

AVI PRODUCTS INDIA LIMITED

(Formerly known as AVI Photochem Limited)

110 Manish Indl Estate No 4, Navghar,

Vasai (east), Dist: Thane 401210

TEL: 9323468454 / 9223434316 / 0250-2393973

Email: avichem@vsnl.com | aviphotochem@gmail.com

CIN: L24200MH1989PLC050913

Website: www.aviphoto.in



Date: - 01/10/2016

**The Deputy General Manager
Corporate Relationship Dept.
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001
Scrip Code: - 523896**

Dear Sir,

Sub: - Outcome of 27th Annual General Meeting of the Company.

The Company's 27th Annual General meeting was held on Friday, 30th September, 2016 at 11.00 A.M. at Sadichha Sabhagruh, 1st Floor, above Police Chowki, Opp. Chaudhry Industrial Estate, Navghar Road, Vasai (East), Dist: Thane- 401210.

In terms of the provisions of the Companies Act, 2013 and Rules made thereunder and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided e-voting facility and voting by poll at the AGM. Mr. Anish Gupta, Company Secretary of M/s. Anish Gupta and Associates, Company Secretaries was appointed as the Scrutinizer to scrutinize the e-voting and votes by poll at AGM. The Scrutinizer's Report dated 1st October, 2016 is attached as **Annexure 1**. All resolutions as set out in the Notice of AGM have been duly approved by the shareholders with requisite majority.

In terms of the provisions of regulation 44 of Listing regulations, the details of the results of voting held through remote e-voting and Voting by Poll at the AGM is Attached as **Annexure 2**.

Thanking You,

Yours Faithfully,

For AVI Products India Limited
For AVI PRODUCTS INDIA LIMITED
(formerly known as AVI PHOTOCHEM LIMITED)

Avinash D. Vora
Director / **Director / Authorised Signatories**
DIN: -02454059

Encl: a/a

Anish Gupta & Associates

Company Secretaries

413 Autumn Grueve, OppLokhandwalaSchool, LokhandwalaTownship, Kandivali E, Mumbai-400 101
Telefax: 022 29659720 email: anish@csanishgupta.com

Consolidated Scrutinizer's Report

To,
The Chairman
AVI Products India Limited
110, Manish Ind Estate No. 4,
Navghar Rd, Vasai (East),
Dist: Thane - 401210,

Dear Sir,

Sub: Passing of Resolution(s) through remote e-voting and voting by poll at the venue of the Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors of AVI Products India Limited (hereinafter referred to as the "**Company**") at its meeting held on 12th August, 2016 has appointed me as the Scrutinizer for the Remote E-voting process as well as by the poll to be conducted at the venue of the 27th Annual General Meeting ("AGM") 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 the Companies (Management and Administration) Amendment Rules, 2016 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Report on Scrutiny:

- The Company had appointed National Securities Depository Limited ("NSDL") as the Agency for providing the remote e-voting platform to the Members of the Company in connection with the AGM of the Company.
- The **Cut-off date** for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members was **Saturday, September 23, 2016**.
- The Remote E-Voting facility was opened for the Members to cast their votes from **Tuesday, September 27, 2016 at 9.00 a.m. (IST) and ended on Thursday, September 29, 2016 at 5.00 p.m. (IST)**.
- The Company completed the dispatch of the Notice of Annual General Meeting (AGM) dated August 12, 2016 to the Members by 3rd September, 2016.



- As prescribed in clause (v) of sub rule 4 of Rule 20, of the Companies (Management and Administration) Rules, 2014, as amended, the Company also released an advertisement, which was published in English language in The Free Press Journal newspaper and in Marathi language in Navshakti on September 5, 2016.
- At the end of the voting period on September 29, 2016 at 5.00 P.M., the voting portal of NSDL was blocked.
- As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, as amended, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the AGM, the Scrutinizer had access after closure of period of remote e-voting and before the start of AGM, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.
- Accordingly, NSDL provided me the names, DP ID/folio numbers and shareholding of Members who had cast their votes through remote e-voting.
- On Friday, September 30, 2016, after counting of the votes conducted at the venue of the AGM through Poll, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Shraddha Kalkar and Mr. Digvijay Jirage who acted as the witnesses.
- The voting done through remote e-voting and Poll at the AGM, were reconciled with the records maintained by the RTA and the authorizations/proxies lodged with the Company.
- Thereafter, I as a Scrutinizer duly compiled the details of the remote e-voting carried out by the Members together with the Poll conducted at the venue of the AGM, the details of which are as follows:

Details	Remote E-voting	Voting by Poll at the AGM	Total voting
Number of Members who cast their votes	11	37	48
Total number of Shares held by them	990	265551	266541
Valid Votes	Various as mentioned under each item of the Notice		
Abstained / Partly Voted/Invalid	Various as mentioned under each item of the Notice		

Note:

Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting and Poll at the venue of the meeting.



