

The Members

Value Industries Limited
14 K.M. Stone, Aurangabad –Paithan Road,
Village: Chittegaon, Taluka: Paithan,
Dist.: Aurangabad - 431 105

Dear Members,

Sub.: Announcement of Results of voting by remote e-voting and by ballot of the resolutions passed at the 27th Annual General Meeting of the members of Value Industries Limited held on Tuesday, 30th June, 2015, at the Registered Office of the Company at 14 K.M. Stone, Aurangabad –Paithan Road, Village Chittegaon, Tal.: Paithan, Dist.: Aurangabad - 431 105 at 2.00 p.m.

27th Annual General Meeting of the members of Value Industries Limited (“AGM”) was held on Tuesday, 30th June, 2015, at the Registered Office of the Company at 14 K.M. Stone, Aurangabad –Paithan Road, Village Chittegaon, Tal.: Paithan, Dist.: Aurangabad - 431 105 at 2.00 p.m. to transact the business as mentioned in the Notice of AGM dated 14th May, 2015.

I, Subhash S. Dayama, Chairman appointed for Annual General Meeting refer to the Scrutinizers Report and would like to inform you as under:

1. The Company on Saturday, 6th June, 2015 completed the dispatch of Annual Reports along with Notice of AGM to all shareholders of the Company and all other persons who are entitled to receive the same through permitted mode. The Company fixed Tuesday, 23rd June, 2015, as the cut-off date/entitlement date for identifying the Shareholders entitled to participate for e-voting process (remote e-voting) and voting by Ballot at AGM.
2. The remote e-voting facility remained opened from Saturday, 27th June, 2015 at 9.00 a.m. to Monday, 29th June, 2015 till 5.00 p.m., both days inclusive. The remote e-voting facility was not allowed beyond 5.00 p.m. on Monday, 29th June, 2015.
3. Mrs. Kanchan A. Kakade, Company Secretary in Whole Time Practice, (CP No.:11999) was appointed as a Scrutinizer for conducting the voting by Ballot at the AGM and remote e-voting process in a fair and transparent manner.

4. At the end of discussion on the resolution on which voting is to be held, allowed voting by Ballot as provided in clauses (a) to (h) of sub-rule (1) of Rule 21 of the Companies Act, 2013, for all those members who were present at the annual general meeting and had not casted their vote by availing the remote e-voting facility.
5. The Members who had casted their votes by remote e-voting and participated in the Meeting even after exercising their right to vote through remote e-voting were not allowed to cast vote again at the Meeting.
6. After the conclusion of voting by ballot at the AGM, votes casted by Ballot were counted, thereafter votes casted through remote e-voting were unblocked in the presence of Mr. V. G. Shilvant and Mr. Ganesh J. Kakani, who are not in the employment of the Company, in the manner provided in the Rules.
7. The Scrutinizer have issued separate Scrutinizer Report(s) dated 30th June, 2015 on Remote E-Voting and Voting by Ballot on the resolutions contained in Notice of Annual General Meeting dated 14th May, 2015.
8. In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014, the Scrutinizer has maintained the Register electronically.
9. The details of Voting through e-voting process (remote e-voting) and voting by Ballot at the AGM is as under:

Particulars	Particulars
Total Number of Shareholders as on Saturday, 20 th June, 2015, the cut-off date/entitlement date for identifying the Shareholders entitled to participate for e-voting process (remote e-voting) and voting by Ballot at AGM.	67,163
Total Number of Outstanding Shares as on the cutoff date/entitlement date i.e. Tuesday, 23 rd June, 2015.	3,91,85,675

Total Voting:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% to total outstanding shares
Votes cast by Ballot	20	1,11,393	0.28

VALUE INDUSTRIES LIMITED



e-voting process (remote e-voting)	34	1,84,01,268	46.96
Total	54	1,85,12,661	47.24

Valid Voting:

Mode of Voting	Number of Members whose votes are valid	Number of valid votes cast by them	% to total votes cast by them
Votes cast by Ballot	20	1,11,393	0.60
e-voting process (remote e-voting)	34	1,84,01,268	99.40
Total	54	1,85,12,661	100.00

