



# POLO QUEEN INDUSTRIAL AND FINTECH LIMITED

Regd. Off : 303/4/5, A to Z Industrial Premises, G. K. Marg, Lower Parel (W),  
Mumbai - 400013 (India)

CIN NO. L72200MH1984PLC094539

21<sup>st</sup> September, 2016

To  
The Head- Listing & Compliance  
Metropolitan Stock Exchange of India Ltd  
Vibgyor Towers, 4<sup>th</sup> Floor,  
Plot No.C-62, G- Block,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400098  
Symbol: PQIF

To  
The Calcutta Stock Exchange Ltd  
7, Lyons Range  
Kolkata 700001  
Scrip Code: 29267

**Subject:** Voting Results of 32<sup>nd</sup> Annual General Meeting of the Shareholders of the Company

Dear Sir,

Please find enclosed the voting results of the 32<sup>nd</sup> Annual General Meeting of the Shareholders of the Company held on 19<sup>th</sup> September, 2016, as per the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Scrutinizers Report thereon.

Based on the report of the Scrutinizers, all the resolutions mentioned in the Notice of AGM has been duly approved by the shareholders with requisite majority.

This is for your information and records.

Thanking You,

Yours Truly,

For Polo Queen Industrial and Fintech Limited

*Namrata*  
Namrata Vanamala  
Company Secretary

Encl: As Above



# POLO QUEEN INDUSTRIAL AND FINTECH LIMITED - VOTING RESULTS

[Disclosure as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Date of AGM/EGM	19 <sup>th</sup> September, 2016
Total Number of shareholders on record date on 12 <sup>th</sup> September, 2016	286
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	16 12
No. of Shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	Not Applicable

## AGENDA- WISE DISCLOSURE

### AGENDA 1

- I. To receive, consider and adopt the Balance Sheet as at 31<sup>st</sup> March, 2016 and the Profit and Loss Account for the year ended on that date and the reports of the Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)				: Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				: No				
Category	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
Promoter and Promoter Group	E-Voting	50308102	45365352	90.18	45365352	0.00	100.00	0.00
	Poll		16850	0.03	16850	0.00	100.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>50308102</b>	<b>45382202</b>	<b>90.21</b>	<b>45382202</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting	12470495	8826950	70.78	8826950	0.00	100	0.00
	Poll		0	0.00	0	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>12470495</b>	<b>8826950</b>	<b>70.78</b>	<b>8826950</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institutions	E-Voting	4371403	33200	0.76	33200	0.00	100	0.00
	Poll		273678	6.26	273678	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>4371403</b>	<b>306878</b>	<b>7.02</b>	<b>306878</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>		<b>67150000</b>	<b>54516030</b>	<b>81.19</b>	<b>54516030</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>





## AGENDA 2

- II. To appoint a Director in place of Mr. Rahul Kumar Sanghai (holding DIN 00181745), who retires by rotation and being eligible, offers himself for reappointment.

Resolution required: (Ordinary/ Special)					: Ordinary Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					: No			
Category	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
<b>Promoter and Promoter Group</b>	E-Voting	50308102	45365352	90.18	45365352	0.00	100.00	0.00
	Poll		16850	0.03	16850	0.00	100.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>50308102</b>	<b>45382202</b>	<b>90.21</b>	<b>45382202</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
<b>Public - Institutions</b>	E-Voting	12470495	8826950	70.78	8826950	0.00	100	0.00
	Poll		0	0.00	0	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>12470495</b>	<b>8826950</b>	<b>70.78</b>	<b>8826950</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Non-Institutions</b>	E-Voting	4371403	33200	0.76	33200	0.00	100	0.00
	Poll		273678	6.26	273678	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>4371403</b>	<b>306878</b>	<b>7.02</b>	<b>306878</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>		<b>67150000</b>	<b>54516030</b>	<b>81.19</b>	<b>54516030</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>





### AGENDA 3

III. To appoint a Director in place of Mr. Udit P. Sanghai (holding DIN 06725206), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)				: Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				: No				
Category	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
<b>Promoter and Promoter Group</b>	E-Voting	50308102	45365352	90.18	45365352	0.00	100.00	0.00
	Poll		16850	0.03	16850	0.00	100.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>		<b>50308102</b>	<b>90.21</b>	<b>45382202</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions</b>	E-Voting	12470495	8826950	70.78	8826950	0.00	100	0.00
	Poll		0	0.00	0	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>		<b>12470495</b>	<b>8826950</b>	<b>8826950</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Non-Institutions</b>	E-Voting	4371403	33200	0.76	33200	0.00	100	0.00
	Poll		273678	6.26	273678	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>		<b>4371403</b>	<b>7.02</b>	<b>306878</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>		<b>67150000</b>	<b>54516030</b>	<b>81.19</b>	<b>54516030</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>