Item No. 1 of the Notice (As an Ordinary Resolution):

Adoption of the Audited Financial Statements for the financial year ended March 31, 2016, the Reports of Directors' and Auditors' thereon:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Partly voted/ Invalid
	No. of shares	%	No. of shares	%	No. of shares
Remote E-voting	990	100	0	0	-
Poll at AGM	265551	100	0	0	-
Total	266541	100	0	0	-

Item 1 of Notice of AGM stands passed with the **requisite majority**.

Item No. 2 of the Notice (As an Ordinary Resolution):

Re-appointment of Mr. Vikram A. Vora (DIN: 02454043) retiring by rotation:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Partly voted/ Invalid
	No. of shares	%	No. of shares	%	No. of shares
Remote E-voting	990	100	0	0	-
Poll at AGM	265551	100	0	0	-
Total	266541	100	0	0	-

Item 2 of Notice of AGM stands passed with the **requisite majority**.

Item No. 3 of the Notice (As an Ordinary Resolution):

Ratification of Appointment of M/s S. Shah & Associates (Registration No: 109771W), Chartered Accountants, Mumbai as Statutory Auditors of the Company:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Partly voted/ Invalid
	No. of shares	%	No. of shares	%	No. of shares
Remote E-voting	990	100	0	0	-
Poll at AGM	265551	100	0	0	-
Total	266541	100	0	0	-

Item 3 of Notice of AGM stands passed with the **requisite majority**.



Item No. 4 of the Notice (As an Ordinary Resolution):

Re-designation of Mr. Avinash D. Vora (DIN: 02454059) as Managing Director of the Company:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Partly voted/ Invalid
	No. of shares	%	No. of shares	%	No. of shares
Remote E-voting	990	100	0	0	-
Poll at AGM	265551	100	0	0	-
Total	266541	100	0	0	-

Item 4 of Notice of AGM stands passed with the requisite majority.

Item No. 5 of the Notice (As an Special Resolution):

To increase and reclassify in the Authorised Share Capital of the Company:

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Partly voted/ Invalid
	No. of shares	%	No. of shares	%	No. of shares
Remote E-voting	990	100	0	0	-
Poll at AGM	265551	100	0	0	-
Total	266541	100	0	0	-

Item 5 of Notice of AGM stands passed with the requisite majority.

Item No. 6 of the Notice (As an Ordinary Resolution):

Related Party Transaction under Section 188 of the Companies Act, 2013.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Abstained / Partly voted/ Invalid
	No. of shares	%	No. of shares	%	No. of shares
Remote E-voting	990	100	0	0	-
Poll at AGM	265551	100	0	0	-
Total	266541	100	0	0	-

Item 6 of Notice of AGM stands passed with the requisite majority.



All the Resolutions mentioned in the Notice of AGM dated August 12, 2016 as per the above details stand passed under Remote E-voting and voting conducted at the AGM by way of Poll with the requisite majority.

I hereby confirm that I have maintained the Registers in respect of the votes cast through Remote E-Voting and Poll conducted at AGM by the Members of the Company. All relevant records of Poll will remain in our safe custody until the Chairman considers, approves and signs the Minutes of the 27th AGM of the Company and the same shall be handed over thereafter to the Chairman or Company Secretary of the Company for safe keeping.

Thanking you.

