



Panafic Industries Ltd.

Regd. Off.: 23, 11nd Floor, North West Avenue, Club Road,
West Punjabi Bagh, New Delhi-110026
Ph. : 011-25223461, 25221200
E-mail : panafic.industrials@gmail.com
Website: www.panaficindustrialsltd.com
CIN: L45202DL1985PLC019746

10th March, 2015

To

Head - Listing Operations,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai - 400 001

Delhi Stock Exchange Limited
DSE House,
3/1, Asaf Ali Road
New Delhi- 110 002

Subject: Submission Of Voting Result as per Clause 35A and Scrutinizer's Report On Resolutions passed through Poll & E-Voting Process.

Scrip Code: 538860

Dear Sir,

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Section 109 of Companies Act, 2013, the Board of the Company had accorded its approval to conduct an E-voting and poll to seek the consent of the members of the Company for the proposed Resolutions to be passed through E-voting and Poll as specified in the Notice dated 3rd February, 2015 ("the said Notice") read with the Explanatory Statement attached thereto.

The Company had appointed **Mr. Yogesh Pahuja of M/s Grover Ahuja & Associates, Company Secretaries**, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.

The Company had appointed M/s Skyline Financial Services Private Limited to provide e-voting facility to its members.

The Scrutinizer has submitted his report on the E-voting and Poll on 10th March, 2015 ("the said report") and based on the Scrutinizer's report and pursuant to Clause 35A of the Listing Agreement, the following result is hereby announced to the members on 10th March, 2015 at the Registered Office of the Company. The Scrutinizer's Report is enclosed herewith as 'Annexure I.'

Sutanshu

Date of declaration of E-voting & Poll Result	10 th March, 2015		
Total number of shareholders on Cut-off date	545 Shareholders		
Number of shareholders present in the meeting either in person or through Proxy:-			
1. Promoters and Promoters Group	3 (Three)		
2. Public	5 (Five)		
Number of shareholders attended the meeting through Video Conferencing:-			
1. Promoters and Promoters Group	Not Applicable		
2. Public			
Details of AGENDA:	Resolution required: (Ordinary/ Special)	Mode of voting (Show of hands/ Poll/ Postal Ballot/ E-Voting)	Result
1. The Adoption of newly substituted Articles of Association of the Company containing regulations in line with the Companies Act, 2013.	Special Resolution	Poll and E-voting	Passed
2. The Sub-division of each Equity Share of Rs. 10/- each into 10 (Ten) Equity Shares of Re. 1/- each	Ordinary Resolution	Poll and E-voting	Passed
3. The Amendment to Clause V of the Memorandum of Association of the Company.	Special Resolution	Poll and E-voting	Passed

The details of voting as per Clause 35A of the Listing Agreement in respect of the Resolutions passed through Poll and E-voting are attached as **Annexure II**.



As per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Section 109 of Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 and based on the said report of the Scrutinizer dated 10th March 2015, I hereby declare the aforesaid resolutions are duly passed by the requisite majority.

Yours faithfully,

For Panafic Industrial Limited

Sarita Gupta



Sarita Gupta

Director

DIN: 00113099

Add: D-158, Pushpanjali Enclave, Pitam Pura, Delhi-110034

Enclo: Annexure I {Scrutinizer's Report} and Annexure II



GROVER AHUJA & ASSOCIATES
Company Secretaries

To
The Chairperson,
M/s Panafic Industrials Limited,
23, IInd Floor, North West Avenue,
Club Road, West Punjabi Bagh,
New Delhi- 110026

Subject: Consolidated Scrutinizer's Report on Resolutions passed through Poll & E-voting Process

Ref: Extra Ordinary General Meeting (EOGM) of the members of M/s Panafic Industrials Limited held on 10th March, 2015 at Registered Office of the Company.

Dear Ma'am,

I, Yogesh Pahuja, Practicing Company Secretary at M/s Grover Ahuja and Associates, has been appointed as the Scrutinizer by:

- The Board of Directors of **M/s Panafic Industrials Limited** vide resolution dated 03rd February, 2015 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process held between 04th March, 2015 which commenced from 10.00 a.m. till 05th March, 2015 ended at 6.00 p.m.
- The Chairperson of the EOGM on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the EOGM of the members of the Company, held on 10th March, 2015 at 23, IInd Floor, North West Avenue, Club Road, West Punjabi Bagh, New Delhi- 110026.

