



To,
Corporate Governance Department
Bombay Stock Exchange (SME Platform)
25th Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai - 400001.

Date: 13/08/2016

Sub ; Details regarding the Voting Result at the 9th Annual General Meeting held
on 12th August, 2016

Ref : 1) Script ID : "ULTRACAB" , Script Code: 538706

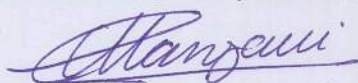
Dear Sir,

With the captioned subject, We hereby submit the details regarding the voting results at
the 9th Annual General Meeting (AGM) of the Company held on 12th August, 2016.

Name of the Company	ULTRACAB (INDIA) LIMITED
Date of AGM	12 th August, 2016
Total number of Shareholders on Cut of Date (5 th August, 2016)	224
No. of Shareholders present in AGM either in person or through proxy	15
Promoter and Promoter Group	5
Public	10
No. of shareholders attended the meeting through Video Conferencing	Not Provided

Thanking You.

For and on behalf of Board of Directors of
ULTRACAB (INDIA) LIMITED



CS Mayur Gangani

Company Secretary & Compliance Officer

**ULTRACAB (INDIA) LIMITED****Regd. Office :**

Survey No. 262, B/h. Galaxy Bearings Ltd.
Shapar (Veraval), Dist: Rajkot-360024. Gujarat, (India).
Tel. : +91 2827 - 253122 / 23. Fax : +91 2827 - 252725
E-Mail : info@ultracab.in
CIN No. : L31300GJ2007PLC052394

Corporate Office :

C-303, Imperial Heights, Opp. Big Bazar,
150 Ft. Ring Road, Rajkot-360005. Gujarat, (India).
Tel. : +91 281 - 2588236, 2588136
E-Mail : ho@ultracab.in
Web : www.ultracab.in, www.ultracabwires.com



**Result of the Electronic Voting and Poll on the Ordinary and Special business at the 9th Annual General Meeting of the Company held on Friday 12th August, 2016 at the Registered Office of the Company**

The Result of E-voting and poll of the 9th AGM, based on the report, received from CS Piyush Jethva, Practicing Company Secretary, scrutinizier, which is attached herewith, hereby announced the result of voting that all the resolution for the Ordinary & Special business as set out in Item no. 1 to 9 in the Notice of 9th Annual General Meeting of the Company have been passed by the requisite majority.

Item/ Agenda no.	Type of Business Ordinary / Special	Votes in favour of the Resolution		Votes Against the Resolution	
		Nos.	% of Votes in favour of Resolution	Nos.	% of Votes against the Resolution
1.	Ordinary	6604155	100%	0	0.00%
2.	Ordinary	6604155	100%	0	0.00%
3.	Ordinary	6604155	100%	0	0.00%
4.	Special	6604155	100%	0	0.00%
5.	Special	6604155	100%	0	0.00%
6.	Special	6604155	100%	0	0.00%
7.	Special	6604155	100%	0	0.00%
8.	Special	6604155	100%	0	0.00%
9.	Special	6604155	100%	0	0.00%

The Resolution for the Ordinary and Special business as set out in Item no. 1 to 9 of the Notice of 9th Annual General Meeting, duly approved by the members with requisite majority will be inserted in the Minutes Book of Annual General Meeting of the Company as part of the proceedings of the 9th AGM held on 12th August, 2016.

Thanking You.

For and on behalf of Board of Directors of
ULTRACAB (INDIA) LIMITED

CS Mayur Gangani

Company Secretary & Compliance Officer

Encls: Scrutinizer's Report on E-voting & Combined Report of E-Voting & Poll

ULTRACAB (INDIA) LIMITED**Regd. Office :**

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SCRUTINIZER'S REPORT ON E-VOTING

SCRUTINIZER'S REPORT

[E-VOTING]

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rule 2014]

To,
Chairman
Ultracab (India) Limited.
Survey No. 262
Behind Galaxy Bearing Ltd.,
Shapar (Veraval)
Rajkot-360002 (Gujarat)

