

September 17, 2016

To,  
Listing Department  
**BSE Limited**  
P.J Towers, Dalal Street,  
Fort, Mumbai – 400 001

To,  
Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,  
Bandra Kurla Complex, Bandra (E), Mumbai – 400 050

Scrip Code: 532375

Symbol: TIPSINDLTD

**Sub: Voting Results on resolutions as per the Notice dated May 25, 2016 of 20<sup>th</sup> Annual General Meeting.**

Dear Sir,


Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find attached herewith the voting results in respect of the Remote E-voting and Poll on the resolutions item No. 1 to 5 as per the Notice dated May 25, 2016 of 20<sup>th</sup> Annual General Meeting of the Company held on September 16, 2016.

A copy of the consolidated Scrutinizer's Report dated September 16, 2016 in respect of the votes cast through Remote E-voting and Poll is enclosed herewith.

Kindly take the above information on your record and acknowledge a receipt of the same.

Thanking you.  
Yours faithfully,

For **Tips Industries Limited**

  
**Bijal R. Patel**  
Company Secretary



Encl: as above

**TIPS INDUSTRIES LTD.**

601, Durga Chambers, 6th Floor, Linking Road, Khar (West), Mumbai 400 052.  
Tel. : 6643 1188 Email : response@tips.in Website : www.tips.in  
CIN: L92120MH1996PLC099359

Date of the AGM	September 16, 2016
Total number of shareholders on record date	5262
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	91
Promoters and Promoter Group	2
Public	89
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	Not Provided
Promoters and Promoter Group	N.A
Public	N.A



**RESOLUTION: 1**

Resolution required: (Ordinary)										
Adoption of Audited Financial Statements for the financial year ended March 31, 2016 together with 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	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	10712762	10712762	100.00	10712762	0	100.00	0.00		
	Poll		0	0.00	0	0	0.00	0.00		
	<b>Total</b>	<b>10712762</b>	<b>10712762</b>	<b>100.00</b>	<b>10712762</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>		
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00		
	Poll	0		0.00	0	0	0.00	0.00		
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>		
Public- Non Institutions	E-Voting	3605897	16003	0.44	16003	0	100.00	0.00		
	Poll		186892	5.18	2268	184624	1.21	98.79		
	<b>Total</b>	<b>3605897</b>	<b>202895</b>	<b>5.63</b>	<b>18271</b>	<b>184624</b>	<b>9.01</b>	<b>90.99</b>		
<b>Total</b>		<b>14318659</b>	<b>10915657</b>	<b>76.23</b>	<b>10731033</b>	<b>184624</b>	<b>98.31</b>	<b>1.69</b>		



**RESOLUTION: 2**

Resolution required: (Ordinary)		Declaration of Dividend on Equity Shares for the financial year ended March 31, 2016.									
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 (3)=[(2)/(1)]*100	No. of Votes in favour	No. of Votes against	% 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	10712762	10712762	100.00	10712762	0	100.00	0.00			
	Poll		0	0.00	0	0	0.00	0.00			
	<b>Total</b>	<b>10712762</b>	<b>10712762</b>	<b>100.00</b>	<b>10712762</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>			
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00			
	Poll	0		0.00	0	0	0.00	0.00			
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>			
Public- Non Institutions	E-Voting	3605897	16003	0.44	16003	0	100.00	0.00			
	Poll		186892	5.18	186892	0	100.00	0.00			
	<b>Total</b>	<b>3605897</b>	<b>202895</b>	<b>5.63</b>	<b>202895</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>			
<b>Total</b>		<b>14318659</b>	<b>10915657</b>	<b>76.23</b>	<b>10915657</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>			



**RESOLUTION: 3**

**Resolution required: (Ordinary)**

Re-appointment of Mr. Ramesh Taurani, as a Director of the Company.

**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	10712762	2475718	23.11	2475718	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>10712762</b>	<b>2475718</b>	<b>23.11</b>	<b>2475718</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll	0		0.00	0	0	0.00	0.00
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	3605897	16003	0.44	16003	0	100.00	0.00
	Poll		186887	5.18	186887	0	100.00	0.00
	<b>Total</b>	<b>3605897</b>	<b>202890</b>	<b>5.63</b>	<b>202890</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>14318659</b>	<b>2678608</b>	<b>18.71</b>	<b>2678608</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



