



9<sup>th</sup> August, 2016

BSE Limited  
Department of Corporate Services  
Phiroz Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001.

Dear Sir,

**Subject: 103<sup>rd</sup> Annual General Meeting (AGM) and Voting Results 2016**

**Ref: BSE Security Code 503229**

We wish to inform you that the Shareholders at the 103<sup>rd</sup> Annual General Meeting (AGM) of the Company held on 9<sup>th</sup> August, 2016 passed all the resolutions as mentioned in the Notice dated 10<sup>th</sup> May, 2016 with the requisite majority (through Remote e-voting and Poll at the AGM).

Further, pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results, in the prescribed format, in respect of Remote e-voting and Poll of the AGM.

We also enclosed herewith a copy of the consolidated Scrutinizer's Report dated 10<sup>th</sup> August, 2016 in respect of votes cast through Remote e-voting and Poll.

Kindly acknowledge the receipt and take the same on your records.

Thanking you,

Yours faithfully,  
For **Simplex Realty Limited**

  
**Shekhar R Singh**  
**Company Secretary &**  
**Compliance Officer**

Encl.: as above

CIN-L17110MH1912PLC000351

Simplex Mills Compound, 30, Keshavrao Khadye Marg,  
Sant Gadge Maharaj Chowk, Mahalaxmi [E], Mumbai - 400011.  
T : +91 22 2308 2951 | F : +91 22 2307 2773  
E : realty@simplex-group.com | W : www.simplex-group.com

## SCRUTINIZER'S REPORT

*[Pursuant to Section 110 of the Companies Act, 2013 and  
Rule 22 of Companies (Management and Administration) Rules, 2014]*

To

**Mr. Nandan Damani**

**Chairman & Managing Director**

**Simplex Realty Limited**

30, Keshavrao Khadye Marg

Sant Gadge Maharaj Chowk

Mumbai 400011

Respected Sir,

**Sub: Consolidated Scrutinizer's Report of Resolutions passed through Remote E-Voting Process and voting by Poll at 103<sup>rd</sup> Annual General Meeting (AGM) of members of Simplex Realty Limited (the Company) held on Tuesday, 9<sup>th</sup> August, 2016**

1. I, CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of:
  - a) Scrutinizing the remote e-voting process in terms of the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) Amendment Rules, 2015;
  - b) Conducting Poll through polling papers under the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014;

for passing of the Resolutions as mentioned under item numbers 1 to 5 as set out in the Notice of 103<sup>rd</sup> Annual General Meeting (AGM) of the members of the Company dated 10<sup>th</sup> May, 2016.

2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and polling papers on the resolutions contained in the Notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the remote e-voting process and poll conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said notice, based on the reports generated from the e-voting system provided by Central Depository





Services (India) Limited (CDSL), the agency engaged by the Company to provide remote e-voting facility for e-voting and poll conducted at the AGM.

3. The Notice dated 10<sup>th</sup> May, 2016 along with Statement setting out material facts under Section 102 of the Act was sent to the shareholders through e-mail to those shareholders whose e-mail id is registered with the Registrar & Share Transfer Agent / Depositories and dispatched through courier on Saturday, 14<sup>th</sup> July, 2016. The said notice was dispatched on the basis of Register of Members made available by the Registrar & Share Transfer Agent of the Company and the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 8<sup>th</sup> July, 2016.
4. As per the provisions of Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company has published advertisement about completion of dispatch of Notice of meeting and providing e-voting facility in the English newspaper "Financial Express" and Marathi newspaper "Mumbai Lakshadweep" on Friday, 15<sup>th</sup> July, 2016.
5. In terms of the aforesaid Notice, voting through electronic means was kept open for 5 (Five) days from Thursday, 4<sup>th</sup> August, 2016 (10.00 a.m.) till Monday, 8<sup>th</sup> August, 2016 (5.00 p.m.).
6. The voting rights of members was considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Monday, 1<sup>st</sup> August, 2016.
7. As required under the said rules, after the closure of physical voting by Polling Papers at the AGM, the votes cast through poll were counted, thereafter the votes cast under remote e-voting facility were unblocked in the presence of CS Rasika Mendhekar and CS Khyati Panchal who are not in employment with the Company.
8. The poll papers which were incomplete and/or found defective have been treated as invalid and kept separately.