#### AGENDA 4

IV. To appoint M/s N. K. Jalan & Co., Chartered Accountants, as Statutory Auditors and to fix their remuneration

Resolution required: (Ordinary/ Special) : Ordinary Resolution								
Whether promoter/ promoter group are interested in the agenda/resolution? : No								
Category	Mode of Voting	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 and Promoter Group	E-Voting	50308102	45365352	90.18	45365352	0.00	100.00	0.00
	Poll		16850	0.03	16850	0.00	100.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>		<b>50308102</b>	<b>90.21</b>	<b>45382202</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	12470495	8826950	70.78	8826950	0.00	100	0.00
	Poll		0	0.00	0	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>		<b>12470495</b>	<b>8826950</b>	<b>8826950</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institutions	E-Voting	4371403	33200	0.76	33200	0.00	100	0.00
	Poll		273678	6.26	273678	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>		<b>4371403</b>	<b>7.02</b>	<b>306878</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>		<b>67150000</b>	<b>54516030</b>	<b>81.19</b>	<b>54516030</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>



## AGENDA 5

### V. Appointment of Ms. Shobita Kadan as Independent Director for a term of 5 years

Resolution required: (Ordinary/ Special) : Ordinary Resolution								
Whether promoter/ promoter group are interested in the agenda/resolution? : No								
Category	Mode of Voting	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 and Promoter Group	E-Voting	50308102	45365352	90.18	45365352	0.00	100.00	0.00
	Poll		16850	0.03	16850	0.00	100.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>50308102</b>	<b>45382202</b>	<b>90.21</b>	<b>45382202</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting	12470495	8826950	70.78	8826950	0.00	100	0.00
	Poll		0	0.00	0	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>12470495</b>	<b>8826950</b>	<b>70.78</b>	<b>8826950</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institutions	E-Voting	4371403	33200	0.76	33200	0.00	100	0.00
	Poll		273678	6.26	273678	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>4371403</b>	<b>306878</b>	<b>7.02</b>	<b>306878</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>		<b>67150000</b>	<b>54516030</b>	<b>81.19</b>	<b>54516030</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>





## AGENDA 6

VI. Re appointment of Mr. Udit P. Sanghai as a Whole Time Director for a term of 3 years commencing from 1<sup>st</sup> January, 2017

Resolution required: (Ordinary/ Special)					: Special Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					: No			
Category	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
Promoter and Promoter Group	E-Voting	50308102	45365352	90.18	45365352	0.00	100.00	0.00
	Poll		16850	0.03	16850	0.00	100.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>		<b>45382202</b>	<b>90.21</b>	<b>45382202</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public - Institutions	E-Voting	12470495	8826950	70.78	8826950	0.00	100	0.00
	Poll		0	0.00	0	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>		<b>8826950</b>	<b>70.78</b>	<b>8826950</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public Non-Institutions	E-Voting	4371403	33200	0.76	33200	0.00	100	0.00
	Poll		273678	6.26	273678	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>		<b>306878</b>	<b>7.02</b>	<b>306878</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>		<b>67150000</b>	<b>54516030</b>	<b>81.19</b>	<b>54516030</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>



## AGENDA 7

VII. Re appointment of Mr. Umesh Agarwal as a Whole Time Director for a term of 3 years commencing from 1<sup>st</sup> April, 2017

Resolution required: (Ordinary/ Special)					: Special Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					: No			
Category	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
<b>Promoter and Promoter Group</b>	E-Voting	50308102	45365352	90.18	45365352	0.00	100.00	0.00
	Poll		16850	0.03	16850	0.00	100.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>50308102</b>	<b>45382202</b>	<b>90.21</b>	<b>45382202</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
<b>Public - Institutions</b>	E-Voting	12470495	8826950	70.78	8826950	0.00	100	0.00
	Poll		0	0.00	0	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>12470495</b>	<b>8826950</b>	<b>70.78</b>	<b>8826950</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Non-Institutions</b>	E-Voting	4371403	33200	0.76	33200	0.00	100	0.00
	Poll		273678	6.26	273678	0.00	0.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	<b>Total</b>	<b>4371403</b>	<b>306878</b>	<b>7.02</b>	<b>306878</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total</b>		<b>67150000</b>	<b>54516030</b>	<b>81.19</b>	<b>54516030</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>



## Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To

The Chairman  
POLO QUEEN INDUSTRIAL AND FINTECH LIMITED  
305 A to Z Industrial Estate,  
G. K. Marg, Lower Parel,  
Mumbai 400 013

Dear Sir,

Sub: Scrutinizer's Report on e-voting and poll conducted pursuant to the provisions of section 108 and section 109 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014

I, Mrs. Grishma Khandwala, Company Secretary in Practice was appointed as a scrutinizer of POLO QUEEN INDUSTRIAL AND FINTECH LIMITED pursuant to section 108 and section 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the e-voting and poll process in a fair and transparent manner and ascertaining the requisite majority on e-voting and poll carried out as per the provisions of the Companies Act, 2013 on the below mentioned resolutions. I submit my report as under:

1. The e-voting period remained open from 16<sup>th</sup> September, 2016 (9.00 a.m.) to 18<sup>th</sup> September, 2016 (5.00 p.m.).
2. The shareholders holding shares as on the "cut off" date i.e. 12<sup>th</sup> September, 2016 were entitled to vote on the proposed resolutions (Item Nos.1 to 7) as set out in the Notice of 32<sup>nd</sup> Annual General Meeting (AGM) of Polo Queen Industrial and Fintech Limited).



3. The votes were unblocked on 19<sup>th</sup> September, 2016 after 5.00 p.m. in the presence of two witnesses, Mr. Santosh B. Khandekar (Room No. 104, 1<sup>st</sup> Floor, Amrutdham C.H.S., Yogidham, Kalyan (w) Thane – 421301) and Mrs. Sunita R. Merchande (Pushpak Apartments, Altamount Road, Mumbai – 400 026) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature: Santosh B. Khandekar

Name: Santosh B. Khandekar

Signature: Sunita R. Merchande

Name: Sunita R. Merchande

4. Thereafter the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of [www.evotingindia.co.in](http://www.evotingindia.co.in).
5. The total number of Ballots (E-voting and Physical) received were 39 for 54516030 votes.
6. The results of the e-voting and poll are as under:

Item No. of Notice	Particulars of business	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
		Nos.	% age	Nos.	% age	
Ordinary Resolution Item No. 1 Adoption of Audited Financial Statements alongwith Reports of Board of Directors and Auditors thereon for the year ended 31 <sup>st</sup> March, 2016	E-voting	54225502	100%	0	0	0
	Poll	290528	100%	0	0	0
	Total	54516030	100%	0	0	0
Ordinary Resolution Item No.2 Re-appointment of Mr. Rahul Kumar Sanghai as a Director, who retires by rotation	E-voting	54225502	100%	0	0	0
	Poll	290528	100%	0	0	0
	Total	54516030	100%	0	0	0
Ordinary Resolution Item No.3 Re-appointment of Mr. Udit Sanghaia as a Director, who retires by rotation	E-voting	54225502	100%	0	0	0
	Poll	290528	100%	0	0	0
	Total	54516030	100%	0	0	0



# *Grishma Khandwala*

Ordinary Resolution <b>Item No. 4</b> Ratification of appointment of M/s. N.K. Jalan & Co., Chartered Accountant as Auditors of the Company.	E-voting	54225502	100%	0	0	0
	Poll	290528	100%	0	0	0
	Total	54516030	100%	0	0	0
Ordinary Resolution <b>Item No.5</b> Appointment of Ms. Shobita Kadan as Independent Director for a term of 5 years	E-voting	54225502	100%	0	0	0
	Poll	290528	100%	0	0	0
	Total	54516030	100%	0	0	0
Special Resolution <b>Item No.6</b> Re- appointment of Mr. Udit Sanghai as a Whole Time Director for a term of 3 years commencing from 1 <sup>st</sup> January, 2017	E-voting	54225502	100%	0	0	0
	Poll	290528	100%	0	0	0
	Total	54516030	100%	0	0	0
Special Resolution <b>Item No.7</b> Re- appointment of Mr. Umesh Agarwal as a Whole Time Director for a term of 3 years commencing from 1 <sup>st</sup> April, 2017	E-voting	54225502	100%	0	0	0
	Poll	290528	100%	0	0	0
	Total	54516030	100%	0	0	0

7. The electronic data and all other relevant records relating to electronic voting is under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking you,

Yours faithfully

*Grishma Khandwala*

**GRISHMA KHANDWALA**  
Company Secretary  
ACS No. 6515  
C.P. No. 1500

Place : Mumbai

Date: 20<sup>th</sup> September, 2016