

Pursuant to clause 31 and other applicable provisions of the Listing Agreement, we wish to submit the Outcome of the 29th Annual General Meeting of the Company duly convened on 28th September, 2015 at the Registered Office of the company located at Sohan Nagar, P.O. Charubeta, Khatima- 262308, District Udham Singh Nagar, Uttarakhand.

Pursuant to the requirements of Section 108 of the Companies Act, 2013 and clause 35B of the Listing Agreement, the Company had provided electronic voting facility from 25th September, 2015 to 27th September, 2015 and during the AGM Poll was conducted for the purpose of passing resolutions

The following resolution were passed by remote e-voting and by poll at the AGM venue:

Ordinary Business:

1. Adoption of Audited Balance Sheet as on 31st March 2015 and the Profit and Loss account for the year ended on that date together with the reports of Directors and Auditors thereon.
2. Re-appointment of Mr. Pradeep Kumar Rustagi (DIN 00879345) who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of S.R. Baltiboi & Co. LLP (Regn No. 301003E) as Statutory Auditors of the Company and fixation of their remuneration.

Special Business:

As Ordinary Resolution

4. Appointment of Mr. Sandeep Dinodia (DIN 00005395) as Independent Director of the Company
5. Ratification of remuneration fixed for Cost Auditor (Regn. No. 00026) of the Company

As Special Resolution

6. Re-appointment of Mr. Ayush Vardhan Singhania as Group Leader-Marketing & Business Development.
7. Modification in terms and conditions of appointment Mr. Jai Vardhan Singhania as Group Leader-Business Planning & Support.

Above resolutions have been duly passed with requisite majority by the shareholders.

Combined Report for E-voting and voting by poll, as submitted by Mr. Akash Jain, appointed as Scrutinizer for the purpose of voting, is attached herewith.

AKASH JAIN
Practicing Company Secretary



A-75/1,(Basement) Lajpat Nagar-1, New Delhi-110024
Email: cs.akashjain@gmail.com Mob.: +91 9997807272

Date: 30.09.2015

**COMBINED SCRUTINIZER'S REPORT FOR E-VOTING & POLL CARRIED OUT FOR
ESTER INDUSTRIES LIMITED**

To,
The Chairman,
29th Annual General Meeting of ESTER INDUSTRIES LIMITED
Sohan Nagar, P.O. Charubeta,
Khatima-262308,
District Udham Singh Nagar, Uttarakhand.

Dear Sir,

Sub: Passing of Resolution(s) through electronic AND poll conducted at the 29th AGM of Ester Industries Limited (the company) held on 28th September 2015

Pursuant to the Resolution Passed by the Board of Ester Industries Limited (hereinafter referred to as the "Company") on 27th July 2015 I have been appointed as the Scrutinizer for the e-voting process as mentioned under clause (ix) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014 and the chairman of the 29th Annual General Meeting(AGM) has appointed me as scrutinizer for Poll held at the 29th AGM of the company on September 28, 2015.

The Company has appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from September 25, 2015 at 09:00 A.M. to September 27, 2015 at 5:00 P.M. MAS Services Limited is the Registrar and Share Transfer Agent (RTA) for the Company. On September 29, 2015, after the counting of the votes cast at the 29th annual meeting, the vote cast through e-voting facility was duly unblocked by me as a scrutinizer in the presence of Mr. Brajesh Yadav and Mr. Gaurav Kumar who acted as witnesses, as prescribed in Sub rule 4(xii) of the said Rule 20. I have issued separate Scrutinizer's Report dated September 30, 2015 for the e-voting.

At the 29th AGM of the Company held on September 28, 2015, the Chairman of the company had suo-motto called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as scrutinizer for the same. I have issued separate Scrutinizer's Report in Form MGT-13 dated September 30, 2015 for the poll.

Akash Jain

AKASH JAIN
Practicing Company Secretary



A-75/1,(Basement) Lajpat Nagar-1, New Delhi-110024
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I now submit a Scrutinizer's Report containing the following results for every resolution under **E-voting & Physical Poll** voting at 29th AGM of the company:

