Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road
Kolkata – 700 017, India
Phone: +91 – 33 – 2281 7715 | 1276 | 3742
email: yinod@vinodkothari.com
Web: www.yinodkothari.com
www.india-financing.com
Unique Code – P1996WB042300
PAN No - AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR
Udyog Aadhaar Number – WB10D0000448

Date: 23rd September, 2017

To, The Chairman, Manaksia Limited Bikaner Building, 8/1, Lal Bazar Street, 3rd Floor, Kolkata-700001, India

Re: Consolidated Report of Scrutinizer for 33rd Annual General Meeting of the Shareholders of Manaksia Limited (hereinafter referred to as "Company") held at Bhasha Bhawan, National Library Auditorium, Near Alipore Zoo at Belevdere Road, Kolkata - 700 027, on Friday, 22nd September, 2017 at 10.00 A.M

Dear Sir,

In terms of authority of the board resolution dated 17th July, 2017, the Company has appointed the undersigned, Mr. Arun Kumar Maitra, Partner at Vinod Kothari & Company, Practising Company Secretaries, having its office at 1006-1009 Krishna Building, 224 A.J.C. Bose Road, Kolkata-700017, as the scrutinizer for the purpose of the voting process on the below mentioned resolution(s) at the 33rd Annual General Meeting of the Company, held at Bhasha Bhawan, National Library Auditorium, Near Alipore Zoo at Belevdere Road, Kolkata - 700 027, on Friday, 22nd September, 2017 at 10.00 A.M

We have separately, on even date, given our report for the results of the polling process carried at the Meeting, as required under section 109 of the Companies Act, 2013. This consolidated report is to be read along with the other report.

We hereby submit our Consolidated Report as under:

 The results of the voting on each resolution by adding the votes of the poll in favour or against a resolution with the remote e-voting in favour or against the same resolution are as under:

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph - 022 22614021; 022 30447498

Delhi Office: A/11, Hauz Khas (Opposite Vatika Medicare), New Delhi- 110 016

P 1996WB042300 2

Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road

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Unique Code - P1996WB042300

PAN No - AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR Udyog Aadhaar Number - WB10D0000448

Resolution No.	v	otes in favou	ır	Vot	es again	Invalid votes		
	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
No.01 (a)	143	53961790	99.9995	7	249	0.0005	8	1642
No. 01 (b)	143	53961641	99.9995	7	249	0.0005	8	1642
No.02	141	53961640	99.9993	10	400	0.0007	8	1642
No.03	142	53961690	99.9994	9	350	0.0006	8	1642
No.04	140	53961590	99.9992	11	450	0.0008	8	1642

2) The consolidated result of the remote e-voting and the poll on the matter put to vote at the 33rd Annual General Meeting is as under:

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph-022

22614021; 022 30447498

Delhi Office: A/11, Hauz Khas (Opposite Vatika Medicare) New Delhi- 110 016





Practising Company Secretaries 1006-1009, Krishna Building, 224 A.J.C. Bose Road Kolkata – 700 017, India

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Unique Code - P1996WB042300
PAN No - AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR Udyog Aadhaar Number – WB10D0000448

Resolution No. 1: To consider and adopt:

a. The Annual Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon;

Resolution re	quired:		Ordinary								
Whether pro- group are inta genda/resolu	erested in		No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*	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)]*			
1 I O III O CCI	E- Voting	41255940	41255940	100.0000	41255940	0	100.0000	0.0000			
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000			
Group	Total		41255940	100.0000	41255940	0	100.0000	0.0000			
Public-	E- Voting	92214	0	0.0000	0	0	0.0000	0.0000			
Institutions	Poll	83314	0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
Public-Non	E- Voting	24194796	156411	0.6465	156162	249	99.8408	0.1592			
Institutions	Poll		12549688	51.8694	12549688	0	100.0000	0.0000			
	Total		12706099	52.5159	12705850	249	99.9980	0.0020			
Total		65534050	53962039	82.3420	53961790	249	99.9995	0.0005			

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph – 022 22614021; 022 30447498

Delhi Office: A/11, Hauz Khas (Opposite Vatika Medicare), New Delhi- 110 016

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Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road Kolkata – 700 017, India

Phone: +91 - 33 - 2281 7715 | 1276 | 3742

email: vinod@vinodkothari.com Web: www.vinodkothari.com

www.india-financing.com Unique Code – P1996WB042300

PAN No - AAMFV6726E GSTIN No. - 19AAMFV6726E1ZR

GSTIN No. - 19AAMFV6726E1ZR Udyog Aadhaar Number – WB10D0000448

b. the Annual Consolidated Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.

