



MAYUR UNIQUOTERS LIMITED

Manufacturers of Artificial Leather/PVC Vinyl

Ref: MUL/SECR/2015-16

Date: 03.08.2015

To
The Manager,
Department of Corporate Services
BSE Limited
Floor 25, Phiroze Jeejeeboy Towers,
Dalal Street, Mumbai- 400001

To
The Manager,
National Stock Exchange India Limited
5th Floor, Exchange Plaza, Bandra (E)
Mumbai- 400051

Sub: Outcome of the 22nd Annual General meeting held on 31st July, 2015.

Scrip Code: BSE: 522249 NSE: MAYURUNIQ

Dear Sir,

Pursuant to Listing Agreement, we hereby submit the following as the outcome of the 22nd Annual General Meeting of the Company.

The Members of the Company at its Annual General Meeting held on Friday, July 31st 2015 at the Registered Office of the Company at Jaipur- Sikar Road, Village Jaitpura- 303 704, Teh. Chomu, Dist. Jaipur at 11.00 A.M. have approved the following Resolutions:

ORDINARY RESOLUTIONS:-

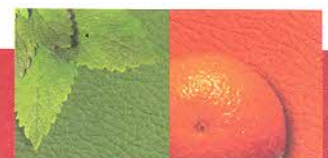
1. Adoption of Audited Financial Statement of the Company for the year ended 31st March, 2015 and the reports of the Board of Directors and the Auditors thereon
2. Declaration of Final Dividend @ Rs. 0.80/- per equity shares for Financial Year ended 31st March, 2015 and the Members also confirmed the payment of three Interim Dividends aggregating to Rs. 2.25/- per Equity Share, already paid during the year ended 31st march, 2015.
3. Appointment of Shri Arun Kumar Bagaria, retiring by rotation, as Director of the Company.



A Texture For Every Idea

Correspondance Address:

28, 4th Floor, Lakshmi Complex, MI Road, Jaipur-302001 (Rajasthan) India • Tel: +91-141-2361132 • Fax: +91-141-2365423
Regd. Office & Works: Village Jaitpura, Jaipur-Sikar Road, Jaipur-303704 (Rajasthan) India • Tel: +91-1423-224001 • Fax: +91-1423-224420
 Email: info@mayur.biz • www.mayuruniquoters.com





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4. Ratification of appointment of M/s Madhukar Garg & Co., Chartered Accountants, as Statutory Auditors of the Company for the financial year 2015-16.
5. Ratification of Remuneration payable to M/s Pawan Gupta & Associates, Cost Accountants, as Cost Auditor of the Company for the financial year 2015-16.

Enclosed herewith is the result of the voting (e voting and poll) on the items transacted at the AGM along with the consolidated report of the Scrutinizers.

We kindly request you to take the same on record and inform all those concerned.

Thanking You,

For Mayur Uniquoters Limited

(Suresh Kumar Poddar)

Chairman and Managing Director

DIN: 00022395



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Scrutinizer's Report

To,
Chairman of
22nd Annual General Meeting of the Equity Shareholders of Mayur Uniquoters Limited held on Friday, 31st July, 2015 at 11.00 A.M. at the registered office of the Company situated at Village: Jaitpura, Jaipur- Sikar Road, Tehsil: Chomu, Dist.: Jaipur - 303 704 (Rajasthan)

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote E-voting and Poll for 22nd Annual General Meeting of Equity Shareholders held on 31st July, 2015.

Pursuant to the resolution passed by the Board of Directors of **Mayur Uniquoters Limited** (hereinafter referred to as "Company") on Friday, 12th June, 2015, I had been appointed as the scrutinizer for the remote e-voting process and polling to be carried out at the 22nd Annual General Meeting (hereinafter referred to as "AGM") in fair and transparent manner and ascertaining the requisite majority in respect of the Resolutions contained in the Notice to the 22nd AGM of the members of the Company.

To enable wider participation of equity shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 and the rules framed thereunder vide The Companies (Management and Administration) Rules, 2014 including The Companies (Management and Administration) Amendment Rules, 2015, dated March 19, 2015 and SEBI's circular no. CIR/CFD/DIL/6/2012, dated July 13, 2012 as amended by its circular CIR/CFD/POLICYCELL/2/2014 dated April 17, 2014, every company having its equity shares listed on Recognized Stock Exchange(s), is required to provide e-voting facility to their shareholders on all shareholders' resolutions to be passed at general meetings or through postal ballot. Since the Company falls within the requirements as specified in the Companies Act, 2013 and the above mentioned SEBI Circular, e-voting which has been made applicable, the company provided for the same.

