Registered Office / Urse Plant

Finolex Industries Limited Gat No. 399, Village Urse, Tal.-Maval, Dist. Pune 410 506, Maharashtra, India CIN L40108PN1981PLC024153 Tel +91 2114 237251 / 237253

finolexwater.com

Toll Free 1800 200 3466 Fax +91 2114 237252 Email investors@finolexind.com

Web



FIL: SEC:

12th August, 2017

National Stock Exchange of India	BSE Limited
Limited	Manager – Listing
Manager – Listing Department	Department
5, Exchange Plaza	Registered Office: Floor 25
Bandra-Kurla Complex	P.J.Towers
Bandra (East),	Dalal Street
Mumbai 400051	Mumbai 400 001
Scrip Code:	Scrip Code: Equity:
Equity: FINPIPE	500940/FINOLEXIND
NCDs: FIN16	,

Dear sirs,

Sub: Voting Results of 36th Annual General Meeting of the Company held on Friday, 11th August, 2017 pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the voting results of the business transacted at the Annual General Meeting in the format prescribed in Annexure 1.

We also enclose herewith the consolidated Scrutinizer's Report on remote e-voting and voting through ballot paper at the Annual General Meeting in Annexure 2.

The above results are also being uploaded on Company's website.

Kindly take the above on record.

Thanking you,

For Finolex Industries Limited

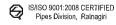
Vidya Shembekar

G.M. (Legal) & Company Secretary

Encl: As above

Tel Fax +91 20 27408200 +91 20 27489000

Email Web care@finolexwater.com







General information about company	
Scrip code	500940
Name of the company	FINOLEX INDUSTRIES LIMITED
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	11-08-2017
Start time of the meeting	11:00 AM
End time of the meeting	12:30 PM



Voting results	
Record date	04-08-2017
Total number of shareholders on record date	122709
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	4
b) Public	38
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	



				Resolution(1)	n(1)			
Resolution required:	equired: (Ordi	(Ordinary / Special)		Ordinary				
Whether promoter/prorthe agenda/resolution?	Whether promoter/promoter group are interested in the agenda/resolution?	er group are ii	nterested in	No				
Description (Description of resolution considered	onsidered		To receive, consider consolidated financi: March, 2017 togethe	and adopt that all statements are with the reg	e audited f. of the Co orts of the	To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended 31st March, 2017 together with the reports of the directors' and the auditors.	ncluding the al year ended 31st ditors.
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
	E-Voting		64332531	98.8003	64332531	0	100	0
Promoter	Poll		0	0	0	0	0	0
and Promoter Group	Postal Ballot (if applicable)	65113697	0	0	0	0	0	0
	Total	65113697	64332531	98.8003	64332531	0	100	0
	E-Voting		13401895	84.5614	13401895	0	100	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	15848/16	0	0	0	0	0	0
	Total	15848716	13401895	84.5614	13401895	0	100	0



	3.1037	0	0	1.8081	0.0004		
	96.8963	100	0	98.1919	9666.66	Yes	
	300	0	0	300	300		
	9366	6926	0	16292	77750718 300		
	0.0224	0.0161	0	0.0385	62.6542		
	9996	6926	0		77751018		
			43132968	43132968 16592	Total 124095381 77751018 62.6542	or Not.	lution
	E-Voting	Poll	Postal Ballot (if applicable)	Total	Total	Whether resolution is Pass or Not.	notes on resolution
2			Public- Non Postal Institutions Ballot (if applicable)			Whether resol	Disclosure of notes o



_	me z			Resolution(2)	(2)			
Resolution required:	quired: (Ordin	(Ordinary / Special)		Ordinary				
Whether promoter/proithe agenda/resolution?	Whether promoter/promoter group are interested in the agenda/resolution?	т group are in	terested in	No				
Description o	Description of resolution considered	nsidered		To declare dividend	on equity sha	ares for the	To declare dividend on equity shares for the financial year ended 31st March, 2017	1 31st March, 2017
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
	E-Voting		64332531	98.8003	64332531	0	100	0
Promoter	Poll		0	0	0	0	0	0
and Promoter Group	Postal Ballot (if applicable)	65113697	0	0	0	0	0	0
	Total	65113697	64332531	98.8003	64332531	0	100	0
	E-Voting		13422484	84.6913	13422484	0	100	0
	Poll	,	0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	15848716	0	0	0	0	0	0
	Total	15848716	13422484	84.6913	13422484	0	100	0
Public- Non	E-Voting	12137068	9996	0.0224	9516	150	98.4482	1.5518
Institutions	Poll	43134300	6926	0.0161	6926	0	100	0