Invalid Voting:


Mode of Voting	Number of Members whose votes are invalid	Number of invalid votes	% to total votes cast by them
Votes cast by Ballot	NIL	NIL	NIL
e-voting process (remote e-voting)	NIL	NIL	NIL
Total	NIL	NIL	NIL

Further, to the above, and based on the Consolidated Report of Scrutinizer of voting through electronics means and voting by Ballot conducted at AGM I hereby declared that following resolutions have been duly passed with requisite majority:

1. Ordinary Resolution pursuant to the provisions of Section 129 of the Companies Act, 2013, and the Rules made there under, to consider and adopt the Audited Statement of Profit and Loss for the financial year ended on 31st December, 2014 and the Audited Balance Sheet as at that date together with the Cash Flow Statement, Reports of the Board of Directors and Auditors thereon.
2. Ordinary Resolution pursuant to the provisions of Section 139, 142 of the Companies Act, 2013, and the Rules made there under, to ratify appointment of Statutory Auditors of the Company and fix their remuneration.

3. Ordinary Resolution pursuant to the provisions of Section 149, 152 of the Companies Act, 2013, and the Rules made there under to confirm/appoint Mr. Avinash H. Malpani (DIN: 00279976), as an Independent Director to hold office upto a term of five consecutive years from 14th August, 2014, not liable to retire by rotation.
4. Ordinary Resolution pursuant to the provisions of Section 149, 152 of the Companies Act, 2013, and the Rules made there under to confirm/appoint Mr. Naveen B. Mandhana (DIN: 01222013), as an Independent Director to hold office upto a term of five consecutive years from 14th August, 2014, not liable to retire by rotation.
5. Ordinary Resolution pursuant to the provisions of Section 149, 152, 160 of the Companies Act, 2013, and the Rules made there under, to appoint Mrs. Gayathri Girish (DIN:07145426), as a Director, liable to retire by rotation.
6. Ordinary Resolution pursuant to the provisions of Section 148 of the Companies Act, 2013, and the Rules made there under to ratify payment of remuneration of Mr. Jayant B. Galande, Cost Accountant in Whole-Time Practice, for the financial year ending on 31st December, 2015.

Consolidated Report of Scrutinizer of voting through electronics means and voting by Ballot conducted at the AGM is attached herewith.



Signature	:	_____
Name	:	SUBHASH S. DAYAMA
Designation	:	DIRECTOR AND CHAIRMAN OF THE ANNUAL GENERAL MEETING
DIN	:	00217692

Place: Aurangabad
Date: 30th June, 2015

KANCHAN KAKADE

Company Secretary

B-9, Chandrakamal Society, Shivtirthnagar,

Paud Road, Pune - 411038

Cell: +91 9850835593

Email: cs.kanchank@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
27th Annual General Meeting of the Equity Shareholders of Value Industries Limited held on Tuesday, 30th June, 2015, at 2.00 p.m. at the Registered Office of the Company at 14 K.M. Stone, Aurangabad–Paithan Road, Village: Chittegaon, Taluka: Paithan, District: Aurangabad - 431 105 (Maharashtra).

Dear Sir,

I, Kanchan Kakade, Company Secretary in Whole-Time Practice, Certificate of Practice No.: 11999, appointed as Scrutinizer by the Board of Directors of the Company in terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 and revised Clause 35B of the Listing Agreement, for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by Ballot at the Annual General Meeting ("AGM").

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and voting by ballot on the resolutions contained in Notice of Annual General Meeting dated 14th May, 2015. My responsibility as a Scrutinizer for voting through electronic means and voting by ballot at AGM is restricted to make a Scrutinizer's Report of votes cast "In Favour" or "Against" the resolutions stated above, based on the Reports generated from voting by electronic means provided by Central Depository Services (India) Limited ("CDSL") the Authorised Agency engaged by the Company for providing voting by electronic means and information available/downloaded from CDSL website www.evotingindia.co.in and based on the Scrutiny of Ballot Forms cast after AGM and verified based on the data provided by M/s. MCS Limited, Registrar and Share Transfer Agent of the Company.