Resolution re	Resolution required:		Ordinary									
Whether prop group are into agenda/resolu	erested in		No	No								
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 E- and Voting	41255940	41255940	100.0000	41255940	0	100.0000	0.0000					
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000				
Group	Total		41255940	100.0000	41255940	0	100.0000	0.0000				
Public-	E- Voting	83314	0	0.0000	0	0	0.0000	0.0000				
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000				
	Total		0	0.0000	0	0	0.0000	0.0000				
Public-Non	E- Voting	24194796	156262	0.6458	156013	249	99.8407	0.1593				
St. models than the form was and the	Poll		12549688	51.8694	12549688	0	100.0000	0.0000				
	Total		12705950	52.5152	12705701	249	99.9980	0.0020				
Total		65534050	53961890	82.3418	53961641	249	99.9995	0.0005				

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph – 022 22614021; 022 30447498

Delhi Office: A/11, Hauz Khas (Opposite Vatika Medicare), New Delhi- 110 016

Jarraite Solos Sol

Practising Company Secretaries 1006-1009, Krishna Building, 224 A.J.C. Bose Road

Kolkata – 700 017, India

Phone: +91 - 33 - 2281 7715 | 1276 | 3742

email: vinod@vinodkothari.com Web: www.vinodkothari.com www.india-financing.com

Unique Code - P1996WB042300

PAN No - AAMFV6726E TIN No. - 19AAMFV6726E1ZR

GSTIN No. - 19AAMFV6726E1ZR Udyog Aadhaar Number – WB10D0000448

Resolution No. 2: To appoint a Director in place of Mr. Vineet Agarwal (DIN: 00441223), who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment.

Resolution requ	ired:		Ordinary					
Whether promo			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstand ing 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	E- Voting	41255940	41255940	100.000	41255940	0	100.0000	0.0000
Promoter Group	Poll		0	0.0000	0	0	0.0000	0.0000
Отопр	Total		41255940	100.000	41255940	0	100.0000	0.0000
Public-	E- Voting	83314	0	0.0000	0	0	0.0000	0.0000
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Non	E- Voting	24194796	156412	0.6465	156012	400	99.7443	0.2557
Institutions	Poll	21171770	12549688	51.8694	12549688	0	100.0000	0.0000
	Total		12706100	52.5159	12705700	400	99.9969	0.0031
Total		65534050	53962040	82.3420	53961640	400	99.9993	0.0007

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph – 022 22614021; 022 30447498

Delhi Office: A/11, Hauz Khas (Opposite Vatika Medicare), New Delhi- 110 016

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Practising Company Secretaries

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Unique Code – P1996WB042300
PAN No - AAMFV6726E
GSTIN No. - 19AAMFV6726E1ZR
Udyog Aadhaar Number – WB10D0000448

Resolution 3: To appoint statutory auditors and fix their remuneration and in this connection to consider and if thought fit to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force), and pursuant to the recommendation of the Audit Committee and Board of Directors, M/s S K Agrawal & Co., Chartered Accountants (Firm Registration No. 306033E), be and are hereby appointed as the Statutory Auditor of the Company (in place of M/s SRB & Associates, Chartered Accountants, the retiring Statutory Auditors) to hold office for a period of 5 (Five) consecutive years for the financial year 2017-18 commencing from the conclusion of this Annual General Meeting (AGM) upto the conclusion of the 38th AGM of the Company, to be held for the financial year 2021-22, subject to the ratification by the members of the company at every subsequent AGM, on such remuneration as may be determined by the Board of Directors based on the recommendation of the Audit Committee and mutually agreed by the Statutory Auditor, in addition to the reimbursement of all out-of-pocket expenses in connection thereto."

