



# GANESH BENZOPLAST LTD.

CIN:L24200MH1986PLC039836

Corp. Office :- "Ganesh House" Gr. Floor, A-1/A-2 Gurudutt Co-op. Hsg. Society Ltd., Near Jankalyan Bank,  
J.B. Nagar, Andheri (E), Mumbai - 400 059. • Tel. : (91) (22) - 2839 0694 • Fax : 2839 0715  
Email : info@ganeshgroup.com • Website : http://www.ganeshgroup.com

October 1, 2015

To,  
The Secretary  
The Stock Exchange Mumbai  
Department of Corporate Services,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

Dear Sir,

**Ref: BSE CODE 500153**

**Sub: Voting Result for Postal Ballot under Clause 35A of the Listing Agreement**

In compliance with Clause 35A of Listing Agreement we are submitting herewith the details, pertaining to the voting result on the passing of resolutions by Postal Ballot by the shareholders of the Company.

Further to inform you that the Board of Directors of the Company at its meeting held on August 14, 2015 had decided to get the approval of shareholders of the Company by way of Postal Ballot on the following matters:--

1. Insertion of New Object Clause in Memorandum of Association of the Company.
2. Making investments, giving loans/ guarantees or providing securities for and on behalf of any Person and/or Body Corporate/s including Subsidiary Companies.

In connection with this, the Company dispatched the postal Ballot Notice dated August 14, 2015 and Postal Ballot form under Section 110 of the Companies Act, 2013 to all the Shareholders of the Company as on cut-off date August 14, 2015, to obtain their consent for the above said resolutions. In compliance with the Clause 35B of the listing agreement and provisions of the Companies Act, 2013 and rules framed thereunder, the Company also provided electronic facility as an alternate, to all its members. Mr. Vijay Kumar Mishra was appointed as Scrutinizer for conducting E-voting and Postal Ballot.

The results of voting conducted through E-voting and Postal Ballot as per report October 1, 2015 of Scrutinizer Mr. Vijay Kumar Mishra, Practicing Company Secretary is attached.





Accordingly, on October 1, 2015, Mr. Rishi Pilani, Chairman & Managing Director, declare that all the Special resolutions circulated vide Postal Ballot notice dated August 14, 2015 was passed with requisite majority.

You are requested to kindly take note of the same.

Thanking you,  
Yours Faithfully,  
For Ganesh Benzoplast Ltd.

  
**RISHI PILANI**  
**CHAIRMAN & MANAGING DIRECTOR**



Details of the reporting as per clause 35

Date of Postal Ballot Result	October 1 2015
Total No. of Shareholders as on Cut off Date i.e August 14, 2015	33,847

The mode of voting for all the resolutions was E-voting/ Postal Ballot

Resolution No. 1

Special Resolution Under Section 13 of the Companies Act, 2013 for insertion of New Object Clause in Memorandum of Association of the Company

Promoters/Public	No. of Shares Held	No. of votes Polled (E-voting & Poll)	% of Votes Polled on Outstanding Shares	No of votes in favour	No of Votes Against	% of Votes in favour on votes Polled	% of Votes in against on votes Polled
Promoter & Promoter Group	1,69,97,101	1,69,97,101	100.00	1,69,97,101	0	100.00	0.00
Public -Institutional Holders	23,57,646	0	0.00	0	0	0.00	0.00
Public-others	3,24,29,546	1,21,54,888	37.48	1,21,52,232	2656	99.98	0.02
<b>TOTAL</b>	<b>5,17,84,293</b>	<b>2,91,51,989</b>	<b>56.30</b>	<b>2,91,49,333</b>	<b>2656</b>	<b>99.99</b>	<b>0.009</b>

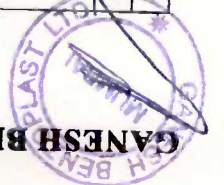
Resolution No. 2

Special Resolution Under Section 186 of the Companies Act, 2013 for seeking approval for making investments, giving loans and providing securities to any person/s and/or Bodies Corporate/s including Subsidiary Companies

Promoters/Public	No. of Shares Held	No. of votes Polled (E-voting & Poll)	% of Votes Polled on Outstanding Shares	No of votes in favour	No of Votes Against	% of Votes in favour on votes Polled	% of Votes in against on votes Polled
Promoter & Promoter Group	1,69,97,101	1,69,97,101	100.00	1,69,97,101	0	100.00	0.00
Public - Institutional Holders	23,57,646	0	0.00	0	0	0.00	0.00
Public-others	3,24,29,546	1,21,54,688	37.48	52,06,588	69,48,100	42.83	57.16
<b>TOTAL</b>	<b>5,17,84,293</b>	<b>2,91,51,789</b>	<b>56.30</b>	<b>2,22,03,689</b>	<b>69,48,100</b>	<b>76.16</b>	<b>23.83</b>



