

# Deepak Industries Limited

**Regd. & Corporate Office :**  
16, Hare Street, Kolkata 700 001  
Phone : 2248-2391/92/93  
Fax : 33 2248 9382  
Website : www.dil-india.com  
CIN No. : L63022WB1954PLCO21638  
email : secretary@dil-india.com

October 1, 2016

The General Manager-Listing  
The Calcutta Stock Exchange Limited  
6, Lyons Range  
Kolkata – 700 001

Dear Sir,

**Sub: Regulation 30 and Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 -Proceedings and Disclosure of Voting Results of the Annual General Meeting held on September 29, 2016**

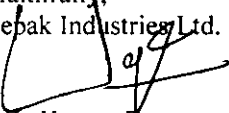
Please find enclosed herewith the following documents with regard to the 61<sup>st</sup> Annual General Meeting held on September 29, 2016

- (1) Summary of proceedings as required under Regulation 30, Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure – I.
- (2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure – II.
- (3) Report of Scrutinizer dated September 30, 2016 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as Annexure-III.

This is for your information and records.

Thanking you,

Yours faithfully,  
For Deepak Industries Ltd.

  
Yashwant Kumar Daga  
Vice Chairman cum Jt. Managing Director



Encl: As above

# Deepak Industries Limited

Regd. & Corporate Office :

16, Hare Street, Kolkata 700 001

Phone : 2248-2391/92/93

Fax : 33 2248 9382

Website : www.dil-india.com

CIN No. : L63022WB1954PLCO21638

email : secretary@dil-india.com

## Annexure – I

### Summary of the proceedings of the Annual General Meeting held on September 29, 2016

The 61<sup>st</sup> Annual General Meeting of the Company was held on Thursday, September 29, 2016 at 2.00 p.m. at the Registered Office of the Company at 16, Hare Street, 2<sup>nd</sup> Floor, Kolkata – 700001.

The required quorum being present, the Company Secretary requested Shri Yashwant Kumar Daga, Vice Chairman of the Company, to take the Chair in absence of Shri Pradip Kumar Daga, Chairman of the Company. The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically may cast their votes through ballot.

The following items of business, as per the Notice of AGM dated August 10, 2016, were transacted at the meeting.

#### **Ordinary Business:**

1. Adoption of Audited financial statements for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and Auditors thereon.
2. To confirm interim dividend @ ₹40/- per share paid to the shareholders of the Company.
3. Appointment of Shri Yashwant Kr Daga, as a Director, liable to retire by rotation.
4. Re-appointment of Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of next AGM of the Company and to fix their remuneration.

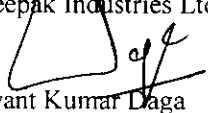
#### **Special Business:**

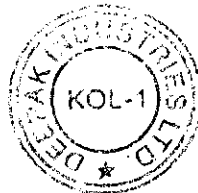
5. Re-appointment of Branch Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of next AGM of the Company at a remuneration to be decided by the Board of Directors in consultation with the Auditors.
6. Approval of the remuneration of the Cost Auditors determined by the Board of Directors of the Company.
7. Approval for sale of 5MW solar power plant/unit situated at Madhya Pradesh to Deepak Spinners Limited.
8. Appointment of Smt. Meera Dokania as an Independent Director for a term of 5 (five) Consecutive Years.

All the above resolutions were passed with requisite majority.

Please take the same on record.

Thanking you,  
Yours faithfully,  
For Deepak Industries Ltd.

  
Yashwant Kumar Daga  
Vice Chairman cum Jt. Managing Director



**Annexure – II**

**Voting Results pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015**

<b>Date of AGM</b>	29 <sup>th</sup> September, 2016
<b>Total number of Shareholders on record date</b>	58
<b>No. of Shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	8 Nil
<b>No. of Shareholders attended the meeting through video conferencing:</b> Promoters and Promoter Group: Public:	Not applicable

**Agenda-wise disclosure**

<b>1. Ordinary Resolution</b>				Adoption of Audited financial statements together with the Reports of the Board of Directors and Auditors thereon for the financial year ended March 31, 2016				
<b>Whether Promoter/Promoter Group are interested in the agenda/resolution?:</b>				No				
<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>(3)=[(2)/(1)]*100</b>	<b>No. of Votes – in favour</b> <b>(4)</b>	<b>No. of Votes – against</b> <b>(5)</b>	<b>% of Votes in favour on votes polled</b> <b>(6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled</b> <b>(7)=[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	3899739	3256483	83.5051	3256483	-	100.00	-
	Ballot		-	-	-	-	-	-
Public – Institutional holders	E-Voting	142188	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
Public – Non Institution	E-Voting	1014136	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
<b>Total</b>		<b>5056063</b>	<b>3256483</b>	<b>64.4075</b>	<b>3256483</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