The Company accordingly made arrangements with the system provider CDSL, Depository for providing a system of recording votes of the shareholders electronically through remote e-voting. The company has also accordingly made arrangements through its Registrar and Transfer Agent, M/s Beetal Financial and Computer Services (P) Ltd. (herein after referred as "RTA") to set up the e-voting facility on the CDSL e-voting Website <https://www.evotingindia.com>.

The Company through RTA has also uploaded the resolutions in which remote e-voting is required and for generating Electronic Voting Sequence Number (EVSN) by the system provider. All necessary formalities in compliance with the requirements specified by CDSL,



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the system provider has been done by the company through its RTA. Necessary instructions in this regard to be followed by the shareholders had also been duly mentioned in the AGM notice dated 12th June, 2015 sent to the shareholders by electronic means via e-mail and postal services. The members of the Company as on the cut-off date i.e. 24th July, 2015 were entitled to vote on the resolutions contained in the Notice to the 22nd AGM of the members of the Company.

Reference to the Companies Act, 2013	Type and description of the Ordinary Resolution
Ordinary Business	
1) Ordinary Resolution: Adoption of Financial Statements	Ordinary Resolution under Section 129 and all other applicable provisions, if any, of the Companies Act, 2013, read with The Companies (Accounts) Rules, 2014 to consider and adopt the Financial Statements of the Company for the Financial year ended 31 st March, 2015 together with the reports of the Directors and Auditors thereon.
2) Ordinary Resolution: Approval of the Interim Dividends and Declaration of Final Dividend	Ordinary Resolution under Section 123 and all other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Declaration and Payment of Dividend) Rules, 2014 to declare final dividend of Rs. 0.80/- per Equity Share for the financial year ended 31 st March, 2015 and to approve the Interim Dividends of Rs. 2.25/- per Equity Share, already paid during the financial year ended 31 st March, 2015.
3) Ordinary Resolution: Appointment of Director	Ordinary Resolution under Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Appointment and Qualification of Directors) Rules, 2014 to re-appoint Shri Arun Kumar Bagaria (DIN 00373862) as a Director, liable to retire by rotation.
4) Ordinary Resolution: Ratification of appointment of the Statutory Auditors	Ordinary Resolution under Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014 and in consonance with the resolution passed by the shareholders in the 21 st Annual General Meeting of the Company held on 16 th September, 2014, to ratify the appointment of M/s Madhukar Garg & Co., Chartered Accountants, Jaipur as Statutory Auditors of the Company (for the financial year 2015-16).
Special Business	
5) Ordinary Resolution: Ratification of remuneration	Ordinary Resolution under Section 148 and all other applicable provisions, if any, of the Companies Act, 2013



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of the Cost Auditor	read with The Companies (Audit and Auditors) Rules, 2014, to ratify payment of the remuneration of Rs. 2,20,000/- (Rupees Two Lacs and Twenty Thousand Only) plus applicable Service Tax and reimbursement of out of pocket expenses at actuals to the Cost Auditors of the Company for financial year ending 31st March, 2016.
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Further to the above, I submit my report as under:-

- 1) That the AGM notice dated 12th June, 2015 under section 101 of the Companies Act, 2013 was dispatched to 4,248 (Four Thousand Two Hundred and Forty Eight) shareholders by means of postal services and 12,055 (Twelve Thousand and Fifty Five) by electronic means via e-mail on or before 09th July, 2015. As confirmed by the management, there were 13 (Thirteen) such envelopes containing notice of AGM which were returned undelivered and 2,869 (Two Thousand Eight Hundred and Sixty Nine only) e-mails which were bounced back and notice were delivered to such shareholders physically.
- 2) As stated in sub rule 4 of Rule 20 of The Companies (Management and Administration) Amendment Rules, 2015 amending the Rule 20 of The (Management and Administration) Rules, 2014, an advertisement was published by the company on 09th July, 2015 in "Samachar Jagat" vernacular language newspaper and on 10th July, 2015 in "Business Standard", English newspaper, informing about the completion of the dispatch of the AGM notices, by means of courier services and electronic means via e-mail, to the shareholders along with other related matters mentioned therein. *However, the advertisement in the vernacular language newspaper was published in english language.*
- 3) The remote e-voting period remained open from Monday, 27th July, 2015 at 10.00 A.M. and ended on Thursday, 30th July, 2015, 2015 at 5.00 p.m.
- 4) The members of the Company as on the cut-off date i.e. Friday, 24th July, 2015 were entitled to vote on the resolutions.
- 5) The empty polling box was locked and sealed in the presence of members. Immediately after the conclusion of voting at AGM, votes cast at the meeting were counted first and thereafter the Votes cast through remote e-voting were unblocked in presence of 2 witnesses who are not in the employment of the Company.
- 6) The total number of fully paid up shares of the company outstanding as on 24th July, 2015 were 4,62,77,600 with 16,400 [Sixteen Thousand Four Hundred] shareholders. 33 [Thirty-Three] shareholders have exercised their votes through remote e-voting and 22 [Twenty Two] shareholders have exercised their votes through poll at the