	•	5		4)*		7.5		
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	43132968 16592		0.0385	16442	150 99.0959	99.0959	0.9041	
	Total	Total 124095381 77771607 62.6708	77771607	62.6708	77771457 150		8666666	0.0002	
Whether resolution i	olution is Pass or Not.	r Not.					Yes		
Disclosure o	Disclosure of notes on resolution	ution							



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			12	Resolution(3)	(3)			
Resolution re	Resolution required: (Ordinary / Special)	ary / Special)		Ordinary				
Whether promoter/prosthe agenda/resolution?	noter/promote solution?	promoter group are interested in on?	terested in	Yes				
Description o	Description of resolution considered	msidered		To appoint a director in place of Mrs.Ritu P.Chhabria (DIN 000) by roation and being eligible offers herself for reappointment	r in place of	Mrs.Ritu P	To appoint a director in place of Mrs. Ritu P.Chhabria (DIN 00062144) who retires by roation and being eligible offers herself for reappointment	2144) who retires
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
	E-Voting		64015532	98.3135	64015532	0	100	0
Promoter	Poll	1 0 0	0	0	0	0	0	0
and Promoter Group	Postal Ballot (if applicable)	65113697	0	0	0	0	0	0
	Total	65113697	64015532	98.3135	64015532	0	100	0
	E-Voting		13422484	84.6913	13270695	151789	98.8691	1.1309
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	15848716	0	0	0	0	0	0
	Total	15848716	13422484	84.6913	13270695	151789	98.8691	1.1309
Public- Non	E-Voting	43133068	9996	0.0224	9366	300	96.8963	3.1037
Institutions	Poll	00/70101	9269	0.0161	6926	0	100	0



	Postal Ballot (if applicable)	17	0	0	0	0	0	0
	Total	43132968 16592	16592	0.0385	16292	300 98.1919	98.1919	1.8081
	Total	Total 124095381 77454608 62.4154	77454608	62.4154	77302519 152089 99.8036	152089	99.8036	0.1964
Whether resolution	lution is Pass or Not.	or Not.					Yes	
Disclosure of notes	notes on resolution	ution						



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				Resolution(4)	(4)			
Resolution re	Resolution required: (Ordinary / Special)	nary / Special)		Ordinary				
Whether promoter/pror the agenda/resolution?	noter/promote solution?	promoter group are interested in on?	terested in	No				
Description o	Description of resolution considered	onsidered		To re-appoint M/s. F No.101118W), as th term of 5 years	G. Bhagwa e Statutory A	t, Chartere	To re-appoint M/s. P. G. Bhagwat, Chartered Accountants (Firm Registration No.101118W), as the Statutory Auditors of the Company to hold office for a second term of 5 years	Registration l office for a second
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
	E-Voting		64332531	98.8003	64332531	0	100	0
Promoter	Poll		0	0	0	0	0	0
and Promoter Group	Postal Ballot (if applicable)	65113697	0	0	0	0	0	0
	Total	65113697	64332531	98.8003	64332531	0	100	0
	E-Voting		13422484	84.6913	13422484	0	100	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	15848716	0	0	0	0	0	0
	Total	15848716	13422484	84.6913	13422484	0	100	0
Public- Non E-Voting	E-Voting	43132968	9996	0.0224	9191	475	95.0859	4.9141



	Poll		6926	0.0161	6926	0	100	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	43132968 16592	16592	0.0385	16117	475	97.1372	2.8628	
	Total	Total 124095381 77771607 62.6708	77771607	62.6708	77771132 475	475	99.9994	0.0006	
Whether resc	Whether resolution is Pass or Not.	or Not.					Yes		
Disclosure of	Disclosure of notes on resolution	ution							



