

THACKER AND COMPANY LIMITED

FIRST (FY2017-18) EXTRA-ORDINARY GENERAL MEETING held on 5TH JUNE, 2017

RESULTS OF VOTING

In accordance with Section 108 of the Companies Act, 2013 read with the Companies (Management & Administration) Rules, 2014, as amended, the Company has conducted remote e-voting through authorized agency viz., Central Depository Services (India) Limited and poll at the Extra-Ordinary General Meeting and based on the consolidated report submitted by the Scrutinizer, M/s. Parikh and Associates, Practicing Company Secretaries, I, Arun Kumar Jatia, Chairman of the Meeting declare the resolution-wise results, as under:

1.	Amendment of Articles of Association	Passed as Special Resolution.
2.	Approval for Issuance of Bonus Shares	Passed as an Ordinary Resolution.

The Copy of the Scrutinizers' consolidated report for voting on resolutions placed in First (FY2017-18) Extra-Ordinary General Meeting is annexed.

Place : Mumbai
Dated : 5th June, 2017



For Thacker And Company Limited



Arun Kumar Jatia
Director

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
THACKER AND COMPANY LIMITED
60, Jatia Chambers,
Dr. V. B. Gandhi Marg, Fort,
Mumbai- 400001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the 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 through ballot paper at the Extra Ordinary General Meeting of Thacker and Company Limited held on Monday, June 05, 2017 at 11.30 a.m.

I, P. N. Parikh, of M/s. Parikh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Thacker and Company Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the Extra Ordinary General Meeting (EOGM) of Thacker and Company Limited held on Monday, June 05, 2017 at 11.30 a.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Extra Ordinary General Meeting held on Monday, June 05, 2017.

The notice dated May 06, 2017 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the Shareholders in respect of the below mentioned resolutions passed at the Extra Ordinary General Meeting of the Company.




The Company had availed the e-voting facility offered by Central Depository Services (India) Ltd. ("CDSL") for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the shareholders present at the Extra Ordinary General Meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of Monday, May 29, 2017 were entitled to vote on the resolutions as contained in the Notice of the Extra Ordinary General Meeting.

The voting period for remote e-voting commenced on Friday, June 02, 2017 at 09:00 a.m. (IST) and ended on Sunday, June 04, 2017 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the Extra Ordinary General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the Extra Ordinary General Meeting the votes 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 CDSL e-voting system and voting through ballot paper at the EOGM.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting and the voting conducted through physical ballots at the venue of the meeting on the resolutions contained in the notice of the EOGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through physical ballots at the venue of the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the Resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through ballot paper at the EOGM in respect of the said resolutions.



Resolution 1: Special Resolution

Approval to amend Article 162 of the Articles of Association under section 14 of the Companies Act, 2013.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	5,90,775	100.00(Rounded-off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 2: Ordinary Resolution

Approval for Issue of Bonus Shares under Section 63 and other applicable provisions of the Companies Act, 2013.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
13	5,90,775	100.00(Rounded-off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	1	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,
Yours faithfully,

P.N. Parikh

Parikh & Associates
Practising Company Secretaries
 FCS: 327 CP No.: 1228
 111,11th Floor, Sai Dwar CHS Ltd
 Sab TV Lane, Opp.Laxmi Indl. Estate,
 Off Link Road, Above Shabari Restaurant,
 Andheri West, Mumbai - 400053



Place: Mumbai

Dated: June 05, 2017