

ASIA PACK LIMITED

Registered Office : 3rd Floor, Miraj House, Panchwati, Udaipur, Rajasthan, India PIN - 313 001
CIN : L74950RJ1985PLC003275

Through E-mail/Speed Post/Fax/Courier

Ref:- APL/SEC/AGM/2016

Date: 11th August, 2016

Corporate Relationship Department,
Bombay Stock Exchange Limited,
Floor 25, P J Towers,
Dalal Street,
Mumbai – 400 001

Fax No. :- 022-22722039, 22723121

E-mail :- corp.relations@bseindia.com,
corp.compliance@bseindia.com

Script code: 530899

Jaipur Stock Exchange Limited,
Stock Exchange Building,
JLN Marg,
Malviya Nagar,
Jaipur – 302017

Fax No. :- 0141-2729082

E-mail :- info@jse.in, grievance@jse.in

Company code: 630

Subject: - 31th Annual General Meeting ("AGM") and Voting Results

Sir/Madam,

This is to inform you that 31st Annual General Meeting of the Company was held today and business mentioned in the Notice dated 12th July, 2016 were transacted.

In this regard, please find enclosed the following-

1. Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I**.
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – II**.
3. Report of Scrutinizer dated August 11, 2016, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure – III**.

This is for your kind information and records.

Thanking You,
Yours Sincerely,
For Asia Pack Limited,

Ashok Ranjan Mishra,
Company Secretary

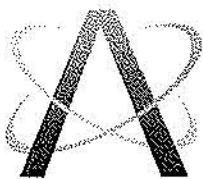
Enclose: As above



www.asiapackltd.com

T : +91 294 2528435 / 37 • F : +91 294 2528436

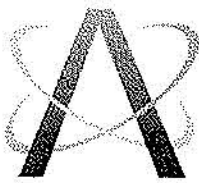
E : info@asiapackltd.com

**ASIA PACK LIMITED**Registered Office : 3rd Floor, Miraj House, Panchwati, Udaipur, Rajasthan, India PIN - 313 001
CIN : L74950RJ1985PLC003275**Annexure – II****Voting Results of the 31st Annual General Meeting:**

Date of the AGM/EGM	11 th August, 2016
Total number of shareholders on record date	965
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	16
No. of Shareholders attended the meeting through Video Conferencing:	Not Arranged
Promoters and Promoter Group:	
Public:	

Summary of voting results:

Item No.	Resolution	Total No. of votes polled	No. of votes in favour	No. of votes against	Invalid votes	% (in favour of the resolution)	Result
Ordinary Business							
1	Adoption of Financial Statements (including the consolidated financial statements)	1613930	1613930	-	-	100%	Passed with requisite majority
2	Appointment of Mr. Prakash Chandra Purohit as Director, who retires by rotation	1613930	1613930	-	-	100%	Passed with requisite majority
Special Business							
3	Appointment of Auditors and fixing their remuneration	1613930	1613930	-	-	100%	Passed with requisite majority
4	Shifting of Registered Office	1613930	1613930	-	-	100%	Passed with requisite majority
5	Increase in Borrowing Powers of the Company	1613930	1613930	-	-	100%	Passed with requisite majority
6	Mortgage and/or Charge of Movable and Immovable Properties of the Company	1613930	1613930	-	-	100%	Passed with requisite majority
7	Increase in Investments Powers of the Company	1613930	1613930	-	-	100%	Passed with requisite majority



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Agenda- wise disclosure

Resolution required: (Ordinary/ Special)					Item no. 1 – Adoption of financial statements – 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	1467990	1467990	100	1467990	-	100	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1467990	100	1467990	-	100	
Public-Institutions	E-Voting	19900	-	-	-	-	-	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		19900	-	-	-	-	
Public-Non Institutions	E-Voting	1149530	20	0.01	20	-	100	
	Poll*		145920	12.69	145920	-	100	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1149530	12.70	145940	-	100	
Total		2637420	1613930	61.19	1613930	-	100	

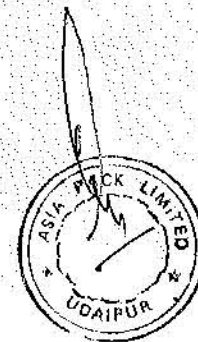


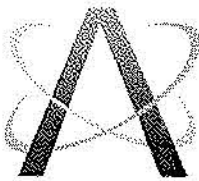


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Resolution required: (Ordinary/ Special)					Item no. 2 – Appointment of Mr. Prakash Chandra Purohit as a director liable to retire by rotation – Ordinary Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
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	1467990	1467990	100	1467990	-	100	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1467990	100	1467990	-	100	
Public-Institutions	E-Voting	19900	-	-	-	-	-	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		19900	-	-	-	-	
Public-Non Institutions	E-Voting	1149530	20	0.01	20	-	100	
	Poll*		145920	12.69	145920	-	100	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1149530	12.70	145940	-	100	
Total		2637420	1613930	61.19	1613930	-	100	