				Resolution(5)	(5)			
Resolution required:	_	Ordinary / Special)		Ordinary				
Whether promoter/promote agenda/resolution?	noter/promote solution?	omoter group are interested in ?	erested in	No				
Description o	Description of resolution considered	nsidered		To ratify a consolida out of pocket expens	ited remunera ses payable to	ntion of Rs	To ratify a consolidated remuneration of Rs. $4,00,000$ / plus taxes, as applicable and out of pocket expenses payable to M/s. S. R. Bhargave & Co., Cost Accountants	s, as applicable and ost Accountants
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
	E-Voting		64332531	98.8003	64332531	0	100	0
Promoter	Poll		0	0	0	0	0	0
and Promoter Group	Postal Ballot (if applicable)	65113697	0	0	0	0	0	0
	Total	65113697	64332531	98.8003	64332531	0	100	0
	E-Voting		13422484	84.6913	13422484	0	100	0
	Poll	,	0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	15848716	0	0	0	0	0	0
	Total	15848716	13422484	84.6913	13422484	0	100	0
Public- Non	E-Voting	42122060	9996	0.0224	9998	1000	89.6545	10.3455
Institutions	Poll	43132700	6926	0.0161	6726	200	97.1123	2.8877



	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43132968 16592 0.0385	16592		15392	1200 92.7676	92.7676	7.2324
	Total	Total 124095381 77771607 62.6708	77771607	62.6708	77770407 1200 99.9985	1200	99.9985	0.0015
Whether reso	Whether resolution is Pass or Not.	r Not.					Yes	
Disclosure of	Disclosure of notes on resolution	ution						



				Resolution(6)	(9)			
Resolution re	Resolution required: (Ordinary / Special)	nary / Special)		Special				
Whether promoter/pror the agenda/resolution?	Whether promoter/promoter group are interested in the agenda/resolution?	er group are in	iterested in	No				
Description o	Description of resolution considered	onsidered		To give approval for Non-Convertible Del (Rupees two hundred	issuing offer(bentures ("NC	(s) or invit: CDs") for a	To give approval for issuing offer(s) or invitation(s) to subscribe to secured Non-Convertible Debentures ("NCDs") for a sum not exceeding Rs. 2,50,00,00,000/- (Rupees two hundred fifty crores only) on a private placement basis	o secured ss. 2,50,00,000,000/- iis
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
	E-Voting		64332531	98.8003	64332531	0	100	0
Promoter	Poll		0	0	0	0	0	0
and Promoter Group	Postal Ballot (if applicable)	65113697	0	0	0	0	0	0
	Total	65113697	64332531	98.8003	64332531	0	100	0
	E-Voting		13422484	84.6913	13422484	0	100	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	15848716	0	0	0	0	0	0
	Total	15848716	13422484	84.6913	13422484	0	100	0
Public- Non E-Voting	E-Voting	43132968	9996	0.0224	9998	1000	89.6545	10.3455



	Poll		9269	0.0161	6926	0	100	0
Postal Institutions Ballot (if applicable)	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43132968 16592 0.0385	16592	0.0385	15592	1000 93.973		6.027
	Total	Total 124095381 77771607 62.6708	77771607	62.6708	77770607 1000		7866.66	0.0013
Whether resolution is	olution is Pass	Pass or Not.					Yes	
Disclosure of notes or	f notes on reso	n resolution	-					



	10			Resolution(7)	(7)			
Resolution required:		(Ordinary / Special)		Ordinary				
Whether promoter/proithe agenda/resolution?	Whether promoter/promoter group are interested in the agenda/resolution?	r group are in	terested in	No				
Description or	Description of resolution considered	nsidered		To give approval for appointment of Mr. Anil V. W. Director of the Company liable to retire by rotation.	appointment pany liable to	of Mr. Ar	To give approval for appointment of Mr. Anil V. Whabi (DIN 00142052) as Director of the Company liable to retire by rotation.	142052) as
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
	E-Voting		64332531	98.8003	64332531	0	100	0
Promoter	Poll	,	0	0	0	0	0	0
and Promoter Group	Postal Ballot (if applicable)	65113697	0	0	0	0	0	0
	Total	65113697	64332531	98.8003	64332531	0	100	0
	E-Voting		13422484	84.6913	13242313	180171	98.6577	1.3423
	Poll	,	0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	15848716	0	0	0	0	0	0
	Total	15848716	13422484	84.6913	13242313	180171	98.6577	1.3423
Public- Non	E-Voting	42122060	9996	0.0224	9321	345	96.4308	3.5692
Institutions	Poll	45152900	6926	0.0161	9269	0	100	0



