

BHAGWATI

BHAGWATI AUTOCAST LTD.

September 22, 2016

[Through Listing Portal]

To,
Dept. of Corporate Services
BSE Limited
25th Floor, Phiroj Jeejibhoy Tower,
Dalal Street,
Mumbai-400001

Security Code: **504646**

Dear Sir/ Madam,

Sub.: **Disclosure pertaining to Voting Results of 34th Annual General Meeting held on Wednesday, 21st September, 2016**

Ref.: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclosing herewith the disclosure pertaining to the Voting Result in the prescribed format, of 34th Annual General Meeting of the Company held on Wednesday, the 21st day of September, 2016 at 11:00 a.m. at Survey No. 816, Village Rajoda, Nr. Bavla, Dist. Ahmedabad – 382 220 along with the Scrutinizers' report.

Please take this information in your record.

Thanking You.

Yours faithfully,
For, Bhagwati Autocast Limited



(Mehul Naliyadhara)
Company Secretary & Compliance officer

Encl.: As above



Bhagwati Autocast Limited

Details of Voting Results – 34th Annual General Meeting held on 21st September, 2016.

Date of Annual General Meeting	21/09/2016
Total Number of shareholders on record date	3506
No. of shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group	3
- Public	15
Total	18
No. of shareholders attended the meeting through Video Conferencing:	Not Arranged
- Promoters and Promoter Group	
- Public	
Total	-

Agenda-wise disclosures

(Including votes cast by physical ballot/Poll Paper and e-voting process)

Resolution No. 1- Adoption of Financial Statements, report of Board of Directors and Auditors for the year ended on 31st March, 2015:

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	1732453	1090496	62.94	1090496	0	100.00	0.00
	Poll		589315	34.02	589315	0	100.00	0.00
	Total		1679811	96.96	1679811	0	100.00	0.00
Public-Institutions	E-Voting	301	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	1147930	2	0.0001	2	0	100.00	0.00
	Poll		2000	0.17	2000	0	100.00	0.00
	Total		2002	0.17	2002	0	100.00	0.00
Total		2880684	1681813	58.38	1681813	0	100.00	0.00



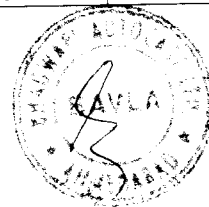
Bhagwati Autocast Limited

Resolution No. 2- Declaration of dividend on Equity Shares @ 0.70 (7%) per Equity Share of the Company for Financial Year ended 31st March, 2016:

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	1732453	1090496	62.94	1090496	0	100.00	0.00
	Poll		589315	34.02	589315	0	100.00	0.00
	Total		1679811	96.96	1679811	0	100.00	0.00
Public- Institutions	E- Voting	301	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E- Voting	1147930	2	0.0001	2	0	100.00	0.00
	Poll		2000	0.17	1999	1	99.95	0.05
	Total		2002	0.17	2001	1	99.95	0.04
Total		2880684	1681813	58.38	1681812	1	99.99	0.0001

Resolution No. 3- Re-appointment of Ms. Reena P. Bhagwati (DIN:00096280), retiring by rotation and being eligible, offer herself for re-appointment:

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
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	1732453	0	0.00	0.00	0	0.00	0.00
	Poll		589315	34.02	589315	0	100.00	0.00
	Total		589315	34.02	589315	0	100.00	0.00
Public- Institutions	E- Voting	301	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E- Voting	1147930	2	0.0001	2	0	100.00	0.00
	Poll		2000	0.17	2000	0	100.00	0.00
	Total		2002	0.17	2002	0	100.00	0.00
Total		2880684	591317	20.52	591317	0	100.00	0.00




Bhagwati Autocast Limited

Resolution No. 3- To appoint M/s. Mahendra N. Shah & Co., Chartered Accountants (FRN No.105775W), as the Statutory Auditor of the Company, in place of M/s. Milin J. Jani & Co, Chartered Accountants, to hold office from the conclusion of this Annual General Meeting till the conclusion of 39th Annual General Meeting subject to the ratification by Members at every Annual general Meeting 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	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	1732453	1090496	62.94	1090496	0	100.00	0.00
	Poll		589315	34.02	589315	0	100.00	0.00
	Total		1679811	96.96	1679811	0	100.00	0.00
Public-Institutions	E-Voting	301	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-Voting	1147930	2	0.0001	2	0	100.00	0.00
	Poll		2000	0.17	2000	0	100.00	0.00
	Total		2002	0.17	2002	0	100.00	0.00
Total		2880684	1681813	58.38	1681813	0	100.00	0.00

For, BHAGWATI AUTOCAST LTD.


 Company Secretary



Scrutinizers' Report

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies
(Management and Administration) Rules, 2014]

The Chairman

34th Annual General Meeting of the Equity Shareholders of
Bhagwati Autocast Limited.