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AGM. The results (consolidated) for the item placed for consideration by the members is given below:

Item No 1: Ordinary Resolution for Adoption of Audited Financial Statements

Total No. of Shareholders	16,400		
Total No. of Shares	4,62,77,000		
E-voting Period	From 27 th July, 2015 to 30 th July, 2015		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	33	3,07,02,001
Total Votes cast through Polling at AGM	B	22	3,745
Grand Total of e-voting / Polling at AGM (A+B)	C	55	3,07,05,746
Less: Invalid e-voting/ Polls at AGM*(On account of for/against option not indicated)	D	0	0
Net e-voting/ Polling at AGM (C-D)	E	55	3,07,05,746

NOTES:

- i. Invalid voting was not taken into account for counting of votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through e-voting and polling at AGM.



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SUMMARY OF VOTING

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstan ding shares (3)=[(2)/(1)] *100	No. of votes in Favour (4)	No. of Votes again st(5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5) /(2)]*10 0
Promoter and Promoter group	2,82,84,916	2,82,84,916	100	2,82,84,916	0	100	0
Public institution al holders	90,94,365	24,01,665	26.41	24,01,665	0	100	0
Public- others	88,98,319	19,165	0.22	19,165	0	100	0
Total	4,62,77,600	3,07,05,746					

Percentage of Votes cast in favour: **100%** | Percentage of votes cast against: **0.00**

RESULT:-

Since, the number of votes cast in favour of the resolution is **100%**, I report that the ordinary resolution under section 129 of the Companies Act, 2013 as set out in the notice of AGM dated 12th June, 2015 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.

Item No 2: Approval of the Interim Dividend and Declaration of Dividend

Total No. of Shareholders	16,400		
Total No. of Shares	4,62,77,600		
E-voting Period	From 27 th July, 2015 to 30 th July, 2015		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	33	3,07,02,001
Total Votes cast through Polling at AGM	B	22	3,745
Grand Total of e-voting / Polling at AGM (A+B)	C	55	3,07,05,746



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Less: Invalid e-voting/ Polls at AGM*(On account of for/against option not indicated)	D	-	-
Net e-voting/ Polling at AGM (C-D)	E	55	3,07,05,746

NOTES:

- i. Invalid voting was not taken into account for counting of votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/ Public	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	2,82,84,916	2,82,84,916	100	2,82,84,916	0	100	0
Public institutional holders	90,94,365	24,01,665	26.41	24,01,665	0	100	0
Public-others	88,98,319	19,165	0.22	19,165	0	100	0
Total	4,62,77,600	3,07,05,746				100	

Percentage of Votes cast in favour: **100%** Percentage of votes cast against: **0.00**

RESULT:-

Since, the number of votes cast in favour of the resolution is **100%**, I report that the ordinary resolution under section 152 of the Companies Act, 2013 as set out in the notice of AGM dated 12th June, 2015 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.



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Item No 3: Ordinary Resolution for Appointment of Director

Total No. of Shareholders	16,400		
Total No. of Shares	4,62,77,600		
E-voting Period	From 27 th July, 2015 to 30 th July, 2015		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	31	2,97,67,001
Total Votes cast through Polling at AGM	B	22	3,745
Grand Total of e-voting / Polling at AGM (A+B)	C	53	2,97,70,746
Less: Invalid e-voting/ Polls at AGM*(On account of for/against option not indicated)	D	2	1,62,62,404
Net e-voting/ Polling at AGM (C-D)	E	51	1,35,08,342

NOTES:

- i. Invalid voting was not taken into account for counting of votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/Pu blic	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outsta nding 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)]*10 0
Promoter and Promoter group	2,82,84,916	1,10,87,512	39.19	1,10,87,512	0	100	0
Public institutional holders	90,94,365	24,01,665	26.41	24,01,665	0	0	0
Public-others	88,98,319	19,165	0.22	19,110	55	99.71	0.29
Total	4,62,77,600	1,35,08,342				99.99	0.01

Percentage of Votes cast in favour: **99.99%** | Percentage of votes cast against: **0.01%**



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RESULT:-

Since, the number of votes cast in favour of the resolution is **99.99%**, I report that the ordinary resolution under section 139 of the Companies Act, 2013 as set out in the notice of AGM dated 12th June, 2015 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.

