



PBM POLYTEX LTD.

CIN : L17110GJ1919PLC000495
REGD. OFFICE: OPP. STATION, POST:PETLAD – 388450,
DIST: ANAND, GUJARAT,
PHONE: 224001, 224003, STORES: 224005, SALES: 224006,
FAX (02697) 224009, E-Mail: pbumills@patodiagroup.com

THROUGH BSE.LISTING CENTRE

25.09.2017

To,
The General Manager
M/s BSE Limited,
Department of Corporate Services,
Floor 25, P. J. Towers,
Dalal Street,
Mumbai – 400001

Company Code: BSE Limited, Listing Code – 514087

Sir / Madam,

SUB: OUTCOMES OF THE 98TH ANNUAL GENERAL MEETING OF THE COMPANY AS REQUIRED UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

The 98th Annual General Meeting ("the meeting") of the members of PBM Polytex Limited was held on Monday, the 25th September, 2017 at 11:00 A. M. at the Registered Office of the Company situated at Opp. Railway Station, Petlad, Dist. Anand, Gujarat – 388450.

The Chairman, Shri Krishan Kumar Patodia, had sought leave of absence and therefore, on the proposal of shareholders, the Managing Director, Shri Gopal Patodia, occupied the chair. The Chairman of Audit Committee and Stakeholders Relationship Committee, Shri Brijbhushanlal Kabra, was also present.

The Company has 4873 shareholders holding 8129020 shares as on 15.09.2017 (the day of Share Transfer Book Closure). There being 28 members present in person (apart from 18 valid proxies representing 1715426 shares), the quorum was in order.

The Chairman addressed the shareholders on Financial Performance of the Company, current economic situations, problems of Spinning Units and its impacts. He also briefed the shareholders about the illegal strike by the Petlad Unit workers of the Company for about three and half months since middle of May 2016 which was unconditionally withdrawn in the middle of August 2016.

The Chairman thereafter declared that the copies of audited financial statements for the year ended March 31, 2017, Director's and Auditor's report had been posted/emailed, as the case may be, to all the Members and that the original documents along with the statutory registers and Secretarial Auditors' Report were available for inspection. The Chairman further informed the shareholders that e-voting facility had been provided to all Members to vote electronically and that there would be no voting by show of hands at the meeting.

Satisfactory replies were given of the queries raised by the members.

The Scrutinizer explained to the members the complete procedure for using their vote on the nine resolutions to be passed by the members at this Meeting.



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All the resolutions as mentioned in the notice of AGM dt. 05.08.2017 were passed with requisite majority as certified by the Scrutinizer's report received by us on 25.09.2017 (Report attached). E-voting on Annual General Meeting was conducted from 09:00 A. M. on 22.09.2017 to 05:00 P. M. on 24.09.2017. A brief summary of the resolutions passed and approved are as under:-

A.) **ORDINARY RESOLUTIONS:-**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2017 and Statement of Profit and Loss (including Audited Consolidated Financial Statements) and Cash Flow Statement for the year ended on that date together with the Directors' Report and Auditors' Report thereon.
2. To declare dividend on equity shares for the financial year ended on 31st March 2017.
3. To appoint a Director in place of Shri Krishan Kumar Patodia (DIN : 00027335) as director who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Shri Gopal Patodia (DIN : 00014247) as director who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint M/s. Chandulal M. Shah & Co., a firm of Chartered Accountants (FRN: 101698W), as Statutory Auditors from the conclusion of the ensuing Annual General Meeting till the conclusion of the 103rd Annual General Meeting and fix their remuneration.
6. Ratification of Remuneration payable to the Cost Auditor for the financial year 2017 - 18.
7. Approval for revision in remuneration payable to Shri Amit Patodia, the Senior President cum Chief Executive Officer with effect from 01.10.2017.


B.) **SPECIAL RESOLUTIONS:-**

8. Re-appointment of Shri Gopal Patodia as a Managing Director for a period of 3 years with effect from 01.04.2018 and fixing his Remuneration.
9. Re-appointment of Shri Mohan Kumar Patodia as a Managing Director for a period of 3 years with effect from 01.04.2018 and fixing his Remuneration.

The meeting was concluded at 12.30 P. M. with a vote of thanks to the chair.

Kindly acknowledge.

Thanking you,
Yours faithfully,
For PBM Polytex Limited


(Gopal Patodia)
Managing Director
(DIN : 00014247)

Encl: Consolidated Report of the Scrutinizer on Voting.

Consolidated Scrutinizer's Report

To,
The Chairman,
98th Annual General Meeting of the Equity Shareholders of
PBM Polytex Limited
Held on the 25th day of September, 2017 at 11:00 a.m.
At Opposite Railway Station,
Petlad – 388450, Gujarat.

Scrutinizer's Report on Poll including voting by Electronic Means in respect of the resolution(s) / business(es) contained in the Notice dated August 05, 2017.

Dear Sir,

I, S. Samdani, Partner, Samdani Shah & Kabra (Erstwhile Samdani Shah & Asso.), Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **PBM Polytex Limited**, for the purpose of scrutinizing the e-voting process (remote e-voting) and poll taken on the below mentioned resolution(s) / business(es), at the 98th Annual General Meeting of the Equity Shareholders of PBM Polytex Limited, held on Monday, September 25, 2017, at 11:00 a.m.

The Management of the company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made there under; (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, relating to the Poll including voting by electronic means (remote e-voting). My responsibility as a Scrutinizer is restricted to give a Consolidated Report on the votes cast by the members for the resolution(s) / business(es) contained in the Notice dated August 05, 2017, based upon:

- a) The report generated from the e-voting platform provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities and;
- b) The scrutiny of the Polling papers received at the 98th Annual General Meeting.