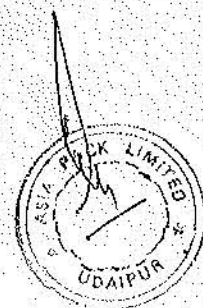


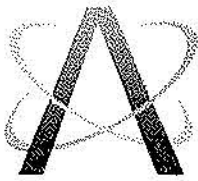


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Resolution required: (Ordinary/ Special)					Item no. 3 – Appointment of Auditors – Ordinary Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held (1)	No. of votes 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	1467990	1467990	100	1467990	-	100	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1467990	100	1467990	-	100	
Public-Institutions	E-Voting	19900	-	-	-	-	-	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		19900	-	-	-	-	
Public-Non Institutions	E-Voting	1149530	20	0.01	20	-	100	
	Poll*		145920	12.69	145920	-	100	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1149530	12.70	145940	-	100	
Total		2637420	1613930	61.19	1613930	-	100	

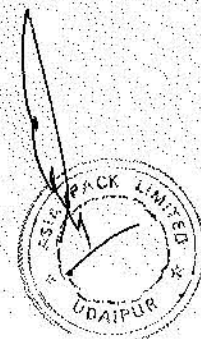


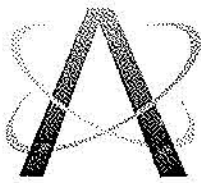


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Resolution required: (Ordinary/ Special)					Item no. 4 – Shifting of Registered Office – Special Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held (1)	No. of 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	1467990	1467990	100	1467990	-	100	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1467990	100	1467990	-	100	
Public-Institutions	E-Voting	19900	-	-	-	-	-	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		19900	-	-	-	-	
Public-Non Institutions	E-Voting	1149530	20	0.01	20	-	100	
	Poll*		145920	12.69	145920	-	100	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1149530	12.70	145940	-	100	
Total		2637420	1613930	61.19	1613930	-	100	



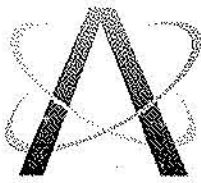


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Resolution required: (Ordinary/ Special)					Item no. 5 – Increase in Borrowing Powers of the Company – Special Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares 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	1467990	1467990	100	1467990	-	100	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1467990	100	1467990	-	100	
Public-Institutions	E-Voting	19900	-	-	-	-	-	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		19900	-	-	-	-	
Public-Non Institutions	E-Voting	1149530	20	0.01	20	-	100	
	Poll*		145920	12.69	145920	-	100	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		145940	12.70	145940	-	100	
Total		2637420	1613930	61.19	1613930	-	100	

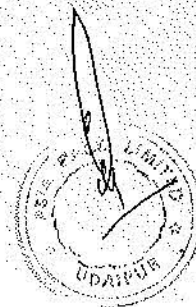


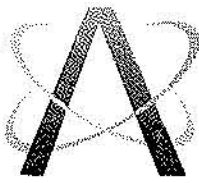


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Resolution required: (Ordinary/ Special)					Item no. 6 – Mortgage and/or Charge of Movable and Immovable Properties of the Company – Special Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	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	1467990	1467990	100	1467990	-	100	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1467990	100	1467990	-	100	
Public-Institutions	E-Voting	19900	-	-	-	-	-	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		19900	-	-	-	-	
Public-Non Institutions	E-Voting	1149530	20	0.01	20	-	100	
	Poll*		145920	12.69	145920	-	100	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1149530	12.70	145940	-	100	
Total		2637420	1613930	61.19	1613930	-	100	



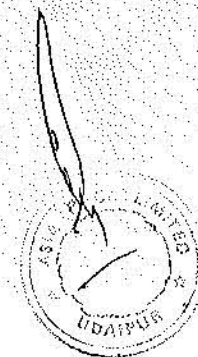


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CIN : L74950RJ1985PLC003275

Resolution required: (Ordinary/ Special)					Item no. 7 – Increase in Investment Powers of the Company – Special 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	1467990	1467990	100	1467990	-	100	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1467990	100	1467990	-	100	
Public-Institutions	E-Voting	19900	-	-	-	-	-	
	Poll*		-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		19900	-	-	-	-	
Public-Non Institutions	E-Voting	1149530	20	0.01	20	-	100	
	Poll*		145920	12.69	145920	-	100	
	Postal Ballot (if applicable)		-	-	-	-	-	
	Total		1149530	12.70	145940	-	100	
Total		2637420	1613930	61.19	1613930	-	100	

*Voting through Ballot Paper / Polling Paper at the AGM Venue



Report of Scrutinizer

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

The Chairman & Board of Directors,
M/s Asia Pack Limited,
(CIN L74950RJ1985PLC003275)
Registered Office: 3rd Floor, Miraj House, Panchwati,
Udaipur, Rajasthan, India, PIN - 313 001

Reg.: 31st Annual General Meeting of the Members of Asia Pack Limited held on Thursday, the 11th day of August, 2016 at Ground Floor, Miraj House, Panchwati, Udaipur, Rajasthan, India, PIN - 313 001

Subject: Consolidated Voting Results.

