

DAMODAR INDUSTRIES LIMITED

Date: October 08, 2018

To,
The Manager – CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400001
Ref.: Script Code 521220

To,
National Stock Exchange of India Limited
The Corporate Relation Department,
Exchange Plaza, Plot no. C/1, G Block
Bandra – Kurla Complex
Bandra (E) Mumbai – 400 051
Script Symbol : DAMODARIND

Dear Sir(s)/Madam,

Sub: Result of Postal Ballot and E- voting:

- i. Further to our letter dated 28.07.2018 and in accordance with the Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 please find enclosed the voting results and Scrutinizer's Report for the Ordinary /Special Resolutions as set out in the Notice of Postal Ballot dated 28.07.2018 as below:

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
1.	Approval for sub-division of the company's one equity shares of Rs.10/- (Rupees ten) each into two equity shares of face value of Rs.5/- (Rupees five) each.	Ordinary	E-Voting and Postal Ballot	The resolution was passed with the requisite majority
2.	Approval to amend the capital clause in the Memorandum of Association of the Company.	Special	E-Voting and Postal Ballot	The resolution was passed with the requisite majority

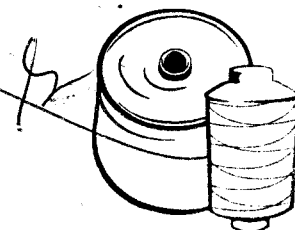
Regd. Office : 19/22 & 27/30, Madhu Estate, Pandurang Budhkar Marg, Worli, Mumbai - 400 013.

Tel.: 91-22-6661 0301'2, 91-22-2300 1199 | Fax : 91-22-6661 0308

Factory : Survey No. 265 / 10 / 1, 2 & 3, Demni Road, Dadra Village, D. & N. H. (U. T.) - 396 230

Tel.: 0260-3253390

E-mail : cs@damodargroup.com | **Website** : www.damodargroup.com | **CIN** : L17110MH1987PLC045575





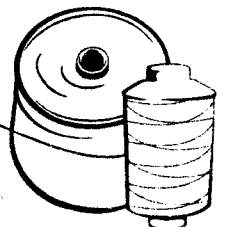
DAMODAR INDUSTRIES LIMITED

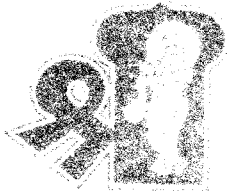
- ii. We wish to inform you that the shareholders of the Company have approved all the item of business as detailed in the Postal Ballot Notice dated 28.07.2018.
- iii. All the resolution was passed by the shareholders with requisite majority.
- iv. We further wish to inform you that the sub-division of face value of shares of the company as per the aforeside resolutions does not involve any fractional entitlements.
- v. In this connection, we enclose the following:
 - Voting results in compliance with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 – Annexure 1.
 - Scrutinizer Report in compliance with Rule 20 of the Companies (Management and Administration) Rules,2014 – Annexure 2.
- vi. The said result declared by the Chairman and the report submitted by the Scrutinizer are also being uploaded on the Company's website and are being advised to the Depository vis., Central Depository of India Limited, to publish the same on their website.

This is for your reference and records.

Thanking You,
Yours sincerely
For Damodar Industries Limited


Subodh Kumar Soni
Company Secretary



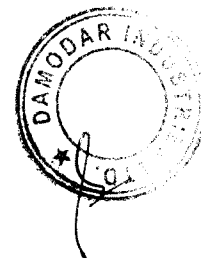


DAMODAR INDUSTRIES LIMITED

Annexure - 1

Result of Voting through Electronic means and Postal Ballot

Record date	31.08.2018
Total number of shareholders on record date	5625
No. of shareholders present in the meeting either in person or through proxy a) Promoters Group b) Public	N.A.
No. of shareholders attended the meeting through video conferencing a) Promoters Group b) Public	N.A.
No. of resolution passed in the meeting	2



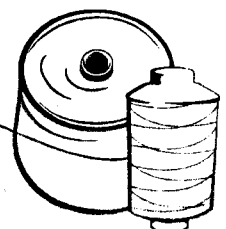
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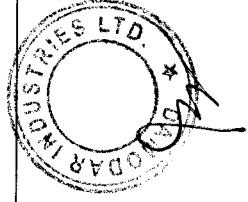
Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Approval for sub-division of the company's one equity shares of Rs.10/- (Rupees ten) each into two equity shares of face value of Rs.5/- (Rupees five) each.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes – against	% 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		(2)	0		(5)		
	Poll		7698500	100.0000		0	100.0000	0.0000
	Postal Ballot (if applicable)	7698500						
	Total		7698500	100.0000	7698500	0	100.0000	0.0000
Public-Institutions	E-Voting		0	0.0000		0	0	0
	Poll							
	Postal Ballot (if applicable)	4875						
	Total		4875	0	0.0000	0	0.0000	0.0000
Public-Non Institutions	E-Voting		4056	0.1184		12	99.7041	0.2959
	Poll							
	Postal Ballot (if applicable)	3422437						
	Total		3422437	97110	2.8341	97098	100.0000	0.0000
Total			11125812	7795610	70.0678	7795598	99.9998	0.0002
Whether resolution is Pass or Not.								Yes



