



October 01, 2015

The Manager  
Listing Department,  
Bombay Stock Exchange Limited,  
P. J. Tower,  
Dalal Street,  
Mumbai – 400 001.

**Code No. 512 229**

**Sub: Voting Results of Annual General Meeting-Clause 35A**

Dear Sir / Madam,

This is to inform you pursuant to Clause 35A of Listing Agreement, the Voting results of the 30<sup>th</sup> Annual General Meeting of the Company held on September 29, 2014 at 03.30 pm at Orchid, Centre I, 1<sup>st</sup> floor, World Trade Centre, Cuffe Parade, Mumbai-400005 as under:

**DETAILS OF VOTING**

Date of Annual General Meeting	29 <sup>th</sup> September, 2015
Total no. of Shareholders on Book Closure start date (23/09/2015)	430
<u>No. of shareholders present in the meeting either in person or through proxy</u> 1. Promoters and Promoter Group 2. Public	3 8
<u>No. of shareholders attended the meeting through Video Conferencing</u> 1. Promoters and Promoter Group 2. Public	Not arranged

**Agenda wise**

The mode of voting for all the resolutions was:

1. E-voting conducted between; Friday, September 25, 2015 to Monday, September 28, 2015.

Given below is the resolution wise result of e-voting.

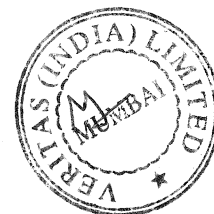


**Resolution 1:** Adoption of the Audited standalone and consolidated Profit and Loss Account for the financial year ended on 31<sup>st</sup> March, 2015 and the Balance Sheet as on that date together with the reports of the Board of Directors and Auditors thereon along with other reports. (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstandi ng shares	No. of Votes-in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	1,62,13,100	1,62,13,100	100	1,62,13,100	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0
Public- Others	1,05,96,900	7,13,500	6.73	7,13,500	0	100	0
<b>Total</b>	<b>2,68,10,000</b>	<b>1,69,26,600</b>	<b>63.14</b>	<b>1,69,26,600</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Resolution 2:** Declaration of dividend on equity shares. (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstandi ng shares	No. of Votes-in favour	No. of votes- against	% of votes in favour on votes polled	% of votes againstr on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	1,62,13,100	1,62,13,100	100	1,62,13,100	0	100	0
Public Institutional Holders	0	0	0	0	0	0	0
Public- Others	1,05,96,900	7,13,500	6.73	7,13,500	0	100	0
<b>Total</b>	<b>2,68,10,000</b>	<b>1,69,26,600</b>	<b>63.14</b>	<b>1,69,26,600</b>	<b>0</b>	<b>100</b>	<b>0</b>

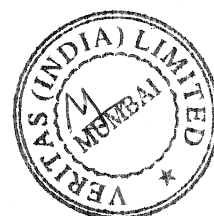


**Resolution 3:** Re-appointment of Mr. Nitin Kumar Didwania as Director of the Company who retires by rotation and being eligible offered himself for re-appointment. (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstandi ng shares	No. of Votes-in favour	No. of votes- against	% of votes in favour on votes polled	% of votes againstr on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
<b>Promoter and Promoter Group</b>	1,62,13,100	1,62,13,100	100	1,62,13,100	0	100	0
<b>Public Institutional Holders</b>	0	0	0	0	0	0	0
<b>Public- Others</b>	1,05,96,900	7,13,500	6.73	7,13,500	0	100	0
<b>Total</b>	2,68,10,000	1,69,26,600	63.14	1,69,26,600	0	100	0

**Resolution 4:** Appointment of M/s. Shabbir & Rita Associates LLP as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 32<sup>nd</sup> Annual General Meeting of the Company. (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes polled on outstandi ng shares	No. of Votes-in favour	No. of votes- against	% of votes in favour on votes polled	% of votes againstr on votes polled
	(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
<b>Promoter and Promoter Group</b>	1,62,13,100	1,62,13,100	100	1,62,13,100	0	100	0
<b>Public Institutional Holders</b>	0	0	0	0	0	0	0
<b>Public- Others</b>	1,05,96,900	7,13,500	6.73	7,13,500	0	100	0
<b>Total</b>	2,68,10,000	1,69,26,600	63.14	1,69,26,600	0	100	0



You are requested to kindly take the same on record and acknowledge the receipt.

Thanking you,

Yours faithfully,  
For VERITAS (INDIA) LIMITED

*Mukesh Tank*



(Mukesh Tank)  
Company Secretary

Encl: Scrutinizer Report dated October 1, 2015 received from JMJA & Associates LLP Company Secretaries

# JMJA & Associates LLP

Company Secretaries & Corporate Counsellors

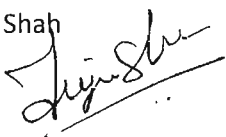
October 1, 2015

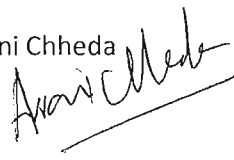
To,  
The Chairman  
Veritas (India) Limited  
701, Embassy Centre  
Nariman Point,  
Mumbai- 400 021

**Re: Scrutinizer's Report on voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20(3)(xi) of the Companies (Management & Administration) Rules, 2014**


We, JMJA & Associates LLP, Company Secretaries have been appointed by the Board of Directors of **M/s. Veritas (India) Limited** as Scrutinizer to conduct the voting by way of electronic means in accordance with Section 108 of the Companies Act, 2013 ('Act') read with Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014.