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	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	43132968 16592		0.0385	16247	345	97.9207	2.0793
	Total	Total 124095381 77771607 62.6708	77771607	62.6708	77591091 180516 99.7679	180516		0.2321
Whether resolution	lution is Pass or Not.	r Not.					Yes	
Disclosure of notes	notes on resolution	ution						



				Resolution(8)	ı(8)			
Resolution required:		(Ordinary / Special)	(Ordinary				
Whether promoter/pror the agenda/resolution?	noter/promote solution?	omoter group are interested in 1?	iterested in	No				
Description o	Description of resolution considered	onsidered		To give approval for appointment of Mi whole-time Director designated as Dire 2016 and remuneration payable to him.	appointmen designated a ion payable t	t of Mr. Anil s Director - o him.	To give approval for appointment of Mr. Anil V. Whabi (DIN 00142052) as whole-time Director designated as Director - Finance with effect from 26th August, 2016 and remuneration payable to him.	12052) as from 26th August,
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
	E-Voting		64332531	98.8003	64332531	0	100	0
Promoter	Poll		0	0	0	0	0	0
and Promoter Group	Postal Ballot (if applicable)	65113697	0	0	0	0	0	0
	Total	65113697	64332531	98.8003	64332531	0	100	0
	E-Voting		13422484	84.6913	10775270	2647214	80.2778	19.7222
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	15848716	0	0	0	0	0	0
	Total	15848716	13422484	84.6913	10775270	2647214	80.2778	19.7222
Public- Non E-Votin	E-Voting	43132968	9996	0.0224	9366	300	96.8963	3.1037

			081	042		
-	0	0	1.8081	3.4042		
	100	0	98.1919	96.5958	Yes	
	0	0	300	2647514		
	6926	0	16292	75124093 2647514 96.5958		
	0.0161	0	0.0385	62.6708		
	6926	0	16592	77771607		
			43132968 16592	Total 124095381 77771607 62.6708	or Not.	lution
	Poll	Postal Ballot (if applicable)	Total	Total	lution is Pass	Disclosure of notes on resolution
		Institutions			Whether resolution is Pass or Not.	Disclosure of



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1	201	111	1

				Resolution(9)	6			
Resolution re	Resolution required: (Ordinary / Special)	lary / Special)		Special				
Whether promoter/proithe agenda/resolution?	Whether promoter/promoter group are interested in the agenda/resolution?	r group are int	erested in	No				7
Description (Description of resolution considered	msidered		To give approval for p director or whole-time profit of the Company	payment of or a director of or	commissio the compa	To give approval for payment of commission to the directors other than managing director or whole-time director of the company not exceeding one per cent of the net profit of the Company	er than managing e per cent of the net
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
	E-Voting		64332531	98.8003	64332531	0	100	0
Promoter	Poll		0	0	0	0	0	0
and Promoter Group	Postal Ballot (if applicable)	65113697	0	0	0	0	0	0
	Total	65113697	64332531	98.8003	64332531	0	100	0
	E-Voting		13422484	84.6913	13422484	0	100	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	15848716	0	0	0	0	0	0
	Total	15848716	13422484	84.6913	13422484	0	100	0
Public- Non	E-Voting	43132968	9996	0.0224	7810	1856	80.7987	19.2013

L								
Poll			9269	0.0161	9269	0	100	0
Postal Ballot (applica	Postal Ballot (if applicable)		0	0	0	0	0	0
Total		43132968 16592		0.0385	14736	1856	88.8139	11.1861
	Total	Total 124095381 77771607 62.6708	77771607	62.6708	77769751 1856 99.9976	1856	92.66.66	0.0024
Whether resolution is	Pass c	is Pass or Not.					Yes	
Disclosure of notes o	on resolution	ution						



SVD & Associates

Company Secretaries

4th Floor, Vedwati Apartments, Shivajinagar, Pune – 411005 Ph.: 020 69000666, E-mail: deulkarcs@gmail.com

To
The Chairman,
Finolex Industries Limited,
Gat No. 399, Village Urse,
Taluka Maval,
District Pune-410506,

Sub: Results of E-voting and voting by Poll.