Yours truly,
For, Anish Gupta & Associates,
Company Secretaries

Anish Gupta
(Scrutinizer)
Proprietor
M No.:-5733/COP:-4092



Date: 01st October, 2016
Place: Mumbai

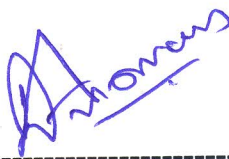
Witnesses:

1. Ms. Shraddha Kalkar : 

2. Mr. Digvijay Jirage : 

Received the Report together with other data/records mentioned therein:

Place: Mumbai
Date: 01st October, 2016



Counter Signed by Chairman
(Mr. Avinash D. Vora)

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ANNEXURE - 2

AVI PRODUCTS INDIA LIMITED

VOTING RESULTS - Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	30th September, 2016
Total Number of Share Holders on Record Date	13,978
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	33
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	NA
Public:	NA

For AVI PRODUCTS INDIA LIMITED
(Formerly known as AVI PHOTOCHEM LIMITED)


Director / Authorised Signatories

AVI PRODUCTS INDIA LIMITED

(Formerly known as AVI Photochem Limited)

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RESOLUTION REQUIRED:ORDINARY	ORDINARY - Adoption of the Audited Financial Statements for the financial year ended March 31, 2016 the reports 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	[6]=([4]/[2])*100	[7]
Promoter and Promoter Group	E-Voting		0	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	[7]		
	Poll	259941	250941	96.54	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total	259941	250941	96.54	250941	0	0	100	0	0
Public - Institutions	E-Voting		0	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0	0
Public - Non Institutions	E-Voting		990	0.13	990	0	100	0	0	0
	Poll	784081	14610	1.86	14610	0	100	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0	0	0
	Total	784081	15600	1.99	15600	0	0	100	0	0
Total		1303963	266541	20.44	266541	0	100	0	0	

For AVI PRODUCTS INDIA LIMITED
(formerly known as AVI PHOTOCHEM LIMITED)

Director / Authorised Signatories

ORDINARY - Re-appointment of Mr. Vikram A. Vora (DIN: 02454043) retiring by rotation:									
RESOLUTION REQUIRED: ORDINARY	No								
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	[7]	
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0	0	
	Poll	259941	250941	96.54	250941	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	259941	250941	96.54	250941	0	100	0	0
Public - Institutions	E-Voting		0	0	0	0	0	0	
	Poll								
	Postal Ballot (if applicable)								
	Total		0	0	0	0	0	0	0
Public - Non Institutions	E-Voting		990	0.13	990	0	100	0	
	Poll	784081	14610	1.86	14610	0	100	0	
	Postal Ballot (if applicable)		0	0.00	0	0	0	0	
	Total	784081	15600	1.99	15600	0	100	0	0
Total		1303963	266541	20.44	266541	0	100	0	

Ratification of Appointment of M/s S. Shah & Associates (Registration No : 109771W), Chartered Accountants, Mumbai as Statutory Auditors of the Company:									
RESOLUTION REQUIRED: ORDINARY	No								
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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	[7]	
Promoter and Promoter Group	E-Voting		0	0.00	0	0	0	0	
	Poll	259941	250941	97	250941	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	259941	250941	96.54	250941	0	100	0	0

FOR AVI PRODUCTS INDIA LIMITED
 (Formerly known as AVI PHOTOCHEM LIMITED)

[Signature]
 Director / Authorised Signatories

ORDINARY - To increase and reclassify in the Authorised Share Capital of the Company:									
RESOLUTION REQUIRED: ORDINARY	No								
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 VOES - IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED	
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	[7]	
Promoter and Promoter Group	E-Voting	259941	0	0.00	0	0	0	0	
	Poll	259941	250941	97	250941	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	259941	250941	96.54	250941	0	100	0	
Public - Institutions	E-Voting	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		0	0	0	0	0	0	
Public - Non Institutions	E-Voting	784081	990	0.13	990	0	100	0	
	Poll	784081	14610	2	14610	0	100	0	
	Postal Ballot (if applicable)		0	0.00	0	0	0	0	
	Total	784081	15600	1.99	15600	0	100	0	
	Total	1303963	266541	20.44	266541	0	100	0	

ORDINARY - Related Party Transaction under Section 188 of the Companies Act, 2013:									
RESOLUTION REQUIRED: ORDINARY	No								
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 VOES - IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTES POLLED	
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	[7]	
Promoter and Promoter Group	E-Voting	259941	0	0.00	0	0	0	0	
	Poll	259941	250941	97	250941	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	259941	250941	96.54	250941	0	100	0	

For AVI PRODUCTS INDIA LIMITED
(formerly known as AVI PHOTOCHEM LIMITED)



Director / Authorised Signatories

