



MANVIJAY DEVELOPMENT COMPANY LIMITED

Reg. Office No. 701/B, 7th Floor, Plantinum Arcade, J.S.S. Road, Near Girgaon Church, Charni Road, Mumbai - 400004. Maharashtra | Email: manvijaydcl@yahoo.com | Website: www.manvijay.com
Tel.: 022 - 23614144 | CIN : L45208MH1982PLC264042

26th May, 2018

To,

The Bombay Stock Exchange Limited Department of Corporate Services, P.J. Towers, Dalal Street, Mumbai- 400001	The Listing Department The Calcutta Stock Exchange Limited 7 Lyons Range, Kolkata – 700001.
---	---

Dear Sirs,

Refⁿ Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Postal Ballot Results as per Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, declared on 26.05.2018 at the Registered Office of the Company at 5:30 PM.

In terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith copy of the Postal Ballot Results taken for Appointment of Statutory Auditor M/s. G. P. Kapadia & Co., Chartered Accountants (Firm Registration No.: 104768W) to fill the casual vacancy by ordinary resolution through Postal Ballot, for your information and records. Also find attached the Scrutinizer's Report given by M/s. Martinho Ferrao & Associates, Company Secretaries.

You are requested to kindly take note of the above.

Thanking you,

Yours faithfully,

For Manvijay Development Company Ltd

Dolly Dhandhresha

Director

DIN: 07746698



SCRUTINIZER'S REPORT

26th May, 2018

The Chairman

MANVIJAY DEVELOPMENT CO LTD.

701, 7th Floor, Plot - 96/98,

Platinum Arcade, JSS Rd, Central Plaza Cinema,

Charni Rd, Girgaum, Mumbai – 400004.

Dear Sir,

Subject: Passing of resolution through Postal Ballot & E-voting.

Report to the Chairman of the Board of Directors of Manvijay Development Co Ltd., a Company incorporated under the Companies Act, 1956 and having its Registered Office at 701, 7th Floor, Plot - 96/98, Platinum Arcade, JSS Rd, Central Plaza Cinema, Charni Rd, Girgaum, Mumbai – 400004, on the Postal Ballot conducted by the Company:

- 1) Pursuant to the resolution passed by the Board of Directors of Manvijay Development Co Ltd ("MDCL") on 26th April, 2018, I have been appointed as a scrutinizer to receive, process and scrutinize the Postal Ballot papers in respect of the Ordinary Resolution pursuant to the provisions of Section 139 (8) and other applicable provisions, if any, of the Companies Act, 2013 and the relevant Rules made thereunder (including any statutory modification(s) or re-enactments), M/s. G. P. Kapadia & Co., Chartered Accountants (Firm Registration No.: 104768W) was appointed by the Board of Directors at their meeting held on 28th February, 2018. The members of the Company hereby approve his appointment as the Statutory Auditors of the Company as recommended by the Board of Directors until the conclusion of the Annual General Meeting of the Company to be held in the Financial Year 2018-19, to fill the casual vacancy caused by the resignation of M/s. Dharmesh M. Kansara & Associates, (Firm Registration No.: 126719W) due to his pre-occupation, on such remuneration as may be fixed by the Board of Directors in consultation with them.



- 2) To enable wider participation of shareholders, pursuant to the provision of Section 108 of the Companies Act, 2013 and the Rules framed there under vide Companies (Management and Administration) Rules, 2014 and pursuant to SEBI's circular no. CIR/CFD/DIL/6/2012 dated 13th July, 2012 as amended by its circular CIR/CFD/POLICYCELL/2/2014 dated 17th April, 2014, Companies listed on BSE Limited (BSE), required to provide e-voting facility to their shareholders on the resolution as per notice to be passed through Postal Ballot. Since falls within the requirements as specified in the Companies Act, 2013 and the above mentioned circular of SEBI, e-voting which has been made applicable, the Company has provided for the same.
- 3) MDCL accordingly made arrangements with System Provider, Central Depository Services (India) Limited ("CDSL") for providing a system of recording votes of the shareholders electronically through e-voting. The Company has accordingly made arrangements through its Registrar and Share Transfer Agent, M/s. Skyline Financial Services Pvt. Ltd (hereinafter referred to as "RTA") to set up e-voting facility on the CDSL e-voting website <https://www.evotingindia.com/>
- 4) MDCL through RTA has also uploaded the resolution together with the explanatory statement on which e-voting is required and for generating Electronic Voting Sequence Number (EVSN) by the system provider. All the necessary formalities in compliance with the requirements specified by CDSL, has been done by the Company. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot notice dated 26th April, 2018 sent to the shareholders by email, who had registered their email-ids with Company and by post to 534 shareholders. The Register of Members and the List of beneficiary owners as on 21st April, 2018 was made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), for the purpose of despatch of Postal Ballot notice.

