIZER'S REPORT**

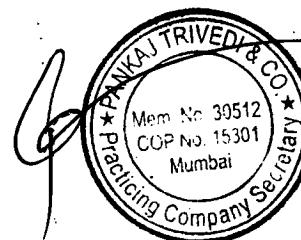
**[Pursuant to Section 108 and 109 of the Companies Act, 2013 and rule 21(2) of the  
Companies(Management and Administration) Rules, 2014]**

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, 29<sup>th</sup> 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 27<sup>th</sup> 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 report 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 7<sup>th</sup> September, 2018.
3. The Company has published on 7<sup>th</sup> 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 29<sup>th</sup> 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 2  




### 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)

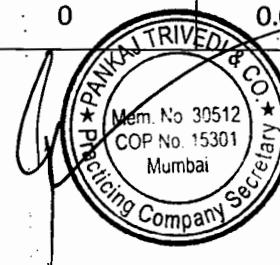
Number of members voted through E-voting system	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of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

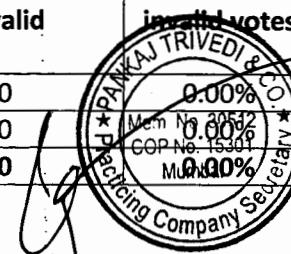
Means of Voting	Number of members voted	No. of Total Votes	Number of Votes cast in "Favour" of resolution	% of total number of votes cast in Favour	Number of votes cast "Against" the resolution	% of total number of votes cast Against	Total number of votes declared invalid	% of total number of invalid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

**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 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 invalid votes
E-Voting	3	2400	2400	100%	0	0.00%	1000	41.67%
Ballot	5	1102	1102	100%	0	0.00%	0	0.00%
<b>Total</b>		<b>3502</b>	<b>3502</b>	<b>100%</b>	<b>0</b>	<b>0.00%</b>	<b>1000</b>	<b>28.56%</b>

**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 invalid votes
E-Voting	22	1771244	1772144	100%	0	0.00%	0	0.00%
Ballot	7	40102	40102	100%	0	0.00%	0	0.00%
<b>Total</b>		<b>1811346</b>	<b>1811346</b>	<b>100%</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0.00%</b>



**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 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 invalid votes
E-Voting	23	1773144	1773144	100%	0	0.00%	0	0.00%
Ballot	7	40102	40102	100%	0	0.00%	0	0.00%
<b>Total</b>		<b>1813246</b>	<b>1813246</b>	<b>100%</b>	<b>0</b>	<b>0.00%</b>	<b>0</b>	<b>0.00%</b>



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.



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 shareholders present in the meeting either in person or through proxy*: (Based on shareholders registering attendance)	
(a) Promoter & Promoter group	14
(b) Public	5
No. of shareholders attended the meeting through Video Conferencing:	
(a) Promoter & Promoter group	0
(b) Public	0

### Agenda - Wise disclosure

Resolution required: (Ordinary)			Resolution 1 – Consideration and adoption of the Audited Standalone 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)						
Wheather 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 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
Promoter & Promoter group	E-Voting	2333361	1771744	75.93	1771744	0	100.00	0.00	0
	Poll		39000	1.67	39000	0	100.00	0.00	0
	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
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	0.00	0	0	0.00	0.00	0
Public - Non Institutions	E-Voting	3095053	1400	0.05	1400	0	100.00	0.00	0
	Poll		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
Total		5428414	1813246	33.40	1813246	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 re-appointment. (Ordinary Resolution)						
Wheather Promoter / Promoter group are interested in the agenda/ 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
Promoter & Promoter group	E-Voting	2333361	1000	0.04	1000	0	100.00	0.00	1000
	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		2333361	1000	0.04	1000	0	100.00	0.00
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	0.00	0	0	0.00	0.00	0
Public - Non Institutions	E-Voting	3095053	1400	0.05	1400	0	100.00	0.00	0
	Poll		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
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 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 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
Promoter & Promoter group	E-Voting	2333361	1769844	75.85	1769844	0	100.00	0.00	0
	Poll		39000	1.67	39000	0	100.00	0.00	0
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00	0
	Total		2333361	1808844	77.52	1808844	0	100.00	0.00
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	0.00	0	0	0.00	0.00	0
Public - Non Institutions	E-Voting	3095053	1400	0.05	1400	0	100.00	0.00	0
	Poll		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
Total		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 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 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
Promoter & Promoter group	E-Voting	2333361	1771744	75.93	1771744	0	100.00	0.00	0
	Poll		39000	1.67	39000	0	100.00	0.00	0
	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
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	0.00	0	0	0.00	0.00	0
Public - Non Institutions	E-Voting	3095053	1400	0.05	1400	0	100.00	0.00	0
	Poll		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
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