Item No 4: Ordinary Resolution for Ratification of Appointment of Statutory Auditor

Total No. of Shareholders	16,400		
Total No. of Shares	4,62,77,600		
E-voting Period	From 27 th July, 2015 to 30 th July, 2015		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	33	3,07,02,001
Total Votes cast through Polling at AGM	B	22	3,745
Grand Total of e-voting / Polling at AGM (A+B)	C	55	3,07,05,746
Less: Invalid e-voting/ Polls at AGM*(On account of for/against option not indicated)	D	-	-
Net e-voting/ Polling at AGM (C-D)	E	55	3,07,05,746

NOTES:

- i. Invalid voting was not taken into account for counting of votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through e-voting and polling at AGM.

SUMMARY OF VOTING

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outsta nding 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)]*10 0
Promoter	2,82,84,916	2,82,84,916	100	2,82,84,916	0	100	0



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and Promoter group							
Public institutional holders	90,94,365	24,01,665	100	20,420	23,81,245	0.85	99.15
Public-others	88,98,319	19,165	21.34	19,165	0	100	0
Total	4,62,77,600	3,07,05,746				92.24	7.76

Percentage of Votes cast in favour: 92.24% | Percentage of votes cast against:7.76%

RESULT:-

Since, the number of votes cast in favour of the resolution is **92.24%**, I report that the ordinary resolution under section 139 of the Companies Act, 2013 as set out in the notice of AGM dated 12th June, 2015 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.

Item No 5: Ordinary Resolution for Ratification of Remuneration of Cost Auditor

Total No. of Shareholders	16400		
Total No. of Shares	46277600		
E-voting Period	From 27 th July, 2015 to 30 th July, 2015		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	33	3,07,02,001
Total Votes cast through Polling at AGM	B	22	3745
Grand Total of e-voting / Polling at AGM (A+B)	C	55	3,07,05,764
Less: Invalid e-voting/ Polls at AGM*(On account of for/against option not indicated)	D	-	-
Net e-voting/ Polling at AGM (C-D)	E	55	3,07,05,746

NOTES:

- i. Invalid voting was not taken into account for counting of votes.
- ii. Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.
- iii. There is no case where the shareholder has voted both through e-voting and polling at AGM.



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SUMMARY OF VOTING

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstan ding shares (3)=[(2)/(1)] *100	No. of votes in Favour (4)	No. of Votes again st(5)	% of votes in favour on votes polled (6)=[(4)/(2)]* 100	% of votes against on votes polled (7)=[(5)/(2)]*10 0
Promoter and Promoter group	2,82,84,916	2,82,84,916	100	2,82,84,916	0	100	0
Public institution al holders	90,94,365	24,01,665	26.41	24,01,665	0	100	0
Public- others	88,98,319	19,165	0.22	19,110	55	99.71	0.29
Total	4,62,77,600	3,07,05,746					

Percentage of Votes cast in favour: **99.71%** | Percentage of votes cast against: **0.00**

RESULT:-

Since, the number of votes cast in favour of the resolution is 99.71%, I report that the ordinary resolution under section 139 of the Companies Act, 2013 as set out in the notice of AGM dated 12th June, 2015 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the date of AGM.

I further report that as per the AGM notice dated 12th June, 2015, the Chairman may declare and confirm the above result. The result of AGM together with the Scrutinizer's Report would be displayed on the Company's website www.mayuruniquoters.com and on the website of CDSL and shall also be communicated to the Stock Exchange(s).

I further report that as per the said rules, the records maintained by me including the data as obtained from CDSL, the system provider for the remote e-voting facility extended by them as also a register recording the consent or otherwise received from the shareholders, voting through Polling at AGM, which includes all the particulars of the shareholders such as the name, folio number/DP ID/ Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected,



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ballot papers and other related papers are in my safe custody which will be handed over to the Chairman/Company Secretary of the Company.

This report may be treated as a report under Section 109 of the Companies Act, 2013 and rule 21(2) of The Companies (Management and Administration) Rules, 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and polling at AGM.

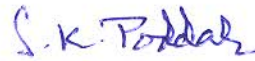
Yours Faithfully,



CS Manoj Maheshwari
Scrutinizer
FCS: 3355



For Mayur Uniquoters Limited



S K Poddar
Chairman and Managing Director
DIN: 00022395

Place: Jaipur
Date: 1st August, 2015