

**Date: 30<sup>th</sup> September 2015,**

**Script Code: 514394**

<b>Bombay Stock Exchange Limited</b>	<b>Delhi Stock Exchange Limited</b>	<b>Jaipur Stock Exchange Limited</b>	<b>Ahmedabad Stock Exchange Limited</b>
Corporate Relation Department	Mr. P.K Mishra	The Manager	The Manager
Phiroze Jeejeebhoy Towers	Head Listing & Compliance	Listing Department	Listing Department
Dalal Street	3/1, Asaf Ali Road	Stock Exchange Building	Kamdhenu Complex,
Mumbai- 400001	New Delhi - 110002	JLN Marg , Malviya Nagar ,	Opp. Sahajanand College, Panjrapole
		Jaipur - 302017 (Rajasthan)	Ahmedabad - 380015 (Gujarat)

Dear Sirs,

**Ref: 35A of the Listing Agreement**

**Sub: Voting Results of the 25<sup>th</sup> Annual General Meeting of the Members of the Company.**

In compliance with Clause 35A of the Listing Agreement, furnished below are the details regarding the voting results in respect of all the resolutions as set out in the Notices dated 12<sup>th</sup> August 2015 and Addendum Notice dated 11<sup>th</sup> September 2015, convening the 25<sup>th</sup> Annual General Meeting of the Members of the Company held on 28<sup>th</sup> September 2015, at 11.00 a.m. at Delhi Karnataka Sangha, Rao Tula Ram Marg, Sector 12, Rama Krishna Puram, New Delhi 110 022, in the format prescribed under Clause 35A of the Listing Agreement, as amended.

Further in this connection, we enclose herewith the report of Mr. Sanjay Chugh, Practising Company Secretary, Scrutiniser for the e-voting and poll process.

You are requested to take note of the same and bring it to the notice of all concerned.

Kindly acknowledge receipt.

Thanking you.

Yours faithfully,

**For ATLAS Jewellery India Limited**

  
Chandan Mahapatra  
(Company Secretary)

Enclosed: Scrutinizer's Report

**Central Depository Services (India) Limited**

16<sup>th</sup> Floor, P.J. Towers, Dalal Street,  
Fort Mumbai 400 001

**Kind Attn: Mr. Wenceslaus Furtado, Deputy Manager**



**Details of Voting Results:**

<b>Date of the AGM</b>	28 <sup>th</sup> September 2015
<b>Total Number of Shareholders as on record date/cut-off date for e-voting purposes:</b> Cut-off- date for E-Voting 21 <sup>st</sup> September 2015	5126
<b>Number of Shareholders present in the meeting either in person or through Proxy</b> -Promoters & Prompter Group -Public	NIL 37
<b>No. of Shareholders attended the meeting through Video Conferencing</b> Promoters & Prompter Group -Public	NIL

**Agenda Wise:**

ITEM NO	TYPE OF RESOLUTION	RESOLUTION	MODE OF VOTING (Ballot /E-voting)	REMARKS
1	Ordinary	Adoption of audited Balance Sheet as at March 31, 2015, the statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors and Auditors thereon	E-voting. And through Ballot at AGM	The resolution was passed with requisite majority
2	Ordinary	Re-Appointment of M/s. A. Kay Mehra & Co. Chartered Accountants as the Statutory Auditors of the Company	=Do=	The resolution was passed with requisite majority
3	Ordinary	Appointment of Mr. Supratik Chatterjee (holding DIN.06934992) , as an independent Director up to July 07, 2019	=Do=	The resolution was passed with requisite majority
4	Ordinary	Appointment of Mr. Sunil Pant (holding DIN. 07068748) as an Independent Director up to July 07, 2019	=Do=	The resolution was passed with requisite majority
5	Ordinary	Appointment of Mr. Nandakumaran Puthiezath, as Managing Director up to 9 <sup>th</sup> June 2017	=Do=	The resolution was passed with requisite majority
6	Ordinary	Removal Mr. Lukoo Sugunan Madathiparambil, as Independent Director of the Company	=Do=	The resolution was passed with requisite majority
7	Ordinary	Removal Mr. Ajith Kovoovil Muruleedharan, Non-Executive Director of the Company	=Do=	The resolution was passed with requisite majority





