

Dated: 30.09.2018

Manager National Stock Exchange of India Limited Exchange Plaza Bandra-Kurla Complex Bandra(E) Mumbai-400051 NSE SYMBOL: SPLIL	General Manager Department of Corporate Services Bombay Stock Exchange Limited Floor-25, Phirozee Jeejeebhoy Towers Dalal Street Mumbai-400001 SCRIP CODE: 532651
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Subject: Compliance under Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015


Dear Sir/Mam,

In continuation of our letter dated 29.09.2018 and in compliance with the provisions of the Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we are enclosing herewith voting results (format being specified under Annexure A vide notification no CIR/CFD/CMD/8/2015) in respect to items of business transacted at 27th Annual General Meeting of the company held on Saturday, September 29, 2018 at 10:00 A.M. at Country Inn & Suites by Carlson, Chattarpur Road, Satbari, New Delhi-110030 alongwith the report of the scrutinizer.

Thanking You

Yours faithfully

For, **SPL Industries Limited**


Ashish Yadav


Company Secretary & Compliance Officer

Encl: As above



SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act 2013 and Rule 20(3) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015)

To,
The Chairman,
SPL Industries Limited,
C-2/54, 5th Floor, Rajasthali Appartments,
Pitampura, Delhi - 110034

Reg.: 27th Annual General Meeting of the members of SPL Industries Limited held on Saturday, 29th Day of September, 2018 at Country INN & Suites by Carlson, Chhartarpur Road, Satbari, New Delhi -110030 at 10:00 A.M.

Sub: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and poll process conducted pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act 2013 ("the Act") read with Rule 20 (4)(xii) of Companies (Management and Administration) Rules, 2014 read with Companies (Management and Administration) Amendment Rules, 2015.

Dear Sir,

I, Sachin Agarwal, Partner, Agarwal S. & Associates, Company Secretaries, having office at 119 & 127, Vardhman Star Citi Mall, Sector-7, Dwarka, New Delhi-110075 had been appointed as the Scrutinizer by the Board of Directors of **SPL Industries Limited** (the Company) having it's registered office at C-2/54, 5th Floor, Rajasthali Appartments, Pitampura, Delhi-110034 vide resolution dated 3rd September, 2018, pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 read with Rule 20 & 21 of Companies (Management & Administration) Amendment Rules, 2015 to conduct the remote e-voting process and to scrutinize physical poll process by the Shareholders in respect of the below mentioned resolution passed at 27th Annual General Meeting of the Company held on 29th Day of September, 2018.

The notice dated 13th August, 2018 convening AGM of the Company was sent to the Shareholders.

The Company has provided the voting through electronics means (remote e- voting) facility offered by **Karvy Computershare Private Limited (Karvy)**, for conducting remote e- voting by the shareholders of the Company. The shareholders of the Company holding shares as on the "Cut - Off" date i.e. 21st September, 2018 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 6 in the notice convening 27th AGM of the Company.



The voting period for remote e- Voting commenced on Wednesday, 26th September 2018 at 10.00 am and ended on Friday, 28th September 2018 at 5.00 pm and the remote e-Voting platform was blocked thereafter. After the closure of the voting at Annual General Meeting held on 29.09.2018, the report of voting done at the meeting was generated in my presence.

The voting pattern was unblocked by us on Saturday, 29th Day of September, 2018 in the presence of Ms. Anuradha Jain and Mr. Shailendra Singh, who are not in employment of the Company.

Ms. Anuradha Jain

Mr. Shailendra Singh

I have scrutinized the consolidated voting in a fair & transparent manner based on the data downloaded from the Karvy Computershare Private Limited (Karvy) remote evoting platform and the ballot papers receive respectively.

Based on the result made available to us, 27 members have cast their vote on the e-voting platform and 2 members have casted their vote physically through poll papers. I hereby annex the Consolidated Voting results pursuant to Rule (20)(4)(xii) of (Companies Management & Administration) Amendment Rules, 2015 on all the resolutions contained in the notice of aforesaid Annual General Meeting.