I, CS PIYUSH JETHVA, Practising Company Secretary (Fellow Membership Number 6377), Rajkot was appointed as the Scrutinizer in connection with Annual General Meeting of the member of "ULTRACAB (INDIA) LIMITED" (hereinafter Called "Company") held on Friday, 12th August 2016 at 11.00 a.m. at Registered Office of the Company situated at Survey No. 262, Behind Galaxy Bearing Limited, Shapar (Veraval) Dist: Rajkot - Gujarat (India) for the purpose of scrutinizing the e-voting in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provision of the Companies Act, 2013 and sub-rule (xi) of Rule 20 of the Companies (Management and Administration) Rules 2014 on the resolution referred to in this report.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating the voting through electronic means on the resolution contained in Notice to the Annual General Meeting of the Shareholder of the Company. My Responsibility as a Scrutinizer for the e-voting process is restricted to make Scrutinizer report of the votes Cast "in Favour" or "Against" the resolution stated above, based on the report generated from e-voting system provided by National Depository Service (INDIA) Limited, the authorized entity to provide e-voting facilities, engaged by the Company.

Further to above, I submit my report as under

1. It is informed to us, the notice convening Annual General Meeting (AGM) along with explanatory statement under section 102 of the Companies Act, 2013 were sent to all the shareholders in respect of below mentioned resolution to pass at the Annual General Meeting of the company held on 12th August 2016.





SCRUTINIZER'S REPORT ON E-VOTING

2. The Company has provided e-voting facility offered by National Security Depository Limited for conducting e-voting by the shareholders of the Company. Further we are also duly registered with the National Security Depository Limited as a Scrutinizer.
3. The shareholder holding shares as on 05th August 2016 (cutoff date) were entitled to vote on the proposed resolution.
4. The e-voting period remained open from 9th August, 2016 (9:00 am) and ends on Thursday, 11th August, 2016 (5:00 pm).
5. The Votes were unblocked on 12th August 2016 around 2.10 p.m. in the presence of two witnesses, Ms. Janvi Davda residing at B-201, Dhahiri Apartment, 1-Vidya Nagar, Yagnik Road, Rajkot 360001 (Gujarat) India. AND Ms. Chandni Chhabariya, Popatpara, Street No. 13, Opp: Krishna Park, Rail Nagar, Rajkot 360001(Gujarat) India who are not in employment of the Company, they have signed confirmation of the votes being unblocked in their presence, Further No Shareholder have abstained from voting.
6. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E-voting website of <https://www.evoting.nsdl.com>
7. Based on such report downloaded/ generated from website as motioned above the e-voting result are as under.





SCRUTINIZER'S REPORT ON E-VOTING

Resolution No. 1

(Ordinary Business)

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st, March 2016 including audited Balance Sheet and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon

Result of Voting

Number of Members voted thorough electronic voting systems	Total Number of Vote Casted through electronic voting system	Number of votes cast in favour of resolution	Number of votes cast against resolution	Invalid Votes	% of total number of valid vote cast in favour of resolution
52	6481355	6481355	Nil	Nil	100 %

Resolution No. 2

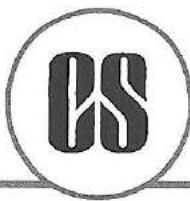
(Ordinary Business)

To consider, the appointment Mrs. Sangeetaben Vaghasiya (DIN: 06910845) as Director, who retires by rotation and being eligible, offers herself for re-appointment

Result of Voting

Number of Members voted thorough electronic voting systems	Total Number of Vote Casted through electronic voting system	Number of votes cast in favour of resolution	Number of votes cast against resolution	Invalid Votes	% of total number of valid vote cast in favour of resolution
52	6481355	6481355	Nil	Nil	100 %





SCRUTINIZER'S REPORT ON E-VOTING

Resolution No. 3

(Ordinary Business)

"RESOLVED THAT, pursuant to provisions of Section 139 and 142 of the Companies Act, 2013 and the Rules made there under M/s. J. A. Sheth & Associates, Chartered Accountants, Rajkot (Firm Registration No. : 119980W) be and hereby are appointed as Statutory Auditors of the Company to hold the office from the conclusion of the 9th Annual General Meeting till conclusion of 10th Annual General Meeting of the Company on such remuneration as mutually agreed between Board of Directors and auditor of the company.

