



AGARWAL INDUSTRIAL CORPORATION LIMITED

CIN NO.: L99999MH1995PLC084618

Petrochemicals (Manufacturers & Traders of Bitumen and Bituminous Products)
• Logistics for Bitumen & LPG • Wind Mills

Registered Office : "Eastern Court", Unit No. 201/202, Plot No.12, V.N. Purav Marg, S.T. Road, Chembur, Mumbai- 400 071.
Tel: +91-22-25291149/50. Fax: + 91-22-25291147. E-mail : contact@aicltd.in, sales@aicltd.in. Website : www.aicltd.in

March 03, 2017

Scrip Code: 531921 BSE Limited, Department of Corporate Services, 1 st Floor, P. J. Towers, Dalal Street, Fort, Mumbai – 400 001	Symbol :AGARIND Series : EQ National Stock Exchange of India Limited, Listing Department, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051
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Sub: Declaration of Consolidated E-Voting and Poll Results of the Extra Ordinary General Meeting of the Shareholders of the Company held on Thursday, March 2, 2017 at 11 a.m. at Unit No 12, A Wing, 1st Floor, Sita Estate, Aziz Baug, Mahul Road, Chembur, Mumbai – 400 074 March 02, 2017 pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015

Dear Sir,

We are pleased to enclose herewith Consolidated E-Voting and Poll Results of the Extra Ordinary General Meeting of the Shareholders of the Company held on Thursday, March 2, 2017 at 11 a.m. at Unit No 12, A Wing, 1st Floor, Sita Estate, Aziz Baug, Mahul Road, Chembur, Mumbai – 400 074 March 02, 2017 pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015

Thanking You,

Yours faithfully,

For Agarwal Industrial Corporation Limited

Rakesh Bhalla

Vice President – Legal & Company Secretary



Encl: a/a



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ANNOUNCEMENT OF RESULT OF EGM HELD ON MARCH 2, 2017 (E-VOTING & POLL)

Results of E-voting & Poll of AGM held on March 2, 2017 are as under:

Description (Item as proposed in AGM Notice)	Remote E-voting		Ballot (Poll)		Status
	Favour (No. of shares)	Against (No. of Shares)	Favour (No. of shares)	Against (No. of Shares)	
Item No.1 of the Notice (As an Special Resolution) To approve allotment of warrants, convertible in to fully paid-up Equity shares on Preferential basis in accordance with Securities And Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations,2009 ("ICDR Regulations")	5480021	1	202905	0	Passed a Special Resolution with the requisite majority

The above item has been passed as Special Resolution (as proposed in the Notice convening EGM) with by the Shareholders.

FOR AGARWAL INDUSTRIAL CORPORATION LIMITED


Lalit Agarwal
Whole Time Director
DIN: 01335107



Place: Mumbai
Date: March 3, 2017



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EXTRA ORDINARY GENERAL MEETING OF AGARWAL INDUSTRIAL CORPORATION LIMITED

Date of EGM : March 2, 2017 at 11.00 A.M.

Total Number of Shareholders on record date : 2278 (Two Thousand Two Hundred Seventy Eight)
(i.e. February 24, 2017)

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group:	8
Public:	48

No. of Shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group:	No Video Conferencing facility was made available
Public:	No Video Conferencing facility was made available

Mode of Voting-Physical: Poll at EGM Venue
Mode of Voting-Electronically: Remote E-Voting

Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
EGM of Agarwal Industrial Corporation Limited held on March 2, 2017

The resolution was passed with requisite majority.

Item No.1: Special Resolution -

- 1) To approve allotment of warrants, convertible in to fully paid-up Equity shares on Preferential basis in accordance with Securities And Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("ICDR Regulations")

Resolution required : Special Resolution

Whether promoter/promoter group are interested in the agenda/resolution : No

For Agarwal Industrial Corporation Ltd.


Vice President - Legal &
Company Secretary



Mode of voting : e-voting & Poll conducted

Total No. of Shareholders			2,278
Total No. of Shares			8,658,747
e-Voting		From Monday, February 27, 2017(09.00 A.M.) till the end of Wednesday, March 1 2017 (05.00 P.M.)	
Poll Conducted		March 2, 2017 at 11.00 A.M.	
		Number of Votes	Number of Shares
Total votes cast through e-Voting	A	25	5,480,022
Total Votes Cast through poll Ballot Forms Received	B	44	202,905
Grand Total of e-Voting /Poll Ballot Form (A+B)	C	69	5,682,927
Less : Invalid e-Voting /Poll Ballot Forms (abstained. Not exercised voting right)	D	0	0
Net e-Voting/ Poll Ballot Forms (C-D)	E	69	5,682,927

Summary of e-Voting & Poll :

Promoter/Public	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	6,086,392	5,479,992	90.04	5,479,992	0	100.00	0.00
	Poll		96,500	1.59	96,500	0	100.00	0.00
Public – Institutional holders	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
Public-Others	E-voting	2,572,355	30	0.00	29	1	96.67	3.33
	Poll		106,405	4.14	106,405	0	100.00	0.00
Total		8,658,747	5,682,927	65.63	5,682,926	1	100.00	0.00

Percentage of votes cast in favour 100% , Percentage of vote cast against :0.00 %

For Agarwal Industrial Corporation Ltd.