9. Summary of the remote e-voting and poll at the AGM is as follows:

**Resolution No.1**

Particulars	Ordinary Resolution for Adoption of the Audited Financial Statements (including the Consolidated Financial Statements), the Reports of the Directors' and Auditors					
Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	6	6	79,446	79,446	79,446	0
E-voting	21	21	21,62,751	21,62,751	21,62,746	5
Total	27	27	22,42,197	22,42,197	22,42,192 (99.99%)	5 (0.01%)
Result: May be considered passed with requisite majority						

**Resolution No.2**

Particulars	Ordinary Resolution for Declaration of Dividend on Equity Shares					
Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	6	6	79,446	79,446	79,446	0
E-voting	21	21	21,62,751	21,62,751	21,62,746	5
Total	27	27	22,42,197	22,42,197	22,42,192 (99.99%)	5 (0.01%)
Result: May be considered passed requisite majority						

**Resolution No.3**

Particulars	Ordinary Resolution for re-appointment of Shri Nandan Damani who retires by rotation					
Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	6	6	79,446	79,446	79,446	0
E-voting	20	20	21,62,703	21,62,703	21,62,698	5
Total	26	26	22,42,149	22,42,149	22,42,144 (99.99%)	5 (0.01%)
Result: May be considered passed with requisite majority						





**Resolution No.4**

Particulars	Ordinary Resolution for ratification of the appointment of M/s. Dayal and Lohia as Statutory Auditors of the Company.					
Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	6	6	79,446	79,446	79,446	0
E-voting	21	21	21,62,751	21,62,751	21,62,746	5
Total	27	27	22,42,197	22,42,197	22,42,192 (99.99%)	5 (0.01%)
Result: May be considered passed with requisite majority						

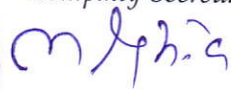
**Resolution No.5**

Particulars	Special Resolution for adoption of New Set of the Articles of Association of the Company					
Voting pattern	Counts		Votes		Valid votes casted	
	Total received	Valid	Total	Valid	In favour	Against
Poll Paper	6	6	79,446	79,446	79,446	0
E-voting	21	21	21,62,751	21,62,751	21,62,746	5
Total	27	27	22,42,197	22,42,197	22,42,192 (99.99%)	5 (0.01%)
Result: May be considered passed with requisite majority						

All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the Minutes of the 103<sup>rd</sup> Annual General Meeting and the same will be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking you

Place: Mumbai  
Date: 10<sup>th</sup> August 2016

For Manish Ghia & Associates  
Company Secretaries  
  
CS Manish L. Ghia  
Partner  
M. No. FCS 6252 C. P. No. 3531

Countersigned and Received the Report

Chairman of the meeting  
Place: Mumbai  
Date:

103<sup>RD</sup> ANNUAL GENERAL MEETING OF SIMPLEX REALTY LIMITED



Date of AGM : 9th August, 2016

Total number of shareholders on record date : 5456

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 9

Public: 25

No. of shareholders attended the meeting through video conferencing :

Promoters and Promoter Group: 0

Public: 0

Resolution required: (Ordinary/Special)			Ordinary Resolution for Adoption of the Audited Financial Statements (including the Consolidated Financial Statements for the year ended 31st March, 2016 and Reports of the Directors' and Auditors					
Whether promoter/promoter group are interested in agenda / resolution?			No					
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
Promoter and Promoter Group	E-Voting	1,554,862	1,475,452	94.89	1,475,452	0	100.00	0.00
	Ballot Form		79,410	5.11	79,410	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		1,554,862	100.00	1,554,862	0	100.00	0.00
Public- Institutions	E-Voting	786,465	685,741	87.19	685,741	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		786,465	87.19	685,741	0	100.00	0.00
Public- Non Institutions	E-Voting	650,055	1,558	0.24	1,553	5	99.68	0.32
	Ballot Form		36	0.01	36	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		650,055	0.25	1,589	5	99.69	0.31
Total		2,991,382	2,242,197	74.96	2,242,192	5	100.00	0.00





**103<sup>RD</sup> ANNUAL GENERAL MEETING OF SIMPLEX REALTY LIMITED**

Date of AGM : 9th August, 2016

Total number of shareholders on record date : 5456

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 9

Public: 25

No. of shareholders attended the meeting through video conferencing :

Promoters and Promoter Group: 0

Public: 0

Resolution required: (Ordinary/Special)			Ordinary Resolution for Declaration of Dividend on Equity Shares.					
Whether promoter/promoter group are interested in agenda / resolution?			No					
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
Promoter and Promoter Group	E-Voting	1,554,862	1,475,452	94.89	1,475,452	0	100.00	0.00
	Ballot Form		79,410	5.11	79,410	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	<b>Total</b>	<b>1,554,862</b>	<b>1,554,862</b>	<b>100.00</b>	<b>1,554,862</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	786,465	685,741	87.19	685,741	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>786,465</b>	<b>685,741</b>	<b>87.19</b>	<b>685,741</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting	650,055	1,558	0.24	1,553	5	99.68	0.32
	Ballot Form		36	0.01	36	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>650,055</b>	<b>1,594</b>	<b>0.25</b>	<b>1,589</b>	<b>5</b>	<b>99.69</b>	<b>0.31</b>
<b>Total</b>		<b>2,991,382</b>	<b>2,242,197</b>	<b>74.96</b>	<b>2,242,192</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>