**Resolution No.1: Adoption of Audited Financial Statements for the Financial Year Ended March 31, 2015 and the Reports of the Directors and Auditors thereon**

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 & Promoter Group	51636044	1635944	3.17	1635944	0	100.00	0.00
Public Institutional Holders	NA	NA	NA	NA	NA	NA	NA
Public- Others	51536922	46882457	90.97	46882457	0	100.00	0.00
Total	103172966	48518401	94.14	48518401	0	100.00	0.00

**Resolution No.2: Re-Appointment of M/s. A. Kay Mehra & Co. Chartered Accountants as the Statutory Auditors of the Company**

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 & Promoter Group	51636044	1635944	3.17	1635944	0	100.00	0.00
Public Institutional Holders	NA	NA	NA	NA	NA	NA	NA
Public- Others	51536922	46882457	90.97	46882457	0	100.00	0.00
Total	103172966	48518401	94.14	48518401	0	100.00	0.00

**Resolution No.3: Appointment of Mr. Supratik Chatterjee (holding DIN.06934992) , as an independent Director up to July 07, 2019**

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 & Promoter Group	51636044	1635944	3.17	1635944	0	100.00	0.00
Public Institutional Holders	NA	NA	NA	NA	NA	NA	NA
Public- Others	51536922	46882457	90.97	46882457	0	100.00	0.00
Total	103172966	48518401	94.14	48518401	0	100.00	0.00

**Resolution No.4: Appointment of Mr. Sunil Pant (holding DIN. 07068748) as an Independent Director up to July 07, 2019**

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 & Promoter Group	51636044	1635944	3.17	1635944	0	100.00	0.00
Public Institutional Holders	NA	NA	NA	NA	NA	NA	NA
Public- Others	51536922	46882457	90.97	46882457	0	100.00	0.00
Total	103172966	48518401	94.14	48518401	0	100.00	0.00





**Resolution No.5: Appointment of Mr. Nandakumaran Putezhath, as Managing Director up to 9th June 2017**

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 & Promoter Group	51636044	1635944	3.17	1635944	0	100.00	0.00
Public Institutional Holders	NA	NA	NA	NA	NA	NA	NA
Public- Others	51536922	46882457	90.97	46882457	0	100.00	0.00
Total	103172966	48518401	94.14	48518401	0	100.00	0.00


**Resolution No.6: Removal Mr. Lukoo Sugunan Madathiparambil, as Independent Director of the Company**

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 & Promoter Group	51636044	1635944	3.17	1635944	0	100.00	0.00
Public Institutional Holders	NA	NA	NA	NA	NA	NA	NA
Public- Others	51536922	46882457	90.97	46882457	0	100.00	0.00
Total	103172966	48518401	94.14	48518401	0	100.00	0.00

**Resolution No.7: Removal Mr. Ajith Kovoovil Muruleedharan as Non-Executive Director of the Company**

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 & Promoter Group	51636044	1635944	3.17	1635944	0	100.00	0.00
Public Institutional Holders	NA	NA	NA	NA	NA	NA	NA
Public- Others	51536922	46882457	90.97	46882457	0	100.00	0.00
Total	103172966	48518401	94.14	48518401	0	100.00	0.00

For ATLAS Jewellery India Limited

  
Chandan Mahapatra  
(Company Secretary)

Sanjay Chugh

B.Com (H), F.C.S.  
Company Secretary

317, Vardhman Plaza -I,  
J Block Commercial Complex,  
Rajouri Garden,  
New Delhi-110 027  
9810770237 (M), 011-41443668

SCRUTINIZER'S REPORT

Date: 29.09.2015

The Chairman of the 25<sup>th</sup> Annual General Meeting of  
**ATLAS JEWELLERY INDIA LIMITED**

Office No. DTJ-224, IInd Floor, DLF Tower B,  
Plot No. 11, Jasola District,  
New Delhi-110025