RESOLVED FURTHER THAT any director and Chief Financial Officer of the Company be and are hereby authorized severally to do all such acts and take all such steps as may be considered necessary, proper and expedient to give effect to this resolution."

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph – 022 22614021; 022 30447498

Delhi Office: A/11, Hauz Khas (Opposite Vatika Medicare), New Delhi- 110 016

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Practising Company Secretaries

1006-1009, Krishna Building, 224 A.J.C. Bose Road

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email: vinod@vinodkothari.com

Web: www.vinodkothari.com www.india-financing.com

Unique Code - P1996WB042300

PAN No - AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number - WB10D0000448

Resolution re	quired:		Ordinary								
Whether proi group are into agenda/resolu	erested in		No								
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)]*			
Promoter E- and Voting	41255940	41255940	100.0000	41255940	0	100.0000	0.0000				
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000			
Group	Total		41255940	100.0000	41255940	0	100.0000	0.0000			
Public-	E- Voting	83314	0	0.0000	0	0	0.0000	0.0000			
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
Public-Non	E- Voting	24194796	156412	0.6465	156062	350	99.7762	0.2238			
Institutions	Poll	2	12549688	51.8694	12549688	0	100.0000	0.0000			
200074-000	Total		12706100	52.5159	12705750	350	99.9972	0.0028			
Total		65534050	53962040	82.3420	53961690	350	99.9994	0.0006			

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph - 022

22614021; 022 30447498 Compa Delhi Office: A/11, Hauz Khas (Opposite Vatika Medicare), New Delhi- 110 016

Practising Company Secretaries 1006-1009, Krishna Building, 224 A.J.C. Bose Road Kolkata - 700 017, India Phone: +91 - 33 - 2281 7715 | 1276 | 3742 email: vinod@vinodkothari.com Web: www.vinodkothari.com www.india-financing.com Unique Code - P1996WB042300 PAN No - AAMFV6726E GSTIN No. - 19AAMFV6726E1ZR Udyog Aadhaar Number - WB10D0000448

Resolution No. 4: To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of Companies Act, 2013(the "Act" and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to any other approvals, if any, approval of the Company be and is hereby accorded for the reappointment of Mr. Suresh Kumar Agrawal (DIN: 00520769), as Managing Director of the Company, liable to retire by rotation, for a period of 3 (three) years with effect from 23rd November, 2017 on such terms and conditions as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be mutually agreed between the Board and Mr. Suresh Kumar Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Act, 2013."

RESOLVED FURTHER THAT in absence or inadequacy of the profits in any financial year, Mr. Suresh Agarwal shall be entitled to receive and be paid such remuneration as minimum remuneration as stated in the Explanatory Statement, subject however, to the necessary approvals/ceilings as specified under Schedule V of the Act, 2013.

RESOLVED FURTHER THAT any Director and Chief Financial Officer of the Company be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph - 022

22614021; 022 30447498

& Comp Delhi Office: A/11, Hauz Khas (Opposite Vatika Medicate), New Delhi 110 016

Practising Company Secretaries

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Unique Code - P1996WB042300

PAN No - AAMFV6726E

GSTIN No. - 19AAMFV6726E1ZR

Udyog Aadhaar Number - WB10D0000448

Resolution re	quired:		Special								
Whether pror group are into agenda/resolu	erested in		Yes								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstand ing 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			
	_			100.000							
Promoter and	E- Voting	41255940	41255940	0	41255940	0	100.0000	0.0000			
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000			
Group	Total		41255940	100.000	41255940	0	100.0000	0.0000			
Public-	E- Voting	83314	0	0.0000	0	0	0.0000	0.0000			
Institutions	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
Public-Non	E- Voting	24194796	156412	0.6465	155962	450	99.7123	0.2877			
Institutions	Poll		12549688	51.8694	12549688	0	100.0000	0.0000			
-	Total		12706100	52.5159	12705650	450	99.9965	0.0035			
Total		65534050	53962040	82.3420	53961590	450	99.9992	0.0008			

Note:

Invalid votes/ballot papers have not been taken into account for counting valid votes. a)

For the purpose of this report, we have relied upon the figures provided by the RTA. b)

Mumbai Office: 403-406, 175 Shreyas Chambers, D. N. Road, Fort, Mumbai-400 001, Ph – 022

22614021; 022 30447498 Delhi Office: A/11, Hauz Khas (Opposite Vatika Medicare), New Delhi 110 016

Practising Company Secretaries

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Udyog Aadhaar Number - WB10D0000448

All the above resolutions are passed with requisite majority.