1. I submit my report as under:

1.1 After declaration of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.



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1.2 The locked ballot box was subsequently opened by me in the presence of two witnesses namely Mr. Yog V. Pathak and Mr. Kunal Mehta and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations / proxies lodged with the Company. Then the votes cast through remote e-voting were unblocked on September 25, 2017 around 02:00 p.m. in the presence of above named witnesses who are not in the employment of the Company.

The witnesses have signed below in confirmation of the ballot box being unlocked in their presence and also in confirmation of the remote votes being unblocked in their presence.


Mr. Yog V. Pathak


Mr. Kunal Mehta

1.3 There were no poll papers, which were incomplete and / or which were otherwise found defective.

2. The result of the scrutiny of voting by Poll and voting by electronic means in respect of resolution(s) / business(es) contained in notice dated August 05, 2017 is as under:

2.1 Resolution (Business) No. 1:

To receive, consider and adopt the Audited Balance Sheet as at 31st March 2017 and Statement of Profit and Loss and Cash Flow Statement (including Audited Consolidated Financial Statements) for the year ended on that date together with the Directors' Report and Auditors' Report thereon. (Ordinary Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	17	391058	34	5104061	51	5495119	100.00
Voted against	0	0	0	0	0	0	0.00
Total	17	391058	34	5104061	51	5495119	100.00
Invalid votes	0	0	0	0	0	0	N.A.



2.2 Resolution (Business) No. 2:

**To declare dividend on equity shares for the financial year ended on 31st March, 2017.
(Ordinary Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	17	391058	34	5104061	51	5495119	100.00
Voted against	0	0	0	0	0	0	0.00
Total	17	391058	34	5104061	51	5495119	100.00
Invalid votes	0	0	0	0	0	0	N.A.

2.3 Resolution (Business) No. 3:

**To appoint a Director in place of Shri Krishan Kumar Patodia (DIN: 00027335) as director who retires by rotation and being eligible, offers himself for re-appointment.
(Ordinary Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	16	250030	34	5104061	50	5354091	100.00
Voted against	0	0	0	0	0	0	0.00
Total	16	250030	34	5104061	50	5354091	100.00
Invalid votes	*1	---	---	---	*1	---	N.A.

* 1 no. of shareholder holding 141028 shares has voted neither in favour nor against the resolution.



2.4 Resolution (Business) No. 4:

To appoint a Director in place of Shri Gopal Patodia (DIN: 00014247) as director who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	17	391058	34	5104061	51	5495119	100.00
Voted against	0	0	0	0	0	0	0.00
Total	17	391058	34	5104061	51	5495119	100.00
Invalid votes	0	0	0	0	0	0	N.A.

2.5 Resolution (Business) No. 5:

Appointment of Statutory Auditors. (Ordinary Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	17	391058	34	5104061	51	5495119	100.00
Voted against	0	0	0	0	0	0	0.00
Total	17	391058	34	5104061	51	5495119	100.00
Invalid votes	0	0	0	0	0	0	N.A.



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2.6 Resolution (Business) No. 6:

**Ratification of Remuneration to the Cost Auditor for the Financial Year 2017-18.
(Ordinary Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	17	391058	34	5104061	51	5495119	100.00
Voted against	0	0	0	0	0	0	0.00
Total	17	391058	34	5104061	51	5495119	100.00
Invalid votes	0	0	0	0	0	0	N.A.

2.7 Resolution (Business) No. 7:

Revision in remuneration payable to the Senior President cum Chief Executive Officer, Shri Amit Patodia. (Ordinary Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	17	391058	34	5104061	51	5495119	100.00
Voted against	0	0	0	0	0	0	0.00
Total	17	391058	34	5104061	51	5495119	100.00
Invalid votes	0	0	0	0	0	0	N.A.



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2.8 Resolution (Business) No. 8:

Re-appointment of Shri Gopal Patodia (DIN: 00014247) as Managing Director of the Company. (Special Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	17	391058	34	5104061	51	5495119	100.00
Voted against	0	0	0	0	0	0	0.00
Total	17	391058	34	5104061	51	5495119	100.00
Invalid votes	0	0	0	0	0	0	N.A.

2.9 Resolution (Business) No. 9:

Re-appointment of Shri Mohan Kumar Patodia (DIN: 00035381) as Managing Director of the Company. (Special Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	17	391058	34	5104061	51	5495119	100.00
Voted against	0	0	0	0	0	0	0.00
Total	17	391058	34	5104061	51	5495119	100.00
Invalid votes	0	0	0	0	0	0	N.A.



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3. All the figures shown in percentage have been rounded off to 2 decimal points.
4. All the resolution(s) / business(es) are passed / conducted and carried with requisite majority.
5. The poll papers and all other relevant records will remain in my custody and will be handed over to the Chairman / Company Secretary for safe keeping after the Chairman signs the minutes.

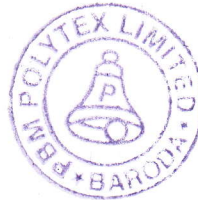
Thanking you,

Yours Faithfully,

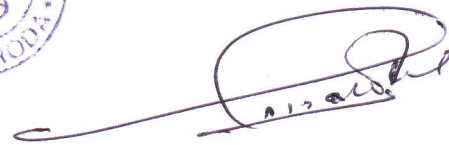

S. Samdani
Partner
Samdani Shah & Kabra
(Erstwhile Samdani Shah & Asso.)
Company Secretaries
CP No. 2863



Vadodara, September 25, 2017



COUNTER SIGN BY
FOR, PBM POLYTEX LTD.



CHAIRMAN