Result of Voting

Number of Members voted thorough electronic voting systems	Total Number of Vote Casted through electronic voting system	Number of votes cast in favour of resolution	Number of votes cast against resolution	Invalid Votes	% of total number of valid vote cast in favour of resolution
52	6481355	6481355	Nil	Nil	100 %

Resolution No. 4

(Special Business)

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013 and subject to recommendation of the Nomination and Compensation Committee, and approval of the Board and as per Articles of Association of the Company, approval of the members of the Company be and is hereby accorded to the re-appointment of Mr. Nitesh Vaghasiya, as Chairman cum Managing Director of the Company with effect from April 1, 2016 to March 31, 2019, as well as the payment of salary, commission and perquisites (hereinafter referred to as "remuneration"), upon the terms and





SCRUTINIZER'S REPORT ON E-VOTING

conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or agreement in such manner as may be mutually agreed between Mr. Nitesh Vaghasiya and the Board of Directors

Result of Voting

Number of Members voted thorough electronic voting systems	Total Number of Vote Casted through electronic voting system	Number of votes cast in favour of resolution	Number of votes cast against resolution	Invalid Votes	% of total number of valid vote cast in favour of resolution
52	6481355	6481355	Nil	Nil	100 %

Resolution No. 5

(Special Business)

"RESOLVED THAT, pursuant to the provisions of section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions if any, M/s. J. A. Sheth & Associates, Chartered Accountants, Rajkot (Firm Registration No. : 119980W) be and hereby are appointed as Statutory Auditors of the Company to fill the Casual Vacancy caused by the resignation of M/s. R. Harsoda & Co., Chartered Accountants, (Firm Registration No. : 128513W) Rajkot. "RESOLVED FURTHER THAT,, M/s. J. A. Sheth & Associates, Chartered Accountants, Rajkot (Firm Registration No. :119980W) be and are hereby appointed as Statutory Auditors of the Company to hold office from 17th May,2016 until the conclusion of the 09th Annual General Meeting at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company."





SCRUTINIZER'S REPORT ON E-VOTING

Result of Voting

Number of Members voted thorough electronic voting systems	Total Number of Vote Casted through electronic voting system	Number of votes cast in favour of resolution	Number of votes cast against resolution	Invalid Votes	% of total number of valid vote cast in favour of resolution
52	6481355	6481355	Nil	Nil	100 %

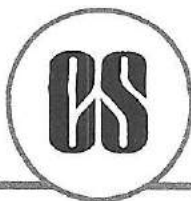
Resolution No. 6

(Special Business)

"RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, the Authorized Share Capital of the Company be and is hereby increased from existing Rs. 10,00,00,000 (Rupees Ten Crore) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10/- each to Rs. 15,00,00,000 (Rupees Fifteen Crore) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10/- each by creation of additional 50,00,000 (Fifty Lakh) Equity Shares of Rs. 10/- each ranking pari passu in all respect with the existing Equity Shares of the Company

Result of Voting

Number of Members voted thorough electronic voting systems	Total Number of Vote Casted through electronic voting system	Number of votes cast in favour of resolution	Number of votes cast against resolution	Invalid Votes	% of total number of valid vote cast in favour of resolution
52	6481355	6481355	Nil	Nil	100 %



SCRUTINIZER'S REPORT ON E-VOTING

Resolution No. 7 **(Special Business)**

"RESOLVED THAT pursuant to the provisions of Section 13, 61 and other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 framed there under (including any Statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Board of Directors of the Company be and is hereby accorded, subject to the approvals of shareholders in the General meeting, for substituting Clause V of the Memorandum of Association of the Company with the following clause:

- V. The Authorised Share Capital of the Company is Rs. 15,00,00,000 (Rupees Fifteen Crore) divided into 150,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10/- each with the rights, privileges and conditions attaching thereto as may be provided by the Articles of Association of the Company for the time being, with power to increase and reduce the capital of the Company and to divide the shares in the capital for the time being into several clauses and to attach thereto respectively such preferential, deferred, guaranteed, qualified or special rights, privileges and conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manners as may for the time being be provided by the Articles of Association of the Company.