5)

Reference to the Companies Act, 2013	Type and Description of the Ordinary Resolution
As per section 139 (8) and other applicable provisions, if any, of the Companies Act, 2013 and the relevant Rules made thereunder.	M/s. G. P. Kapadia & Co., Chartered Accountants (Firm Registration No.: 104768W) was appointed by the Board of Directors at their meeting held on 28th February, 2018. The members of the Company hereby approve his appointment as the Statutory Auditors of the Company as recommended by the Board of Directors until the conclusion of the Annual General Meeting of the Company to be held in the Financial



	Year 2018-19, to fill the casual vacancy caused by the resignation of M/s. Dharmesh M. Kansara & Associates, (Firm Registration No.: 126719W) due to his pre-occupation, on such remuneration as may be fixed by the Board of Directors in consultation with them.
--	--

6. I report that the Postal Ballot notice dated 26th April, 2018 under Section 110 of the Companies Act, 2013, read with Rule 22 under the Chapter on "Management and Administration" as notified by MCA on 27th March, 2014 were dispatched to the shareholders, by courier/Post and the dispatch was completed on 26th April, 2018.
7. In addition to the above, Postal Ballot notices were also placed on Company's website www.manvijay.com and also on made available to the RTA of the Company. I further report that as stated in the Notice sent to the shareholders, the Company had fixed 5:00 p.m. on Saturday, 26th May, 2018 as the last date for receipt of Postal Ballots and for E-voting.
8. As stated in sub-rule 4 of Rule 20 under the Chapter on "Management and Administration" as notified by MCA on 27th March, 2014 an advertisement was published by the Company in Financial Express, English Newspaper and Mumbai Lakshadweep Marathi newspaper, on 27th April, 2018 informing about the completion of despatch of the Postal Ballot notices.
9. I report that I have received the Postal Ballot forms from the shareholders during the period commencing from Friday, 27th April, 2018 to Saturday, 26th May, 2018. All the Postal Ballot forms together with all votes casted by e-voting through CDSL received up to 5:00 p.m. Saturday, 26th May, 2018, being the last date fixed by the Company for receipt of Postal Ballot forms/ e-voting, were considered for my scrutiny.
11. Since E-voting facility was provided by CDSL the details of the E-voting exercised by the shareholders as also the votes exercised through Postal Ballots, which were duly scrutinized and processed, were duly compiled by the RTA. While the details of the E-voting was provided by the system provider, the compilation of the Register, in respect of Postal Ballots containing the statement of shareholders names, folio number, number of shares held, number of votes exercised, votes in favour, votes against and those votes which were rejected, were generated by the RTA which have been duly scrutinized.



12. On scrutiny, I report that out of 534 shareholders, 8 Shareholders have exercised their vote through e-voting and no Postal Ballot forms received by the shareholders till the end date and time of Postal Ballot. The details of polling results for the item placed for consideration by the shareholders are given below:

A. Postal Ballot		
		No of votes polled
Number of Forms received from Members	0	0
Number of Forms rejected/ not considered for reasons as stated below:-		
a. Not signed	-	-
b. Signature mismatch	-	-
c. Not voted	-	-
d. Nil Account	-	-
e. Voted under both postal ballot and evoting	-	-
Number of valid Forms (A)	0	0
B. E-Voting		
Number of members who participated in e-voting	8	6328815
Number of Valid E-votes (B)	-	6328815
Total (A+B)	8	6328815

Note:

- 1) Votes cast in favour or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of Postal Ballot.



SUMMARY OF POSTAL BALLOT & E - VOTING

Promoter / Public	No. of shares held	No. of votes polled	% of voted polled on Outstanding shares	Number of votes - in favour	Number of votes - against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = $[(2)/(1)] \times 100$	(4)	(5)	(6) = $[(4)/(2)] \times 100$	(7) = $[(5)/(2)] \times 100$
Promoter	4528800	4528800	100	4528800	0	100	0
Public – Institutional Holders	0	0	0	0	0	0	0
Public Non Institutions	1951200	1800015	92.2517	1800015	0	100	0
Total	6480000	6328815	97.6669	6328815	0	100	0

Results:

Percentage of votes cast in favour : 100%

Percentage of votes cast against : 0%

- As the number of votes casted in favour of the resolution is 100%, I report that the Ordinary Resolution under Section 110 of the Companies Act, 2013, and the Companies (Management and Administration) Rules, 2014 as set out in notice of Postal Ballot has been passed by the shareholders unanimously. The Resolution is deemed to be passed as on the date of announcement of the result.
- I further report that as per the Postal Ballot notice dated 26th April, 2018, the Chairman or any other person as authorized in this regard may declare and confirm the above results of voting by Postal Ballot in respect of the resolution referred herein on 26th May, 2018, as intimated to the Stock Exchange.
- The result of the Postal Ballot together with the Scrutinizers Report would have to be displayed on Company's website www.manvijay.com and on the website of CDSL within 2 days of passing of the resolution and shall be communicated to the Stock Exchange.



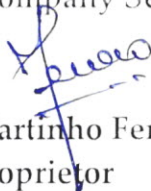
- iv) I further Report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied by the Company. I further report that as per the said Rules, the records maintained by me including the data as obtained from CDSL for the e-voting facility extended by them and also a Register recording the consent or otherwise received from the Shareholders, voting through Postal Ballot which includes all the particulars of shareholders such as the names, folio number, DP ID/ Client ID, number of shares held, number of voted, no. of shares assented, no. of shares dissented, no. of shares rejected, Postal ballot paper and other related papers are in my safe custody which will be handed over to the Company Secretary of the Company after the Chairman approves and signs the Minutes of the Meeting.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Thanking You,

Yours faithfully,

For Martinho Ferrao & Associates,
Company Secretaries


Martinho Ferrao
Proprietor
COP No.: 5676
Membership No.: 6221

