

Regd. Office Sahas, 4th floor, 414 / 2, Veer Savarkar Marg, Prabhadevi, Mumbai - 400 025  
CIN L93010MH1951PLC008546  
T +91 22 6666 7474 F +91 22 2431 3210  
E info@cravatex.com W www.cravatex.com

April 6, 2016

**The Manager  
Department of Corporate Services (DCS-Listing)  
BSE Limited  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001**

**Company Code: 509472**

Dear Sir,

Sub.: **Declaration of Results of Postal Ballot.**

Ref: **Disclosure under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We refer to the above and have enclosed the combined voting result (including e-voting) of the Postal ballot notice dated 12<sup>th</sup> February 2016.

As per the report of the Scrutinizer, all the resolutions as set out in the Postal ballot Notice dated 12<sup>th</sup> February 2016 have been duly approved by the Members of the Company with requisite majority.

Kindly take the same on record.

Thanking you,

**Sudhanshu Namdeo**  
Company Secretary

Encl: a.a.

### Announcement of result of Postal Ballot (including e-voting)

Pursuant to the Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 and all other applicable provisions of the Companies Act, 2013 (as amended), the Company had provided to its members the facility to cast their votes by way of postal ballot process (including e-voting) on the following resolutions as stated in the Postal Ballot Notice dated 12th February 2016:

1. **Ordinary resolution** for re-classification and Increase in Authorized Share Capital and Alteration of Memorandum of Association.
2. **Special resolution** for adoption of new set of Articles of Association of the Company
3. **Special resolution** for Issue of 90,00,000 4% Non - Convertible Cumulative Redeemable Preference shares on Private Placement basis.

Mr. Hemanshu Kapadia, Practicing Company Secretary (Membership No: F3477), (Scrutinizer) conducted the Postal Ballot voting process (including e-voting) in a fair and transparent manner.

As specified in the Postal ballot notice dated 12<sup>th</sup> February 2016, Voting by Postal Ballot (including e-voting) concluded at 5:00 P.M. (IST) on Saturday, 2<sup>nd</sup> April 2016. The e-voting facility was made available from Friday, 4<sup>th</sup> March 2016 at 9.00 A.M. (IST) and ended on Saturday, 2<sup>nd</sup> April 2016 at 5.00 P.M. (IST).

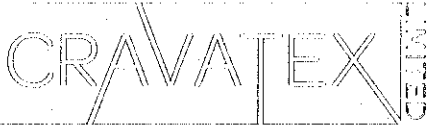
As per the Report of the Scrutinizer, all the resolutions as set out in the Postal ballot Notice dated 12<sup>th</sup> February 2016 have been duly approved by the Members of the Company with requisite majority and shall be deemed to be passed by the Shareholders of the Company as on 2<sup>nd</sup> April 2016 i.e. the last date specified by the Company for the receipt of duly completed postal ballot forms or e-voting. The summary of result is as under:



**Voting details for Resolution 1:**

Resolution required: (Ordinary/Special)					Ordinary 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	1938120	1938110	99.99	1938110	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot		0	0	0	0	0	0
	Total		1938120	1938110	99.99	1938110	0	100
Public - Institutions	E-voting	21	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal ballot		0	0	0	0	0	0
	Total		21	0	0	0	0	0
Public - Non Institutions	E-voting	646019	157629	24.40	157629	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot		11286	1.75	11046	240	97.87	2.13
	Total		646019	168915	26.15	168675	240	99.86
<b>Total</b>		<b>2584160</b>	<b>2107025</b>	<b>81.54</b>	<b>2106785</b>	<b>240</b>	<b>99.99</b>	<b>0.01</b>





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**Voting details for Resolution 2:**

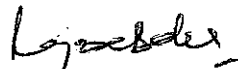
Resolution required: (Ordinary/Special)					Special Resolution			
Whether promoter/promoter group are interested in the agenda/ resolution?					Yes			
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes - in favour (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	1938120	1938110	99.99	1938110	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Total	1938120	1938110	99.99	1938110	0	100	0
Public - Institutions	E-voting	21	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Total	21	0	0	0	0	0	0
Public - Non Institutions	E-voting	646019	157639	24.40	157639	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		11281	1.75	11281	0	100	0
	Total	646019	168920	26.15	168920	0	100	0
<b>Total</b>		<b>2584160</b>	<b>2107030</b>	<b>81.54</b>	<b>2107030</b>	<b>0</b>	<b>100</b>	<b>0</b>