RESOLVED FURTHER THAT, for the purpose of giving effect to the above said resolution, the Board of Directors of the Company, be and is hereby authorised to do all such acts, deeds, matters and things including filing of necessary forms/ documents with appropriate authorities and to execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto and to delegate all or any of its power herein conferred to its Directors of the Company





SCRUTINIZER'S REPORT ON E-VOTING

Result of Voting

Number of Members voted thorough electronic voting systems	Total Number of Vote Casted through electronic voting system	Number of votes cast in favour of resolution	Number of votes cast against resolution	Invalid Votes	% of total number of valid vote cast in favour of resolution
52	6481355	6481355	Nil	Nil	100 %

Resolution No. 8

(Special Business)

"Resolved

- (a) That in accordance with the provisions of Section 63 and other applicable provision of Companies Act, 2013, read with the Rule 14 of the Companies (Share Capital and Debenture) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ('the Regulations'), (as amended from time to time) the relevant provisions of Memorandum and the Articles of Association of the Company and subject to such approval(s) as may be necessary from any authority, and the recommendation of the Board of Directors (hereinafter referred to as 'The Board', which term shall be deemed to include any Committee of directors duly authorised in this behalf) of the Company and such permissions, sanctions and approvals as may be required in this regard, consent of the Members be and is hereby accorded to the Board for capitalizing such sum standing to the credit of Securities Premium Account of the Company or such other accounts as are permissible to be utilized for the purpose as may be considered necessary by the Board, as per the audited accounts of the Company as on 31st March 2016, for the purpose of issuance of bonus shares of Rs. 10/- (Rupees ten only) each,





SCRUTINIZER'S REPORT ON E-VOTING

credited as fully paid-up shares to and amongst the eligible Members of the Company whose names appear in the Register of the Members / beneficial holders of the Company as the holders of the Equity Shares of Rs. 10/- each in the Company on such date ('Record Date') as may be fixed in this regard by the Board, in the proportion of 1(One) Bonus Share of 10/- each for every existing 2 (Two) fully paid-up Equity Shares of Rs.10/- each held by such Members.

- (b) that the Board be and is hereby authorized to make appropriate adjustments on issue of bonus shares as aforesaid, to the outstanding options granted to the employees of the Company under Ultracab (India) Limited Employees Stock Option Scheme, 2016 of the Company pursuant to the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and amendments thereto from time to time, such that the exercise price for all outstanding options as on the 'Record Date' (as determined by the Board) (vested and unvested options, including lapsed and forfeited options available for reissue) shall be proportionately adjusted and the number of options which are available for grant and those already granted but not exercised as on 'record date' (as determined by the Board) shall be appropriately adjusted;
- (c) that the Bonus Shares so allotted shall rank pari passu in all respects with the fully paid Equity Shares of the Company as existing on the Record Date, save and except that they shall not be entitled to any dividend in respect of any financial year up to and including 31st March, 2016;
- (d) that the Bonus Shares so allotted shall be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company;
- (e) that no letter of allotment shall be issued in respect of the Bonus Shares but in the case of Members who hold Ordinary Shares (or opt to receive the Bonus Shares) in dematerialized form, the Bonus Shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participants and in the case of Members who hold Ordinary Shares in certificate form, the share certificates in respect of the Bonus Shares shall be dispatched, within the prescribed time limit;





SCRUTINIZER'S REPORT ON E-VOTING

- (f) that the Board be and is hereby authorised to take necessary steps for listing of such Bonus Shares on the Stock Exchange where the Ordinary Shares of the Company is listed, in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable guidelines, rules or regulations;
- (g) that for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things and give such directions as may be necessary or expedient, and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem fit or desirable and its decision shall be final and binding."

Result of Voting

Number of Members voted thorough electronic voting systems	Total Number of Vote Casted through electronic voting system	Number of votes cast in favour of resolution	Number of votes cast against resolution	Invalid Votes	% of total number of valid vote cast in favour of resolution
52	6481355	6481355	Nil	Nil	100 %

Resolution No. 9

"RESOLVED THAT pursuant to provisions laid down in Chapter XB of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 and other applicable provisions, if any, of the Companies Act 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, the consent of the members of the Company be and is hereby accorded for purpose of migration of the Company's Present listing from SME Platform of BSE Limited to the Main Board of BSE Limited.





SCRUTINIZER'S REPORT ON E-VOTING

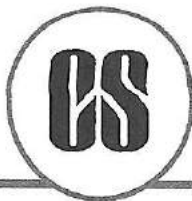
RESOLVED FURTHER THAT the Directors of the Company be and are hereby authorized jointly and severally to deal with any Government or semi-government authorities or any other concerned intermediaries including but not limited to Bombay Stock Exchange, Securities and Exchange Board of India, Registrar of Companies, to apply, modify, rectify and submit any application and/or related documents on behalf of the Company for the purpose of migration of the Company's present listing from SME Platform of BSE Limited to the Main Board of BSE Limited.