3) The details of the remote e-voting, polling process and all other relevant records such as authorizations and proxy papers will be sealed and handed over to the Company Secretary/Authorised Representative authorized by the Board for safe keeping.

Place: Kolkata

Date: 23rd September, 2017

For Vinod Kothari & Company Practising Company Secretaries

Arun Kumar Maitra Partner

CP No.: 14490



Registered Office

8/1 Lalbazar Street Kolkata 700 001 India

Phone: +91-33-2231 0050 / 51 / 52 / 2243 5054 / 6055

Fax: +91-33-2230 0336

E-mail: info@manaksia.com; Website: www.manaksia.com Corporate Identity Number: L74950WB1984PLC038336

Date: 23rd September, 2017

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The Secretary **BSE Limited New Trading Wing** Rotunda Building, PJ Tower, Dalal Street, Mumbai- 400 001

The National Stock Exchange of India Limited Exchange Plaza, C-1, Block- "G" 5th Floor, Bandra Kurla Complex, Bandra East, Mumbai- 400 051

Dear Madam/Sir,

Subject: Voting Results of 33rd Annual General Meeting of the Company under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations,

In Compliance with the Regulation 44(3) of the Listing Regulations, please find enclosed the details of voting results in prescribed format of the business(es) transacted at the 33rd Annual General Meeting of the Company held on 22nd September, 2017 at Bhasha Bhawan, National Library Auditorium, at Belvedere Road, Kolkata-700 027. We are enclosing herewith the Consolidated Scrutinizer Report on Remote E-voting and Poll for your information and records.

	22nd September, 2017
Date of AGM	
Total number of shareholders on record date i.e 15th September, 2017	22,208
Total No. of shareholders present in the meeting either in person or through proxy:	366
	21
Promoters and Promoter Group:	345
Public:	
No. of shareholders attended the meeting through video conferencing: Promoters and Promoter Group Public	None

Resolution No. 1: (a) To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of

ne Board of Directors an	u Additors there			Ordinary							
tesolution required- Ord	inary/Special					No					
Whether Promoter/Pron	The state of the s	No. of Votes-	No. of Votes-	Am m	% of Votes against on						
Category	Mode of Voting	No. of Shares held (1)	No. of votes (size 1-)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	in favour (4)	against (5)		votes polled (7)=[(5)/(2)]*100			
					41,255,940		100.0000				
	E-voting		41,255,940	100.0000	42,233,514	-					
Promoter and	Poll	41255940			11.255.040		100.0000	(H-1)			
Promoter Group	Total	- 11000000	41,255,940	- 22	41,255,940		-	(4)			
	A STATE OF THE PARTY OF THE PAR						- 14	(6)			
Public Institutions	E-voting	83314			20			To the			
	Poli	-			-	249	99.8408	0.1592			
	Total	-	156,411	0,6465		-	100,0000				
Public-Non Institutions	E-voting	24194796	12,549,688	51.8694			-	0.0030			
	Poll	24194796	12,706,099		12,705,850			0.0005			
	Total				53,961,790	245	99.9995	0.000			
Total		65534050						h, 2017 and the Report o			

Resolution No. 1: (b) To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2017 and the Report of

Resolution No. 1: (b) To consider and deep	
the Auditors thereon.	Ordinary
Resolution required- Ordinary/Special	No
Whether Promoter/Promoter group are interested in the agenda/resolution	