Dear Sir,

I undersigned, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of Finolex Industries Limited("the Company") for scrutinizing the e-voting process (during August 08, 2017 to August 10, 2017) and voting by poll (at 36thAnnual General Meeting (AGM) held on August 11, 2017) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013and the rules made thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic means (by remote e-voting) and voting by poll by the shareholders on the resolutions proposed in the Notice of the 36thAnnual General Meeting of the Company is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting and by pollat AGM are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited ("CDSL")and the report of pollat the meeting.:

I hereby enclose below reports relating to the voting on the resolutions proposed at the 36thAnnual General Meeting of the Company held on August 11, 2017:

- a) Report on E-voting;
- b) Report on Poll; and
- c) Combined report of e-votingand Poll

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I hereby declare that all 1 to 9 Resolutions have been passed by requisite majority as per the aforesaid Notice of the Annual General Meeting of the Company.

Thanking you,

Yours faithfully,

S. V. Deulkar

Practicing Company Secretary

C. P. No. 965

FCS No.1321

Place: Pune

Date: August 11, 2017

		S. V.Deulkar	ulkar					
	Pr	Practicing Company Secretary	pany Secre	tary				
	63,	63, Ashok Nagar, Pune 411007	r, Pune 411(200				
		Combined Report	Report					
	Finolex Industries Limited (L40108PN1981PLC024153)	es Limited (L	40108PN19	981PLC02	4153)			
	36th Annual G	Annual General Meeting held on August 11, 2017	g held on A	ugust 11,	2017			
X	12	E - voting	ting	Voting by poll	by poll	Total	tal	
Sr.	Resolutions	No. of Votes	Votes	No. of Votes	Votes	No. of Votes	Votes	Result
Ž		For	Against	For	Against	For	Against	
	1 Ordinary Resolution No.1:-							Resolution passed
	To receive, consider and adopt the audited financial							with requisite
	statements (including the consolidated financial							majority
	statements) of the Company for the financial year ended	77743792	300	6926	0	77750718	300	
	March 31, 2017 together with the reports of the							
	Directors' and the Auditors.							
	, , , , , , , , , , , , , , , , , , ,							,
•	2 Ordinary Kesolution No. 2:-	,	,					Resolution passed
	To declare a dividend on equity shares for the Financial Year ended March 31, 2017.	77764531	150	6926	0	77771457	150	150 with requisite
	3 Ordinary Recolution No 3:-							Recolution necesd
'								resolution passed
	10 appoint a Director in place of Mrs. Kitu P.Chhabria							with requisite
	(DIN: 00062144), who retires by rotation and, being	77295593	152089	9269	0	77302519	152089	152089 majority
	eligible, offers herself for re-appointment.							
								n
1	4 Ordinary Resolution No. 4:-							Resolution passed
	To re-appoint M/s. P. G. Bhagwat (Firm Reg. No.	AUCVALLE	777	9009		77771120	377	with requisite
_	101118W), as the Statutory Auditors of the Company	00710///	r F	0250	5	7011////	C/+	majority
	for Second Term of 5 Years.							



S. V.Deulkar	Practicing Company Secretary	63, Ashok Nagar, Pune 411007

		Combined Report	Report					
	Finolex Industries Limited (L40108PN1981PLC024153)	es Limited (I	40108PN19	81PLC02	4153)			
	36th Annual General Meeting held on August 11, 2017	neral Meetir	g held on A	ugust 11,	2017			
		E - voting	ting	Voting by poll	oy poll	Total	al	
Sr.	Resolutions	No. of Votes	7otes	No. of Votes	Votes	No. of Votes	Votes	Besnit
Š		For	Against	For	Against	For	Against	
5	5 Ordinary Resolution No.5:- To ratify the remuneration payable to the Cost Auditors, M/s. S. R. Bhargave & Co., Cost Accountants (Firm Reg. No. 000218).	77763681	1000	6726	200	200 77770407	1200	Resolution passed with requisite majority
9	Approval of members accorded to the Board of directors of the Company for making offer(s) or invitation(s) to subscribe to secured Non-Convertible Debentures for a sum not exceeding Rs.250 crores on a private placement basis in one or more tranches during a period of one year from the date of passing of this resolution within the overall borrowing limits approved by members.	77763681	1000	6926	0	77770607	1000	Resolution passed with requisite majority
7	7 Ordinary Resolution No.7:- To approve the appointment of Mr. Anil V.Whabi (DIN: 00142052) who was appointed as Additional Director w.e.f. August 26, 2016, as Director liable to retire by rotation.	77584165	180516	6926	0	77591091	Resoluti with req 180516 majority	Resolution passed with requisite majority