103<sup>RD</sup> ANNUAL GENERAL MEETING OF SIMPLEX REALTY LIMITED

Date of AGM : 9th August, 2016

Total number of shareholders on record date : 5456

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 9

Public: 25

No. of shareholders attended the meeting through video conferencing :

Promoters and Promoter Group: 0

Public: 0

Resolution required: (Ordinary/Special)			Ordinary Resolution for re-ppointment of Shri Nandan Damani who retires by rotation					
Whether promoter/promoter group are interested in agenda / resolution?			No					
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
Promoter and Promoter Group	E-Voting	1,554,862	1,475,452	94.89	1,475,452	0	100.00	0.00
	Ballot Form		79,410	5.11	79,410	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		1,554,862	100.00	1,554,862	0	100.00	0.00
Public- Institutions	E-Voting	786,465	685,741	87.19	685,741	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		685,741	87.19	685,741	0	100.00	0.00
Public- Non Institutions	E-Voting	650,055	1,510	0.23	1,505	5	99.67	0.33
	Ballot Form		36	0.01	36	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1,546	0.24	1,541	5	99.68	0.32
Total		2,991,382	2,242,149	74.95	2,242,144	5	100.00	0.00



**103<sup>RD</sup> ANNUAL GENERAL MEETING OF SIMPLEX REALTY LIMITED**

**Date of AGM :** 9th August, 2016

**Total number of shareholders on record date :** 5456

**No. of shareholders present in the meeting either in person or through proxy:**

Promoters and Promoter Group: 9

Public: 25

**No. of shareholders attended the meeting through video conferencing :**

Promoters and Promoter Group: 0

Public: 0

<b>Resolution required: (Ordinary/Special)</b>			Ordinary Resolution for Ratification of appointment of M/s. Dayal and Lohia as Statutory Auditors of the Company					
<b>Whether promoter/promoter group are interested in agenda / resolution?</b>			No					
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
<b>Promoter and Promoter Group</b>	E-Voting	1,554,862	1,475,452	94.89	1,475,452	0	100.00	0.00
	Ballot Form		79,410	5.11	79,410	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	<b>Total</b>	<b>1,554,862</b>	<b>1,554,862</b>	<b>100.00</b>	<b>1,554,862</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public- Institutions</b>	E-Voting	786,465	685,741	87.19	685,741	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>786,465</b>	<b>685,741</b>	<b>87.19</b>	<b>685,741</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public- Non Institutions</b>	E-Voting	650,055	1,558	0.24	1,553	5	99.68	0.32
	Ballot Form		36	0.01	36	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>650,055</b>	<b>1,594</b>	<b>0.25</b>	<b>1,589</b>	<b>5</b>	<b>99.69</b>	<b>0.31</b>
<b>Total</b>		<b>2,991,382</b>	<b>2,242,197</b>	<b>74.96</b>	<b>2,242,192</b>	<b>5</b>	<b>100.00</b>	<b>0.00</b>



103<sup>RD</sup> ANNUAL GENERAL MEETING OF SIMPLEX REALTY LIMITED

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Public: 25

No. of shareholders attended the meeting through video conferencing :

Promoters and Promoter Group: 0

Public: 0

Resolution required: (Ordinary/Special)			Special Resolution for Adoption of New Set of the Articles of Association of the Company.					
Whether promoter/promoter group are interested in agenda / resolution?			No					
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
Promoter and Promoter Group	E-Voting	1,554,862	1,475,452	94.89	1,475,452	0	100.00	0.00
	Ballot Form		79,410	5.11	79,410	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	1,554,862	1,554,862	100.00	1,554,862	0	100.00	0.00
Public- Institutions	E-Voting	786,465	685,741	87.19	685,741	0	100.00	0.00
	Ballot Form		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	786,465	685,741	87.19	685,741	0	100.00	0.00
Public- Non Institutions	E-Voting	650,055	1,558	0.24	1,553	5	99.68	0.32
	Ballot Form		36	0.01	36	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	650,055	1,594	0.25	1,589	5	99.69	0.31
Total		2,991,382	2,242,197	74.96	2,242,192	5	100.00	0.00