Dear Sir,

I Sanjay Chugh, Practicing Company Secretary, Delhi was appointed by the Board of Directors of M/s Atlas Jewellery India Limited ('the Company') vide Board resolution dated August 12, 2015, as the Scrutinizer to conduct the e-voting and poll process in respect of the resolutions contained in the notice of 25<sup>th</sup> Annual General Meeting of the members of the Company, held on Monday, 28<sup>th</sup> day of September, 2015 at 11:00 A.M. at Delhi Karnataka Sangha, Rao Tula Ram Marg, Sector 12, Rama Krishna Puram, New Delhi 110022.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and Poll on the resolutions contained in the notice to the 25<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for poll is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the notice to the 25<sup>th</sup> Annual General Meeting (AGM), based on the reports generated from remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide remote e-voting facilities, engaged by the Company and also at the time of Poll based on the records provided by the Registrar and Transfer Agents M/s Beetal Financial and Computer Services Private Limited, New Delhi at the AGM.

In respect of e-voting process conducted under my supervision, I hereby report as under:

- i. In accordance with the notice of the 25<sup>th</sup> Annual General Meeting sent to members and in terms of "Advertisement" published as per Rule 20 (4)(v) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, on 4<sup>th</sup> September, 2015 in 'The Pioneer' (English) and 'The Pioneer' (Hindi) the remote e-voting period remained opened from Friday, September, 25 2015 (9:00 am IST) to Sunday, September 27, 2015 (5:00 pm)
- ii. The members of the Company as on the "cut off" date i.e. September 21, 2015 were entitled to vote on the resolutions (Items No. 1 to 8 as set out in the Notice of the 25<sup>th</sup> Annual General Meeting of the Company later on Addendum to Notice of 25<sup>th</sup> Annual General Meeting was issued vide Newspaper Advertisement in 'The Pioneer' (English) and 'The Pioneer' (Hindi) dated 14.09.2015 withdrawing Item No. 5 listed under Special Business regarding the proposal of

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appointment of Mr. Shrirang Vasant Khadilkar (DIN No. 07160111) as a Non Executive Independent Director of the Company due to his resignation from the Board of Directors w.e.f. 2<sup>nd</sup> September, 2015 for personal reasons by the Board.

- iii. The remote e-voting process was blocked on Sunday, September 27, 2015 (5:00 pm).
- iv. The votes cast through e-voting process were unblocked on 28<sup>th</sup> September, 2015 after the conclusion of Annual General Meeting in the presence of two witnesses, Mr. Satyender Kumar and Mr Vijay Kumar who are not in the employment of the Company and who witnessed the unblocking of votes.
- v. Thereafter, the detail containing *inter-alia*, list of equity Shareholders who voted "for", "against" the each resolutions that were put to vote, was generated from e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.co.in>).

At the Annual General meeting held on Monday, 28<sup>th</sup> day of September, 2015 the Chairman of the Annual General Meeting (AGM) had provided polling papers to enable those shareholders who had not cast their votes by the remote e-voting facility in respect of resolutions set out in the Ballot Paper of the 25<sup>th</sup> Annual General Meeting of the Company, to cast their vote at the said AGM. I was appointed as the Scrutinizer to conduct the poll procedure at the said AGM.

In respect of the poll process conducted under my supervision, I hereby report that:

The poll box containing the poll papers was unblocked after the conclusion of the AGM in presence of Mr. Anil Kumar and Mr. Arun Kumar Sharma who are not employees of the Company. The votes were counted and the results of the poll were prepared in the presence of the aforesaid persons and were also countersigned by them as witnesses.

I hereby state that I have recorded details of all the votes by the shareholders through, e-voting and by poll and have also checked and verified the same and the same counter verified by the Registrar Beetal Financial and Computer Services Pvt. Ltd. I have also carried out full count of the votes.

I hereby report the consolidated results of the votes cast by the shareholders through e-voting and by poll, as under:

#### Consolidated Results of E-Voting & Poll at the AGM

#### Item No. 1 - Adoption of Statement of Profit & Loss, Balance Sheet and report of Board of Directors and Auditors for the year ended March 31, 2015-Ordinary Resolution:

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	5	18	23	1014	48517387	48518401	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	5	18	23	1014	48517387	48518401	100.00%

Accordingly, out of 48518401, E- Votes and Poll Polled; 48518401 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 100 % of the votes polled; 0 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0 % of the votes polled on the Ordinary Resolution.