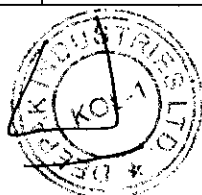
<b>2. Ordinary Resolution</b>				To confirm interim dividend @ ₹40/- per share paid to the shareholders of the Company.				
<b>Whether Promoter/Promoter Group are interested in the agenda/resolution?:</b>				No				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled 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	3899739	3256483	83.5051	3256483	-	100.00	-
	Ballot		-	-	-	-	-	-
Public – Institutional holders	E-Voting	142188	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
Public – Non Institution	E-Voting	1014136	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
<b>Total</b>		<b>5056063</b>	<b>3256483</b>	<b>64.4075</b>	<b>3256483</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

<b>3. Ordinary Resolution</b>				Appointment of Shri Yashwant Kr Daga, as a Director, liable to retire by rotation.				
<b>Whether Promoter/Promoter Group are interested in the agenda/resolution?:</b>				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	3899739	3256483	83.5051	3256483	-	100.00	-
	Ballot		-	-	-	-	-	-
Public – Institutional holders	E-Voting	142188	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
Public – Non Institution	E-Voting	1014136	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
<b>Total</b>		<b>5056063</b>	<b>3256483</b>	<b>64.4075</b>	<b>3256483</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



<b>4. Ordinary Resolution</b>				Re-appointment of Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of next AGM of the Company and to fix their remuneration.				
<b>Whether Promoter/Promoter Group are interested in the agenda/resolution?:</b>				No				
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	3899739	3256483	83.5051	3256483	-	100.00	-
	Ballot		-	-	-	-	-	-
Public – Institutional holders	E-Voting	142188	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
Public – Non Institution	E-Voting	1014136	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
<b>Total</b>		<b>5056063</b>	<b>3256483</b>	<b>64.4075</b>	<b>3256483</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

<b>5. Ordinary Resolution</b>				Re-appointment of Branch Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of next AGM of the Company at a remuneration to be decided by the Board of Directors in consultation with the Auditors.				
<b>Whether Promoter/Promoter Group are interested in the agenda/resolution?:</b>				No				
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	3899739	3256483	83.5051	3256483	-	100.00	-
	Ballot		-	-	-	-	-	-
Public – Institutional holders	E-Voting	142188	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
Public – Non Institution	E-Voting	1014136	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
<b>Total</b>		<b>5056063</b>	<b>3256483</b>	<b>64.4075</b>	<b>3256483</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

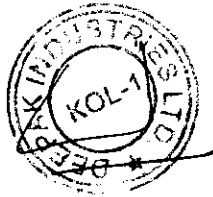


6. Ordinary Resolution				Approval of the remuneration of the Cost Auditors determined by the Board of Directors of the Company.				
Whether Promoter/Promoter Group are interested in the agenda/resolution?:				No				
Category	Mode of Voting	No. of Shares held (1)	No. of Votes polled (2)	% of Votes Polled 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	3899739	3256483	83.5051	3256483	-	100.00	-
	Ballot		-	-	-	-	-	-
Public – Institutional holders	E-Voting	142188	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
Public – Non Institution	E-Voting	1014136	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
<b>Total</b>		<b>5056063</b>	<b>3256483</b>	<b>64.4075</b>	<b>3256483</b>	<b>-</b>	<b>100.00</b>	<b>-</b>

7. Ordinary Resolution				Approval for sale of 5MW solar power plant/unit situated at Madhya Pradesh to Deepak Spinners Limited				
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	3899739	3256483	83.5051	3256483	-	100.00	-
	Ballot		-	-	-	-	-	-
Public – Institutional holders	E-Voting	142188	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
Public – Non Institution	E-Voting	1014136	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
<b>Total</b>		<b>5056063</b>	<b>3256483</b>	<b>64.4075</b>	<b>3256483</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



8. Ordinary Resolution				Appointment of Smt. Meera Dokania as an Independent Director for a term of 5 (five) Consecutive Years.				
Whether Promoter/Promoter Group are interested in the agenda/resolution?:				No				
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	3899739	3256483	83.5051	3256483	-	100.00	-
	Ballot		-	-	-	-	-	-
Public – Institutional holders	E-Voting	142188	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
Public – Non Institution	E-Voting	1014136	-	-	-	-	-	-
	Ballot		-	-	-	-	-	-
<b>Total</b>		<b>5056063</b>	<b>3256483</b>	<b>64.4075</b>	<b>3256483</b>	<b>-</b>	<b>100.00</b>	<b>-</b>