RESOLVED FURTHER THAT Directors of the Company be and are hereby authorized jointly and severally to do all such acts and things as may be necessary and expedient to give effect to the above resolution, on behalf of the Company

Result of Voting

Number of Members voted thorough electronic voting systems	Total Number of Vote Casted through electronic voting system	Number of votes cast in favour of resolution	Number of votes cast against resolution	Invalid Votes	% of total number of valid vote cast in favour of resolution
52	6481355	6481355	Nil	Nil	100 %





SCRUTINIZER'S REPORT ON E-VOTING

The Registers, all other papers and relevant documents relating to e-voting shall remain in our safe custody until the chairman consider, approve and sign minutes of said Annual General Meeting and the same are handed over to the company secretary for safe keeping.



Thanking You
PIYUSH JETHVA

PRACITISING COMPANY SECRETARY
FCS 6377 CP NO. 5452

Date: 13th August 2016
Place: Rajkot



SCRUTINIZER'S REPORT ON POLL

SCRUTINIZER'S REPORT FORM NO. MGT-13

[Voting by poll]

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

To,
Chairman
Ultracab (India) Limited.
Survey No. 262
Behind Galaxy Bearing Ltd.,
Shapar (Veraval)
Rajkot – 360002 (Gujarat)

Sub: In matter of 09th Annual General Meeting of M/s Ultracab (India) Limited held on 12th AUGUST 2016 at 11.00 a.m. at its registered office situated at Survey No. 262, Behind Galaxy Bearing Ltd., Shapar (Veraval), Rajkot – 360002 (Gujarat)

I, CS PIYUSH JETHVA, Practising Company Secretary (Fellow Membership Number 6377), Rajkot was appointed as the Scrutinizer for the purpose of poll taken in connection with Annual General Meeting of the member of "ULTRACAB (INDIA) LIMITED" (hereinafter Called "Company") held on Friday, 12th August, 2016 at 11.00 a.m. at Registered Office of the Company situated at Survey No. 262, Behind Galaxy Bearing Limited, Shapar (Veraval) Dist: Rajkot – Gujarat (India) for the purpose of scrutinizing the voting in a fair and transparent manner and ascertaining the requisite majority on voting carried out as per the provision of the Companies Act, 2013.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating the voting on the resolution contained in Notice to the Annual General Meeting of the Share holder of the Company. My Responsibility as a Scrutinizer for the voting process is restricted to make Scrutinizer report of the votes Cast "in Favour" or "Against" the resolution stated above, based on the valid polling paper in form MGT-12.





SCRUTINIZER'S REPORT ON POLL

I submit my report as under

1. After the time fixed for poll by the chairman, one ballot box kept for polling were locked in my presence.
2. The Locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll paper were reconciled with the records maintained and provided to us by company / Registrar and Transfer agent of the Company and the authorization/ Proxies lodged with the company.
3. I did not find any poll paper invalid.
4. No proxy forms are received by the company.

The Result for the poll is as under;

Resolution No. 1

(Ordinary Business)

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st, March 2016 including audited Balance Sheet and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon

Result of Voting

Number of Members voted thorough ballot paper	Total Number of Vote Casted through ballot paper	Number of votes cast in favour of resolution	Number of votes cast against resolution	Valid Votes	Invalid Votes	% of total number of valid vote cast in favour of resolution
3	122800	122800	NIL	122800	NIL	100 %





SCRUTINIZER'S REPORT ON POLL

Resolution No. 2

(Ordinary Resolution)

To **RESOLVED THAT** that Mrs. Sangeetaben Vaghasiya (DIN: 06910845), who retires as Director pursuant to the provisions of Section 152 of the Companies Act, 2013, be and is hereby re-appointed as a Director of the Company."

Result of Voting

Number of Members voted thorough ballot paper	Total Number of Vote Casted through ballot paper	Number of votes cast in favour of resolution	Number of votes cast against resolution	Valid Votes	Invalid Votes	% of total number of valid vote cast in favour of resolution
2	122800	122800	NIL	122800	NIL	100 %

Resolution No. 3

(Ordinary Resolution)

"**RESOLVED THAT**, pursuant to provisions of Section 139 and 142 of the Companies Act, 2013 and the Rules made thereunder M/s. J. A. Sheth & Associates, Chartered Accountants, Rajkot (Firm Registration No. : 119980W) be and hereby are appointed as Statutory Auditors of the Company to hold the office from the conclusion of the 9th Annual General Meeting till conclusion of 10th Annual General Meeting of the Company on such remuneration as mutually agreed between Board of Directors and auditor of the company.