R. Bhalla
Vice President - Legal & Company Secretary



P. M. VALA & ASSOCIATES

COMPANY SECRETARIES

Shop No.1, Laxmi Sadan CHS., Opp. New Rose Villa,
Daji Ramchandra Road, Charai, Thane (W) - 400 601
Ph : 2538 0966 / 2544 0126 Cell : 98696 99875 / 88794 10333
E-mail : rrajguroo@yahoo.co.in / pmvala@yahoo.co.in

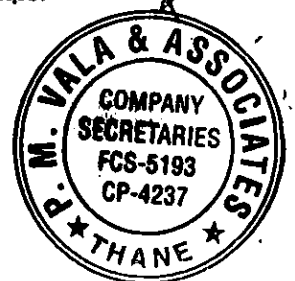
CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 2(4)(cii) of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations 2015 ("SEBI Listing Regulations")]

To,
The Chairman of Extra Ordinary General Meeting of the Members of **Agarwal Industrial Corporation Limited** Held on **Thursday, March 2, 2017** at 11:00 a.m. at Unit No.12, A Wing, 1st Floor, Sita Estate, Aziz Baug, Mahul Road, Chembur, Mumbai-400074

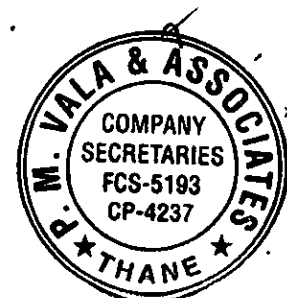
Dear Sir

1. I, CS P. M. VALA, Company Secretary in practice, have been appointed as a Scrutinizer by the Board of Directors of **Agarwal Industrial Corporation Limited** (the Company) (CIN: L99999MH1995PLC084618) to conduct the voting process (including remote e-voting) in a fair and transparent manner in respect of the resolution contained in the Notice of the **Extra Ordinary General Meeting (EGM)** of Members of the Company, **Thursday, March 2, 2017 at 11:00 a.m. at Unit No.12, A Wing, 1st Floor, Sita Estate, Aziz Baug, Mahul Road, Chembur, Mumbai-400074** pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.
2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting process (including remote e-voting) in respect of the resolution contained in the Notice of the **Extra Ordinary General Meeting (EGM)** of Members of the Company. My responsibility as a Scrutinizer is restricted to make a Consolidated Scrutinizer's Report of the total votes cast "in favour" or "against" the resolution as contained in the Notice stated above, based on the voting at the EGM venue through poll process and report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities.



3. The Members of the Company as on the “cut-off” date i.e. Friday, February 24, 2017 were entitled to vote on the resolution (Item Nos.1 as set out in the Notice of the EGM of the Company).
4. The remote e-voting period remained open from Monday, February 27, 2017 (09.00 A.M.) till the end of Wednesday, March 1, 2017 (05.00 P.M.) and CDSL e-voting platform was blocked thereafter.
5. The votes cast through remote e-voting were unblocked on Thursday, March 2, 2017, after counting the votes cast at EGM, in the presence of 2 (Two) witnesses, who were not in the employment of the Company.
6. The Company had also provided voting facility at the EGM venue to the Members present thereat, who had not cast their vote earlier through remote e-voting facility. The locked polling box was opened by me after conclusion of the poll in the presence of 2 (Two) witnesses, who were not in the employment of the Company and the poll papers were diligently scrutinized.
7. I had submitted separate Scrutinizer’s Report dated **March 3, 2017** on the results of the voting at the EGM venue through poll process and remote e-voting in respect of the resolutions (Item Nos.1 as set out in the Notice of the EGM of the Company).
8. I now submit the Consolidated Scrutinizer’s Report on the results of the voting at the EGM venue through poll process and remote e-voting in respect of the resolution (Item No.1 as set out in the Notice of the EGM of the Company) as under :-

Sr. No	Particulars	Item No.1	
		Number of members who cast their votes through remote e-voting and poll	No. of equity shares
1	Total Number of votes casted	69	56,82,927
2	Less: Invalid No. of votes casted	0	0
3	Valid No. of votes casted (Net)	69	56,82,927



Item No.1 of the Notice (As a Special Resolution)

To approve allotment of warrants, convertible in to fully paid-up Equity shares on Preferential basis in accordance with Securities And Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations,2009 (“ICDR Regulations”)


Promoter/ Public	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)]*10 0	4	5	(6)= [(4)/(2)]*10 0	(7)= [(5)/(2)]*1 00
Promoter and Promoter Group	E-Voting	60,86,392	54,79,992	90.04	54,79,992	0	100.00	0.00
	Poll		96,500	1.59	96,500	0	100.00	0.00
Public- Institution al holders	E-Voting	0	0	0	0	0	0.00	0.00
	Poll		0	0	0	0	0.00	0.00
Public- Others	E-Voting	25,72,355	30	0.00	29	1	96.67	3.33
	Poll		1,06,405	4.14	1,06,405	0	100.00	0.00
Total		86,58,747	56,82,927	65.63	56,82,926	1	100.00	0.00

* The number of votes polled doesn't include invalid votes

9. The electronic data and other relevant records relating to the e-voting and Poll have been handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the EGM.

Thanking You,

Yours faithfully


CS. P. M. VALA
 Scrutinizer,
 Practicing Company Secretary
 FCS - 5193 CP - 4237
 Place: Thane
 Date: March 3, 2017