I have issued separate Scrutinizer Report(s) dated 30th June, 2015 on Remote E-Voting and voting by Ballot on the resolutions contained in Notice of Annual General Meeting dated 14th May, 2015.

Further, to the above, I hereby submit Consolidated Scrutiny Report of e-voting process (remote e-voting) and voting by Ballot at AGM:

KANCHAN KAKADE

Company Secretary

B-9, Chandrakamal Society, Shivtirthnagar,

Paud Road, Pune - 411038

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Email: cs.kanchank@gmail.com

1. The Company on Saturday, 6th June, 2015 completed the dispatch of Annual Reports along with Notice of AGM to all shareholders of the Company and all other persons who are entitled to receive the same through permitted mode. The Company fixed Tuesday, 23rd June, 2015, as the cut-off date/entitlement date for identifying the Shareholders entitled to participate for e-voting process (remote e-voting) and voting by Ballot at AGM.
2. The remote e-voting facility remained open from Saturday, 27th June, 2015 at 9.00 a.m. to Monday, 29th June, 2015 till 5.00 p.m., both days inclusive. The remote e-voting facility was not allowed beyond 5.00 p.m. on Monday, 29th June, 2015.
3. The Chairman of the AGM, at the end of discussion on the resolution on which voting is to be held, allowed voting by Ballot as provided in clauses (a) to (h) of sub-rule (1) of Rule 21 of the Companies Act, 2013, for all those members who were present at the annual general meeting and had not casted their vote by availing the remote e-voting facility.
4. The Members who had casted their votes by remote e-voting and participated in the Meeting even after exercising their right to vote through remote e-voting were not allowed to cast vote again at the Meeting.
5. After the conclusion of voting by ballot at the AGM, votes casted by Ballot were counted, thereafter votes casted through remote e-voting were unblocked in the presence of Mr. V. G. Shilvant and Mr. Ganesh J. Kakani, who are not in the employment of the Company, in the manner provided in the Rules.
6. In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014, I have maintained the Register electronically.
7. The details of Voting through e-voting process (remote e-voting) and votes cast by Ballot at the AGM is as under:

Particulars	Particulars
Total Number of Shareholders as on Tuesday, 23 rd June, 2015, the cut-off date/entitlement date for identifying the Shareholders entitled to participate by e-voting process (remote e-voting) or voting by Ballot at AGM.	67,163
Total Number of Outstanding Shares as on the cutoff date/entitlement date i.e. Tuesday, 23 rd June, 2015.	3,91,85,675

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Total Voting:

Mode of Voting	Number of Members voted	Number of Votes cast by them	% to total outstanding shares
Votes cast by Ballot	20	1,11,393	0.28
e-voting process (remote e-voting)	34	1,84,01,268	46.96
Total	54	1,85,12,661	47.24

Valid Voting:

Mode of Voting	Number of Members whose votes are valid	Number of valid votes cast by them	% to total votes cast by them
Votes cast by Ballot	20	1,11,393	0.60
e-voting process (remote e-voting)	34	1,84,01,268	99.40
Total	54	1,85,12,661	100.00

Invalid Voting:

Mode of Voting	Number of Members whose votes are invalid	Number of invalid votes	% to total votes cast by them
Votes cast by Ballot	NIL	NA	NA
e-voting process (remote e-voting)	NIL	NA	NA
Total	NIL	NA	NA

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Further, to the above, I hereby submit Consolidated Scrutiny Report of voting through electronic means and voting conducted by Ballot at AGM as under:

Item no. of the Notice	Mode of Voting	Total number of votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid votes	No of Members abstain from voting & No. of Shares held by them
			Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast		
1. Ordinary Resolution pursuant to the provisions of Section 129 of the Companies Act, 2013, and the Rules made there under, to consider and adopt the Audited Statement of Profit and Loss for the financial year ended on 31st December, 2014 and the Audited Balance Sheet as at that date together with the Cash Flow Statement, Reports of the Board of Directors and Auditors thereon.	Remote E-Voting	1,84,01,268	1,83,99,468	99.39	1,800	0.01	Nil	Nil
	Voting by Ballot	1,11,393	1,11,393	0.60	0	0.00	Nil	Nil
	Total		1,85,12,661	1,85,10,861	99.99	1,800	0.01	Nil
2. Ordinary Resolution pursuant to the provisions of Section 139, 142	Remote E-Voting	1,84,01,268	1,83,99,468	99.39	1,800	0.01	Nil	Nil

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of the Companies Act, 2013, and the Rules made there under, to ratify appointment of Statutory Auditors of the Company and fix their remuneration.	Voting by Ballot	1,11,393	1,11,393	0.60	0	0.00	Nil	Nil
	Total	1,85,12,661	1,85,10,861	99.99	1,800	0.01	Nil	Nil
3. Ordinary Resolution pursuant to the provisions of Section 149, 152 of the Companies Act, 2013, and the Rules made there under to confirm/appoint Mr. Avinash H. Malpani (DIN: 00279976), as an Independent Director to hold office upto a term of five consecutive years from 14th August, 2014, not liable to retire by rotation.	Remote E-Voting	1,84,01,268	1,83,99,468	99.39	1,800	0.01	Nil	Nil
	Voting by Ballot	1,11,393	1,11,393	0.60	0	0.00	Nil	Nil
	Total	1,85,12,661	1,85,10,861	99.99	1,800	0.01	Nil	Nil
4. Ordinary Resolution pursuant to the provisions of Section 149, 152 of the Companies Act, 2013, and the Rules made there under to confirm/appoint Mr. Naveen B.	Remote E-Voting	1,84,01,268	1,83,99,468	99.39	1,800	0.01	Nil	Nil
	Voting by Ballot	1,11,393	1,11,393	0.60	0	0.00	Nil	Nil

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Mandhana (DIN: 01222013), as an Independent Director to hold office upto a term of five consecutive years from 14th August, 2014, not liable to retire by rotation.	Total	1,85,12,661	1,85,10,861	99.99	1,800	0.01	Nil	Nil
5. Ordinary Resolution pursuant to the provisions of Section 149, 152, 160 of the Companies Act, 2013, and the Rules made there under, to appoint Mrs. Gayathri Girish (DIN:07145426), as a Director, liable to retire by rotation.	Remote E-Voting	1,84,01,268	1,83,99,468	99.39	1,800	0.01	Nil	Nil
	Voting by Ballot	1,11,393	1,11,393	0.60	0	0.00	Nil	Nil
	Total	1,85,12,661	1,85,10,861	99.99	1,800	0.01	Nil	Nil
6. Ordinary Resolution pursuant to the provisions of Section 148 of the Companies Act, 2013, and the Rules made there under to ratify payment of remuneration of Mr. Jayant B. Galande, Cost Accountant in Whole-Time Practice, for the financial year ending on 31st December, 2015.	Remote E-Voting	1,84,01,268	1,83,99,468	99.39	1,800	0.01	Nil	Nil
	Voting by Ballot	1,11,393	1,11,393	0.60	0	0.00	Nil	Nil
	Total	1,85,12,661	1,85,10,861	99.99	1,800	0.01	Nil	Nil

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The electronic data and all other relevant records relating to the e-voting and voting by Ballot are under my 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 AGM.

Signature : _____

Name : KANCHAN KAKADE

Designation : COMPANY SECRETARY

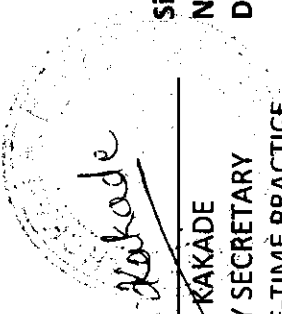
Place: Aurangabad
Date: 30th June, 2015

Signature : _____

Name : SUBHASH S. DAYAMA

Designation : DIRECTOR AND CHAIRMAN OF THE

ANNUAL GENERAL MEETING
DIN : 00217692



(Handwritten signature)