POLYPLEX

October 1, 2016

To

The Manager, Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, NSE Building Bandra Kurla Complex, Bandra East Mumbai 400 051 Scrip Code NSE: POLYPLEX	The Manager - Listing Department, BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street Fort, Mumbai 400 001 Scrip Code BSE : 524051

Dear Sir,

Subject: Voting Results of 31st Annual General Meeting (31st AGM) of the Company held on September 29, 2016 pursuant to regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the details of the Results of e-voting as well as poll conducted at the 31st AGM of the Company held on Thursday, September 29, 2016 at 11.00 a.m. and concluded at 12.15 p.m. at the registered office of the Company, Lohia Head Road, Khatima – 262308, District Udham Singh Nagar, Uttarakhand.

All the resolutions contained in the Notice dated August 11, 2016 of the 31st AGM of the Company were approved by the requisite majority of Shareholders through e-voting and poll conducted in this behalf.

Date of the AGM	September 29, 2016
Total number of shareholders on record date (i.e. September 22, 2016 Cut-off date for voting purpose)	12,867
Number of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	37 5 32 (Including 6 proxies)
Number of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Nil/ Not Applicable Nil/ Not Applicable
Number of Shareholders voted through e-voting: Promoters and Promoter Group: Public:	25 8 17

(Agenda-wise)

The Mode of Voting for all the Resolutions was:

(1) E-voting conducted between September 25, 2016 [9.00 AM] to September 28, 2015 [5.00 PM], and

(2) Poll conducted at venue of AGM.

Polyplex Corporation Limited
(CIN: L25209UR1984PLC011596)

40, New Mandakini, Greater Kailash-IV, New Delhi-110048
Board: +91.11.26270058
Registered Office Lohia Head Road, Khatima - 262308 Distt Udham Singh Nagar Uttarakhand India

Resolution 1	Adoption of Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2016 and the Reports of the Directors' and Auditors' thereon. **(Ordinary Resolution)**

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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	E- Voting	16001534	15997474	99.975%	15997474	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	Total	**16001534**	**15997474**	**99.975%**	**15997474**	**0**	**100.00%**	**0.00%**
Public – Institutional holders	E- Voting	2631203	2429839	92.347%	2429839	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	Total	**2631203**	**2429839**	**92.347%**	**2429839**	**0**	**100.00%**	**0.00%**
Public-Others#	E- Voting	13351863	3857	0.029%	3857	0	100.00%	0.00%
	Poll		8599	0.064%	8599	0	100.00%	0.00%
	Total	**13351863**	**12456**	**0.093%**	**12456**	**0**	**100.00%**	**0.00%**
Total		**31984600**	**18439769**	**57.652%**	**18439769**	**0**	**100.00%**	**0.00%**

Resolution 2	Declaration of Dividend @ Rs. 3.00 per share on Equity Shares for the Financial Year ended March 31, 2016. **(Ordinary Resolution)**

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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	E- Voting	16001534	15997474	99.975%	15997474	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	Total	**16001534**	**15997474**	**99.975%**	**15997474**	**0**	**100.00%**	**0.00%**
Public – Institutional holders	E- Voting	2631203	2429839	92.347%	2429839	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	Total	**2631203**	**2429839**	**92.347%**	**2429839**	**0**	**100.00%**	**0.00%**
Public-Others#	E- Voting	13351863	3857	0.029%	3857	0	100.00%	0.00%
	Poll		8599	0.064%	8599	0	100.00%	0.00%
	Total	**13351863**	**12456**	**0.093%**	**12456**	**0**	**100.00%**	**0.00%**
Total		**31984600**	**18439769**	**57.652%**	**18439769**	**0**	**100.00%**	**0.00%**

Resolution 3	Re-appointment of Mr. Sanjiv Chadha (DIN: 00356187) who retires by rotation and being eligible, offers himself for re-appointment. **(Ordinary Resolution)**

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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	E- Voting	16001534	15997474	99.975%	15997474	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	Total	**16001534**	**15997474**	**99.975%**	**15997474**	**0**	**100.00%**	**0.00%**
Public – Institutional holders	E- Voting	2631203	2429839	92.347%	2424961	4878	99.80%	0.20%
	Poll		0	0.000%	0	0	0.00%	0.00%
	Total	**2631203**	**2429839**	**92.347%**	**2424961**	**4878**	**99.80%**	**0.20%**
Public-Others#	E- Voting	13351863	3857	0.029%	3857	0	100.00%	0.00%
	Poll		8599	0.064%	8599	0	0.00%	0.00%
	Total	**13351863**	**12456**	**0.093%**	**12456**	**0**	**100.00%**	**0.00%**
Total		**31984600**	**18439769**	**57.652%**	**18434891**	**4878**	**99.97%**	**0.03%**

Resolution 4	Re-appointment of M/s. Lodha & Co., Chartered Accountants (Firm Registration Number: 301051E), as Auditors for the Financial Year 2016-2017. **(Ordinary Resolution)**

