

Date: 28.09.2018

To
The Corporate Relationship Department,
BSE Limited, 1st Floor,
P.J.Towers, Dalal Street,
MUMBAI – 400 001.

Dear Sir / Madam,

Sub: Details of voting results of 43rd Annual General Meeting held on 27th September 2018 as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Ref: Scrip Code: 526689.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the details of voting results (for remote e-voting and voting by poll) of 43rd Annual General Meeting of the Company held on Thursday, the 27th day of September, 2018.

This is for your information and record.

Thanking you

Yours sincerely

For **FENOPLAST LIMITED**



MOHITH KUMAR KHANDELWAL
COMPANY SECRETARY

Encl: A/a

VOTING RESULTS FOR THE 43rd ANNUAL GENERAL MEETING HELD ON 27th SEPTEMBER 2018

As Per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The mode of voting for all Ordinary/Special Resolutions was:

- 1. Remote E-voting conducted from 24th September 2018 (9.00 a.m.) to 26th September 2018 (5.00 p.m.)**
- 2. Poll conducted at the AGM**

S.No.	Particulars	Details
1	Date of AGM	27 th September 2018
2	Total Number of shareholders on record date	3700
3	No. of shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group	4
	Public	335
4	No. of Shareholders attended the meeting through Video Conferencing:	
	Promoters and Promoter Group	N.A
	Public	




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GSTN No : 36AAACF3076C1Z0 CIN No : L 25209TG1975PLC001942.

www.fenoplast.com

Agenda- wise disclosure

Item No.1: Adoption of Accounts of the Company for the Financial Year ended 31st March, 2018, the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.

Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	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	2854316	1918516	67.21	1918516	0	100	0.00
	Poll	2854316	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	2854316	1918516	67.21	1918516	0	100.00	0.00
Public - Institutions	E-Voting	0	0	0.00	00	0	0.00	0.00
	Poll	0	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	0	0	0.0000	00	0	0.00	0.00
Public – Non Institutions	E-Voting	1745684	405399	23.22	404965	434	99.00	0.00
	Poll	1745684	288	0.02	285	3	99.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	1745684	405687	23.24	405250	437	99.89	0.11
Total	4600000	2324203	50.53	2323766	437	99.98	0.0188	



Item No.2: Appointment of Sri.Haridas Sanjay Kumar (DIN: 00160545) who retires by rotation and being eligible offers himself for re-appointment.

Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Cate gory	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstandi ng 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
Promo ter and Promo ter Group	E-Voting	2854316	1754438	61	1754438	0	100	0.00
	Poll	2854316	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	2854316	1754438	61.47	1754438	0	100.00	0.00
Public - Institu tions	E-Voting	0	0	0.00	00	0	0.00	0.00
	Poll	0	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	0	0	0.0000	00	0	0.00	0.00
Public - Non Institu tions	E-Voting	1745684	405399	23.22	404773	626	100	0
	Poll	1745684	288	0.02	285	3	99.00	1
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	1745684	405687	23.24	405058	629	99.84	0.16
Total		4600000	2160125	46.959	2159496	629	99.97	0.03



Item No.3: Ratification of remuneration payable to Cost Auditors

Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2854316	1918516	67	1918516	0	100	0.00
	Poll	2854316	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	2854316	1918516	67.21	1918516	0	100.00	0.00
Public - Institutions	E-Voting	0	0	0.00	00	0	0.00	0.00
	Poll	0	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	0	0	0.0000	00	0	0.00	0.00
Public – Non Institutions	E-Voting	1745684	405399	23	404773	626	100	0
	Poll	1745684	288	0.02	285	3	99.00	1
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	1745684	405687	23.24	405058	629	99.84	0.16
Total		4600000	2324203	50.53	2323574	629	99.97	0.03



Item No.4: Re-appointment of Mr.Haridas Sanjay Kumar as Whole-time Director.

Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2854316	1754438	61	1754438	0	100	0.00
	Poll	2854316	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	2854316	1754438	61.47	1754434	0	100.00	0.00
Public - Institutions	E-Voting	0	0	0.00	00	0	0.00	0.00
	Poll	0	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	0	0	0.0000	00	0	0.00	0.00
Public – Non Institutions	E-Voting	1745684	405399	23	404773	626	100	0
	Poll	1745684	288	0.02	285	3	99.00	1.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	1745684	405687	23.24	405058	629	99.84	0.16
Total		4600000	2160125	46.95	2159496	629	99.97	0.03



Item No.5: Consent U/s.188 for the payment of remuneration to Mr.H.Mahesh Kumar

Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2854316	946992	33	946992	0	100	0.00
	Poll	2854316	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	2854316	946992	33.18	946992	0	100.00	0.00
Public - Institutions	E-Voting	0	0	0.00	00	0	0.00	0.00
	Poll	0	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	0	0	0.0000	00	0	0.00	0.00
Public – Non Institutions	E-Voting	1745684	405399	23	404773	626	100	0
	Poll	1745684	288	0.02	285	3	99.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	1745684	405687	23.24	405058	629	99.84	0.16
Total		4600000	1352679	29.40	1352050	629	99.95	0.05




Item No.6: Consent U/s. 188 for the payment of remuneration to Mr.H.Praveen Kumar

Resolution required: (Ordinary/ Special)					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2854316	946992	33	946992	0	100	0.00
	Poll	2854316	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	2854316	946992	33.18	946992	0	100.00	0.00
Public - Institutions	E-Voting	0	0	0.00	00	0	0.00	0.00
	Poll	0	0	0.00	00	0	0.00	0.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	0	0	0.0000	00	0	0.00	0.00
Public – Non Institutions	E-Voting	1745684	405399	23	404773	626	100	0
	Poll	1745684	288	0.02	285	3	99.00	1.00
	Postal Ballot (if applicable)	0	0	0.00	00	0	0.00	0.00
	Total	1745684	405687	23.24	405058	629	99.84	0.16
Total		4600000	1352679	29.40	1352050	629	99.95	0.05

Accordingly, all the Resolutions proposed in notice of 43rd Annual General Meeting of the Members of the Company held on Thursday, the 27th day of September 2018 were considered as duly passed and approved by the Members as per the requisite provisions of the Companies Act, 2013.

For **Fenoplast Limited**


Mohith Kumar Khandelwal
Company Secretary



Place: Secunderabad
 Date: 28th September 2018



Form MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman
Fenoplast Limited
306-308, Chenoy Trade Centre,
Parklane,
Secunderabad **500003.**

Dear Sir,

Subject: Consolidated Report on e-voting as well as physical voting for items proposed at 43rd Annual General Meeting of Fenoplast Limited held on Thursday the 27th day of September, 2018 at 9.30.A.M. Kapu Sangam,1-7-155,M.G. Road, Secunderabad -500003.

With reference to the above subject, I, Nagulavari Vanitha, Practicing Company Secretary, state that I was appointed as a Scrutinizer by the Board of Directors of the Company for scrutinizing the e-voting process opened during the period from 24.09.2018 to 26.09.2018 and physical voting conducted through poll at the AGM at Kapu Sangam,1-7-155,M.G. Road, Secunderabad -500003, in a fair and transparent manner, for ascertaining the requisite majority and for giving my report in connection with the items of business as provided in the notice dated 10th day of August, 2018. I report as under:

1. The Company availed the e-voting services of M/s. Central Depository Services (India) Limited (hereinafter referred to as the "**Service Provider**") to offer the electronic voting facility to its shareholders. The e-voting facility was offered and kept open by the Company to its Shareholders during the period from 24th September, 2018 at 09.00 A.M. to 26th September, 2018 at 05.00 P.M. The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 21st September, 2018 (i.e. cut - off date) were allowed to participate and vote electronically on all the items of business proposed at the AGM during the aforesaid period of e-voting. On 27th Day of September, 2018, the votes cast through e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of 2 persons who were present as witnesses.
2. At the 43rd Annual General Meeting of Fenoplast Limited held on Thursday the 27th day of September, 2018 at 9.30.A.M. Kapu Sangam,1-7-155,M.G. Road, Secunderabad -500003., the Company provided the Poll facility at the venue to the shareholders who attended the meeting and did not participate in the E-voting facility to cast their votes through poll at the AGM.