RES ID	TYPE OF RESOLUTION	RESOLUTION	RESOLUTION PASSED/ NOT PASSED
1	ORDINARY RESOLUTION	TO RECEIVE, CONSIDER AND ADOPT THE AUDITED BALANCE SHEET AS ON 31ST MARCH 2015 AND THE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE REPORTS OF DIRECTORS AND AUDITORS THEREON	PASSED WITH REQUISITE MAJORITY
2	ORDINARY RESOLUTION	TO APPOINT A DIRECTOR IN PLACE OF MR. PRADEEP KUMAR RUSTAGI (DIN 00879345) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT	PASSED WITH REQUISITE MAJORITY
3	ORDINARY RESOLUTION	RATIFICATION OF APPOINTMENT OF M/S. S.R. BATLIBOI & CO. LLP (REGN NO. 301003E), CHARTERED ACCOUNTANTS, AS STATUTORY AUDITORS OF THE COMPANY	PASSED WITH REQUISITE MAJORITY
4	ORDINARY RESOLUTION	APPOINTMENT OF MR. SANDEEP DINODIA AS AN INDEPENDENT DIRECTOR OF THE COMPANY	PASSED WITH REQUISITE MAJORITY
5	ORDINARY RESOLUTION	RATIFICATION OF REMUNERATION FIXED FOR COST AUDITOR OF THE COMPANY	PASSED WITH REQUISITE MAJORITY
6	SPECIAL RESOLUTION	RE-APPOINTMENT OF MR. AYUSH VARDHAN SINGHANIA AS GROUP LEADER – MARKETING & BUSINESS DEVELOPMENT	PASSED WITH REQUISITE MAJORITY
7	SPECIAL RESOLUTION	MODIFICATION IN TERMS AND CONDITIONS OF APPOINTMENT OF MR. JAI VARDHAN SINGHANIA AS GROUP LEADER – BUSINESS PLANNING AND SUPPORT	PASSED WITH REQUISITE MAJORITY

A consolidated detailed voting is given as an Annexure to this report.

I hereby confirm that I am maintaining the Registers in respect of the votes cast through e-voting and Poll by the shareholders of the company. I shall be arranging to hand over these records to you or such other person as authorised by you.

Akash Jain

AKASH JAIN
Practicing Company Secretary



A-75/1,(Basement) Lajpat Nagar-1,, New Delhi-110024
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You may accordingly declare the result of the voting as all the resolutions passed with the requisite majority.

Thanking you,

Yours Faithfully,
For M/s Akash Jain,
Company Secretaries

Akash Jain
Proprietor
C.P. No.9432
Place : NOIDA
Encl.: As Above



Countersigned By:

For Ester Industries Limited

Dinesh
Diwaker Dinesh
Company Secretary
Membership No. A22282

Annexure

RESOLUTION 1 : ORDINARY RESOLUTION- To receive, consider and adopt the Audited Balance Sheet as on 31st March 2015 and the Profit and Loss account for the year ended on that date together with the reports of Directors and Auditors thereon

S.No.	Particulars	Number of Members voted		Total	Number of Votes cast by them		Total	% of Total Number of valid Votes Cast
		E-Voting	Poll (in person or by proxy)		E-Voting	Poll (in person or by proxy)		
i)	Votes in favour of the Resolution	17	35	52	3,08,647	6,56,71,151	6,59,79,798	100.00%
ii)	Votes in against of the Resolution	1	-	1	100	-	100	0.00%
	TOTAL	18	35	53	3,08,747	6,56,71,151	6,59,79,898	100%
		Members Voted			Total Number of Votes cast by them			
iii)	Invalid Votes	-	-	-	-	-	-	-
	RESULT	PASSED WITH REQUISITE MAJORITY						

RESOLUTION 2 : ORDINARY RESOLUTION- To appoint a Director in place of Mr. Pradeep Kumar Rustagi (DIN 00879345) who retires by rotation and being eligible, offers himself for re-appointment

S.No.	Particulars	Number of Members voted		Total	Number of Votes cast by them		Total	% of Total Number of valid Votes Cast
		E-Voting	Poll (in person or by proxy)		E-Voting	Poll (in person or by proxy)		
i)	Votes in favour of the Resolution	17	35	52	3,08,647	6,56,71,151	6,59,79,798	100.00%
ii)	Votes in against of the Resolution	1	-	1	100	-	100	0.00%
	TOTAL	18	35	53	3,08,747	6,56,71,151	6,59,79,898	100%
		Members Voted			Total Number of Votes cast by them			
iii)	Invalid Votes	-	-	-	-	-	-	-
	RESULT	PASSED WITH REQUISITE MAJORITY						

RESOLUTION 3 : ORDINARY RESOLUTION- Ratification of Appointment of M/s. S.R. Batliboi & Co. LLP (Regn No. 301003E), Chartered Accountants, as Statutory Auditors of the Company