**RESOLUTION: 4**

Resolution required: (Ordinary) Appointment of M/s. SSPA & Associates, Chartered Accountants, as Statutory Auditors of the Company.									
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	10712762	10712762	100.00	10712762	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	<b>Total</b>	<b>10712762</b>	<b>10712762</b>	<b>100.00</b>	<b>10712762</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00	
	Poll	0		0.00	0	0	0.00	0.00	
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	
Public- Non Institutions	E-Voting	3605897	16003	0.44	16003	0	100.00	0.00	
	Poll		186847	5.18	186847	0	100.00	0.00	
	<b>Total</b>	<b>3605897</b>	<b>202850</b>	<b>5.63</b>	<b>202850</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	
<b>Total</b>		<b>14318659</b>	<b>10915612</b>	<b>76.23</b>	<b>10915612</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	



**RESOLUTION: 5**

Resolution required: (Ordinary) Appointment of Mr. Venkitaraman Subramanian Iyer as Independent Director of the Company.										
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	10712762	10712762	100.00	10712762	0	100.00	0.00		
	Poll		0	0.00	0	0	0.00	0.00		
	<b>Total</b>	<b>10712762</b>	<b>10712762</b>	<b>100.00</b>	<b>10712762</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>		
Public-Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00		
	Poll	0		0.00	0	0	0.00	0.00		
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>		
Public- Non Institutions	E-Voting	3605897	16003	0.44	16003	0	100.00	0.00		
	Poll		186892	5.18	2268	184624	1.21	98.79		
	<b>Total</b>	<b>3605897</b>	<b>202895</b>	<b>5.63</b>	<b>18271</b>	<b>184624</b>	<b>9.01</b>	<b>90.99</b>		
<b>Total</b>		<b>14318659</b>	<b>10915657</b>	<b>76.23</b>	<b>10731033</b>	<b>184624</b>	<b>98.31</b>	<b>1.69</b>		



**Shirish Shetye**

B.Com. (Hons.), LL.M., F.C.S.  
Proprietor

**SHIRISH SHETYE & ASSOCIATES**  
**COMPANY SECRETARIES**

**FORM NO. MGT-13**

**Report of the Scrutiniser**

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

To,  
Mr. Kumar S. Taurani,  
Chairman,  
20<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
Tips Industries Ltd.,  
Held on Friday, 16<sup>th</sup> September, 2016 at  
Jubilee Room, Hotel Sun-N-Sand,  
Juhu, Mumbai – 400 049.

Dear Sir,

1. I CS Shirish Shetye, Practicing Company Secretary, have been appointed as Scrutiniser by the Board of Directors of Tips Industries Limited (“the Company”) at its meeting held on 25<sup>th</sup> May, 2016, for the purpose of scrutinising the e-voting and for conducting the poll process at the 20<sup>th</sup> Annual General Meeting (“20<sup>th</sup> AGM”) and ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice of the 20<sup>th</sup> AGM of the Equity Shareholders of the Company, held on 16<sup>th</sup> September, 2016 at Jubilee Room, Hotel Sun-N-Sand, Juhu, Mumbai – 400 049.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of the 20<sup>th</sup> AGM of the members of the Company. My responsibility as a scrutiniser for the e-voting is restricted to make a Scrutiniser’s Report of the votes cast “in favour” or “against” the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (“CDSL”), the authorised agency to provide e-voting facilities.
3. Further to above, I submit my report as under:

- (1) The Company has provided the e-voting facility through CDSL on their website [www.evotingindia.com](http://www.evotingindia.com). The Company had uploaded all the items of businesses to be transacted on the website of the Company and also it’s Service Provider to facilitate their shareholders to cast their votes through e-voting.





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- (2) The notices sent, both through email and physical form, contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014.
- (3) As prescribed in the said Rules, the Company has also published an advertisement on 24<sup>th</sup> August, 2016 and it carried the required information as specified in the said rules.
- (4) The Company has arranged the poll papers and the same were distributed to the members and proxies present at the meeting. In case of joint holders, the poll paper was given to the first named holder or in his/her absence, to the joint holder attending the meeting as appearing in the chronological order in the folio.
- (5) I have kept a record of the poll papers received in response to the poll, by initialling it.
- (6) I have ensured that the empty ballot boxes were duly locked and sealed in my presence with due identification marks placed by me, in the presence of the members and proxies.
- (7) The ballot boxes were opened in my presence and the presence of two persons viz. Mr. Sunder Poojari and Mr. Aatish Kolambe as witnesses after the voting process was over. The poll papers were diligently scrutinised and reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorisations/ proxies lodged with the Company.
- (8) The poll papers, which were incomplete and/or which were otherwise found defective were treated as invalid and kept separately.
- (9) The e-voting was commenced from 13<sup>th</sup> September, 2016 (10.00 a.m.) and ended on 15<sup>th</sup> September, 2016 (5.00 p.m.).
- (10) The votes cast were unblocked on 16<sup>th</sup> September, 2016 in the presence of two witnesses, Mr. Sunder Poojari and Mr. Aatish Kolambe, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Mr. Sunder Poojari

Mr. Aatish Kolambe

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(11) The e-voting data was scrutinised by me for verification of votes cast in favour and against of the respective Resolution.