Result of Voting

Number of Members voted thorough ballot paper	Total Number of Vote Casted through ballot paper	Number of votes cast in favour of resolution	Number of votes cast against resolution	Valid Votes	Invalid Votes	% of total number of valid vote cast in favour of resolution





SCRUTINIZER'S REPORT ON POLL

3	122800	122800	NIL	122800	NIL	100 %
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Resolution No. 4

(Special Business)

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof) read with Schedule- V of the Companies Act, 2013 and subject to recommendation of the Nomination and Compensation Committee, and approval of the Board and as per Articles of Association of the Company, approval of the members of the Company be and is hereby accorded to the re-appointment of Mr. Nitesh Vaghasiya, as Chairman cum Managing Director of the Company with effect from April 1, 2016 to March 31, 2019, as well as the payment of salary, commission and perquisites (hereinafter referred to as "remuneration"), upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or agreement in such manner as may be mutually agreed between Mr. Nitesh Vaghasiya and the Board of Directors

Result of Voting

Number of Members voted thorough ballot paper	Total Number of Vote Casted through ballot paper	Number of votes cast in favour of resolution	Number of votes cast against resolution	Valid Votes	Invalid Votes	% of total number of valid vote cast in favour of resolution
3	122800	122800	NIL	122800	NIL	100 %

Resolution No. 5

(Special Business)

"RESOLVED THAT, pursuant to the provisions of section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions if any, M/s. J. A. Sheth & Associates, Chartered Accountants, Rajkot (Firm



**SCRUTINIZER'S REPORT ON POLL**

Registration No. : 119980W) be and hereby are appointed as Statutory Auditors of the Company to fill the Casual Vacancy caused by the resignation of M/s. R. Harsoda & Co., Chartered Accountants, (Firm Registration No. : 128513W) Rajkot. "RESOLVED FURTHER THAT,, M/s. J. A. Sheth & Associates, Chartered Accountants, Rajkot (Firm Registration No. : 119980W) be and are hereby appointed as Statutory Auditors of the Company to hold office from 17th May, 2016 until the conclusion of the 09th Annual General Meeting at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company."

Result of Voting

Number of Members voted thorough ballot paper	Total Number of Vote Casted through ballot paper	Number of votes cast in favour of resolution	Number of votes cast against resolution	Valid Votes	Invalid Votes	% of total number of valid vote cast in favour of resolution
3	122800	122800	NIL	122800	NIL	100 %

Resolution No. 6

(Special Business)

"RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the rules framed there under, the Authorized Share Capital of the Company be and is hereby increased from existing Rs. 10,00,00,000 (Rupees Ten Crore) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10/- each to Rs. 15,00,00,000 (Rupees Fifteen Crore) divided into 1,50,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10/- each by creation of additional 50,00,000 (Fifty Lakh) Equity Shares of Rs. 10/- each ranking pari passu in all respect with the existing Equity Shares of the Company



**SCRUTINIZER'S REPORT ON POLL****Result of Voting**

Number of Members voted thorough ballot paper	Total Number of Vote Casted through ballot paper	Number of votes cast in favour of resolution	Number of votes cast against resolution	Valid Votes	Invalid Votes	% of total number of valid vote cast in favour of resolution
3	122800	122800	NIL	122800	NIL	100 %

Resolution No. 7

(Special Business)

"RESOLVED THAT pursuant to the provisions of Section 13, 61 and other applicable provisions of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 framed there under (including any Statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Board of Directors of the Company be and is hereby accorded, subject to the approvals of shareholders in the General meeting, for substituting Clause V of the Memorandum of Association of the Company with the following clause:

- V. The Authorised Share Capital of the Company is Rs. 15,00,00,000 (Rupees Fifteen Crore) divided into 150,00,000 (One Crore Fifty Lakh) Equity Shares of Rs. 10/- each with the rights, privileges and conditions attaching thereto as may be provided by the Articles of Association of the Company for the time being, with power to increase and reduce the capital of the Company and to divide the shares in the capital for the time being into several clauses and to attach the retrospectively such preferential, deferred, guaranteed, qualified or special rights, privileges and conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manners as may for the time being be provided by the Articles of Association of the Company.