Accordingly **Ordinary Resolution** as contained in Item No. 1 of polling paper passed with requisite majority.

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**Item No. 2- Appointment of M/s. A. Kay Mehra & Co., Chartered Accountants (FRN No.-050004C), as the Statutory Auditors of the Company -Ordinary Resolution:**

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	5	18	23	1014	48517387	48518401	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	5	18	23	1014	48517387	48518401	100.00%

Accordingly, out of 48518401, E- Votes and Poll Polled; 48518401 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 100 % of the votes polled; 0 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0 % of the votes polled on the **Ordinary Resolution**.

Accordingly **Ordinary Resolution** as contained in Item No.2 of polling paper passed with requisite majority.

**Item No. 3- Regularisation of Mr. Supratik Chatterjee (DIN: 06934992) who was appointed in Casual Vacancy as an Independent Director-Ordinary Resolution:**

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	5	18	23	1014	48517387	48518401	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	5	18	23	1014	48517387	48518401	100.00%

Accordingly, out of 48518401, E- Votes and Poll Polled; 48518401 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 100 % of the votes polled; 0 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0 % of the votes polled on the **Ordinary Resolution**.

Accordingly **Ordinary Resolution** as contained in Item No.3 of polling paper passed with requisite majority.

**Item No. 4- Regularisation of Mr. Sunil Pant (DIN: 07068748) who was appointed in Casual Vacancy as an Independent Director- Ordinary Resolution:**

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	5	18	23	1014	48517387	48518401	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	5	18	23	1014	48517387	48518401	100.00%

Accordingly, out of 48518401, E- Votes and Poll Polled; 48518401 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 100 % of the votes polled; 0 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0 % of the votes polled on the **Ordinary Resolution**.

Accordingly **Ordinary Resolution** as contained in Item No.4 of polling paper passed with requisite majority.





**Item No. 5- Appointment of Mr. Nanda Kumaran Puthezhath (DIN 02547619) as the Managing Director of the Company- Ordinary Resolution:**

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	5	18	23	1014	48517387	48518401	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	5	18	23	1014	48517387	48518401	100.00%

Accordingly, out of 48518401, E- Votes and Poll Polled; 48518401 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 100 % of the votes polled; 0 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0 % of the votes polled on the **Ordinary Resolution**.

Accordingly **Ordinary Resolution** as contained in Item No.5 of polling paper passed with requisite majority.

**Item No. 6- Special notice to remove Mr. Lukoo Sugunan Madathiparambil, (DIN:06587723) Independent Director from the directorship of the Company- Ordinary Resolution:**

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	5	18	23	1014	48517387	48518401	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	5	18	23	1014	48517387	48518401	100.00%

Accordingly, out of 48518401, E- Votes and Poll Polled; 48518401 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 100 % of the votes polled; 0 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0 % of the votes polled on the **Ordinary Resolution**.

Accordingly **Ordinary Resolution** as contained in Item No.6 of polling paper passed with requisite majority.

**Item No. 7- Special notice to remove Mr. Ajith Kovoovil Muruleedharan, (DIN:06833443) non-executive director from the directorship of the Company -Ordinary Resolution:**

Particulars	Number of			Number of votes contained in			Percentage
	Poll	E-Votes	Total	Poll	E-Votes	Total	
Assent	5	18	23	514	48517387	48517901	100.00%
Dissent	0	0	0	0	0	0	0.00%
Total	5	18	23	514	48517387	48517901	100.00%

Accordingly, out of 48517901, E- Votes and Poll Polled; 48517901 Votes were cast **ASSENTING** to the Ordinary Resolution constituting 100 % of the votes polled; 0 Votes were cast **DISSENTING** to the Ordinary Resolution constituting 0 % of the votes polled on the **Ordinary Resolution**.

Accordingly **Ordinary Resolution** as contained in Item No.7 of polling paper passed with requisite majority.






Based on the above resolutions mentioned at Serial no. 1 to 7 of polling paper have been passed with requisite majority.

The Register and all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Results of the above may accordingly be declared by the Chairman of the Company.

Thanking you,  
Yours Sincerely



Sanjay Chugh  
Company Secretary  
C.P. 3073

