

ROLCON

ENGINEERING COMPANY LIMITED

Regd. Office : P.B. No. 20
VITHAL UDYOGNAGAR
388 121
Vai. ANAND
Gujarat, India
CIN : L29259GJ1961PLC001439



Certi. No. : 04 100 067292

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Fax : (02692) 236480 / 236453
E-mail : rolcon@rolconengineering.com
Website : www.rolconengineering.com
PAN No. : AAA CR8759 G

RE/SEC/AGM/ /15-16

July 20, 2015

To,

BSE LTD
P. J. TOWERS,
25TH FLOOR, DALAL STREET,
BOMBAY-400001.

AHMEDABAD STOCK EXCHANGE
KAMDHENU COMPLEX,
PANJARA POLE,
NEAR POLYTECHNIC,
AHMEDABAD - 380 015.

Dear Sir/ Mam,

Ref.: Rolcon Engineering Co. Ltd (505807 / 50110)

Sub.: Disclosure of Voting Result of the Annual General Meeting of the company held on July 16, 2015 as per the requirement of Clause 35A of the equity Listing Agreement.

As per the requirement of Clause 35A of the Equity Listing Agreement, below are the details of the Voting Result at the Annual General Meeting of the Company as per the format prescribed under the said clause.

Details of voting Result:

Particular	Details
Date of Annual General Meeting	July 16, 2015
Total No. of shareholders on the Record Date Cut- off Date for E-voting : July 10, 2015	91
No. of shareholders present in the meeting either in person or through proxy:	
- promoter & promoter group	6
- public	7
No. of shareholders attended the meeting through video conferencing:	-



(Rol-Kobo Transmission Roller Conveyor Chains & Sprocket Wheels)
In collaboration with Messrs KOBODONGHUA GmbH & Co. KG, Germany.

Agenda -wise

Resolution- 1: Adoption of the Audited Financial Statements for the company's financial year ended March 31, 2015 and the Report of Board and the Auditors thereon.

Mode Of Voting: E-voting & Poll.

Resolution Required: Ordinary

Promoter/ Public	No. of share Held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favor	No. of votes against	% of votes in favor 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	357781	290005	81.06	290005	0	100	0
Public institutional Holders	135000	0	0	0	0	0	0
Public - Other	263219	36558	13.89	36558	0	100	0
Grand Total	756000	326563		326563			

Resolution- 2: Declaration of Dividend on Equity shares for the year ended March 31, 2015.

Mode Of Voting: E-voting & Poll.

Resolution Required: Ordinary

Promoter/ Public	No. of share Held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favor	No. of votes against	% of votes in favor 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	357781	290005	81.06	290005	0	100	0
Public institutional Holders	135000	0	0	0	0	0	0
Public - Other	263219	36558	13.89	36558	0	100	0
Grand Total	756000	326563		326563			



Resolution- 3: Re-appointment of Smt. Daksha S Amin.

Mode Of Voting: E-voting & Poll.

Resolution Required: Ordinary

Promoter/ Public	No. of share Held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favor	No. of votes against	% of votes in favor 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	357781	290005	81.06	290005	0	100	0
Public institutional Holders	135000	0	0	0	0	0	0
Public - Other	263219	36558	13.89	36558	0	100	0
Grand Total	756000	326563		326563			

Resolution- 4: To ratify the Appointment of Statutory Auditor & Fix their Remuneration for the year 2015-16.

Mode Of Voting: E-voting & Poll.

Resolution Required: Ordinary

Promoter/ Public	No. of share Held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favor	No. of votes against	% of votes in favor 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	357781	290005	81.06	290005	0	100	0
Public institutional Holders	135000	0	0	0	0	0	0
Public - Other	263219	36558	13.89	36558	0	100	0
Grand Total	756000	326563		326563			



Resolution- 5: Ratification of Appointment of Cost Auditor.

Mode Of Voting: E-voting & Poll.

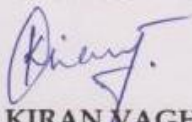
Resolution Required: Ordinary

Promoter/ Public	No. of share Held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favor	No. of votes against	% of votes in favor 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	357781	290005	81.06	290005	0	100	0
Public institutional Holders	135000	0	0	0	0	0	0
Public - Other	263219	36558	13.89	36558	0	100	0
Grand Total	756000	326563		326563			

Thanking you.

Yours faithfully,

For ROLCON ENGINEERING CO. LTD


(CS. KIRAN VAGHELA)
COMPANY SECRETARY



Encl.: As Above



Scrutinizer's Report


[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

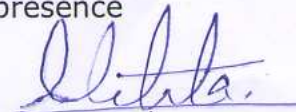
To,
The Chairman
48th Annual General Meeting of the Equity Shareholders of ROLCON ENGINEERING COMPANY LTD. held on Thursday, 16th July, 2015 at 3.00 p.m. at the Registered Office of the Company situated at Vitthal Udyognagar- 388121, Ta. & Dist. Anand, Gujarat, India.