S.No.	Particulars	Number of Members voted		Total	Number of Votes cast by them		Total	% of Total Number of valid Votes Cast
		E-Voting	Poll (in person or by proxy)		E-Voting	Poll (in person or by proxy)		
i)	Votes in favour of the Resolution	17	35	52	3,08,647	6,56,71,151	6,59,79,798	100.00%
ii)	Votes in against of the Resolution	-	-	-	-	-	-	0.00%
	TOTAL	17	35	52	3,08,647	6,56,71,151	6,59,79,798	100%
		Members Voted			Total Number of Votes cast by them			
iii)	Invalid Votes	-	-	-	-	-	-	-
	RESULT	PASSED WITH REQUISITE MAJORITY						

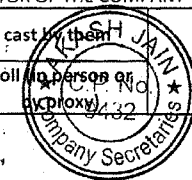
RESOLUTION 4 : ORDINARY RESOLUTION- APPOINTMENT OF MR. SANDEEP DINODIA AS AN INDEPENDENT DIRECTOR OF THE COMPANY

S.No.	Particulars	Number of Members voted		Total	Number of Votes cast by them		Total	% of Total Number of valid Votes Cast
		E-Voting	Poll (in person or by proxy)		E-Voting	Poll (in person or by proxy)		
i)	Votes in favour of the Resolution	17	35	52	3,08,647	6,56,71,151	6,59,79,798	100.00%
ii)	Votes in against of the Resolution	1	-	1	100	-	100	0.00%
	TOTAL	18	35	53	3,08,747	6,56,71,151	6,59,79,898	100%
		Members Voted			Total Number of Votes cast by them			
iii)	Invalid Votes	-	-	-	-	-	-	-
	RESULT	PASSED WITH REQUISITE MAJORITY						

RESOLUTION 5 : ORDINARY RESOLUTION- RATIFICATION OF REMUNERATION FIXED FOR COST AUDITOR OF THE COMPANY

S.No.	Particulars	Number of Members voted		Total	Number of Votes cast by them		Total	% of Total Number of valid Votes Cast
		E-Voting	Poll (in person or by proxy)		E-Voting	Poll (in person or by proxy)		

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i)	Votes in favour of the Resolution	17	35	52	3,08,647	6,56,71,151	6,59,79,798	100.00%
ii)	Votes in against of the Resolution	-	-	-	-	-	-	0.00%
	TOTAL	17	35	52	3,08,647	6,56,71,151	6,59,79,798	100%
		Members Voted			Total Number of Votes cast by them			
iii)	Invalid Votes	-	-	-	-	-	-	-
	RESULT	PASSED WITH REQUISITE MAJORITY						

RESOLUTION 6 : ORDINARY RESOLUTION- RE-APPOINTMENT OF MR. AYUSH VARDHAN SINGHANIA AS GROUP LEADER – MARKETING & BUSINESS DEVELOPMENT

S.No.	Particulars	Number of Members voted		Total	Number of Votes cast by them		Total	% of Total Number of valid Votes Cast
		E-Voting	Poll (in person or by proxy)		E-Voting	Poll (in person or by proxy)		
i)	Votes in favour of the Resolution	14	33	47	5,606	2,07,55,989	2,07,61,595	100.00%
ii)	Votes in against of the Resolution	-	-	-	-	-	-	0.00%
	TOTAL	14	33	47	5,606	2,07,55,989	2,07,61,595	100%
		Members Voted			Total Number of Votes cast by them			
iii)	Invalid Votes	-	-	-	-	-	-	-
	RESULT	PASSED WITH REQUISITE MAJORITY						

RESOLUTION 7 : ORDINARY RESOLUTION- MODIFICATION IN TERMS AND CONDITIONS OF APPOINTMENT OF MR. JAI VARDHAN SINGHANIA AS GROUP LEADER – BUSINESS PLANNING AND SUPPORT

S.No.	Particulars	Number of Members voted		Total	Number of Votes cast by them		Total	% of Total Number of valid Votes Cast
		E-Voting	Poll (in person or by proxy)		E-Voting	Poll (in person or by proxy)		
i)	Votes in favour of the Resolution	14	33	47	5,606	2,07,55,989	2,07,61,595	100.00%
ii)	Votes in against of the Resolution	-	-	-	-	-	-	0.00%
	TOTAL	14	33	47	5,606	2,07,55,989	2,07,61,595	100%
		Members Voted			Total Number of Votes cast by them			
iii)	Invalid Votes	-	-	-	-	-	-	-
	RESULT	PASSED WITH REQUISITE MAJORITY						

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