Registered Office

8/1 Lalbazar Street Kolkata 700 001 India

Phone: +91-33-2231 0050 / 51 / 52 / 2243 5054 / 6055

Fax: +91-33-2230 0336

E-mail: info@manaksia.com; Website: www.manaksia.com Corporate Identity Number: L74950WB1984PLC038336

Mode of Voting	No. of Shares held (1)	100000000000000000000000000000000000000	on outstanding shares	No. of Votes- in favour (4)	against (5)	favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*100																			
		41 255 940	100.0000	41,255,940	-	100.0000																				
E-voting				V	**	20																				
Poll	41255940			41 255 940		100.0000																				
Total		41,255,940	-	41,233,340	- 2	-																				
E-voting	1000000	18		-																						
Poll	83314	83314	83314	83314	83314	83314	83314	83314	83314	83314	83314	83314	83314	83314	83314	83314	83314	83314	83314	83314	-	-		-	-	3.
Total		-	0.6465	156 162	249	99.8408	0.1592																			
E-voting						100.0000																				
	24194796	12,549,688				99 9980	0.0020																			
-	-	12,706,099	52.5158	The second secon	-		0.000/																			
Total	65534050		02.2420	53,961,790	249		The second secon																			
	Total E-voting Poll	held (1)	E-voting	held shares (3)=[(2)/(1)]*100 E-voting 41,255,940 100.0000 Total 41,255,940	Mode of Voting held (1)	Mode of Voting	Mode of Voting																			

Resolution No. 2: To appoint a Director in place of Mr. Vineet Agrawal (DIN: 00441223), who retires by rotation at this Annual General Meeting and being eligible, offers

imself for re-appointme	ent.			Ordinary Yes								
Resolution required- Ord	linary/Special		and the second second									
Whether Promoter/Pron	noter group are	nterested in the	agenda/resolution	% of Votes polled	No. of Votes-	No. of Votes-	% of Votes in	% of Votes against on				
Category	Mode of Voting	No. of Shares held (1)	NO. OF VOICES FORCES (2)	on outstanding shares (3)=[(2)/(1)]*100	in favour (4)	against (5)		votes polled (7)=[(5)/(2)]*100				
			43.355.040	100.0000	41,255,940		100.0000	(F)				
Promoter and	E-voting	41255940	41,255,940	100.0000		1.0						
Promoter Group	Poll				41,255,940		100.0000					
riomote. G. G.	Total		41,255,940		41,233,540							
Public Institutions	E-voting					- 20						
Public ilistitutions	Poll	83314	83314	83314	83314	83314	4					
	Total			2.000	156,012	400	99.7443	0.255				
Public-Non Institutions			156,412				100.0000	-				
Public-Non institutions	Poll	24194796	12,549,688	51.8694	The second secon	100	-	0.003				
	-		12,706,100	52.5158		-		0.000				
	Total	65534050		20.0100	53,961,790	400	99,9995	0.000				
Total		03334030			- Company of			thout modification(s), the				

Resolution No. 3: To appoint statutory auditors and fix their remuneration and in this connection to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of sections 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactments thereof for the time being in force), and pursuant to the recommendation of the Audit Auditors Committee and Board of Directors, M/s S K Agrawal & Co., Chartered Accountants (Firm Registration No. 306033E), be and are hereby appointed as the Statutory Auditors of the Company (in place of M/s SRB & Associates, Chartered Accountants, the retiring Statutory Auditors) to hold office for a term of 5 (Five) consecutive years for the financial year 2017-18 commencing from the conclusion of this Annual General Meeting (AGM) upto the conclusion of the 38th AGM of the Company to be held for the Financial Year 2021-22, subject to the ratification by the members of the Company at every subsequent AGM, on such remuneration as may be determined by the Board of Directors based on the recommendation of the Audit Committee and mutually agreed by the Statutory Auditors, in addition to the reimbursement of all out-of-pocket expenses in connection thereto.

