

PRIYA INTERNATIONAL LIMITED



Regd. Office : 4th Floor, Kimatrai Building, 77/79, Maharshi Karve Marg, Marine Lines (E), Mumbai - 400 002.
Tel.: +91-22-4220 3100 • Fax : +91-22-4220 3197 • E-mail : priyaapj@priyagroup.com • Website : <http://www.priyagroup.com>
CIN : L99999MH1983PLC086840

1st September, 2016

To,
Listing Department
Metropolitan Stock Exchange of India Limited,
4th floor, Vibgyor Towers, Plot No C 62,
G Block, Opp. Trident Hotel, Bandra Kurla
Complex, Bandra (E), Mumbai – 400098.

Dear Sir,

Sub: Voting Results of 33rd Annual General Meeting under Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

Pursuant to Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, please find attached herewith Voting Result of 33rd Annual General Meeting held on Tuesday, 30th August, 2016.

Further, find attached Combined Scrutinizer Report for E-voting and Poll of 33rd Annual General Meeting held on Tuesday, 30th August, 2016.

Kindly take above on record and acknowledge receipt of the same.

Thanking You.

Yours Faithfully
For Priya International Limited


Ghanshyam Vyas
Chief Financial Officer



CC.
Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata 700 001

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Voting Result of 33rd Annual General Meeting

Date of AGM	30th August, 2016
Total numbers of shareholders on record date	254
No. of shareholder present in the meeting either in person or through proxy	10
Promoters and promoter group:	6
Public:	4
No of shareholders attended the meeting through Video conferencing	Nil
Promoters and promoter group:	Nil
Public:	Nil

Resolution No. 1

Resolution required: (Ordinary/ Special)			Consider and adopt the Audited Financial Statement, Reports of the Board of Directors and Auditors, for the financial year ended 31 st March, 2016.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No of shares held (1)	No of votes polled (2)	% of votes 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	E-voting	202300	202300	100	202300	--	100	--
	Poll	544700	544700	100	544700	--	100	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	747000	747000	100	747000	--	100	--
Public institutions	E-voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public Non – Institution	E-voting	--	--	--	--	--	--	--
	Poll	11200	11200	100	11200	--	100	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	11200	11200	100	11200	--	100	--
Total		758200	758200	100	758200	--	100	--



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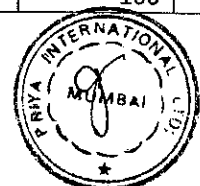
CIN : L99999MH1983PLC086840

Resolution No. 2

Resolution required: (Ordinary/ Special)			Declaration of dividend on Equity Shares for the financial year ended 31 st March, 2016.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No of shares held (1)	No of votes polled (2)	% of votes 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	E-voting	202300	202300	100	202300	--	100	--
	Poll	544700	544700	100	544700	--	100	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	747000	747000	100	747000	--	100	--
Public institutions	E-voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public Non – Institution	E-voting	--	--	--	--	--	--	--
	Poll	11200	11200	100	11200	--	100	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	11200	11200	100	11200	--	100	--
Total		758200	758200	100	758200	--	100	--

Resolution No. 3

Resolution required: (Ordinary/ Special)			Re-appointment of Mr. A. K. Bhuwania, who retires by rotation.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes, Promoter and promoter group upto the extent of their shareholding in the Company.					
Category	Mode of voting	No of shares held (1)	No of votes polled (2)	% of votes 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	E-voting	202300	202300	100	202300	--	100	--
	Poll	544700	544700	100	544700	--	100	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	747000	747000	100	747000	--	100	--



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Public Institutions	E-voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public Non – Institution	E-voting	--	--	--	--	--	--	--
	Poll	11200	11200	100	11200	--	100	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	11200	11200	100	11200	--	100	--
Total		758200	758200	100	758200	--	100	--

Resolution No. 4

Resolution required: (Ordinary/ Special)			Appointment of Auditors and fixing their remuneration.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of voting	No of shares held (1)	No of votes polled (2)	% of votes 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	E-voting	202300	202300	100	202300	--	100	--
	Poll	544700	544700	100	544700	--	100	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	747000	747000	100	747000	--	100	--
Public Institutions	E-voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public Non – Institution	E-voting	--	--	--	--	--	--	--
	Poll	11200	11200	100	11200	--	100	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	11200	11200	100	11200	--	100	--
Total		758200	758200	100	758200	--	100	--



