

# CHANDRA PRABHU INTERNATIONAL LIMITED



REGD. OFFICE : 1ST FLOOR, 14, RANI JHANSI ROAD, NEW DELHI-110055 ☎ 23516567 FAX : 91-11-23553698 E-mail : info@cpil.com Website : www.cpil.com  
CIN L51909DL1984PLC019441

Date-29<sup>th</sup> September, 2018

## CORPORATE ANNOUNCEMENT

The Deptt. of Corporate Services,  
**Bombay Stock Exchange Limited,**  
Rotunda Building, P J Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

**REF: SCRIPT CODE-530309**

**SUB: Voting results for the resolutions passed at the 33<sup>rd</sup> Annual General Meeting Held On Friday, September 28, 2018**

Dear Sir/ Madam,

Pursuant to **Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** entered into with the Stock Exchanges, we hereby enclose herewith the voting results declared for the resolutions passed at the 33<sup>rd</sup> Annual General Meeting of the Company held on Friday, the September 28, 2018.

- Date of Annual General Meeting: Friday, the September 28, 2018, 10.00 a.m.
- Total number of shareholders on record Date: 1602
- No. of shareholders present in the meeting either in person or through proxy
  - Promoter & Promoter Group : 8
  - Public : 20
- No. of shareholders attended the meeting Video Conferencing
  - Promoter & Promoter Group : Nil
  - Public : Nil
- The details of resolutions passed in the Annual General Meeting is enclosed herewith as **Annexure-A.**

Kindly take the above on record and acknowledge receipt.

Thanking you,  
Yours faithfully,

**For CHANDRA PRABHU INTERNATIONAL LIMITED**

*Mansi Mehta*  
**MANSI MEHTA**

**COMPANY SECRETARY & COMPLIANCE OFFICER**

Encl: As Above



**ANNEXURE-A**

**Details for reporting as per Regulation 44(3) of SEBI (LODR) Requirement, 2015 based on result of E-voting/Poll**

**Resolution 1 – Ordinary Resolution (Ordinary Business)**

Consideration and Adoption of Audited Financial Statement(Standalone & Consolidated) of the company for the financial year ended on 31st March, 2018 and reports of the Board of Directors and Auditors thereon.

Details for reporting as per Regulation 44(3) of SEBI(LODR)2015 based on result of Evoting/Poll									
S. No	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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1	Promoter and Promoter Group	E-voting	2342235	2342235	100.00	2342235	0	100	0
		Poll		-	-	-	-	-	-
		<b>Sub Total</b>	<b>2342235</b>	<b>2342235</b>	<b>100.00</b>	<b>2342235</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
2	Public-Institutional holders	E-voting	-	-	-	-	-	-	-
		Poll	-	-	-	-	-	-	-
		<b>Sub Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0</b>
3	Public-Others	E-voting	1355765	95385	7.03	38307	57078	40	60
		Poll		9500	0.70	9500	0	100	-
		<b>Sub Total</b>	<b>1355765</b>	<b>104885</b>	<b>7.73</b>	<b>47807</b>	<b>57078</b>	<b>45.58</b>	<b>54.42</b>
	<b>Total</b>		<b>3698000</b>	<b>2447120</b>	<b>66.17</b>	<b>2390042</b>	<b>57078</b>	<b>97.67</b>	<b>2.33</b>





**Resolution 2 - Ordinary Resolution (Ordinary Business)**

Approval to the Appointment of a Director in place of Mrs. Hemlata Jain (DIN: 00049212), who retires by rotation and being eligible, has offered herself for re-appointment.

Details for reporting as per Regulation 44(3) of SEBI(LODR)2015 based on result of Evoting/Poll									
S. No	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
1	Promoter and Promoter Group	E-voting	2342235	2342235	100.00	2342235	0	100	0
		Poll		-	-	-	-	-	-
		<b>Sub Total</b>	<b>2342235</b>	<b>2342235</b>	<b>100.00</b>	<b>2342235</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
2	Public-Institutional holders	E-voting	-	-	-	-	-	-	-
		Poll		-	-	-	-	-	-
		<b>Sub Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0</b>
3	Public-Others	E-voting	1355765	95385	7.03	38307	57078	40	60
		Poll		9500	0.70	9500	0	100	-
		<b>Sub Total</b>	<b>1355765</b>	<b>104885</b>	<b>7.73</b>	<b>47807</b>	<b>57078</b>	<b>45.58</b>	<b>54.42</b>
	<b>Total</b>		<b>3698000</b>	<b>2447120</b>	<b>66.17</b>	<b>2390042</b>	<b>57078</b>	<b>97.67</b>	<b>2.33</b>

*[Handwritten Signature]*



### Resolution 3 – Ordinary Resolution (Special Business)

Approval to the Appointment of Mr. Jitendra Kumar Mishra (DIN: 07983426) as an Independent Director of the company.