1. The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice of 30<sup>th</sup> Annual General Meeting of the Company. Our responsibility as the scrutinizer for the e-voting process is restricted to make a scrutinizer report of the vote cast in favour/ against the resolutions stated, based on the reports generated from the e-voting system provided by the Central Depository Services Limited (CDSL), the authorised agency to provide e-voting facilities, engaged by the Company for the purpose.
2. The members of the company as on cut -off date i.e. Tuesday, September 22, 2015 were entitled to vote on the resolutions (as set out in the notice of 30<sup>th</sup> Annual General Meeting of the company).
3. The e-voting period commenced on Friday, September 25, 2015 (10.00 a.m.) and ended on Monday, September 28, 2015 (5:00 p.m.).
4. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, after 5:00 pm on September 28, 2015, the CDSL portal was blocked for voting.
5. The votes cast were blocked in the presence of two witnesses CS Jigar Shah and Ms. Avani Chheda who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Name : Jigar Shah  
Signature: 

Name: Avani Chheda  
Signature: 



6. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them and nominal value of such shares. There were no shares with 

Malad Office: 410, Bldg No. 2, New Sonal Link Industrial Estate, Link Road, Near Navnit Motors, Malad (West), Mumbai – 400064

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Corp. Off. : Ground Floor, Jay Ambika Apt., Opp. Ambe Mata Temple, Carter Road No. 3, Borivali (E), Mumbai 400 066.

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differential voting rights in the Company hence there is no requirement of maintaining of the list of shares with differential voting rights.

7. None of the Members personally present have opted for voting through poll.
8. The details containing, *inter alia*, list of Equity share holders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com) and based on such reports generated, the result of the e-voting is as under:


Sr. No.	Resolution No. as given in the Notice of 30 <sup>th</sup> Annual General Meeting	Particulars of Votes Cast			
		Members Voting			
		No. of members voted	No. of votes Cast by them	% of total no. of votes cast	
<b>Ordinary Business</b>					
1	To receive, consider and adopt the financial statements for the financial year ended March 31, 2015, along with the reports of the Board of Directors and Auditors thereon <b>(Ordinary Resolution)</b>	Votes Cast in favour	6	16,926,600	100
		Votes Cast against	0	0	0
		Votes Cast invalid	0	0	0
		<b>Total</b>	6	16,926,600	100
<b>Result:</b> Out of 16,926,600 valid votes cast via e-voting 16,926,600, i.e. 100% votes were cast assenting to the <b>Ordinary Resolution</b> and hence, the resolution No. 1 is passed unanimously.					
2	To declare a dividend on Equity Shares. <b>(Ordinary Resolution)</b>	Votes Cast in favour	6	16,926,600	100
		Votes Cast against	0	0	0
		Votes Cast invalid	0	0	0
		<b>Total</b>	6	16,926,600	100
<b>Result:</b> Out of 16,926,600 valid votes cast via e-voting 16,926,600, i.e. 100% votes were cast assenting to the <b>Ordinary Resolution</b> and hence, the resolution No. 2 is passed unanimously.					
3	To appoint a Director in place of Mr. Nitin Kumar Didwania (DIN 00210289) who retires by rotation, and being eligible, offers himself for re-appointment. <b>(Ordinary Resolution)</b>	Votes Cast in favour	6	16,926,600	100
		Votes Cast against	0	0	0
		Votes Cast invalid	0	0	0



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		Total	6	16,926,600	100
<b>Result:</b> Out of 16,926,600 valid votes cast via e-voting 16,926,600, i.e. 100% votes were cast assenting to the <b>Ordinary Resolution</b> and hence, the resolution No. 3 is passed unanimously.					
4	To appoint Statutory Auditors M/s. Shabbir & Rita Associates LLP, Chartered Accountants, and to fix their remuneration <b>(Ordinary Resolution)</b>	Votes Cast in favour	6	16,926,600	100
		Votes Cast against	0	0	0
		Votes Cast Invalid	0	0	0
		<b>Total</b>	<b>6</b>	<b>16,926,600</b>	<b>100</b>
<b>Result:</b> Out of 16,926,600 valid votes cast via e-voting 16,926,600, i.e. 100% votes were cast assenting to the <b>Ordinary Resolution</b> and hence, the resolution No. 4 is passed unanimously.					

For JMJA & Associates LLP  
Company Secretaries



CS Mansi Damania  
Designated Partner  
FCS:7447 | COP: 8120



Place: Mumbai  
Date: October 1, 2015