

**Outcome of 25th Annual General Meeting of the Shareholders
of the Company - Under Clause 35A of the Listing Agreement**

Sl. No.	Description	Particulars
1.	Date of the 25 th Annual General Meeting	26 th September, 2015
2.	Total number of shareholders on record date	15,992 Equity Shareholders (As on September 19, 2015 cut-off date for e-voting)
3.	No. of Shareholders present in the meeting either in person or through proxy :	
	a. Promoters and Promoters Group	3 (Three)
	b. Public	87 (Eighty Seven) Includes : 71 (Seventy One) Members personally present, 13 (Thirteen) by way of Proxies, 1 (One) by way of Section 113 of the Companies Act, 2013.
4.	No. of Shareholders attended the meeting through video conferencing	
	a. Promoters and Promoters Group	Not Applicable
	b. Public	



Details of the Agenda (1): To receive, consider and adopt the audited financial statement for the financial year ended on 31st March, 2015, and the reports of the Directors and Auditors thereon.

Resolution required : Ordinary

Mode of voting : Poll and E-voting

Promoter/Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding Shares	No of Votes - in Favour	No of Votes - in 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
Resolution - 1							
Mode of Voting : (E-voting)							
Promoter and Promoter Group	40097868	40097868	100.00	40097868	0	100.000	0.000
Public Institutional Holders	0	0	0.00	0	0	0.000	0.000
Public-Others	4966	4966	100.00	4936	30	99.400	0.600
Total (A)	40102834	40102834	100	40102804	30	99.999	0.001
Mode of Voting : (Poll)							
Promoter and Promoter Group	0	0	0.00	0	0	0.000	0.000
Public Institutional Holders	0	0	0.00	0	0	0.000	0.000
Public-Others	1014354	1014354	100.00	1014354	0	100.000	0.000
Total (B)	1014354	1014354	100.00	1014354	0	100.00	0.000
Total (A+B)	41117188	41117188	100.00	41117158	30	99.999	0.001



Details of the Agenda (2): To declare dividend on Preference Shares.

Resolution required : Ordinary

Mode of voting : Poll and E-voting

Promoter/Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding Shares	No of Votes - in Favour	No of Votes - in 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
Resolution - 2							
Mode of Voting : (E-voting)							
Promoter and Promoter Group	40097868	40097868	100.00	40097868	0	100.00	0.00
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	4966	4966	100.00	3516	1450	70.80	29.20
Total (A)	40102834	40102834	100.00	40101384	1450	99.996	0.004
Mode of Voting : (Poll)							
Promoter and Promoter Group	0	0	0	0	0	0	0
Public Institutional Holders	0	0	0	0	0	0	0
Public-Others	1014354	1014354	100.00	1014354	0	100.00	0.00
Total (B)	1014354	1014354	100.00	1014354	0	100.00	0.00
Total (A+B)	41117188	41117188	100.00	41115738	1450	99.996	0.004



Details of the Agenda (3): To declare dividend on Equity Shares.

Resolution required : Ordinary

Mode of voting : Poll and E-voting

Promoter/Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding Shares	No of Votes - in Favour	No of Votes - in 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
Resolution - 3							
Mode of Voting : (E-voting)							
Promoter and Promoter Group	40097868	40097868	100.00	40097868	0	100.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	4966	4966	100.00	4936	30	99.395	0.604
Total (A)	40102834	40102834	100.00	40102804	30	99.999	0.001
Mode of Voting : (Poll)							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	1014354	1014354	100.00	1014354	0	100.00	0.00
Total (B)	1014354	1014354	100.00	1014354	0	100.00	0.00
Total (A+B)	41117188	41117188	100.00	41117158	30	99.999	0.001



Details of the Agenda (4): To appoint a Director in place of Mr. Sunil J. Pathare (DIN 00192182), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Resolution required : Ordinary

Mode of voting : Poll and E-voting

Promoter/Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding Shares	No of Votes - in Favour	No of Votes - in 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
Resolution - 4							
Mode of Voting : (E-voting)							
Promoter and Promoter Group	40097868	40097868	100.00	40097868	0	100.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	4966	4966	100.00	4936	30	99.395	0.604
Total (A)	40102834	40102834	100.00	40102804	30	99.999	0.001
Mode of Voting : (Poll)							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	1014354	1014354	100.00	1014354	0	100.00	0.00
Total (B)	1014354	1014354	100.00	1014354	0	100.00	0.00
Total (A+B)	41117188	41117188	100.00	41117158	30	99.999	0.001



Details of the Agenda (5): To appoint Auditors and fix their remunerations.

Resolution required : Special

Mode of voting : Poll and E-voting

Promoter/Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding Shares	No of Votes - in Favour	No of Votes - in 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
Resolution - 5							
Mode of Voting : (E-voting)							
Promoter and Promoter Group	40097868	40097868	100.00	40097868	0	100.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	4966	4966	100.00	4936	30	99.396	0.604
Total (A)	40102834	40102834	100.00	40102804	30	99.999	0.001
Mode of Voting : (Poll)							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	1014354	1014354	100.00	1014354	0	100.00	0.00
Total (B)	1014354	1014354	100.00	1014354	0	100.00	0.00
Total (A+B)	41117188	41117188	100.00	41117158	30	99.999	0.001



Details of the Agenda (6): Appointment of Mrs. Meher Castelino (DIN 07121874) as an Independent Director.