Details for reporting as per Regulation 44(3) of SEBI(LODR)2015 based on result of Evoting/Poll									
S. No	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]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$
1	Promoter and Promoter Group	E-voting	2342235	2342235	100.00	2342235	0	100	0
		Poll		-	-	-	-	-	
			Sub Total	2342235	2342235	100.00	2342235	0	100.00
2	Public-Institutional holders	E-voting	-	-	-	-	-	-	-
		Poll	-	-	-	-	-	-	
			Sub Total	-	-	-	-	-	-
3	Public-Others	E-voting	1355765	95385	7.03	38307	57078	40	60
		Poll		9500	0.70	9500	0	100	-
			Sub Total	1355765	104885	7.73	47807	57078	45.58
	Total		3698000	2447120	66.17	2390042	57078	97.67	2.33

*[Handwritten Signature]*





# **Resolution 4 - Ordinary Resolution (Special Business)**

Approval for service of documents to members pursuant to section 20 of the companies, 2013.

Details for reporting as per Regulation 44(3) of SEBI(LODR)2015 based on result of Evoting/ Poll									
S. No	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
1	Promoter and Promoter Group	E-voting	2342235	2342235	100.00	2342235	0	100	0
		Poll		-	-	-	-	-	-
			Sub Total	2342235	2342235	100.00	2342235	0	100.00
2	Public-Institutional holders	E-voting	-	-	-	-	-	-	-
		Poll	-	-	-	-	-	-	-
			Sub Total	-	-	-	-	-	-
3	Public- Others	E-voting	1355765	95385	7.03	38307	57078	40	60
		Poll		9500	0.70	9500	0	100	-
			Sub Total	1355765	104885	7.73	47807	57078	45.58
	Total		3698000	2447120	66.17	2390042	57078	97.67	2.33



# **Resolution 5 - Ordinary Resolution (Special Business)**

Approval to Appointment of Branch Auditors of the Company.

Details for reporting as per Regulation 44(3) of SEBI(LODR)2015 based on result of Evoting/Poll									
S. No	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	% Votes in favour on votes polled	% Votes against on votes polled
			[1]	[2]	[3]=[ (2)/(1)]* 100	[4]	[5]	[6]=[ (4)/(2)]*100	[7]=[ (5)/(2)]*100
1	Promoter and Promoter Group	E-voting	2342235	2342235	100.00	2342235	0	100	0
		Poll		-	-	-	-	-	
		Sub Total	2342235	2342235	100.00	2342235	0	100.00	0
2	Public-Institutional holders	E-voting	-	-	-	-	-	-	-
		Poll	-	-	-	-	-	-	
		Sub Total	-	-	-	-	-	-	0
3	Public-Others	E-voting	1355765	95385	7.03	38307	57078	40	60
		Poll		9500	0.70	9500	0	100	-
		Sub Total	1355765	104885	7.73	47807	57078	45.58	54.42
	Total		3698000	2447120	66.17	2390042	57078	97.67	2.33

For CHANDRA PRABHU INTERNATIONAL LIMITED

MANSI MEHTA

COMPANY SECRETARY & COMPLIANCE OFFICER







Form MGT-13  
**SCRUTINIZER'S REPORT**

{Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014}

To

The Chairman  
Chandra Prabhu International Limited  
14, Rani Jhansi Road,  
Delhi- 110055

Dear Sir,

Sub:- Consolidated scrutinizer report on remote e-voting conducted pursuant to the provision of section 108 of companies act, 2013 read with rule 20 of the companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the 33rd Annual General Meeting of Chandra Prabhu International Limited held on Friday, September 28, 2018 at 10.00 a.m.