**GANESH BENZOPLAST LIMITED**



**VIJAY KUMAR MISHRA**  
B. Com. (Hons.), A.C.A., F.C.S.  
**PARESH D PANDYA**  
B. Com., A.C.S.

**VKM & ASSOCIATES**

**PRACTISING COMPANY SECRETARIES**

116, Trinity Building, 1st Floor, 227, Dr. C. H. Street,  
Behind Parsi Dairy, Marine Lines (E), Mumbai - 2.  
Tel. : 2207 7267 ♦ Fax : 2207 7542  
Mob.: 93229 77388 ♦ E-mail : vkmassociates@yahoo.com

## **REPORT OF SCRUTINIZER**

### **[E-Voting and Postal Ballot]**

[Pursuant to section 110 of the Companies Act, 2013 and rule 22 of the  
Companies (Management and Administration) Rules, 2014]

**To,**  
**The Chairman**  
**GANESH BENZOPLAST LIMITED**  
**Dina Building, First Floor 53,**  
**Maharshi Karve Road,**  
**Marine Lines, Mumbai- 400 002.**

Dear Sir,

We, Vijay Kumar Mishra, (Membership No. 5023), Partner of M/s VKM & Associates Associates, Practising Company Secretaries, Mumbai, was appointed as Scrutinizer for the Postal Ballot of the Equity Shareholders of "GANESH BENZOPLAST LIMITED" completed on Monday, September 28, 2015 for the purpose of scrutinizing the E Voting and postal ballot process in a fair and transparent manner and ascertaining the requisite majority on E Voting and postal ballot carried out as per the provisions of Sec.110 Companies Act, 2013 and read with Rule 22 of Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

We submit our report as under:

1. The E-Voting period remained open from Saturday, August 29, 2015 at 10.00 AM and ends on Monday, September 28, 2015 at 5.00 PM.



2. The Shareholders holding shares as on the "cut off" date, i.e. 14th August, 2015 were entitled to vote on the proposed resolutions as mentioned in the Notice of the Postal Ballot of "Ganesh Benzoplast Limited"
3. Particulars of all the postal ballot Forms received in physical or through e-voting process from the members have been consolidated and entered in a register separately maintained for the purpose.
4. The postal ballots were kept under safe custody before commencing the scrutiny of such postal ballots.
5. The postal ballot box was opened on 30th September, 2015 in my presence.
6. The postal ballot forms were duly opened in my presence and scrutinized and the shareholdings were matched/ confirmed with the Register of Members of the Company.
7. The Company has dispatched postal ballot notice to all shareholders as of cut of date and who's email id is not updated on company records.
8. The company has also dispatched postal ballot notice to shareholders whose email is bounced backed and no new email id is found in company records.
9. No Envelopes containing postal ballot forms were received after 28th September, 2015. I did not find any defaced or mutilated postal ballot form.



10. Thereafter the details containing, inter-aila, list of equity shareholders, who voted "For" and "Against", were taken from Registrar and Share Transfer Agent.

11. A summary of the postal ballots received / votes casted is given below:

**Resolution No. 1: To be passed as a Special Resolution**

To amend the Memorandum of Association of the company by inserting two new clause in Main Object of the company.

PARTICULAR	No. of Shares (through Postal Ballot)	No. of Shares (through e Voting)	Total No. of shares	% of Total Net Valid Votes (in %)
Total No. of Votes received	48,276	29,104,469	29,152,745	Not Applicable
Less: No. of Invalid Votes	756	0	756	Not Applicable
Net valid number of votes cast	47520	29,104,469	29,151,989	100.00%
Total No. of Votes cast in favour of the Resolution.	46964	29,102,369	29,149,333	99.991%
Total No. of Votes cast against the Resolution	556	2,100	2,656	0.009%

In brief total vote polled for Special Resolution is 99.991% and total vote polled against Special Resolution is 0.009%.



**Resolution No. 2: To be passed as a Special Resolution**

To increase the limit given in section 186 of the Companies Act, 2013 to provide Loan, give guarantee, make investment and invest in securities of other body corporate upto the limit of Rs. 500 Cr.

<b>PARTICULAR</b>	<b>No. of Shares (through Postal Ballot)</b>	<b>No. of Shares (through e Voting)</b>	<b>Total No. of shares</b>	<b>% of Total Net Valid Votes (in %)</b>
Total No. of Votes received	48,276	29,104,469	29,152,745	Not Applicable
Less: No. of Invalid Votes	756	0	756	Not Applicable
Less: No. of vote not cast for this Resolution.	200	0	200	Not Applicable
Net valid number of votes cast	47320	29,104,469	29,151,789	100.00%
Total No. of Votes cast in favour of the Resolution.	45,764	22,157,925	22,203,689	76.166%
Total No. of Votes cast against the Resolution	1556	6,946,544	6,948,100	23.834%

**In** brief total vote polled for Special Resolution is 76.166% and total vote polled against Special Resolution is 23.834%.

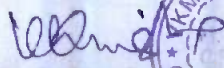
12. I have handed over the postal ballot Forms and other related paper/ register and record for the safe custody to the company secretary to supervise the postal ballot process.



Thanking You,

Place: Mumbai  
Date: 01/10/2015

VKM & Associates  
Company Secretaries

  
Vijay Kumar Mishra  
Partner  
M'ship No: 5023  
C.P.No.4869