The Company had entered into an agreement with Central Depository Services Limited (CDSL) and has appointed M/s Skyline Financial Services Private Limited as the service provider for extending the facility of electronic voting to the shareholders of the Company from 04th March, 2015 which commenced at 10.00 a.m. till 05th March, 2015 ended at 6.00 p.m.

Head Off: D-176, Defence Colony, New Delhi-110024, Ph: 41633301, 011-46772201-07

Branch Off.: 8/33, 3rd Floor, Satbhava School Marg, W.E.A.,
Karol Bagh, New Delhi - 110005

Web Site: www.groverahuja.com; E mail: info@groverahuja.com

Satya Sahu



The votes cast were unblocked on Saturday, 07th March, 2015 in the presence of 2 witnesses, Ms. Heena Chawla and Ms. Neha Pandey, who were not in the employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

Signature:

Name: Ms. Heena Chawla

Signature:

Name: Ms. Neha Pandey

Further, at the EOGM held on 10th March, 2015, the Chairperson of the Company had suo motto called for poll to facilitate the members present in the meeting who could not participate in the e-voting for giving their assent or dissent for the proposed resolutions as set out in Notice of EOGM. The Chairperson of the EOGM has appointed me as the Scrutinizer for the same.

On the basis of the data downloaded from official website of Central Depository Services Limited (CDSL) for the purpose of E-voting and the poll conducted at the EOGM, I submit herewith the combined report on E-voting together with that of the Poll as under:

Item No: 01

Adoption of newly substituted Articles of Association of the Company containing regulations in line with the Companies Act, 2013 (Special Resolution):

(i) Voted **in favour** of the resolution:

Number of members voted in E-voting	Number of votes cast (shares)- E Voting	Number of members/ Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E Voting and Poll	% of total number of valid votes cast
21	822046	02	50002	872048	100

(ii) Voted **against** the resolution:

Number of members voted in E-voting	Number of votes cast (shares)- E-Voting	Number of members/ Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E Voting and Poll	% of total number of valid votes cast
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

(iii) Invalid Votes:

Number of members voted in E-voting	Number of votes cast (shares)- E Voting	Number of members/ Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E Voting and Poll
N.A.	N.A.	N.A.	N.A.	N.A.

Satashruti



RESULT

As the number of votes cast in favour of the resolution were more than three times the number of votes cast against, we report that the Resolution with regard to Item no: 01 as set out in the Notice of the EOGM is passed with requisite majority.

Item No: 02

Sub-division of each Equity Share of Rs. 10/- (Rupees Ten) each into 10 (Ten) Equity Shares of Re. 1/- (Rupee One) each (Ordinary Resolution):

(i) Voted **in favour** of the resolution:

Number of members voted in E-voting	Number of votes cast (shares)- E Voting	Number of members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E Voting and Poll	% of total number of valid votes cast
21	822046	02	50002	872048	100

(ii) Voted **against** the resolution:

Number of members voted in E-voting	Number of votes cast (shares)- E-Voting	Number of members/ Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E Voting and Poll	% of total number of valid votes cast
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

(iii) Invalid Votes:

Number of members voted in E-voting	Number of votes cast (shares)- E Voting	Number of members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E Voting and Poll
N.A.	N.A.	N.A.	N.A.	N.A.

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Resolution with regard to Item No: 02 as set out in the Notice of the EOGM was passed with requisite majority.

Suta Sulta



Item No: 03

Amendment to Clause V of the Memorandum of Association of the Company (Special Resolution):

(i) Voted in **favour** of the resolution:

Number of members voted in E-voting	Number of votes cast (shares)- E Voting	Number of members/ Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E Voting and Poll	% of total number of valid votes cast
21	822046	02	50002	872048	100

(ii) Voted **against** the resolution:

Number of members voted in E-voting	Number of votes cast (shares)- E Voting	Number of members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E Voting and Poll	% of total number of valid votes cast
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

(iii) Invalid Votes:

Number of members voted in E-voting	Number of votes cast (shares)- E Voting	Number of members/Proxies voted- Poll	Number of votes cast (Shares)- Poll	Total number of votes cast through E Voting and Poll
N.A.	N.A.	N.A.	N.A.	N.A.