(12) Thereafter, the details containing, inter alia, list of Equity Shareholder, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com>. The result of the e-voting exercised and the ballot process at the 20<sup>th</sup> AGM is as under:

**Item No. 1 – as an Ordinary Resolution:-** To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2016, together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	26	1,07,28,765	98.29
Physical poll at the AGM	42	2,268	0.02
Total	68	1,07,31,033	98.31

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0.00
Physical poll at the AGM	2	1,84,624	1.69
Total	2	1,84,624	1.69

(iii) Invalid votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the AGM	2	2*
Total	2	2*

\* Signature mismatch for one member and one member exercised e-voting right.



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**Item No. 2 – as an Ordinary Resolution:-** To declare dividend on equity shares for the financial year ended March 31, 2016.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	26	1,07,28,765	98.29
Physical poll at the AGM	44	1,86,892	1.71
Total	70	1,09,15,657	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0.00
Physical poll at the AGM	0	0	0.00
Total	0	0	0.00

(iii) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the AGM	2	2*
Total	2	2*

\* Signature mismatch for one member and one member exercised e-voting right.

**Item No. 3 – as an Ordinary Resolution:-** To appoint Mr. Ramesh Taurani (DIN:00010130) as a Director of the Company, who retires by rotation and being eligible, offer himself for re-appointment.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	22	24,91,721	93.02



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Physical poll at the AGM	43	1,86,887	6.98
Total	69	26,78,608	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0.00
Physical poll at the AGM	0	0	0.00
Total	0	0	0.00

(iii) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	4	82,37,044@
Physical poll at the AGM	2	2*
Total	2	2*

@ Pursuant to provisions of section 188(1) of the Companies Act, 2013

\* Signature mismatch for one member and one member exercised e-voting right.

**Item No. 4 – as an Ordinary Resolution:-** To appoint M/s SSPA & Associates, Chartered Accountants (Firm Registration No. 131069W), as the Statutory Auditors of the Company.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	26	1,07,28,765	98.29
Physical poll at the AGM	43	1,86,847	1.71
Total	69	1,09,15,612	100.00

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast



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E-Voting	0	0	0.00
Physical poll at the AGM	0	0	0.00
Total	0	0	0.00

(iii) Invalid Votes

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the AGM	2	2*
Total	2	2*

\* Signature mismatch for one member and one member exercised e-voting right.

**Item No. 5 – as an Ordinary Resolution:-** Appointment of Mr. Venkatraman Subramanian Iyer (DIN:00730501) as an Independent Director of the Company to hold office for five consecutive years commencing from 16<sup>th</sup> September, 2016, who shall not liable to retire by rotation.

(i) Voted in favour of the Resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	26	1,07,28,765	98.29
Physical poll at the AGM	42	2,268	0.02
Total	68	1,07,31,033	98.31

(ii) Voted against the resolution:

Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	0	0	0.00
Physical poll at the AGM	2	1,84,624	1.69
Total	2	1,84,624	1.69

(iii) Invalid votes



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Mode of Voting	Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
E-Voting	0	0
Physical poll at the AGM	2	2*
Total	2	2*

\* Signature mismatch for one member and one member exercised e-voting right.

4. A Register containing details of list of equity shareholders, who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution under e-voting and ballot form is enclosed.
5. I shall hand over the poll papers and other related papers/registers and records for safe custody to Ms. Bijal Patel, Company Secretary of the Company who is authorised by the Board to supervise the entire voting process after the Chairman approves and signs the minutes of the meeting.
6. You may accordingly declare the result of the voting by e-voting and poll form.
7. The above mentioned resolutions are deemed to be passed as on the date of the 19<sup>th</sup> AGM.

Thanking you,

Place : Mumbai  
16<sup>th</sup> September, 2016



CS Shirish Shetye, FCS-1926  
Practicing Company Secretary CP 825  
Scrutiniser for e-voting and ballot form

Countersigned and received the report

Bijal Patel  
Company Secretary