# DROLIA & COMPANY

(Company Secretaries)

9, Crooked Lane, Kolkata - 700069

Mobile: 09831196869; Email: droliapravin@yahoo.co.in

## Report of Scrutinizer

*(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015)*

The Chairman,

**DEEPAK INDUSTRIES LIMITED**

**CIN: L63022WB1954PLC021638**

2<sup>nd</sup> Floor, 16, Hare Street,

Kolkata-700 001

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting and voting by means of Ballot Paper at the 61st Annual General Meeting of M/s Deepak Industries Limited held on Thursday, 29<sup>th</sup> September, 2016 at 2.00 P.M. at the registered office of the Company at 2<sup>nd</sup> Floor, 16, Hare Street Kolkata-700 001.**

I, Pravin Kumar Drolia, (FCS No. 2366 & CP 1362) Proprietor of M/s. Drolia & Company, Company Secretaries, Kolkata, was appointed as a Scrutinizer, by the Board of Directors of M/s **Deepak Industries Limited** ("the Company") at its meeting held on 10<sup>th</sup> August, 2016, in terms of the provisions of Section 108 of the Companies Act, 2013 ("Act"), read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings for the purpose of Scrutinizing and ascertaining the results of voting by electronic means i.e. remote e-voting and voting through Physical Ballot Paper at the 61<sup>st</sup> Annual General Meeting (AGM) of the Company on the Resolutions set out in the Notice dated 10<sup>th</sup> August, 2016 of the AGM of the Company held on Thursday, 29<sup>th</sup> September, 2016 at 2.00 P.M. at the registered office of the Company at 16, Hare Street, Kolkata 700001.

1. The Notice dated 10<sup>th</sup> August, 2016 convening the 61st AGM of the Company along with the Statement under Section 102 of the Act were sent on 5<sup>th</sup> September, 2016 to those Shareholders whose names appeared in the Register of Members/Beneficial Owners as on 26<sup>th</sup> August, 2016 in respect of the Resolutions to be passed at the said AGM of the Company and the "Advertisement" was published in "Business Standard" (KOLKATA EDITION) and in Sukhabar (KOLKATA EDITION) on 06-09-2016 pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2015 as amended.
2. The Company had availed the remote e-voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting to the Shareholders of the Company. The Company had also provided voting facility by way of physical Ballot to the Shareholders present at the AGM, who were not able to cast their votes by means of remote e-voting prior to the AGM.
3. The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to remote e-voting and voting through Physical Ballot Paper at the AGM on the proposed Resolutions contained in the Notice. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and through Physical Ballot Paper at the said AGM are conducted in a fair and transparent manner and making a Consolidated Scrutinizer(s) Report of the total votes, cast "in favor" or "against" the Resolutions after taking the effect of "invalid" or "abstained" votes polled by the Members in respect of the said Resolutions set forth in the Notice of the said AGM of the Company.





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

- i. The remote e-voting period commenced on Monday, 26<sup>th</sup> September, 2016 from 9.00 A.M (IST) and ended on Wednesday, 28<sup>th</sup> September, 2016 at 5.00 P.M. (IST).
- ii. The Shareholders who were holding shares of the Company as on the "cut-off" date i.e., 22<sup>nd</sup> September, 2016, fixed by the Board of Directors, were entitled to vote on the Resolutions set out in the Notice of the AGM of the Company dated 10<sup>th</sup> August, 2016.
- iii. Members who were Shareholders as on the cut-off date but did not cast their votes by means of remote e-voting prior to the AGM and attended the AGM personally or through their proxy or proxies were eligible to cast their votes through Physical Ballot Paper at the said AGM. However no any Members present in meeting cast their vote through Physical Ballot.
- iv. The votes cast through remote e-voting facility were thereafter unlocked on 29<sup>th</sup> September, 2016, after conclusion of AGM, in the presence of 2 (two) witnesses, **Mr. Subhajit Dutta** and **Mrs Sangita Drolia** who were not in the employment of the Company.
- v. The Report inter alia containing details such as list of Equity Share Holders, who voted "for" or "against", on each of the Resolutions that were put to vote and whose votes became invalid or who abstained from voting, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com>.
- vi. The combined result of voting through electronic means, i.e. remote e-voting and voting through Physical Ballot Papers at the AGM is as per "Annexure - A" attached herewith.