RESOLVED FURTHER THAT, for the purpose of giving effect to the above said resolution, the Board of Directors of the Company, be and is hereby authorised to





SCRUTINIZER'S REPORT ON POLL

do all such acts, deeds, matters and things including filing of necessary forms/ documents with appropriate authorities and to execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto and to delegate all or any of its power herein conferred to its Directors of the Company

Result of Voting

Number of Members voted thorough ballot paper	Total Number of Vote Casted through ballot paper	Number of votes cast in favour of resolution	Number of votes cast against resolution	Valid Votes	Invalid Votes	% of total number of valid vote cast in favour of resolution
3	122800	122800	NIL	122800	NIL	100 %

Resolution No. 8

(Special Business)

"Resolved

- (a) That in accordance with the provisions of Section 63 and other applicable provision of Companies Act, 2013, read with the Rule 14 of the Companies (Share Capital and Debenture) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time), Chapter IX of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ('the Regulations'), (as amended from time to time) the relevant provisions of Memorandum and the Articles of Association of the Company and subject to such approval(s) as may be necessary from any authority, and the recommendation of the Board of Directors (hereinafter referred to as 'The Board', which term shall be deemed to include any Committee of directors duly authorised in this behalf) of the Company and such permissions, sanctions and approvals as may be required in this regard, consent of the Members be and is





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hereby accorded to the Board for capitalizing such sum standing to the credit of Securities Premium Account of the Company or such other accounts as are permissible to be utilized for the purpose as may be considered necessary by the Board, as per the audited accounts of the Company as on 31st March 2016, for the purpose of issuance of bonus shares of Rs. 10/- (Rupees ten only) each, credited as fully paid-up shares to and amongst the eligible Members of the Company whose names appear in the Register of the Members / beneficial holders of the Company as the holders of the Equity Shares of Rs. 10/- each in the Company on such date ('Record Date') as maybe fixed in this regard by the Board, in the proportion of 1(One) Bonus Share of 10/- each for every existing 2(Two) fully paid-up Equity Shares of Rs.10/- each held by such Members.

- (b) that the Board be and is hereby authorized to make appropriate adjustments on issue of bonus shares as aforesaid, to the outstanding options granted to the employees of the Company under Ultracab (India) Limited Employees Stock Option Scheme, 2016 of the Company pursuant to the Securities and Exchange Board of India(Share Based Employee Benefits) Regulations, 2014 and amendments thereto from time to time, such that the exercise price for all outstanding options as on the 'Record Date' (as determined by the Board) (vested and unvested options, including lapsed and forfeited options available for reissue) shall be proportionately adjusted and the number of options which are available for grant and those already granted but not exercised as on 'record date' (as determined by the Board) shall be appropriately adjusted;
- (c) that the Bonus Shares so allotted shall rank pari passu in all respects with the fully paid Equity Shares of the Company as existing on the Record Date, save and except that they shall not be entitled to any dividend in respect of any financial year up to and including 31st March, 2016;
- (d) that the Bonus Shares so allotted shall be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company;
- (e) that no letter of allotment shall be issued in respect of the Bonus Shares but in the case of Members who hold Ordinary Shares (or opt to receive the Bonus Shares) in dematerialized form, the Bonus Shares shall be credited to the





SCRUTINIZER'S REPORT ON POLL

respective beneficiary accounts of the Members with their respective Depository Participants and in the case of Members who hold Ordinary Shares in certificate form, the share certificates in respect of the Bonus Shares shall be dispatched, within the prescribed time limit;

- (f) that the Board be and is hereby authorised to take necessary steps for listing of such Bonus Shares on the Stock Exchange where the Ordinary Shares of the Company is listed, in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable guidelines, rules or regulations;
- (g) that for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things and give such directions as may be necessary or expedient, and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem fit or desirable and its decision shall be final and binding."