All relevant records of remote e-voting and ballots will remain in my safe custody untill the Chairman considers, approves and signs the minutes of the 27th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For **Agarwal S. & Associates,**
Company Secretaries,

CS Sachin Agarwal
Partner
FCS: 5774
COP: 5910



Date: 29.09.2018
Place: New Delhi

Consolidated Results

Item No.	1
Subject Matter of resolution	To adopt Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Board's Report and the Auditors' Report.
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	19933352	2	278061	29	20211413	100.00
Dissent	0	0	0	0	0	0	0.00
Abstain	0	0	0	0	0	0	0.00
Total	27	19933352	2	278061	29	20211413	100.00

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 1** of the Notice dated **August 13, 2018** has been passed with **requisite majority**.

For Agarwal S. & Associates
Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774



Date: 29.09.2018
Place: New Delhi

Consolidated Results

Item No.	2
Subject Matter of resolution	To re-appoint a director in place of Smt. Shashi Agarwal (DIN 06687549), who retires by rotation and being eligible, offers herself for re-appointment.
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	19933352	2	278061	29	20211413	100.00
Dissent	0	0	0	0	0	0	0.00
Abstain	0	0	0	0	0	0	
Total	27	19933352	2	278061	29	20211413	100.00

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 2** of the Notice dated **August 13, 2018** has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774



Date: 29.09.2018
Place: New Delhi

Consolidated Results

Item No.	3
Subject Matter of resolution	To ratify the appointment of M/s Singhi Chugh & Kumar, Chartered Accountants as Statutory Auditors of the Company for financial year 2018-19 and to authorize Audit Committee to fix their remuneration.
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	19933352	2	278061	29	20211413	100.00
Dissent	0	0	0	0	0	0	0.00
Abstain	0	0	0	0	0	0	
Total	27	19933352	2	278061	29	20211413	100.00

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 3** of the Notice dated **August 13, 2018** has been passed with **requisite majority**.

For Agarwal S. & Associates
Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774

Date: 29.09.2018
Place: New Delhi

Consolidated Results

Item No.	4
Subject Matter of resolution	To Increase borrowing limit of the Company under Section 180(1)(c) of the Companies Act, 2013.
Type of Resolution	Special

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	19933352	2	278061	29	20211413	100.00
Dissent	0	0	0	0	0	0	0.00
Abstain	0	0	0	0	0	0	
Total	27	19933352	2	278061	29	20211413	100.00

Based on the aforesaid results, I report that the **Special Resolution** as contained in the **Item No. 4** of the Notice dated **August 13, 2018** has been passed with **requisite majority**.

For Agarwal S. & Associates
Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774



Date: 29.09.2018
Place: New Delhi

Consolidated Results

Item No.	5
Subject Matter of resolution	To adopt new set of Memorandum of Association pursuant to the Companies Act, 2013.
Type of Resolution	Special

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	19933352	2	278061	29	20211413	100.00
Dissent	0	0	0	0	0	0	0.00
Abstain	0	0	0	0	0	0	
Total	27	19933352	2	278061	29	20211413	100.00

Based on the aforesaid results, I report that the **Special Resolution** as contained in the **Item No. 5** of the Notice dated **August 13, 2018** has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries

CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774



Date: 29.09.2018
Place: New Delhi

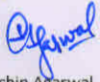
Consolidated Results

Item No.	6
Subject	
Matter of resolution	To adopt new set of Articles of Association pursuant to the Companies Act, 2013.
Type of Resolution	Special

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	27	19933352	2	278061	29	20211413	100.00
Dissent	0	0	0	0	0	0	0.00
Abstain	0	0	0	0	0	0	
Total	27	19933352	2	278061	29	20211413	100.00

Based on the aforesaid results, I report that the **Ordinary Resolution** as contained in the **Item No. 6** of the Notice dated **August 13, 2018** has been passed with **requisite majority**.