Dear Sir,

1. I, Nilesh Jain, a Chartered Accountant in Practice, having office at 1338-A, Prabhat Nagar, Sector - 5, Hiran Magri, Udaipur, Rajasthan, India, PIN - 313 001 was appointed as the Scrutinizer by the Board of Director of Asia Pack Limited (APL) (the Company) having its registered office at 3rd Floor, Miraj House, Panchwati, Udaipur, Rajasthan, India, PIN - 313 001 for the of scrutinizing e-voting process (remote e-voting) and voting by use of ballot paper /polling paper at the 31st Annual General Meeting pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of below mentioned resolutions proposed at 31st Annual General Meeting of the Equity Shareholders of the Company held on Thursday, the 11th day of August, 2016 at 11.00 A. M. IST at Ground Floor, Miraj House, Panchwati, Udaipur, Rajasthan, India, Pin - 313 001, submit my report as under:
2. The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder relating to voting through electronic means (remote e-voting) and voting by use of ballots by the shareholders on the resolutions proposed in the Notice of the 31st Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast

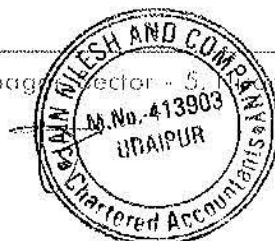




- in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system generated by National Securities Depository Limited (NSDL) and the report prepared physically for voting by use of ballots at the meeting.
3. In accordance with the Notice of the 31st Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) on July 20, 2016, the remote e-voting opened at 09:00 A.M. on August 8, 2016 and remained open up to 05:00 P.M. on August 10, 2016.
 4. The Equity Shareholder holding shares as on 04th August, 2016, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 31st Annual General Meeting of the Company.
 5. After declaration of voting by use of ballot by the Chairman at the meeting, ballot boxes were locked and kept for voting duly marked by identification mark placed on them. The ballot boxes subsequently on close of voting hours, were opened in the presence of two witnesses who are not the employee of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents (R&TA) of the Company and the authorizations / proxies lodged with the Company. The voters were also scrutinized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot.
 6. No ballots were found incomplete and/or defective in any manner whatsoever. The votes cast by use of ballots at meeting were first counted physically by me.
 7. The votes on remote e-voting were unblocked at around 01:23 P.M., after conclusion of voting at the 31st Annual General Meeting in the presence of Mr. Rahul Jain and Mr. Raunak Shukla (who sign below as witness), who are not in employment of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of National Securities Depository Limited (<http://www.evoting.nsdl.com>) and the same are being handed over to the Chairman.

(Rahul Jain)

(Raunak Shukla)





8. The total votes cast in favour or against / voting results of all the resolutions proposed in the Notice of the 31st Annual General Meeting are as under:

A) Resolution No. 1

Agenda No.	1
Subject Matter of Resolution	Adoption of Financial Statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2016 and the reports of the Board of Directors ('the Board') and Auditors thereon.
Type of Resolution	Ordinary

i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	1468010	90.96
Voting by ballot	14	145920	9.04
Total	18	1613930	100.00

ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

iii) Invalid votes:

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



**JAIN NILESH AND COMPANY**

CHARTERED ACCOUNTANTS

CA. NILESH JAINjainnileshandcompany@gmail.com

8107177555, 0294-2463577

B) Resolution No. 2

Agenda No.	2
Subject Matter of Resolution	Appointment of Mr. Prakash Chandra Purohit as a director liable to retire by rotation.
Type of Resolution	Ordinary

i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	1468010	90.96
Voting by ballot	14	145920	9.04
Total	18	1613930	100.00

ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

iii) Invalid votes:

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





C) Resolution No. 3

Agenda No.	3
Subject Matter of Resolution	Appointment of M/s. Vinod Singhal & Co., Chartered Accountants (Firm Registration No. 005826C), Jaipur as Statutory Auditor to fill the casual vacancy caused due to the resignation of M/s. Jain Niles and Company, Chartered Accountants (Firm Registration No. 018943C), Udaipur.
Type of Resolution	Ordinary

i) Voted in favour of the resolution:

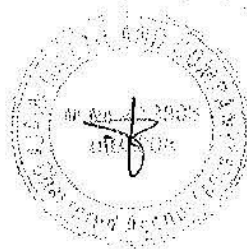
Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	1468010	90.96
Voting by ballot	14	145920	9.04
Total	18	1613930	100.00

ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

iii) Invalid votes:

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





D) Resolution No. 4

Agenda No.	4
Subject Matter of Resolution	Shifting of Registered Office from 3rd Floor, Miraj House, Panchwati, Udaipur, Rajasthan, India, PIN - 313001 to 3rd Floor, Miraj Campus, Uper Ki Oden, Nathdwara, