

Result

Result of the Electronic Voting and Poll on the Ordinary and Special Businesses at the Annual General Meeting of the Company held on Wednesday, 12th August 2015:

On the basis of the Scrutinizer's Report for the Electronic Voting dated 12th August, 2015 and the Scrutinizers' Report dated 12th August, 2015 for the Poll at the Annual General Meeting held on Wednesday, 12th August 2015 at 11.00 a.m. at Walchand Hirachand Hall, Lalji Naranji Memorial, Indian Merchants' Chamber Building, Indian Merchants' Chamber Marg, Churchgate, Mumbai - 400 020, the summary of which is mentioned hereunder. The Chairman announced the results of voting on Thursday, 13th August, 2015 that all the Resolutions for the Ordinary and Special Businesses as set out in Item No. 1 to 5 in the Notice of the 33rd Annual General Meeting of the Company have been duly passed by the requisite majority.

Resolution Nos. as given in the notice of 33 rd Annual General Meeting	Particulars of Votes Cast							Result Declared
		Electronic Voting*		Poll		Voting Result		
		Nos. (A)	%	Nos. (B)	%	Nos. (A)+(B)	%	
Ordinary Business								
1. Ordinary Resolution for Adoption of Audited Accounts	Votes cast in favour	83413416	99.99	4715774	100	88129210	99.99	Approved by requisite majority
	Votes cast against	20	0.01	0	0	20	0.01	
	Invalid Votes	0	0	0	0	0	0	
2. Ordinary Resolution to declare dividend on equity shares	Votes cast in favour	83413416	99.99	4715774	100	88129210	99.99	Approved by requisite majority
	Votes cast against	20	0.01	0	0	20	0.01	
	Invalid votes	0	0	0	0	0	0	
3. Ordinary resolution to re-appoint Mr. Nihar N. Parikh as a Director	Votes cast in favour	83372508	99.95	4715774	100	88088282	99.95	Approved by requisite majority
	Votes cast against	38228	0.05	0	0	38228	0.05	
	Invalid votes	0	0	0	0	0	0	
4. Ordinary resolution for Ratification of appointment and	Votes cast in favour	83413282	99.99	4715774	100	88129056	99.99	Approved by requisite majority
	Votes cast against	154	0.01	0	0	154	0.01	




remuneration of M/s Rajendra & Co., as Statutory Auditors of the Company	Invalid votes	0	0	0	0	0	0	
Special Business								
5. Ordinary Resolution to appoint Mrs. Geeta S. Doshi as a Director of the Company	Votes cast in favor	108593	99.95	2431854	100	2540447	99.99	Approved by requisite majority
	Votes cast against	54	0.05	0	0	54	0.01	
	Invalid votes	0	0	0	0	0	0	

*Note: In terms of the output received from NSDL the number of 'Not voted' cases has been excluded from the above calculation.



Shreyas Doshi
Chairman

Shrenuj & Co. Ltd.
DIN: 00001464

Place: Mumbai
Dated: 13th August, 2015



Minoo Shroff
Chairman
(For the Resolution No. 5)
Shrenuj & Co. Ltd.
DIN: 00001472

Place: Mumbai
Dated: 13th August, 2015

HEMANSHU KAPADIA & ASSOCIATES
COMPANY SECRETARIES

Office No.12, 14th Floor, Navjivan Society, Building No. 3
Lamington Road, Mumbai- 400008
Tel 6631 0888/ 6631 4830
E-Mail: hemanshu@hkacs.com

Scrutinizer's Report- Combined

**Consolidated Report of Scrutinizer's on remote e-voting and voting by poll at the Annual
General Meeting**

To,

The Chairman of 33rd Annual General Meeting of the members of Shrenuj and Company Limited (the Company) held on Wednesday, the 12th day of August, 2015 at 11.00a.m. at WalchandHirachand Hall, LaljiNaranji Memorial, Indian Merchants' Chamber Building, Indian Merchants' Chamber Marg, Churchgate, Mumbai-400020.

Dear Sir,

Re: Scrutinizer's Report on remote e-voting and voting by poll at the Annual General Meeting in terms of provisions of the Companies Act, 2013 read with the Rules issued thereunder, Secretarial Standards and applicable provisions of Listing Agreement.

1. I, HemanshuKapadia, of M/s. HemanshuKapadia& Associates, Practicing Company Secretaries, Mumbai, have been appointed as a Scrutinizer by the Board of Directors of Shrenuj and Company Limited (the Company) at their meeting held on 27thMay 2015 to conduct the following:
 - a) Remote e-voting process pursuant to the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules)as amended by Companies (Management and Administration) Amendment Rules, 2015 and the Secretarial Standards (SS-2)on General Meetings issued by the Institute of Company Secretaries of India; and
 - b) Voting at the AGM under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014and the Secretarial Standards (SS-2) on General Meetings issued by the Institute of Company Secretaries of India, at the AGM held on 12th August 2015.
2. The Company had availed the remote e-voting facility provided by National Securities Depository Services Limited (NSDL) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced from Saturday, 8th August 2015 (9.00



a.m.) to Tuesday, 11th August 2015 (5.00 p.m.) and the NSDL remote e-voting platform was blocked thereafter.

3. On the basis of the votes exercised by the Shareholders of the Company through remote e-voting, I have issued separate Scrutinizer's Report dated 12th August 2015 on the remote e-voting.
4. Under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amendment Rules, 2015 and in terms of Secretarial Standard, the Chairman in the Annual General Meeting appointed me as Scrutinizer for the Poll on the resolutions contained in the notice to the 33rd Annual General Meeting (AGM) of the members of the Company.
5. On the basis of the votes cast by the Shareholders through poll, I have issued separate Scrutinizers' Report dated 12th August 2015 on the poll taken on the resolutions contained in the notice to the AGM.
6. As requested by management I submit herewith the combined report on the result of e-voting together with that of Poll as under:-

Item of Notice	No. of votes- favor	No. of votes- against	% of votes in favor on votes cast	% of votes against on votes cast
1. Adoption of Audited Accounts (Ordinary Resolution)	88129190	20	99.99	0.01
2. To declare dividend on equity shares (Ordinary Resolution)	88129190	20	99.99	0.01
3. Re-appointment of Mr. Nihar N. Parikh as a Director (Ordinary Resolution)	88088282	38228	99.96	0.04
4. Ratification of appointment and remuneration of M/s Rajendra & Co., as Statutory Auditors of the Company (Ordinary Resolution)	88129056	154	99.99	0.01
5. Appointment of Mrs. Geeta S. Doshi as a Director of the Company (Ordinary Resolution)	2540447	54	99.99	0.01

- The invalid votes and members who have abstained from voting on particular resolution are not considered



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Thanking you,

Yours faithfully,

H. Kapadia

HemanshuKapadia
Scrutiniser
Practicing Company Secretary
C.P. No.: 2285



Place: Mumbai
Dated: 12th August 2015

Shreyas Doshi

ShreyasDoshi
Chairman
Shrenuj& Co. Ltd.
DIN:00001464

Place: Mumbai
Dated: 12th August 2015

Minoo Shroff

MinooShroff
Chairman for ResolutionNo. 5
Shrenuj& Co. Ltd.
DIN: 00001472

Place: Mumbai
Dated: 12th August 2015