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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	E- Voting	16001534	15997474	99.975%	15997474	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	Total	**16001534**	**15997474**	**99.975%**	**15997474**	**0**	**100.00%**	**0.00%**
Public – Institutional holders	E- Voting	2631203	2429839	92.347%	2429839	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	Total	**2631203**	**2429839**	**92.347%**	**2429839**	**0**	**100.00%**	**0.00%**
Public-Others#	E- Voting	13351863	3857	0.029%	3857	0	100.00%	0.00%
	Poll		8599	0.064%	8599	0	100.00%	0.00%
	Total	**13351863**	**12456**	**0.093%**	**12456**	**0**	**100.00%**	**0.00%**
Total		**31984600**	**18439769**	**57.652%**	**18439769**	**0**	**100.00%**	**0.00%**

Resolution 5	Appointment of Mr. Ranjit Singh (DIN 01651357) as an Independent Director. **(Ordinary Resolution)**

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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	E- Voting	16001534	15997474	99.975%	15997474	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	Total	**16001534**	**15997474**	**99.975%**	**15997474**	**0**	**100.00%**	**0.00%**
Public – Institutional holders	E- Voting	2631203	2429839	92.347%	2429839	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	Total	**2631203**	**2429839**	**92.347%**	**2429839**	**0**	**100.00%**	**0.00%**
Public-Others#	E- Voting	13351863	3857	0.029%	3857	0	100.00%	0.00%
	Poll		8599	0.064%	8599	0	100.00%	0.00%
	Total	**13351863**	**12456**	**0.093%**	**12456**	**0**	**100.00%**	**0.00%**
Total		**31984600**	**18439769**	**57.652%**	**18439769**	**0**	**100.00%**	**0.00%**

Resolution 6	Ratification of remuneration to M/s. Sanjay Gupta & Associates (Firm Registration No. 000212), Cost Accountants as Cost Auditor for the Financial Year 2016-17. **(Ordinary Resolution)**

Promoter/Public	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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	E- Voting	16001534	15997474	99.975%	15997474	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	Total	**16001534**	**15997474**	**99.975%**	**15997474**	**0**	**100.00%**	**0.00%**
Public – Institutional holders	E- Voting	2631203	2429839	92.347%	2429839	0	100.00%	0.00%
	Poll		0	0.000%	0	0	0.00%	0.00%
	Total	**2631203**	**2429839**	**92.347%**	**2429839**	**0**	**100.00%**	**0.00%**
Public-Others#	E- Voting	13351863	3857	0.029%	3857	0	100.00%	0.00%
	Poll		8599	0.064%	8599	0	100.00%	0.00%
	Total	**13351863**	**12456**	**0.093%**	**12456**	**0**	**100.00%**	**0.00%**
Total		**31984600**	**18439769**	**57.652%**	**18439769**	**0**	**100.00%**	**0.00%**

 # Includes 61,100 number of equity shares in public category which are registered in favour of "Polyplex Corporation Limited-Unclaimed Suspense Account" on which voting rights are frozen pursuant to Regulation 39 (4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Report of Scrutinizer Mr. Ravi Sharma, Partner, RSM & Co. Company Secretaries, is also enclosed.

Thanking you,

Yours faithfully,
For Polyplex Corporation Limited

POLYPLEX CORPORATION LIMITED

A.K. Gurnani
Company Secretary
akgurnani@polyplex.com
Encl : as above.

R S M & CO.
Company Secretaries

D-63, JFF Complex, Jhandewalan, New Delhi 110055
Tel. 011-23623813, 9911919008
Email info@csrsm.com

SCRUTINIZER'S REPORT
[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015]

The Chairman
Polyplex Corporation Limited

31st Annual General Meeting of the Members of Polyplex Corporation Limited held on Thursday, the 29th September, 2016 at 11.00 A.M. at Lohia Head Road, Khatima, Distt.-Udham Singh Nagar, Uttarakhand-262308.

Dear Sir,

I, Ravi Sharma, Practising Company Secretary, appointed by the Board of Directors of the Company at the meeting held on 11th August, 2016 to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of scrutinizing the process of remote e-voting and voting at the 31st Annual General Meeting (AGM) of the Company in respect of the Resolutions for approval at the said AGM, do hereby submit my report as follows:-

1. All the Resolutions for approval at the AGM were transacted through remote e-voting and also voting at the AGM venue through ballot paper, for e-voting purpose the Board of Directors of the Company engaged the services of Karvy Computershare Private Limited ("KCPL").

2. Members whose names were recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. 22nd September 2016 were entitled to cast their votes by remote e-voting or voting at the AGM venue.

3. Voting through remote e-voting commenced at 9.00 a.m. on 25th September, 2016 and closed at 5.00 p.m. on 28th September, 2016 when remote e-voting was blocked by KCPL.

4. In respect of those Members present at the AGM who did not cast their votes by remote e-voting prior to the AGM, facility of physical voting through ballot papers was provided at the AGM venue.