For Agarwal S. & Associates
Company Secretaries



CS Sachin Agarwal
Partner
C.P. No. 5910
FCS No. 5774

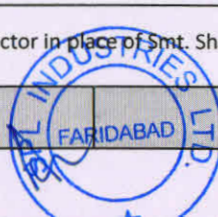


Date: 29.09.2018
Place: New Delhi

	SPL INDUSTRIES LIMITED
Date of the AGM/EGM	29-09-2018
Total number of shareholders on record date	8196
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	13
Public:	58
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon.							
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	19,932,268	19,932,268	100.0000	19,932,268	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19,932,268	100.0000	19,932,268	0	100.0000	0.0000
Public- Institutions	E-Voting	6,781	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,060,955	1,084	0.0120	1,084	0	100.0000	0.0000
	Poll		278,061	3.0688	278,061	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		279,145	3.0808	279,145	0	100.0000	0.0000
Total		29,000,004	20,211,413	69.6945	20,211,413	0	100.0000	0.0000

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To consider appointment of a Director in place of Smt. Shashi Agarwal (DIN 06887549), who retires by rotation and being eligible, offers himself for re-appointment.							
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	19,932,268	19,932,268	100.0000	19,932,268	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19,932,268	100.0000	19,932,268	0	100.0000	0.0000
Public- Institutions	E-Voting	6,781	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,060,955	1,084	0.0120	1,084	0	100.0000	0.0000
	Poll		278,061	3.0688	278,061	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		279,145	3.0808	279,145	0	100.0000	0.0000
Total		29,000,004	20,211,413	69.6945	20,211,413	0	100.0000	0.0000

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the appointment of M/s Singhi Chugh & Kumar, Chartered Accountants (Firm Registration No. 013613N) as Statutory Auditors of the Company for the financial year 2018-19, who were appointed to hold office from the conclusion of the 25th Annual General Meeting upto to the conclusion of the 30th Annual General Meeting with ratification by the member in every Annual General meeting and to authorise Audit Committee to fix their remuneration.							
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	19,932,268	19,932,268	100.0000	19,932,268	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19,932,268	100.0000	19,932,268	0	100.0000	0.0000
	E-Voting	6,781	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000

Public- Institutions	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1,084	0.0120	1,084	0	100.0000	0.0000
	Poll	278,061	3.0688	278,061	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0.0000	0	0	0.0000	0.0000
	Total	279,145	3.0808	279,145	0	100.0000	0.0000
	Total	29,000,004	20,211,413	69.6945	20,211,413	0	100.0000

Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL - To Increase borrowing limit of the Company under Section 180 (1) (c) of the Companies Act, 2013 and in this regard to consider and if thought fit, to pass, with or without modification(s)- Special 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	19,932,268	19,932,268	100.0000	19,932,268	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19,932,268	100.0000	19,932,268	0	100.0000	0.0000
Public- Institutions	E-Voting	6,781	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,060,955	1,084	0.0120	1,084	0	100.0000	0.0000
	Poll		278,061	3.0688	278,061	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		279,145	3.0808	279,145	0	100.0000	0.0000
	Total	29,000,004	20,211,413	69.6945	20,211,413	0	100.0000	0.0000

Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - To adopt new set of Memorandum of Association pursuant to the Companies Act, 2013 and in this regard to consider and if thought fit, to pass, with or without modification(s)- _x00D_ Special 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	19,932,268	19,932,268	100.0000	19,932,268	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19,932,268	100.0000	19,932,268	0	100.0000	0.0000
Public- Institutions	E-Voting	6,781	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	9,060,955	1,084	0.0120	1,084	0	100.0000	0.0000
	Poll		278,061	3.0688	278,061	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		279,145	3.0808	279,145	0	100.0000	0.0000
Total		29,000,004	20,211,413	69.6945	20,211,413	0	100.0000	0.0000

Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - To adopt new set of Articles of Association pursuant to the Companies Act, 2013 and in this regard to consider and if thought fit, to pass, with or without modification(s) - _x00D_ Special 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	19,932,268	19,932,268	100.0000	19,932,268	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		19,932,268	100.0000	19,932,268	0	100.0000	0.0000
Public- Institutions	E-Voting	6,781	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000



	Poll		278,061	3.0688	278,061	0	100.0000	0.0000
	Postal Ballot (if applicable)	9,060,955						
Public- Non Institutions			0	0.0000	0	0	0.0000	0.0000
	Total		279,145	3.0808	279,145	0	100.0000	0.0000
	Total	29,000,004	20,211,413	69.6945	20,211,413	0	100.0000	0.0000