RESOLVED FURTHER THAT any Director and Chief Financial Officer of the Company be and are hereby authorised severally to do all such acts and take all such steps as may be considered necessary, proper and expedient to give effect to this resolution."

e considered necessary	Section of the sectio	-				Ordinary	Ř.				
Resolution required- Ord	dinary/Special		f forestation	No .							
Resolution required: Ord Whether Promoter/Pror	moter group are i	nterested in the	agenda/resolution	% of Votes polled	No. of Votes-	No. of Votes-	% of Votes in	% of Votes against on			
Category	Mode of Voting	No. of Shares held (1)	NO. OI VOLES FORCE (-)	on outstanding shares (3)=[(Z)/(1)]*100	in favour (4)	nDan.		votes polled (7)=[(5)/(2)]*100			
		1		100.0000	41,255,940	S- SE	100.0000				
Promoter and	Promoter and E-voting	1	41,255,940	100.0000	WILESSIS IS		E				
Promoter Group	Poll	41255940		-	41,255,940		100.0000	1000			
Promoter Group	Total		41,255,940	000	41,233,340						
Public Institutions	E-voting	U www.			-						
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	Total		+		400.000	350	99.7762	0.223			
	- Control of the Cont		156,412		156,062		100.0000				
Public-Non Institutions	E-voting Poll	24194796	12,549,688	51.8694	12,549,688	-	100.0000	NKS.			

BANGALORE: Phone: 080 23347443 E-mail: bangalore@manaksia.com BHOPAL: Phone: 07480 232285 E-mail: bhopal@manaksia.com CHENNAl: Phone: 044 28351296 E-mail: chennal@manaksia.com HYDERABAD: Phone: 040 23700732 E-mail: hyderabad@manaksia.com MUMBAI: Phone: 022 26873634 E-mail: mumbal@manaksia.com NEW DELHI: Phone: 011 41435078 E-mail: delhi@manaksia.com



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E-mail: info@manaksia.com; Website: www.manaksia.com Corporate Identity Number: L74950WB1984PLC038336

	100	_	12 705 400	52.5158	12,705,750	350	99.9972	0.0028
	Total		12,706,100	82.3420		350	99.9994	0.0006
Total		65534050	53,962,040	02.3420	33,303,030		-	

Resolution No. 4: To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of Companies Act, 2013 (the "Act, 2013") and the Rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), applicable clauses of Articles of Association of the Company and subject to other approvals, if any, approval of the Company be and is hereby accorded for the re-appointment of Mr. Suresh Kumar Agrawal (DIN: 00520769), as Managing Director of the Company, liable to retire by rotation, for a period of 3 (Three) years with effect from 23rd November, 2017 on such terms and conditions as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (the "Board") to alter and vary the terms and conditions of the said appointment in such manner as may be mutually agreed between the Board and Mr. Suresh Kumar Agrawal provided that such variation or increase, as the case may be, is within the overall limits as prescribed under Section 197 and/or Schedule V of the Act, 2013.

RESOLVED FURTHER THAT in absence or inadequacy of the profits in any financial year, Mr. Suresh Kumar Agarwal shall be entitled to receive and be paid such remuneration as minimum remuneration as stated in the Explanatory Statement, subject to the necessary approvals/ceilings as specified under Schedule V of the Act, 2013.

RESOLVED FURTHER THAT any Director and Chief Financial Officer of the Company be and are hereby authorised severally to do all such acts and take all such steps as may be considered necessary, proper and expedient to give effect to this resolution."

ary/Special		· · · · · · · · · · · · · · · · · · ·					Special						
Resolution required- Ordinary/Special					Yes								
Mode of Voting	No. of Shares held (1) 41255940	No. of Votes Polled (2)	on outstanding shares (3)=[(2)/(1)]*100	No. of Votes- in favour (4) 41,255,940	(5)		% of Votes against on votes polled {7}=[(5)/(2)]*100						
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oll				41.255.940		100.0000	- 32						
otal		41,255,940		12/600/6	27	-							
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accesses to the second		12,706,100	52.5158				0.0008						
1001	65534050	53,962,040	82.3420	53,961,590	450	99,9992	0.000						
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Thanking you, Yours faithfully,

For Manaksia Limited

Aditi Jhunjhunwala Company Secretary Membership No. : A26988

219, Chittaranjan Avenue

Kolkata- 700006