Result of Voting

Number of Members voted thorough ballot paper	Total Number of Vote Casted through ballot paper	Number of votes cast in favour of resolution	Number of votes cast against resolution	Valid Votes	Invalid Votes	% of total number of valid vote cast in favour of resolution
3	122800	122800	NIL	122800	NIL	100 %

Resolution No. 9

"RESOLVED THAT pursuant to provisions laid down in Chapter XB of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 and other applicable provisions, if any, of the Companies Act 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and the rules framed there under, including any amendment, modification, variation or re-enactment thereof, the consent of the members of the Company be and is hereby accorded for purpose of



**SCRUTINIZER'S REPORT ON POLL**

migration of the Company's Present listing from SME Platform of BSE Limited to the Main Board of BSE Limited.

RESOLVED FURTHER THAT the Directors of the Company be and are hereby authorized jointly and severally to deal with any Government or semi-government authorities or any other concerned intermediaries including but not limited to Bombay Stock Exchange, Securities and Exchange Board of India, Registrar of Companies, to apply, modify, rectify and submit any application and/or related documents on behalf of the Company for the purpose of migration of the Company's present listing from SME Platform of BSE Limited to the Main Board of BSE Limited.

RESOLVED FURTHER THAT Directors of the Company be and are hereby authorized jointly and severally to do all such acts and things as may be necessary and expedient to give effect to the above resolution, on behalf of the Company

Result of Voting

Number of Members voted thorough ballot paper	Total Number of Vote Casted through ballot paper	Number of votes cast in favour of resolution	Number of votes cast against resolution	Valid Votes	Invalid Votes	% of total number of valid vote cast in favour of resolution
3	122800	122800	NIL	122800	NIL	100 %

The Registers, all other papers and relevant documents relating to poll voting shall remain in our safe custody until the chairman consider, approve and sign minutes of said Annual General Meeting.

Thanking You
PIYUSH JETHVA
PRACITISING COMPANY SECRETARY
FCS 6377 CP NO. 5452

Date: 13th August, 2016
Place: Rajkot





COMBINED REPORT OF E-VOTING AND POLL PAPER

INFORMATION OF THE COMPANY

NAME OF THE COMPANY	ULTRACAB (INDIA) LIMITED
CORPORATE IDENTIFICATION NUMBER	L31300GJ2007PLC052394
ADDRESS OF THE COMPANY	SURVEY NO. 262, BEHIND GALAXY BEARING LTD., SHAPAR(VARAVAL), RAJKOT, GUJARAT INDIA - 360002
ISIN NUMBER	INE010R01015
SCRIP CODE	538706
DATE OF THE ANNUAL GENERAL MEETING	12 th August 2016

Sr. No.	Resolution	E-voting Mode			Poll Mode			Total		
		No. of Share Holder Voted	Votes Cast in Favor	Vote Cast Against	No. of Share Holder Voted	Votes Cast in Favor	Vote Cast Against	No. of Share Holder Voted	Votes Cast in Favor	Vote Cast Against
01	To Receive Consider and adopt the financial statement of the Company for the Financial year ended on 31 st March 2016 (Ordinary Resolution)	52	6481355	0	3	122800	0	55	6604155	0
02	To Appoint Mrs. Sangeeta Vaghasiya as Director, who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)	52	6481355	0	3	122800	0	55	6604155	0
03	To Appoint Statutory Auditor of the Company (Ordinary Resolution)	52	6481355	0	3	122800	0	55	6604155	0
04	To Reappoint Mr. Nitesh Vaghasiya as Managing Director cum Share Holder (Ordinary Resolution)	52	6481355	0	3	122800	0	55	6604155	0
05	To appoint Statutory Auditor to fill Causal Vacancy (Ordinary Resolution)	52	6481355	0	3	122800	0	55	6604155	0





COMBINED REPORT OF E-VOTING AND POLL PAPER

06	Increase in Authorised Capital of the Company (Ordinary Resolution)	52	6481355	0	3	122800	0	55	6604155	0
07	Alteration in Capital clause of Memorandum of Association (Special Resolution)	52	6481355	0	3	122800	0	55	6604155	0
08	Issue of Bonus Shares by capitalizing the Reserve (Ordinary Resolution)	52	6481355	0	3	122800	0	55	6604155	0
09	Migration from SME Platform of BSE Limited to Main Board of BSE Limited (Special Resolution)	52	6481355	0	3	122800	0	55	6604155	0



Thanking You
PIYUSH JETHVA

PRACITISING COMPANY SECRETARY
FCS 6377 CP NO. 5452

Date: 13th August 2016
Place: Rajkot