**Voting details for Resolution 3:**

Resolution required: (Ordinary/Special)					Special Resolution			
Whether promoter/promoter group are interested in the agenda/ resolution?					Yes			
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	1938120	1938110	99.99	1938110	0	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Total		1938120	1938110	99.99	1938110	0	100
Public - Institutions	E-voting	21	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		0	0	0	0	0	0
	Total		21	0	0	0	0	0
Public - Non Institutions	E-voting	646019	157629	24.40	157619	10	100	0
	Poll		0	0	0	0	0	0
	Postal ballot (if applicable)		11281	1.75	11041	240	97.87	2.13
	Total		646019	168910	26.15	168660	250	99.85
<b>Total</b>		<b>2584160</b>	<b>2107020</b>	<b>81.54</b>	<b>2106770</b>	<b>250</b>	<b>99.99</b>	<b>0.01</b>

For Cravatex Limited

Rajesh Batra

Chairman &amp; Managing Director

DIN: 00020764

Address: 9A- Sunita, Ridge Road, Malabar Hills, Mumbai - 400006

 Date: 6<sup>th</sup> April 2016

Place: Mumbai

# HEMANSHU KAPADIA & ASSOCIATES

COMPANY SECRETARIES

Office No. 12, 14<sup>th</sup> Floor, Navjivan Society, Building No.3

Lanington Road, Mumbai - 400 008

Tel 6631 0888, Telefax 6631 4830

E-mail: hemanshu@hkacs.com

## SCRUTINIZER'S REPORT

To,  
The Chairman,  
CRAVATEX LIMITED  
CIN: L93010MH1951PLC008546  
Sahas, 4th Floor, 414/2, Veer Savarkar Marg,  
Prabhadevi, Mumbai-400 025

Dear Sir,

1. The Board of Directors of the Company, at its meeting held on 12<sup>th</sup> February 2016, has appointed me as the Scrutinizer for conducting the postal ballot voting process (including e-voting) in a fair and transparent manner.
2. I submit my report as under:
  - 2.1 On 3<sup>rd</sup> March 2016, the Company has completed the dispatch of the Postal Ballot Notice pursuant to Section 110 of the Companies Act, 2013 along with the postal ballot forms containing the instructions and login details and self-addressed postage pre-paid envelopes to the Members whose e-mail IDs are not registered; and sent e-mail to the Members whose e-mail IDs are registered as on 26<sup>th</sup> February 2016 (being the cut-off date/ record date for the purpose of voting) for seeking approval by postal ballot, including e-voting by electronic means..
  - 2.2 Particulars of all the postal ballot forms received from the Members and the votes cast by electronic mode have been entered in register maintained for the purpose.
  - 2.3 The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
  - 2.4 The postal ballot forms were duly opened in my presence on 4<sup>th</sup> April 2016 at 11.00 a.m. and scrutinized and the shareholding was matched /confirmed with the Register of the Members of the Company/ list of beneficiaries as on 26<sup>th</sup> February 2016 (i.e. cut-off date for the purpose of voting).
  - 2.5 All postal ballot forms received upto 5.00 p.m. (IST) on 2<sup>nd</sup> April 2016, the last time and date fixed by the Company for receipt of the forms, were considered for my scrutiny.



- 2.6 As on the date of this report, 13 envelopes containing postal ballot forms were received after 2<sup>nd</sup> April 2016, 5.00 p.m. (IST) and were not taken into consideration for the purpose of calculation of votes.
- 2.7 As informed to me by the RTA, on the date of this report, 98 envelopes containing postal ballot forms were returned undelivered at the RTA's office.
- 2.8 I did not find any defaced or mutilated ballot paper.
- 2.9 I have also received a complete record from National Securities Depository Limited (NSDL), the agency appointed for providing and supervising electronic platform, of votes casted through electronic mode upto 5:00 p.m. on 2<sup>nd</sup> April 2016. The votes cast were unblocked on 2<sup>nd</sup> April 2016 at 5.10 p.m. (IST) in the presence of two witnesses, Mr. Siddhanth Nimbalkar and Ms. Shraddha Patangia who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Name: Siddhanth Nimbalkar

  
Name: Shraddha Patangia

2.10 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolution.

3. A summary of the voting through postal ballot forms received/ e-voting is given below:

**RESOLUTION 1- Ordinary Resolution: Re-classification and Increase in Authorized Share Capital and Alteration of Memorandum of Association:**

Sr. No.	Particulars	Postal Ballot forms			Voting by electronic mode		
		No. of Postal Ballot forms received	No. of Shares	% to the total shares representing valid votes	No. of electronic Ballot received	No. of Shares	% to the total shares representing valid votes
(a)	Total Postal Ballot forms/ voted through e-voting received.	49	11678	--	34	2095749	--
(b)	Less: Invalid Postal Ballot forms*	7	392	--	1	10	--
(c)	Net valid Postal	42	11286	100	33	2095739	100



	Ballot forms/ votes (As per Register)						
(d)	Postal Ballot forms/ votes through e- voting with assent for the resolution.	40	11046	97.87	33	2095739	100
(e)	Postal Ballot forms/ votes through e- voting with dissent for the resolution.	2	240	2.13	0	0	0

**Total: Resolution 1**

Sr. No.	Particulars	No. of Ballots received	No. of Shares	% to the total shares representing valid votes
(a)	Total ballots & votes received	83	2107427	--
(b)	Less: Invalid ballot & votes (as per Register)*	8	402	--
(c)	Net valid ballot & votes (As per Register)	75	2107025	100
(d)	Valid Ballot & Votes with assent for the resolution	73	2106785	99.99
(e)	Valid Ballot & Votes with dissent for the resolution	2	240	0.01

\*Invalid votes include cases where shareholders had sent the Postal Ballot Form but have not cast their vote and rejected postal ballot forms and also shareholders who abstained from voting.