Resolution (2)

Resolution required: (Ordinary / Special)		Special									
Whether promoter/promoter group are interested in the agenda/resolution?		No									
Description of resolution considered		Approval to amend the capital clause in the Memorandum of Association of the Company.									
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			
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting		7698500	100.0000	7698500	0	100.0000	0.0000			
	Poll	7698500									
	Postal Ballot (if applicable)										
	Total	7698500	7698500	100.0000	7698500	0	100.0000	0.0000			
Public-Institutions	E-Voting		0	0.0000	0	0	0	0			
	Poll	4875									
	Postal Ballot (if applicable)										
	Total	4875	0	0.0000	0	0	0.0000	0.0000			
Public-Non Institutions	E-Voting		4056	0.1184	4044	12	99.7041	0.2959			
	Poll	3422437									
	Postal Ballot (if applicable)		93054	2.7158	93054	0	100.0000	0.0000			
	Total	3422437	97110	2.8341	97098	12	99.9876	0.0124			
	Total	11125812	7795610	70.0678	7795598	12	99.9998	0.0002			
Whether resolution is Pass or Not.										Yes	





VISHAL N. MANSETA (B.Com, A. C. S.)

Practicing Company Secretary

Off. : 65/642, Gr. Flr., Shiv Sahkari C.H.S., MHB Colony, Mahavir Nagar, Nr. Link Rd., Kandivali (W), Mumbai - 67.
Tel. : 022 - 28696314 Mob. : 09987066314, 09321799780 Web : www.vishalmanseta.com
Email : vishal_manseta@rediffmail.com / vishal@vishalmanseta.com

Report of Scrutinizer on E-Voting and Postal Ballot Process

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]

To
Mr. Arun Kumar Biyani
Chairman
Damodar Industries Limited
19/22, & 27/30, Madhu
Estate, Pandurang Budhakar
Marg,
Worli
Mumbai-400013

Dear Sir,

Sub: Scrutinizer's Report on E- Voting and Postal Ballot Process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 (the Act) read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014

The Board of Directors of Damodar Industries Limited (the Company') have vide resolution passed dated on July 28, 2018, decided to provide to the members of the Company, a facility to exercise their voting rights on the resolutions for:

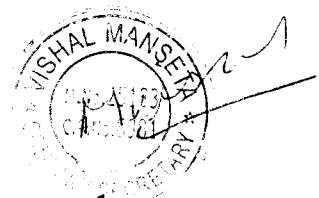
- a. Approval for sub-division of the company's one equity shares of Rs.10/- (Rupees ten) each into two equity shares of face value of Rs.5/- (Rupees five) each
- b. Approval to amend the capital clause in the Memorandum of Association of the Company

pursuant to the provisions of Section 108 & 110 of the Companies Act, 2013 read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014,

I, Mr. Vishal N. Manseta, Practicing Company Secretary (ACS:25183, CP No. 8981), Mumbai has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on July 28, 2018 as required under Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules 2014 for the purpose of scrutinizing the e-voting process and Postal Ballot process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as aforesaid.

The postal ballot forms were kept under safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and Postal Ballot on the resolutions mentioned above. My responsibility as a Scrutinizer is restricted to ensure that the e-voting process and Postal Ballot process is conducted in a fair and transparent manner and make the Scrutinizers report of the votes cast in favour" or 'against' the resolutions stated above, based on the postal ballots received by the Company & reports generated from the e-voting system provided by the



Central Depository Services (India) Limited (CDSL, the authorized agency to provide e-voting facilities, engaged by the Company.

The notice dated July 28, 2018 was sent to the shareholders of the Company along with explanatory statement setting out material facts under Section 102 of the Companies Act, 2013.