RESULT

As the number of votes cast in favour of the resolution were more than three times the number of votes cast against, we report that the Resolution with regard to Item No. 03 as set out in the Notice of the EOGM is passed with requisite majority.

I further report that the Chairperson or any other person as authorized may declare and confirm the above results of E-Voting as well as Poll. The results of the E-Voting and Poll would be displayed on the Company's website www.panaficindustrialsltd.com and shall also be communicated to the stock exchanges, where the shares of the Company are presently listed.

Suta Sulta



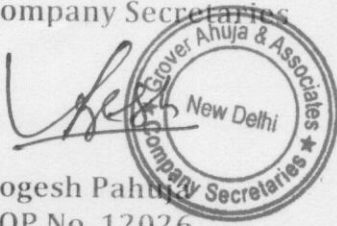
I further report that Rule No. 20 and 21 of the Companies (Management and Administration) Rules, 2014, have been duly complied with. The polling papers and other relevant records relating to E-Voting and Poll will be handed over to the Chairperson of the Company for safe keeping after the Chairperson approves and signs the minutes of the meeting.

I pay my sincere thanks to the management of the Company for giving me the opportunity to act the scrutinizer for the purpose of E-Voting and Poll.

Thanking You.

Yours faithfully,

For Grover Ahuja and Associates
Company Secretaries

A handwritten signature in black ink, appearing to read 'Yogesh Pahra', is written over a circular stamp. The stamp contains the text 'Grover Ahuja & Associates' at the top, 'New Delhi' in the center, and 'Company Secretaries' at the bottom, with a small star on the right side.

Yogesh Pahra
COP No. 12026
Membership No. 25524

Date: 10th March, 2015
Place: New Delhi



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CIN: L45202DL1985PLC019746

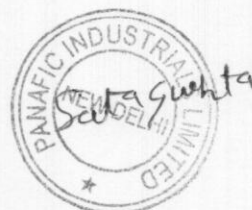
Annexure II

Details of the voting results as per Clause 35A of the Listing Agreement is as follows:

CONSOLIDATED REPORT

1. Special Resolution Passed Through E-Voting and Poll for "Adoption of newly substituted Articles of Association of the Company containing regulations in line with the Companies Act, 2013":

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand in g shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - again s t (5)	% of Votes in favour on votes polled (6)=[(4)/ (2)] *100	% of Votes against on votes polled (7)=[(5) /(2)] *100
Promoter/ Promoter Group	386250	385227	99.73%	385227	-	100%	-
Public Financial Institution	-	-	-	-	-	-	-
Public	7826250	486821	6.22%	486821	-	100%	-
Total	8212500	872048	10.61%	872048	-	100%	-



2. Ordinary Resolution passed through E-Voting and Poll for "Sub-division of each Equity Share of Rs. 10/- each into Ten Equity Shares of Re. 1/- each":

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand in g shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - again st (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes again st on votes polled (7)=[(5)/(2)] *100
Promoter/ Promoter Group	386250	385227	99.73%	385227	-	100%	-
Public Financial Institution	-	-	-	-	-	-	-
Public	7826250	486821	6.22%	486821	-	100%	-
Total	8212500	872048	10.61%	872048	-	100%	-

3. Special Resolution passed through E-Voting and Poll for "Amendment to Clause V of the Memorandum of Association of the Company":

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand in g shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - again st (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes again st on votes polled (7)=[(5)/(2)] *100
Promoter/ Promoter Group	386250	385227	99.73%	385227	-	100%	-



Public Financial Institution	-	-	-	-	-	-	-
Public	7826250	486821	6.22%	486821	-	100%	-
Total	8212500	872048	10.61%	872048	-	100%	-

Yours faithfully,

For Panafic Industrials Limited

Sarita Gupta

Sarita Gupta
Director

DIN: 00113099

Add: D-158, Pushpanjli Enclave, Pitam Pura, Delhi-110034