**RESOLUTION 2 - Special Resolution: Adoption of new set of Articles of Association of the Company:**

Sr. No.	Particulars	Postal Ballot forms			Voting by electronic mode		
		No. of Postal Ballot forms received	No. of Shares	% to the total shares representing valid votes	No. of electronic Ballot received	No. of Shares	% to the total shares representing valid votes
(a)	Total Postal Ballot	49	11678	--	34	2095749	--





	forms/ voted through evoting received.						
(b)	Less: Invalid Postal Ballot forms*	8	397	--	0	0	--
(c)	Net valid Postal Ballot forms/ votes (As per Register).	41	11281	100	34	2095749	100
(d)	Postal Ballot forms/ votes through e-voting with assent for the resolution.	41	11281	100	34	2095749	100
(e)	Postal Ballot forms/ votes through e-voting with dissent for the resolution.	0	0	0	0	0	0

**Total: Resolution 2**

Sr. No.	Particulars	No. of Ballots received	No. of Shares	% to the total shares representing valid votes
(a)	Total ballots & votes received	83	2107427	--
(b)	Less: Invalid ballot & votes (as per Register)*	8	397	--
(c)	Net valid ballot & votes (As per Register)	75	2107030	100
(d)	Valid Ballot & Votes with assent for the resolution	75	2107030	100
(e)	Valid Ballot & Votes with dissent for the resolution	0	0	0

\* Invalid votes include cases where shareholders had sent the Postal Ballot Form but have not cast their vote and rejected postal ballot forms and also shareholders who abstained from voting.

**RESOLUTION 3 - Special Resolution: Regarding issue of 4% Non - Convertible Cumulative Redeemable Preference shares on Private Placement basis:**

Sr. No.	Particulars	Postal Ballot forms			Voting by electronic mode		
		No. of Postal Ballot forms	No. of Shares	% to the total shares representing valid votes	No. of electro nic Ballot	No. of Shares	% to the total shares representing valid votes



		receiv ed			receiv ed		
(a)	Total Postal Ballot forms/ voted through e-voting received.	49	11678	--	34	2095749	--
(b)	Less: Invalid Postal Ballot forms	8	397	--	1	10	--
(c)	Net valid Postal Ballot forms/ votes (As per Register).	41	11281	100	33	2095739	100
(d)	Postal Ballot forms/ votes through e-voting with assent for the resolution.	39	11041	97.87	32	2095729	100
(e)	Postal Ballot forms/ votes through e-voting with dissent for the resolution.#	2	240	2.13	1	10	0

**Total: Resolution 3**

Sr. No.	Particulars	No. of Ballots received	No. of Shares	% to the total shares representing valid votes
(a)	Total ballots & votes received	83	2107427	--
(b)	Less: Invalid ballot & votes (as per Register)*	9	407	--
(c)	Net valid ballot & votes (As per Register)	74	2107020	100
(d)	Valid Ballot & Votes with assent for the resolution	71	2106770	99.99
(e)	Valid Ballot & Votes with dissent for the resolution	3	250	0.01

\* Invalid votes include cases where shareholders had sent the Postal Ballot Form but have not cast their vote and rejected postal ballot forms and also shareholders who abstained from voting.

# Considered as zero as the figure is zero upto 3 decimals.

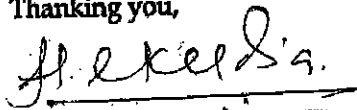
Note: The cases where shareholders have not cast their vote have been included in the invalid votes.

- I have handed over the postal ballot forms and other related papers/ registers and records for the safe custody to Mr. Sudhanshu Namdeo, Company Secretary & Compliance Officer, who has been authorized by the Board to supervise the Postal Ballot process.



5. On the basis of the scrutiny of the postal ballot forms and votes casted through electronic mode, the above resolutions may be deemed to be passed by the Shareholders of the Company as on 2<sup>nd</sup> April 2016 i.e. the last date specified by the Company for the receipt of duly completed postal ballot forms or e-voting.
6. You may accordingly declare the result of voting by Postal Ballot process (including votes cast through evoting).

Thanking you,



**Hemanshu Kapadia**  
Scrutinizer  
Practising Company Secretary  
C.P. No.: 2285  
FCS: 3477

Place: Mumbai  
Date: 5<sup>th</sup> April 2016