The members of the Company holding shares on the cut off date i.e. August 31, 2018 were entitled to vote on the resolutions proposed and as set out in the Postal Ballot Notice.

in this regard. I submit my report as under::

1. The e-voting period commences at 09.00 a.m. (IST) on Friday, September 07, 2018 and ends at 05.00 p.m. (IST) on Saturday, October 06, 2018. During this period, Member(s) of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, August 31, 2018, may cast their vote by e-voting. The e-voting module shall be disabled by CDSL beyond the prescribed date and time for voting thereafter.
2. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the company.
3. The details containing list of the shareholders who voted for or against each of the resolutions that were put to vote were downloaded from the e-voting website of CDSL (www.evotingindia.com)
4. I have scrutinized the votes casted through electronic means and through postal ballot process for the purpose of this report.
5. The company dispatched postal ballot forms along with postage prepaid business reply envelope to its members whose name(s) appeared on the Register of Members List of beneficiaries as on August 31, 2018 and whose email ids were not registered for e voting.
6. The postal ballot forms were kept under safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
7. The ballot boxes were opened on Monday, October 08, 2018 at 10.00 a.m. in my presence.
8. All postal ballot forms received upto the close of working hours i.e. 5.00 P.M. on Saturday October 6, 2018 the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny.
9. The particulars of all the votes casted by postal ballots as well as through e-voting process have been recorded in a register separately maintained for the purpose.

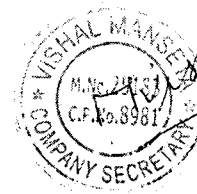


A summary of the E-voting and Postal Ballot Process is given below:

Sr. No.	Particulars	No. of Postal Ballot forms f e-voting options	No. of Shares
a)	1. Total Postal Ballot received	32	93,204
	2. Total E-voting options received	45	77,02,556
	Total (1+2)		
b)	Less : 1) Invalid Postal Ballot forms	4	263
	2) Invalid/Abstained e-voting	0	0
	Total (1+2)		
C)	1) Net Valid Postal Ballot (a1-b1)	28	93,054
	2) Net Valid E-voting (a2-b2)	45	77,02,556
	Consolidated Voting Result (c1+c2)	73	77,95,610

Agenda-wise

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
1.	Approval for sub-division of the company's one equity shares of Rs.10/- (Rupees ten) each into two equity shares of face value of Rs.5/- (Rupees five) each.	Ordinary	E-Voting and Postal Ballot	The resolution was passed with the requisite majority
2.	Approval to amend the capital clause in the Memorandum of Association of the Company.	Special	E-Voting and Postal Ballot	The resolution was passed with the requisite majority

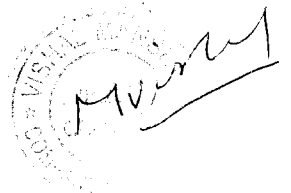


The result of e-voting is as given below:

Particulars	In favour of the Ordinary/Special Resolution(s)			Against the Ordinary/Special Resolution(s)		
	Number of Members	Number of Shares	% of total number of votes cast	Number of Members	Number of Shares	% of total number of votes cast
Approval for sub-division of the company's one equity shares of Rs.10/- (Rupees ten) each into two equity shares of face value of Rs.5/- (Rupees five) each.	42	77,02,544	100.00%	3	12	0.00%
Approval to amend the capital clause in the Memorandum of Association of the Company.	42	77,02,544	100.00%	3	12	0.00%

The result of postal ballot is as given below:

Particulars	In favour of the Ordinary/Special Resolution(s)			Against the Ordinary/Special Resolution(s)		
	Number of Members	Number of Shares	% of total number of votes cast	Number of Members	Number of Shares	% of total number of votes cast
Approval for sub-division of the company's one equity shares of Rs.10/- (Rupees ten) each into two equity shares of face value of Rs.5/- (Rupees five) each.	28	93,054	100.00%	0	0	0.00%
Approval to amend the capital clause in the Memorandum of Association of the Company.	28	93,054	100.00%	0	0	0.00%

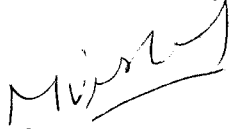


The consolidated result of e-voting and postal ballot is as given below:

Particulars	In favour of the Ordinary/Special Resolution(s)			Against the Ordinary/Special Resolution(s)		
	Number of Members	Number of Shares	% of total number of votes cast	Number of Members	Number of Shares	% of total number of votes cast
Approval for sub-division of the company's one equity shares of Rs.10/- (Rupees ten) each into two equity shares of face value of Rs.5/- (Rupees five) each.	70	77,95,598	100.00%	3	12	0.00%
Approval to amend the capital clause in the Memorandum of Association of the Company.	70	77,95,598	100.00%	3	12	0.00%

The Chairman of the company may declare the results of the e-voting and Postal Ballot.

For Vishal N. Manseta
(Practicing Company Secretary)



Vishal N. Manseta

ACS No.: 25183

C.P. No.:8981

Date : October 08, 2018

Place : Mumbai

