

PRIYA INTERNATIONAL LIMITED

CIN: L99999MH1983PLC086840

Regd. Office: 4th Floor, Kimatral Building, 77-79, Maharshi Karve Marg,
Marine Lines (E), Mumbai-400 002

**Report on Voting Results of 32nd Annual General Meeting under Clause 35A of the Listing Agreement
(E-Voting and Poll)**

Date of Annual General Meeting	20th August, 2015
Total Number of shareholders on record date (Cut off Date) i.e. 14th August, 2015	214
No. of shareholders present in the meeting either in person or through proxy	Promoter and Promoter Group= 6 Public= 2
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable

Resolution No.1- Consider and adopt the Audited Financial Statement, Reports of the Board of Directors and Auditors, for the financial year ended 31st March, 2015. (Ordinary)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	893550	893550	100.00	893550	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	10400	10400	100.00	10400	0	100.00	0.00
Total	903950	903950	100.00	903950	0	100.00	0.00

The Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No.2- Declaration of dividend on Equity Shares for the financial year ended 31st March, 2015. (Ordinary)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	893550	893550	100.00	893550	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	10400	10400	100.00	10400	0	100.00	0.00
Total	903950	903950	100.00	903950	0	100.00	0.00

The Resolution has therefore been approved by the shareholders with requisite majority.



Resolution No.3- Re-appointment of Mr. Aditya Bhuwania, who retires by rotation. (Ordinary)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	893550	893550	100.00	893550	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	10400	10400	100.00	10400	0	100.00	0.00
Total	903950	903950	100.00	903950	0	100.00	0.00

The Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No.4- Appointment of Auditors and fixing their remuneration. (Ordinary)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	893550	893550	100.00	893550	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	10400	10400	100.00	10400	0	100.00	0.00
Total	903950	903950	100.00	903950	0	100.00	0.00

The Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No.5- Appointment of Mr. R. K. Saraswat as Independent Director of the Company. (Ordinary)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	893550	893550	100.00	893550	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	10400	10400	100.00	10400	0	100.00	0.00
Total	903950	903950	100.00	903950	0	100.00	0.00

The Resolution has therefore been approved by the shareholders with requisite majority.



Resolution No.6- Appointment of Mr. M. K. Arora as Independent Director of the Company. (Ordinary)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	893550	893550	100.00	893550	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	10400	10400	100.00	10400	0	100.00	0.00
Total	903950	903950	100.00	903950	0	100.00	0.00

The Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No.7- Appointment of Mr. Anuj Bhargava as Independent Director of the Company. (Ordinary)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	893550	893550	100.00	893550	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	10400	10400	100.00	10400	0	100.00	0.00
Total	903950	903950	100.00	903950	0	100.00	0.00

The Resolution has therefore been approved by the shareholders with requisite majority.

Resolution No.8- Re-appointment of Mr. P. V. Hariharan as Whole Time Director. (Special)

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	893550	893550	100.00	893550	0	100.00	0.00
Public - Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	10400	10400	100.00	10400	0	100.00	0.00
Total	903950	903950	100.00	903950	0	100.00	0.00

The Resolution has therefore been approved by the shareholders with requisite majority.