Dear Sir

I Dinesh G. Bhimani, Proprietor of D. G. Bhimani & Associates, Company Secretaries having office at 207, Nathwani Chambers, Sardargunj, Anand - 388001 have been appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 48th Annual General Meeting of the Equity Shareholders of ROLCON ENGINEERING COMPANY LTD. held on Thursday, 16th July, 2015 at 3.00 p.m. at the Registered Office of the Company situated at Vitthal Udyognagar- 388121, Ta. & Dist. Anand, Gujarat, India submit my report as under:

1. The e-voting period commenced on 13th July, 2015 from 9.00 a.m. and concluded on 15th July, 2015 at 5.00 p.m. The e-voting services were provided by Central Depository Services Limited (CDSL).
2. The shareholders holding shares as on the cut-off date i.e. 10th July, 2015 were entitled to vote on the proposed resolutions (item No. 1 to 5 as set out in the Notice of 48th Annual General Meeting of the Company.
3. The votes were unblocked on 16th July, 2015 at 4.40 p.m. in the presence of two witness Mr. Harbinder T. Shreni, Chartered Accountant (26-27, Sardar Patel Society, Vallabh Vidyanagar - 388120) and Mr. Nirav K. Mehta Chartered Accountant (6, Ankur Society, Nr. NDDDB Wall, Anand - 388001) who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence


Name : CA Harbinder T. Shreni


Name : CA Nirav K. Mehta

4. The results of e-voting alongwith the list of shareholders who voted "For" and "Against" the below resolutions were downloaded from the E-voting website of CDSL.



The results of the e-voting are as under :

RESOLUTION NO. 1 – ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statements as at 31st March 2015 the reports of the Board & Auditors.

(i) Voted **in favour** of the resolution:

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
2	33408	100 %

(ii) Voted **against** the resolution:

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

RESOLUTION NO. 2 – ORDINARY RESOLUTION

To declare Dividend on Equity Shares.

(i) Voted **in favour** of the resolution:

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
2	33408	100 %

(ii) Voted **against** the resolution:

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



RESOLUTION NO. 3 – ORDINARY RESOLUTION

To appoint a Director in place of Smt. Daksha S. Amin who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
2	33408	100 %

(ii) Voted **against** the resolution:

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(i) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

RESOLUTION NO. 4 – ORDINARY RESOLUTION

To appoint auditor and fix their remuneration.

(i) Voted **in favour** of the resolution:

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
2	33408	100 %

(ii) Voted **against** the resolution:

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(i) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



RESOLUTION NO. 5 – ORDINARY RESOLUTION

To ratify remuneration payable to the Cost Auditors of the Company.

(i) Voted **in favour** of the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	293155	100%

(ii) Voted **against** the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (In person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	181240

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Chairman authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

For D. G. Bhimani & Associates

(Dinesh G. Bhimani)
Proprietor
C.P. No. 6628

Place : Anand
Date : 17.07.2015





SCRUTINIZER'S REPORT

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
48th Annual General Meeting of the Equity Shareholders of ROLCON ENGINEERING COMPANY LTD. held on 16th Day of July, 2015 at 3.00 PM on Thursday, at Vitthal Udyognagar- 388121, Ta. & Dist. Anand, Gujarat, India.

Dear Sir,

I Dinesh G. Bhimani, Proprietor of D. G. Bhimani & Associates, Company Secretaries having office at 207, Nathwani Chambers, Sardargunj, Anand - 388001 have been appointed as Scrutinizer for the purpose of the poll (Through ballot) taken on the below mentioned resolution(s), at the 48th Annual General Meeting of the Equity Shareholders of ROLCON ENGINEERING COMPANY LTD held on Thursday, 16th Day of July, 2015 at 3.00 PM at Vitthal Udyognagar- 388121, Ta. & Dist. Anand, Gujarat, India, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:



RESOLUTION NO. 1 – ORDINARY RESOLUTION

To receive, consider, approve and adopt the Audited Balance Sheet as at 31st March, 2015 and the Profit & Loss Account for the year ended 31st March, 2015 and the Report of the Board of Directors' and Auditors' thereon.

(i) Voted **in favour** of the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	293155	100%

(ii) Voted **against** the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (In person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	181240

RESOLUTION NO. 2 – ORDINARY RESOLUTION

To declare Dividend on Equity Shares.

(i) Voted **in favour** of the resolution:

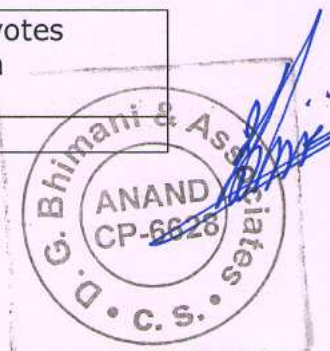
Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	293155	100%

(ii) Voted **against** the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (In person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	181240



RESOLUTION NO. 3 – ORDINARY RESOLUTION

To appoint a Director in place of Smt. Daksha S Amin who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	293155	100%

(ii) Voted **against** the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (In person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	181240

RESOLUTION NO. 4 – ORDINARY RESOLUTION

To appoint auditor and fix their remuneration.

(i) Voted **in favour** of the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	293155	100%

(ii) Voted **against** the resolution:

Number of members Present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) **Invalid** votes:

Total number of members (In person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	181240



RESOLUTION NO. 5 – ORDINARY RESOLUTION

To ratify remuneration payable to the Cost Auditors of the Company.

(i) Voted **in favour** of the resolution:

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
2	33408	100%

(ii) Voted **against** the resolution:

Number of members Voted electronically	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(i) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approve and sign the minutes of the 48th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours faithfully,

For D. G. Bhimani & Associates

(Dinesh G. Bhimani)
Proprietor
C.P. No. 6628

Place : Anand
Date : 17.07.2015