5. After the conclusion of voting at the AGM venue, the votes cast through voting at the AGM venue and remote e-voting were unblocked on 29th September, 2016 at 12.45 P.M. in the presence of 2 (two) witnesses, Ms. Sonam Malkotia and Mr. Rajat Mishra neither of whom are in the employment of the Company.

6. Based on the reports generated from KCPL's e-voting website www.evoting.karvy.com and on the basis of physical voting done at the venue of AGM, which I have scrutinized, the consolidated results of voting are reported as under:

RSM & CO. CS New Delhi COMPANY SECRETARIES

ORDINARY BUSINESS

Item No. 1- Ordinary Resolution

ADOPTION OF STANDALONE AND CONSOLIDATED FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016 AND THE REPORTS' OF THE DIRECTORS' AND AUDITORS' THEREON.

Voted in favour/ against of the resolution	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	25	18431170	23	8599	48	18439769	100%
Voted against the resolution	0	0	0	0	0	0	0%
Total	**25**	**18431170**	**23**	**8599**	**48**	**18439769**	**100%**
Invalid Votes		0		9			9

Item No. 2 - Ordinary Resolution

FOR DECLARATION OF DIVIDEND @ RS. 3.00 PER SHARE ON EQUITY SHARES FOR THE FINANCIAL YEAR 2015-16

Voted in favour/ against of the resolution	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	25	18431170	23	8599	48	18439769	100%
Voted against the resolution	0	0	0	0	0	0	0%
Total	**25**	**18431170**	**23**	**8599**	**48**	**18439769**	**100%**
Invalid Votes		0		9			9

RSM & CO. CS New Delhi COMPANY SECRETARIES

Item No. 3 - Ordinary Resolution

RE- APPOINTMENT OF MR. SANJIV CHADHA (DIN: 00356187) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

	Remote e-voting		**Voting at the AGM venue**		**Consolidated voting results**		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	23	18426292	23	8599	46	18434891	99.97%
Voted against the resolution	2	4878	0	0	2	4878	0.03%
Total	**25**	**18431170**	**23**	**8599**	**48**	**18439769**	**100.00%**
Invalid Votes		0		9			9

Item No. 4 - Ordinary Resolution

RE-APPOINTMENT OF M/S. LODHA & CO., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NUMBER: 301051E), AS AUDITORS FOR THE FINANCIAL YEAR 2016- 17.

Voted in favour/ against of the resolution	**Remote e-voting**		**Voting at the AGM venue**		**Consolidated voting results**		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	25	18431170	23	8599	48	18439769	100%
Voted against the resolution	0	0	0	0	0	0	0%
Total	**25**	**18431170**	**23**	**8599**	**48**	**18439769**	**100%**
Invalid Votes		0		9			9

RSM & CO. CS New Delhi COMPANY SECRETARIES

SPECIAL BUSINESS

Item No. 5 - Ordinary Resolution

APPOINTMENT OF MR. RANJIT SINGH (DIN 01651357) AS AN INDEPENDENT DIRECTOR.

Voted in favour/ against of the resolution	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	25	18431170	23	8599	48	18439769	100%
Voted against the resolution	0	0	0	0	0	0	0%
Total	**25**	**18431170**	**23**	**8599**	**48**	**18439769**	**100%**
Invalid Votes		0		9			9

Item No. 6 - Ordinary Resolution

RATIFICATION OF REMUNERATION TO M/S SANJAY GUPTA & ASSOCITES (FIRM REGISTRATION NO 000212), COST ACCOUNTANTS AS COST AUDITOR FOR THE FINANCIAL YEAR 2016-17.

Voted in favour/ against of the resolution	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total Number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	25	18431170	23	8599	48	18439769	100%
Voted against the resolution	0	0	0	0	0	0	0%
Total	**25**	**18431170**	**23**	**8599**	**48**	**18439769**	**100%**
Invalid Votes		0		9			9

All the Resolutions stand passed under e-voting and poll with the requisite majority.

RSM & CO. CS New Delhi COMPANY SECRETARIES

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company.

The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

Thanking you
Yours Sincerely

RSM & CO. CS New Delhi COMPANY SECRETARIES

RAVI SHARMA
SCRUTINIZER
C. P. NO. 3666
PARTNER, RSM & CO., COMPANY SECRETARIES,
NEW DELHI

Date : 01.10.2016
Place : New Delhi

For POLYPLEX CORPORATION LIMITED

.....

Signed by Shri. _____
Chairman of the Meeting
Or Authorized representative of Chairman of the meeting

1-10-2016
Ashok Kumar Gurnani
Company Secretary
Place: NOIDA

We the undersigned have witnessed that the votes cast through remote e-voting and voting through ballot at the AGM venue were unblocked in our presence on 29th September, 2016 at 12.45 P.M

Name: Sonam Malkotia
Address: D-63, JFF Complex,
Jhandewalan, New Delhi 110055

Name: Rajat Mishra
Address: D-63, JFF Complex,
Jhandewalan, New Delhi 110055