|--|

		Combined Report	Report					
	Finolex Industries Limited (L40108PN1981PLC024153)	es Limited (I	40108PN19	81PLC02	4153)			
	36th Annual G	Annual General Meeting held on August 11, 2017	g held on A	ugust 11,	2017			
		E - voting	ting	Voting by poll	by poll	Total	tal	
Sr.	Resolutions	No. of Votes	Votes	No. of Votes	Votes	No. of Votes	Votes	Result
Š.		For	Against	For	Against	For	Against	
	8 Ordinary Resolution No. 8:-							Resolution passed
	To approve the appointment of Mr. Anil V. Whabi (DIN:	75117167		7007	C			with requisite
	00142052) as Whole Time Director w.e.f August 26,	/01/116/	204/314	0760	>	73124093	204 / 3 I 4 majorny	गाबाणाए
	2016 and remuneration payable to him.							
	6							Resolution passed
	Special Resolution No. 9:-							with requisite
	To pay and distribute the net profits of the company by							majority
	way of commission amongst the directors other than	30809111	1856	969	_	77769751	1856	
	Managing Director or Whole Time Director of the					10100111		
	Company, not exceeding one percent per annum of the							
	net profits of the Company with a cap of Rs.2 crores for							
	each financial year commencing from April 01,2016.							
Plac	Place: Pune							

Date: August 11, 2017

S.V. DEULKAR COMPANY SECRETARY FCS 1321 C P 965 63 Ashok Nagar-Pune-411007

S. V. Deulkar Practicing Company Secretary 63, Ashoknagar, Pune -411007

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 (Amendments Rules 2015)]

To.

The Chairman,

36thAnnual General Meeting of the Equity shareholders of Finolex Industries Limited held on Friday, August 11, 2017 at 11:00 AM at the Kirloskar Institute of Advanced Management Studies, Gat No. 356 & 357, Near Tata Foundry Maval, Village Dhamane, Taluka Maval, District Pune - 410506.

Dear Sir,

- I, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries, have been appointed as scrutinizer of Finolex Industries Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies(Management and Administration) Rules, 2014 and (Amendments Rules, 2015) on below mentioned resolutions, at the 36thAnnual General Meeting of the Equity shareholders of Finolex Industries Limited held on Friday, August 11, 2017 at 11:00AM at the Kirloskar Institute of Advanced Management Studies, Gat No. 356 & 357, Near Tata Foundry Maval, Village Dhamane, Taluka Maval, District Pune-410506. I submit my report as under:
 - 1. The e-voting period remained open from August 08, 2017(9.30 a.m.) to August 10, 2017 (5.00 p.m.)
 - 2. The shareholders holding shares as on the "cut off" date i.e. August 04, 2017 were entitled to vote on the proposed resolutions (item no. 1 to 9 as set out in the Notice of the 36thAnnual General Meeting (AGM) of Finolex Industries Limited.)
 - 3. The votes were unblocked on August 11, 2017 at around 12.45 PM in the presence of two witnesses, Ms. Dhanashri Parthe (Parvati, Pune 411009) and Mr. Mohit Gupta (S.B. Road,



Pune -411016) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited ("CDSL") https://www.evotingindia.com/.

Name: Dhanashri Parthe

Parvati, Pune-411009

Name: Molist Crupta S. B. Road, Pune -411016



5. The result of the e-voting is as under:

a) Ordinary Resolution No. 1 -To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2017 together with the reports of the Directors' and the Auditors.

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

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	in favour of resolution	cast
system		
120	77743792	99.99%

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

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	against the resolution	cast
system		
2	300	0.01%

(iii) Not voted/Invalid votes:

Total number of members v	who have	not	No of shares held by them/Total number	
voted/whose votes were declared invalid			of votes cast by them	
1*			20589	

^{*1} shareholder has not voted.

b) Ordinary Resolution No. 2 -To declare a dividend on equity shares for the Financial Year ended March 31, 2017.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	in favour of resolution	cast
system		
122	77764531	99.99%



(ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	against the resolution	cast
system		
1	150	0.01%

(iii) Not voted/Invalid votes:

Total number of members	who have not	No of shares held by them/Total number
voted/whose votes were declar	ed invalid	of votes cast by them
NIL		NIL

c) Ordinary Resolution No. 3 –To appoint a Director in place of Mrs. Ritu P.Chhabria (DIN: 00062144), who retires by rotation and, being eligible, offers herself for reappointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	in favour of resolution	cast
system		
114	77295593	99.80%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	against the resolution	cast
system		
5	152089	0.20%

(iii) Not voted/Invalid votes:

Total number of members who have not	No of shares held by them/Total number	
voted/whose votes were declared invalid	of votes cast by them	
4*	316999	

^{*4} Shareholders being interested, votes cast by them considered as invalid.



d) Ordinary Resolution No. 4 -To re-appoint M/s. P. G. Bhagwat (Firm Reg. No. 101118W), as the Statutory Auditors of the Company for Second Term of 5 Years.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	in favour of resolution	cast
system		
120	77764206	99.99%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	against the resolution	cast
system		
3	475	0.01%

(iii) Not voted/Invalid votes:

Total number of members who have not		not	No of shares held by them/Total number	
voted/whose votes were declared invalid			of votes cast by them	
NIL		NIL		

e) Ordinary Resolution No. 5 -To ratify the remuneration payable to the Cost Auditors, M/s. S. R. Bhargave & Co., Cost Accountants (Firm Reg. No. 000218).

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	in favour of resolution	cast
system		
119	77763681	99.99%



(ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	against the resolution	cast
system		
4	1000	0.01%

(iii) Not voted/Invalidvotes:

Total number of members	who hav	ve not	No of shares held by them/Total number
voted/whose votes were declared invalid		of votes cast by them	
NIL		NIL	

f) Special Resolution No. 6 –Approval of members accorded to the Board of directors of the Company for making offer(s) or invitation(s) to subscribe to secured Non-Convertible Debentures for a sum not exceeding Rs.250 crores on a private placement basis in one or more tranches during a period of one year from the date of passing of this resolution within the overall borrowing limits approved by members.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	in favour of resolution	cast
system		
119	77763681	99.99%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	against the resolution	cast
system		
4	1000	0.01%



(iii) Not voted/Invalid votes:

Total number of members	who have not	No of shares held by them/Total number
voted/whose votes were declared invalid		of votes cast by them
NIL		NIL

g) Ordinary Resolution No. 7 –To approve the appointment of Mr. Anil V.Whabi (DIN: 00142052) who was appointed as Additional Director w.e.f. August 26, 2016, as Director liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	in favour of resolution	cast
system		
116	77584165	99.77%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes	
through electronic voting	against the resolution	cast	
system			
7	180516	0.23%	

(iii) Not voted/Invalid votes:

Total number of members who have not	No of shares held by them/Total number
voted/whose votes were declared invalid	of votes cast by them
NIL	NIL



h) Ordinary Resolution No. 8 –To approve the appointment of Mr. Anil V.Whabi (DIN: 00142052) as Whole Time Director w.e.f August 26, 2016 and remuneration payable to him.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	in favour of resolution	cast
system		
78	75117167	96.60%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	against the resolution	cast
system		
45	2647514	3.40%

(iii) Not voted/Invalid votes:

Total number of members w	no have	e not	No of shares held by them/Total number
voted/whose votes were declared invalid		of votes cast by them	
NIL		NIL	

h) Special Resolution No. 9 – To pay and distribute the net profits of the company by way of commission amongst the directors other than Managing Director or Whole Time Director of the Company, not exceeding one percent per annum of the net profits of the Company with a cap of Rs.2 crores for each financial year commencing from April 01,2016.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting in favour of resolution		cast
system		
115	77762825	99.99%



(ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid votes
through electronic voting	againstthe resolution	cast
system		
8	1856	0.01%

(iii) Not voted/Invalidvotes:

Total number of members who l	have not	No of shares held by them/Total number
voted/whose votes were declared invalid		of votes cast by them
NIL		NIL

6. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

S. V. Deulkar

Practicing Company Secretary

C. P. No. 965

FCS No.1321

Place: Pune

Date: August 11, 2017

S. V. Deulkar

Practicing Company Secretary

63, Ashoknagar, Pune -411007

Report of Scrutinizer

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

To,

The Chairman,

36th Annual General Meeting of the Equity shareholders of Finolex Industries Limited held on Friday, August 11, 2017 at 11:00 AM at Kirloskar Institute of Advanced Management Studies, Gat No. 356 & 357, Near Tata Foundry Maval, Village Dhamane, Taluka Maval, District Pune, 410506.