Resolution required : Ordinary

Mode of voting : Poll and E-voting

Promoter/Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding Shares	No of Votes - in Favour	No of Votes - in 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
Resolution - 6							
Mode of Voting : (E-voting)							
Promoter and Promoter Group	40097868	40097868	100.00	40097868	0	100.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	4966	4966	100.00	4936	30	99.396	0.604
Total (A)	40102834	40102834	100.00	40102804	30	99.999	0.001
Mode of Voting : (Poll)							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	1014354	1014354	100.00	1014354	0	100.00	0.00
Total (B)	1014354	1014354	100.00	1014354	0	100.00	0.00
Total (A+B)	41117188	41117188	100.00	41117158	30	99.999	0.001



Details of the Agenda (7): To alter the Articles of Association of the Company.

Resolution required : Special

Mode of voting : Poll and E-voting

Promoter/Public	No of Shares held	No of Votes Polled	% of Votes polled on Outstanding Shares	No of Votes - in Favour	No of Votes - in 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
Resolution - 7							
Mode of Voting : (E-voting)							
Promoter and Promoter Group	40097868	40097868	100.00	40097868	0	100.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	4966	4966	100.00	4061	905	81.776	18.224
Total (A)	40102834	40102834	100.00	40101929	905	99.998	0.002
Mode of Voting : (Poll)							
Promoter and Promoter Group	0	0	0.00	0	0	0.00	0.00
Public Institutional Holders	0	0	0.00	0	0	0.00	0.00
Public-Others	1014354	1014354	100.00	1014354	0	100.00	0.00
Total (B)	1014354	1014354	100.00	1014354	0	100.00	0.00
Total (A+B)	41117188	41117188	100.00	41116283	905	99.998	0.002





RAKESH SANGHANI

Practising Company Secretary

Office : 26, Orchid Plaza, Nr. Ravindra Hotel, In Movie Gem, (Rajshree Talkies) Bldg. R. T Road, Dahisar (East),
Mumbai - 68. Tel. : 022 - 28978414 Mobile : 9819153111• E-mail : rakeshsanghani@gmail.com

CONSOLIDATED SCRUTINIZERS' REPORT

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of 25th Annual General Meeting of the Members of MAXWELL INDUSTRIES LIMITED held on Saturday, September 26, 2015 at 11.00 a.m. at The All India Plastic Manufactures' Association Auditorium, Plot No. A-52, Road No. 1, MIDC, Marol, Andheri (East), Mumbai – 400 093, Maharashtra, India.

Sub: Consolidated Scrutinizers' Report.

Ref: 25th Annual General Meeting of members of Maxwell Industries Limited.

Dear Sir,

At the 25th Annual General Meeting ('AGM') of Maxwell Industries Limited ('the Company') held on Saturday, September 26, 2015, the Chairman of the meeting had call for a Poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the poll process. The Chairman had appointed:

- 1). Undersigned, Mr. Rakesh Sanghani, Practising Company Secretary and;
- 2). Mr. Jagdish L. Naik, member of the Company, Client ID /DP ID No.: 301774107717

as the Scrutinizers for the poll as per the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 conducted at the AGM. A separate Scrutinizers' report dated: September 26, 2015, on results of voting through poll at AGM has been issued.

The Company had appointed undersigned, Mr. Rakesh Sanghani, Practising Company Secretary as Scrutinizer for the remote electronic voting (remote e-voting) held between Wednesday, September 23, 2015 (10.00 a.m.) to Friday, September 25, 2015 (5.00 p.m.) as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

The Company had appointed M/s. Central Depository Services (India) Limited ('CDSL') as the Service Provider, for extending the facility of remote e-voting to the Shareholders of the Company from Wednesday, September 23, 2015 (10.00 a.m.) to Friday, September 25, 2015 (5.00 p.m.). A separate Scrutinizers' report dated September 26, 2015 on results of voting through remote e-voting has been issued.



I submit herewith consolidated Scrutinizers' Report on the results of voting through remote e-voting together with that of the Poll as under:

Item No. 1:-

Ordinary Resolution to receive, consider and adopt the audited financial statement for the financial year ended on March 31, 2015 and the reports of the Directors and Auditors thereon:

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
97	41,117,158	100.000%

ii). Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	30	0.000%

iii). **Invalid** votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	16

Item No. 2:-

Ordinary Resolution to declare dividend on Preference Shares:

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
96	41,115,738	99.997%



ii). Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	1,450	0.003%

iii). **Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	16

Item No. 3:-

Ordinary Resolution to declare dividend on Equity Shares:

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
97	41,117,158	100.000%

ii). Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	30	0.000%

iii). **Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	16



Item No. 4:-

Ordinary Resolution to appoint a Director in place of Mr. Sunil J. Pathare (DIN 00192182), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment:

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
97	41,117,158	100.000%

ii). Voted **against** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	30	0.000%

iii). **Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	16

Item No. 5:-

Ordinary Resolution to appoint M/s. Attar & Co., Chartered Accountants as Statutory Auditors of the Company and fix their remunerations:

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
97	41,117,158	100.000%



ii). Voted against of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	30	0.000%

iii). Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	16

Item No. 6:-

Ordinary Resolution for appointment of Mrs. Meher Castlino (DIN: 07121874) as an Independent Director of the Company, not liable to retire by rotation and to hold office for 5 (five) consecutive years:

i). Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
97	41,117,158	100.000%

ii). Voted against of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	30	0.000%

iii). Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	16



Item No. 7:-

Special Resolution to alter the Articles of Association of the Company:

i). Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
96	41,116,283	99.998%

ii). Voted against of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
2	905	0.002%

iii). Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
4	16

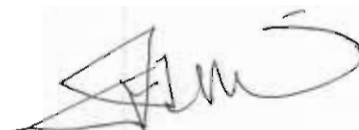
Thanking You,
Yours faithfully,



Rakesh Sanghani
Practicing Company Secretary
Membership No. 7647
CP: 6302

Place: Mumbai
Date: September 26, 2015

RAKESH SANGHANI
COMPANY SECRETARY
FCS: 7647 CP No. 6302



Counter signed by the Chairman of AGM