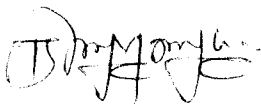
Held on 21st day of September, 2016 at 11.00 a.m.

at Survey No 816, Village Rajoda, Near Bavla,
Ahmedabad , Gujarat , 382220

Dear Sir,

I, Chirag B. Shah, Partner of M/s. Samdani Shah & Associates, Company Secretaries, having office at 808, Shiromani Complex, Opp. Ocean Park, S.M. Road, Satellite, Ahmedabad-380015 have been appointed as Scrutinizer of Bhagwati Autocast Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 34th Annual General Meeting of the Equity Shareholders of Bhagwati Autocast Limited, held on 21st day of September, 2016 at 11.00 a.m. at Survey No 816, Village Rajoda, Near Bavla, Ahmedabad, Gujarat, 382220" I submit my report as under:

1. The e-voting period remained open from Saturday, 17th September, 2016 at 9.00 a.m. to Tuesday, 20th September, 2016 at 5.00 p.m.
2. The shareholders holding shares as on the "cut off" date i.e. 15th September, 2016 were entitled to vote on the proposed resolutions (Items No. 1 to 4 as set out in the Notice of the 34th Annual General Meeting of Bhagwati Autocast Limited).
3. The votes were unblocked on 21th September, 2016 around 1:00 noon in the presence of two witnesses Mr. Raimeen Maradiya and Ms. Niyati Parikh who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: **Mr. Raimeen Maradiya**


Name: **Ms. Niyati Parikh**

Ahmedabad Office : 808, Shiromani Complex, Opp. Ocean Park, S.M. Road, Nehru Nagar, Ahmedabad- 380015.
Ph.: + 91 79 40020304 e-mail: pcschirag@rediffmail.com

Vadodara Office : 103, Tanishq, Opp. SBI Urmi Soc. Branch, Productivity Road, Vadodara- 390020.
Ph.: + 91 265 3087289, 2330583 e-mail: cssamdani@gmail.com

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>).
5. The results of the e-voting are as under:

a) Resolution No. 1:

To receive, consider and adopt the Financial Statement of the company for the year ended March 31, 2016, including audited balance Sheet as at March 31, 2016, Statement of profit and loss for the year ended on that date and report of Board of Director and Auditors thereon :

i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
4	1090498	100%

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
0	0	0

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
0	0

b) Resolution No. 2:

To Declare dividend on equity shares for the Financial year ended March 31, 2016:

i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
4	1090498	100%

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
0	0	0

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
0	0

c) **Resolution No. 3:**

To appoint a Director in place of Ms. Reena P. Bhagwati (DIN 00315616), who retires by rotation and being eligible offers himself for re-appointment:

i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
4	1090498	100%

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
0	0	0

iii) No of members Votes for **Abstain**:

Total number of members whose votes were abstained	Total number of votes
0	0

d) **Resolution No .4:**

To appoint M/s Mahendra N Shah & Co., Chartered Account (FRN No. 105775W), as the statutory Auditor of the Company, in place of M/s Milin J. Jani & Co. Chartered Accountants, to hold office from the conclusion of this Annual General Meeting till the conclusion of 39th Annual General meeting subject to the ratification by members at every Annual general Meeting and to fix their remuneration

i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted
4	1090498	100%

ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted
0	0	0

iii) No of members Votes for **Abstain**:

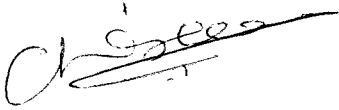
Total number of members whose votes were abstained	Total number of votes
0	0



6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,



Chirag Shah

Partner

Samdani Shah and Associates

Company Secretaries

COP: 3498

Membership: FCS 5545

Place: Ahmedabad

Date: 21.09.2016

Form No. MGT-13
Report of Scrutinizer

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

To,
The Chairman,
Bhagwati Autocast Limited.

**The 34th Annual General Meeting of the Equity Shareholders of Bhagwati Autocast Limited
(the Company) held on Wednesday, 21st day of September, 2016 at 11.00 a.m. at Survey
No 816, Village Rajoda, Near Bavla, Ahmedabad, Gujarat, 382220**

Dear Sir,

I, Chirag Shah, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 34th Annual General Meeting of the Equity Shareholders of Bhagwati Autocast Limited (the Company) held on Wednesday, 21st day of September, 2016 at 11.00 a.m. at Survey No 816, Village Rajoda, Near Bavla, Ahmedabad, Gujarat, 382220, submit my report as under:

1. After the time fixed for closing of poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Register and Transfer Agent of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:

.....



Item No. 1 - Ordinary Resolution

To receive, consider and adopt the Financial Statement of the company for the year ended March 31, 2016, including audited balance Sheet as at march 31, 2016, Statement of profit and loss for the year ended on that date and report of Board of Director and Auditors thereon :

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
17	591315	100%

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Item No. 2 - Ordinary Resolution

To Declare dividend on equity shares for the Financial year ended March 31, 2016:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
16	591299	99.9973%

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
1	16	0.0027%

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0



Item No. 3 - Ordinary Resolution

To appoint a Director in place of Ms. Reena P. Bhagwati (DIN 00315616), who retires by rotation and being eligible offers himself for re-appointment:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
17	591315	100%

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

Item No. 4 - Ordinary Resolution

To appoint M/s Mahendra N Shah & Co., Chartered Account (FRN No. 105775W), as the statutory Auditor of the Company, in place of M/s Milin J. Jani & Co. Chartered Accountants, to hold office from the conclusion of this Annual General Meeting till the conclusion of 39th Annual General meeting subject to the ratification by members at every Annual general Meeting and to fix their remuneration:

(i) Voted in favour of resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
17	591315	100%

(ii) Voted against the resolution:

Number of Members present and voting (in person or proxy)	Number of votes cast by them (Shares)	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
0	0

5. A list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorize by the Board for safe keeping.

Thanking you,
Yours faithfully,



Scrutinizer
Name: Chirag Shah
Practicing Company Secretary
FCS: 5545; CP: 3498

Place: Ahmedabad
Date: 21.09.2016