3. Subsequent to the completion of voting process at the 43rd AGM, the votes cast by the shareholders at the 43rd AGM were diligently scrutinized by me. The votes cast at the 43rd AGM were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and with the authorizations / proxies lodged with the Company.
4. As per the voting I report that all the 6(six) resolutions proposed at the AGM were duly passed with requisite majority. I am herewith enclosing the details of votes cast through e-voting during 24th September, 2018 at 09.00 A.M. to 26th September, 2018 at 05.00 P.M. and details of the physical voting at the 43rd AGM on each of the resolutions as **Annexure I**.
5. The poll papers and relevant records relating to electronic voting and Poll at 43rd AGM were sealed and handed over to the Company Secretary authorized by the Board for safekeeping.

**FOR P.S. RAO & ASSOCIATES
COMPANY SECRETARIES**

**Place: Hyderabad
Date: 28.09.2018**



**N.Vanitha
Company Secretary
M.No:26859
C.P.No: 10573**

Annexure-I

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended 31 March 2018 including Audited Balance Sheet as at 31 March 2018, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Board of Directors' and Auditors' thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2854316	1918516	67.21	1918516	0	100	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		1918516	67.21	1918516	0	100.00	0
Public- Institutions	E-Voting	0	0	0.00	0	0	0	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		0	0.00	0	0	0.00	0
Public- Non Institutions	E-Voting	1745684	405399	23.22	404965	434	99	0
	Poll		288	0.02	285	3	99.00	1
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		405687	23.24	405250	437	99.89	0.107718512
Total		4600000	2324203	50.53	2323766	437	99.98	0.0188

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Sri.Haridas Sanjay Kumar (DIN:00160545), who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2854316	1754438	61	1754438	0	100	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1754438	61.47	1754438	0	100.00	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0.00	0	0	0.00	0
Public- Non Institutions	E-Voting	1745684	405399	23.22	404773	626	100	0
	Poll		288	0.02	285	3	99.00	1
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total		405687	23.24	405058	629	99.84	0.155045639
Total		4800000	2160125	46.9592	2159496	629	99.97	0.0291

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Remuneration of Cost Auditors.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2854316	1918516	67	1918516	0	100	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1918516	67.21	1918516	0	100.00	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0.00	0	0	0.00	0
Public- Non Institutions	E-Voting	1745684	405399	23	404773	626	100	0
	Poll		288	0.02	285	3	99.00	1
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		405687	23.24	405058	629	99.84	0.155045639
Total		4600000	2324203	50.5262	2323574	629	99.97	0.0271



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint Mr. Haridas Sanjay Kumar as Whole-time Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2854316	1754438	61	1754438	0	100	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2854316	1754438	61.47	1754438	0	100.00
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	1745684	405399	23	404773	626	100	0
	Poll		288	0.02	285	3	99.00	1
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1745684	405687	23.24	405058	629	99.84
Total	4600000	2160125	46.9592	2159496	629	99.97	0.0291	

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of related party transactions with Mr.Haridas Mahesh Kumar.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2854316	946992	33	946992	100	100	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2854316	946992	33.18	946992	0	100.00
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	1745684	405399	23	404773	626	100	0
	Poll		288	0.02	285	3	99.00	1
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1745684	405687	23.24	405058	629	99.84
Total	4600000	1352679	29.4061	1352050	629	99.95	0.0465	

Resolution No.	6							
Resolution required: (Ordinary/ Special)	Ordinary - Approval of Related Party Transactions with Mr.Haridas Praveen Kumar.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2854316	946992	33	946992	0	100	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2854316	946992	33.18	946992	0	100.00
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0.00	0	0	0.00
Public- Non Institutions	E-Voting	1745684	405399	23	404773	626	100	0
	Poll		288	0.02	285	3	99.00	1
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1745684	405687	23.24	405058	629	99.84
Total	4600000	1352679	29.4061	1352050	629	99.95	0.0465	

Place : Hyderabad
Date : 28.09.2018



For P.S.Rao & Associates
Company Secretaries

N.Vanitha
M.No.: 26859
C.P.No: 10573