I, Krishna Kumar Singh, a Company Secretary in practice of M/s KKS & Associates, Company Secretaries, had been appointed as a scrutinizer by

1. i) the Board of Directors of Chandra Prabhu International Limited (the Company) for the purpose of scrutinizing the e-voting process under 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, to conduct remote e-voting process in respect of below mentioned resolutions, as mentioned in the Notice to the 33<sup>rd</sup> Annual General Meeting of Chandra Prabhu International Limited along with statement setting out material facts under Section 102 of the Companies Act 2013, which were sent to the shareholders.

ii) the Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the notice to the 33<sup>rd</sup> Annual General Meeting (AGM) of the members of the Company, held on Friday, September 28, 2018 at 10.00 am. at Madhu Farm House, Jain Colony, Near Balajee Properties, Thane Vala Road, Bhalaswa Dairy, New Delhi- 110042.

2. The management of the Company is responsible to ensure the compliance with the





requirements of the Companies Act, 2013 and Rules relating to e- voting and poll on the resolutions contained in the Notice to the 33<sup>rd</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast 'in favor' or 'against' the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting.

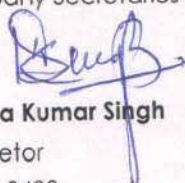
3. The shareholders of the company holding shares as on the "cut-off" date of September 21, 2018 were entitled to vote electronically on the Resolutions as contained in the Notice of the Annual General Meeting. The voting period for remote e-voting commenced on Tuesday, September 25, 2018 at 9.00 am (IST) and ended on Thursday, September 27, 2018 at 5.00 p.m. (IST) and NSDL e-voting platform was blocked thereafter.
4. At the 33<sup>rd</sup> AGM of the Company held on Friday, September 28, 2018 at 10.00 am. at Madhu Farm House, Jain Colony, Near Balajee Properties, Thane Vala Road, Bhalaswa Dairy, New Delhi-110042, India, a Poll was conducted on all the resolutions to facilitate the members present at the meeting, who did not participate in the e-voting to cast their votes through the poll.
5. After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.
6. Thereafter votes cast under remote e-voting facility was unblocked in the presence of two (2) witnesses not in the employment of the Company and after the conclusion of the voting at the Annual General Meeting the vote cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system and vote through poll.

I now submit my consolidated Scrutinizer's Report on the result of the remote e-voting and voting at the meeting in respect of the said resolutions contained in the notice to the AGM.

**For KKS & Associates**

Company Secretaries



**Krishna Kumar Singh**

Proprietor

M.no.-8493

C.PNo.-9760



Place : New Delhi  
Dated : 29-September-2018



I hereby submit herewith my Consolidated scrutinizer report on the results of remote e-voting together with that of Poll as under:-

**Resolution 1 – Ordinary Resolution (Ordinary Business)**

Consideration and Adoption of Audited Financial Statement(Standalone & Consolidated) of the company for the financial year ended on 31st March, 2018 and reports of the Board of Directors and Auditors thereon.

Number of Members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total Number of valid votes cast in Favour of	Nos.	% of total number of valid votes cast in against	Nos.
37	2390042	97.67	57078	2.33	Nil

**Resolution 2 – Ordinary Resolution (Ordinary Business)**

Approval to the Appointment of a Director in place of Mrs. Hemlata Jain (DIN: 00049212), who retires by rotation and being eligible, has offered herself for re-appointment.

Number of Members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total Number of valid votes cast in Favour	Nos.	% of total number of valid votes cast in against	Nos.
37	2390042	97.67	57078	2.33	Nil



**Resolution 3 – Ordinary Resolution (Special Business)**

Approval to the Appointment of Mr. Jitendra Kumar Mishra (DIN: 07983426) as an Independent Director of the company.

Number of Members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total Number of valid votes cast in Favour of Against)	Nos.	% of total number of valid votes cast in against	Nos.
37	2390042	97.67	57078	2.33	Nil

**Resolution 4 – Ordinary Resolution (Special Business)**

Approval for service of documents to members pursuant to section 20 of the companies, 2013.

Number of Members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total Number of valid votes cast in Favour of Against)	Nos.	% of total number of valid votes cast in against	Nos.
37	2390042	97.67	57078	2.33	Nil



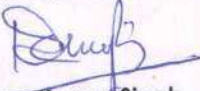


**Resolution 5 – Ordinary Resolution (Special Business)**

Approval to Appointment of Branch Auditors of the Company.

Number of Members voted	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	% of total Number of valid votes cast in Favour of Against)	Nos.	% of total number of valid votes cast in against	Nos.
37	2390042	97.67	57078	2.33	Nil

For KKS & Associates  
Company Secretaries

  
Krishna Kumar Singh  
Proprietor  
M.no.-8493  
C.PNo.-9760



Place : New Delhi  
Dated : 29-September-2018