

CIN No.L17290GJ2005PLC046345



PRADIP OVERSEAS LTD.

Corporate Office : A/601, Narnarayan Complex, Swastik Cross Roads,
Navrangpura, Ahmedabad - 380 009. Gujarat, INDIA.
Phone : 0091-79-26560630, 26431594 Fax : 0091-79-26420408
Website : www.pradipoverseas.com

Date : 1st October, 2016

To, Dy. General Manager BSE Limited Corporate Relation Department, P.J. Towers, Dalal Street, Fort, Mumbai - 400 001	To, The Manager, National Stock Exchange Limited Mumbai
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Dear Sir/Madam,

Sub.: Scurtinisers Report of Voting in the Annual General Meeting of the
Company held on 30th September, 2016

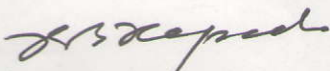
Ref. :Scrip ID: INE495J01015 Scrip Code: BSE : 533178 NSE :PRADIP

We refer to the regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations ,2015 and enclose herewith Report of the Scrutinizer containing the consolidated agenda wise Results/details in the prescribed format of the Remote e-voting conducted during the period from 27th September,2016 (9..00 a.m.) to 29th September, 2016 (5.00 p.m.) and voting conducted during Annual General Meeting of the members of the Company , held on 30th September, 2016, by way of physical Ballot process.

Please find the same in order.

Thanking you,

Yours Faithfully,
For, PRADIP OVERSEAS LIMITED


(KAUSHIK B, KAPADIA)
COMPANY SECRETARY
FCS 4834

SCRUTINIZER'S REPORT

To,
The Chairman
PRADIP OVERSEAS LIMITED
104,105,106, Chancharwadi Vasana,
Opp. Zydus Cadila,
Sarkhej Bavla Highway,
Tal - Sanand
Ahmedabad-382 213

Dear Sir,

Subject : Consolidated Scrutinizer's Report on Remote E-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and Poll at the AGM venue pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the Annual General Meeting of M/s. Pradip Overseas Limited held on Friday, the 30th day of September, 2016 at 12.00 noon at 104, 105,106, Chancharwadi , Vasna, Opp. Zydus Cadila, Sarkhej Bavla Highway, Changodar, Ahmedabad - 382 213, Gujarat.

I, Ravi Kapoor, Company Secretary in practice, have been appointed by the Board of Directors of M/s. Pradip Overseas Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and poll at the Annual General Meeting (AGM) venue and ascertaining the requisite majority, on the resolutions contained in the notice to the Annual General Meeting (AGM) of the members of the Company, held on Friday, the 30th day of September, 2016 at 12.00 noon at 104, 105,106, Chancharwadi , Vasna, Opp. Zydus Cadila, Sarkhej Bavla Highway, Changodar, Ahmedabad - 382 213, Gujarat.

The Notice dated 9th June, 2016 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting on the resolutions contained in the Notice of Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the voting process is restricted to presenting a Scrutinizer's Report of the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities, engaged by the Company.

The Company had also provided poll at the AGM venue facility to the Shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility.

Ravi Kapoor



Further to the above, I submit my report as under:-

E-Voting:

- (i) The e-voting period remained open from Tuesday, 27th September, 2016 (09.00 a.m.) to Thursday, 29th September, 2016 (05.00 p.m.)
- (ii) The members of the Company as on the "cut-off" date i.e. 23rd September, 2016 were entitled to vote on the resolutions (items no. 1 to 3 as set out in the notice of the Annual General Meeting of the Company).
- (iii) The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, who were not in employment of the Company.
- (iv) The Corporate members, who had participated in the remote e-voting, had provided the scanned copy of the resolution passed at the Board of Directors for authorization to exercise their votes through e-voting.

Poll:

- (i) The Company had provided the facility for voting through ballot or polling paper at the AGM and members, who have not cast their vote by remote e-voting, was allowed to exercise their right to vote at the meeting.
- (ii) The polling papers in Form MGT-12 as per the Companies (Management and Administration) Rules, 2014 were distributed to the Shareholders present. The shareholders cast their votes in one ballot box kept at convenient places at the venue.
- (iii) The locked ballot box was subsequently opened before me, in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.

Ravi Kapoor



Item No. 1- Ordinary Resolution**Adoption of Annual Accounts of Company as on 31st March, 2016.**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	3496733	25	3484258	99.64	4	12475	0.36
Poll at the AGM	26693212	31	26693212	100	Nil	Nil	Nil
Total	30189945	56	30177470	99.96	4	12475	0.04

Item No. 2- Ordinary Resolution**Re-appointment of Mr. Pradip J. Karia (DIN:- 00123748) as Director:**

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	3496733	21	3475946	99.41	8	20787	0.59
Poll at the AGM	26693212	31	26693212	100	Nil	Nil	Nil
Total	30189945	52	30169158	99.93	8	20787	0.07



Item No. 3- Ordinary Resolution

Appointment of Auditors of the Company and fix their Remuneration.

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution		
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast
Remote E-Voting	3496733	25	3484258	99.64	4	12475	0.36
Poll at the AGM	26693212	31	26693212	100	Nil	Nil	Nil
Total	30189945	56	30177470	99.96	4	12475	0.04

All the resolutions have been passed with requisite majority.

The data sheet relating to e-voting/Poll at the AGM venue and other related papers/registers, records are handed over to the Company Secretary of the Company.

Thanking you
 Yours faithfully,

Ravi Kapoor

Scrutinizer

Name: Ravi Kapoor

Practicing Company Secretary

FCS: 2587; COP: 2407

Date: 01/10/2016

Place: Ahmedabad