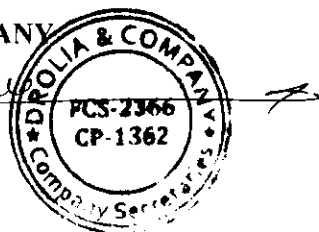
All the relevant records of voting will remain in my custody until the Chairman considers, appears and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,

**FOR DROLIA & COMPANY**  
(Company Secretaries)

(Pravin Kumar Drolia)  
Proprietor

F.C.S No.2366,  
Certificate of Practice No.1362



Place: Kolkata

Date: 30<sup>th</sup> September, 2016

Consolidated Scrutinizer(s) Report of Voting on the Resolutions considered at the 61st AGM of DEEPAK INDUSTRIES LIMITED held on 29th September, 2016

Annexure-A

SL No.	Resolution	Mode	No. of follow/ Ballots Received	Total no. of Shares held	Valid votes		Invalid votes		Vote cast in favour of resolutions		Vote cast against the resolutions		Abstain				
					No. of follow/ Ballots	Votes	No. of follow/ Ballots	Votes	No. of follow/ Ballots	Votes	No. of follow/ Ballots	Votes	% of Valid votes in favour of the resolutions	No. of follow/ Ballots	Votes	% of Valid votes against the resolutions	No. of follow/ Ballots
1	To receive, consider and adopt The Audited Balance Sheet of the Company for the financial year ended 31st March, 2016 and the Statement of Profit and loss for the year ended on that date together with the reports of the Board of Directors and Auditors of the Company thereon. (As an Ordinary Resolutions)	Electronic	8	3256483	8	3256483	100.00	0	0	0	0	0	0	0	0	0	0
		Physical	0	0	0	0	0.00	0	0	0	0	0	0	0	0	0	0
	TOTAL		8	3256483	8	3256483	100.00	0	0	0	0	0	0	0	0	0	0
2	To confirm interim dividend @ Rs.40/- Per share paid to the shareholders of the Company. (As an Ordinary Resolutions)	Electronic	8	3256483	8	3256483	100.00	0	0	0	0	0	0	0	0	0	0
		Physical	0	0	0	0	0.00	0	0	0	0	0	0	0	0	0	0
	TOTAL		8	3256483	8	3256483	100.00	0	0	0	0	0	0	0	0	0	0
3	To appoint a Director in place of Shri Yashwant Kumar Daga (DIN No. 00040682) who retires by rotation and being eligible offers himself for re-appointment. (As an Ordinary Resolutions)	Electronic	8	3256483	8	3256483	100.00	0	0	0	0	0	0	0	0	0	0
		Physical	0	0	0	0	0.00	0	0	0	0	0	0	0	0	0	0
	TOTAL		8	3256483	8	3256483	100.00	0	0	0	0	0	0	0	0	0	0
4	To appoint Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next A.G.M. of the Company and fix their remuneration. (As an Ordinary Resolutions)	Electronic	8	3256483	8	3256483	100.00	0	0	0	0	0	0	0	0	0	0
		Physical	0	0	0	0	0.00	0	0	0	0	0	0	0	0	0	0
	TOTAL		8	3256483	8	3256483	100.00	0	0	0	0	0	0	0	0	0	0
5	Re-appointment of M/S Salaripura Jaldia & Co., Chartered Accountants, ( Firm's Reg. No. 30211(E) as Branch Auditors to Audit the Books of Accounts of Branches New Allenberry Works, at Kolkata, Faridabad, and Rudrapur of the Company from the conclusion of this A.G.M till the conclusion of the next A.G.M on such remuneration as may be determined by the Board of Directors of the Company in consultation with the said Auditors. (As an Ordinary Resolutions)	Electronic	8	3256483	8	3256483	100.00	0	0	0	0	0	0	0	0	0	0
		Physical	0	0	0	0	0.00	0	0	0	0	0	0	0	0	0	0
	TOTAL		8	3256483	8	3256483	100.00	0	0	0	0	0	0	0	0	0	0
APPROVAL AND TABLICATION OF REMUNERATION OF COST AUDITORS, M/S SPK ASSOCIATES, COST ACCOUNTANTS, KOLKATA ( Firm's Reg. No. 000040) FOR CONDUCTING THE AUDIT OF THE COST RECORDS OF THE COMPANY FOR THE YEAR	Electronic	8	3256483	8	3256483	100.00	0	0	0	0	0	0	0	0	0	0	0
	Physical	0	0	0	0	0.00	0	0	0	0	0	0	0	0	0	0	0