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Resolution No. 5

Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?			Revision in remuneration of Mr. P. V. Hariharan, Whole Time Director.					
			No					
Category	Mode of voting	No of shares held (1)	No of votes polled (2)	% of votes 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	E-voting	202300	202300	100	202300	--	100	--
	Poll	544700	544700	100	544700	--	100	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	747000	747000	100	747000	--	100	--
Public institutions	E-voting	--	--	--	--	--	--	--
	Poll	--	--	--	--	--	--	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	--	--	--	--	--	--	--
Public Non – Institution	E-voting	--	--	--	--	--	--	--
	Poll	11200	11200	100	11200	--	100	--
	Postal Ballot(if applicable)	--	--	--	--	--	--	--
	Total	11200	11200	100	11200	--	100	--
Total		758200	758200	100	758200	--	100	--



SPRS And Co.

COMPANY SECRETARIES

Office No. B - 401, 4th Floor, Kanara Business Center, Ghatkoper - Andheri Link Road, Near Shreyas Cinema, Laxmi Nagar, Ghatkoper (E), Mumbai - 400 075.
Phone: 022 - 2500 1505 Email: info@sprscs.com Website: www.sprscs.com

COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR PRIYA INTERNATINONAL LIMITED

To,
The Chairman,
Priya International Limited,
Mumbai

The 33rd Annual General Meeting of the members of Priya International Limited held on Tuesday, 30th August 2016 at 10.30 A.M. at "Hall of Quest", Nehru Planetarium, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400 018.

Dear Sir,

Sub: Passing of Resolution through electronic AND poll conducted at the 33rd Annual General Meeting of Priya International Limited ("the Company") held on 30th August 2016.

The Board of the Company at its meeting held on 26th May 2016 had appointed me as Scrutinizer for the e-voting held from 27th August, 2016 at 09.00 A.M. to 29th August 2016 at 05.00 P.M. and the Chairman of the 33rd Annual General Meeting (AGM) had appointed Sanjay Parab, Partner of SPRS And Co., Company Secretaries as the Scrutinizer for the Poll held at the 33rd AGM of the Company on 30th August 2016.

The Company had appointed Central Depository Services (India) Limited (CDSL), as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Saturday, 27th August 2016 at 09:00 A.M. to Monday, 29th August 2016 at 05:00 P.M. M/s Bigshare Services Private Limited is the Registrar and Share Transfer Agent (RTA) for the Company. The e-voting results were unblocked by me on Tuesday, 30th August 2016 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated 31st August, 2016 attached herewith.

At the 33rd AGM of the Company held on 30th August 2016, the Chairman of the Company had suo moto called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. For further details kindly refer the Scrutinizer report in form MGT-13 dated 31st August, 2016.



The result of the E-voting together with the Poll is as under:

Item no. of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos	%age
Item No. 1 of the Notice (As an Ordinary Resolution)	E-voting	2,02,300	26.68	0	0.00	0	0.00
	Poll	5,55,900	73.32	0	0.00	0.00	0.00
	TOTAL	7,58,200	100.00	0	0.00	0.00	0.00
Item No. 2 of the Notice (As an Ordinary Resolution)	E-voting	2,02,300	26.68	0	0.00	0	0.00
	Poll	5,55,900	73.32	0	0.00	0.00	0.00
	TOTAL	7,58,200	100.00	0	0.00	0.00	0.00
Item No. 3 of the Notice (As an Ordinary Resolution)	E-voting	2,02,300	26.68	0	0.00	0	0.00
	Poll	5,55,900	73.32	0	0.00	0.00	0.00
	TOTAL	7,58,200	100.00	0	0.00	0.00	0.00
Item No. 4 of the Notice (As an Ordinary Resolution)	E-voting	2,02,300	26.68	0	0.00	0	0.00
	Poll	5,55,900	73.32	0	0.00	0.00	0.00
	TOTAL	7,58,200	100.00	0	0.00	0.00	0.00
Item No. 5 of the Notice (As a Special Resolution)	E-voting	2,02,300	26.68	0	0.00	0	0.00
	Poll	5,55,900	73.32	0	0.00	0.00	0.00
	TOTAL	7,58,200	100.00	0	0.00	0.00	0.00



I hereby confirm that I am maintaining the Registers received from the Service Provider electronically in respect of the votes cast through E-Voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you,
Yours faithfully,
For **SPRS And Co.,**
Company Secretaries




CS Sanjay Parab
Partner

C.P No. 7093 FCS: 6613

Date: 31st August 2016
Place: Mumbai