Dear Sir,

I, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries have been appointed as scrutinizer of Finolex Industries Limited ("the Company") for the purpose of the poll taken on below mentioned resolution(s), at the 36th Annual General Meeting of the Equity shareholders of Finolex Industries Limited held on Friday, August 11, 2017 at 11.00 AM at the Kirloskar Institute of Advanced Management Studies, Gat No. 356 & 357, Near Tata Foundry Maval, Village Dhamane, Taluka Maval, District Pune, 410506. I submit my report as under:

- 1. After the time fixed for closing of the poll by the Chairman, a ballot box kept for polling was locked in my presence with due identification marks placed.
- 2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid.
- 4. The result of the Poll is as under:



1

a) Ordinary Resolution No. 1 – To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2017 together with the reports of the Directors' and the Auditors.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
22*	6926	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not	Total number of votes cast by them
voted/whose votes were declared invalid	
1*	50

^{* 1} Shareholder has partly voted.

b) Ordinary Resolution No. 2 – To declare a dividend on equity shares for the Financial Year ended March 31, 2017.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
22*	6926	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL



(iii) Not voted/Invalid votes:

Total number of members who have not	Total number of votes cast by them
voted/whose votes were declared invalid	
1*	50

^{* 1} Shareholder has partly voted.

c) Ordinary Resolution No. 3 – To appoint a Director in place of Mrs. Ritu P.Chhabria (DIN: 00062144), who retires by rotation and, being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
22*	6926	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
1*	50

^{* 1} Shareholder has partly voted.

d) Ordinary Resolution No. 4 – To re-appoint M/s. P. G. Bhagwat (Firm Reg. No. 101118W), as the Statutory Auditors of the Company for Second Term of 5 Years.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
22*	6926	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL



(iii) Not voted/Invalid votes:

Total number of members who have not	Total number of votes cast by them
voted/whose votes were declared invalid	
1*	50

^{* 1} Shareholder has partly voted.

e) Ordinary Resolution No. 5 – To ratify the remuneration payable to the Cost Auditors, M/s. S.
 R. Bhargave & Co., Cost Accountants (Firm Reg. No. 000218).

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
21*	6726	97.11%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
1	200	2.89%

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
1*	50

^{* 1} Shareholder has partly voted.

f) Special Resolution No. 6 - Approval of members accorded to the Board of directors of the Company for making offer(s) or invitation(s) to subscribe to secured Non-Convertible Debentures for a sum not exceeding Rs.250 crores on a private placement basis in one or more tranches during a period of one year from the date of passing of this resolution within the overall borrowing limits approved by members.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
22*	6926	100%



(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not	Total number of votes cast by them
voted/whose votes were declared invalid	
1*	50

^{* 1} Shareholder has partly voted.

g) Ordinary Resolution No. 7 – To approve the appointment of Mr. Anil V.Whabi (DIN: 00142052) who was appointed as Additional Director w.e.f. August 26, 2016, as Director liable to retire by rotation.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
22*	6926	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
1*	50

^{* 1} Shareholder has partly voted.



h) Ordinary Resolution No. 8 —To approve the appointment of Mr. Anil V.Whabi (DIN: 00142052) as Whole Time Director w.e.f August 26, 2016 and remuneration payable to him.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22*	6926	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
1*	50

^{* 1} Shareholder has partly voted.

h) Special Resolution No. 9 – To pay and distribute the net profits of the company by way of commission amongst the directors other than Managing Director or Whole Time Director of the Company, not exceeding one percent per annum of the net profits of the Company with a cap of Rs.2 crores for each financial year commencing from April 01,2016.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
22*	6926	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NIL



(iii) Not voted/Invalid votes:

Total number of members who have not voted/whose votes were declared invalid	Total number of votes cast by them
1*	50

^{* 1} Shareholder has partly voted.

- 5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed
- 6. The register, all other papers and relevant records relating to poll shall remain in my safe custody until the Chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

S. V. Deulkar

Practicing Company Secretary

C. P. No. 965

FCS No.1321

Place: Pune

Date: August 11, 2017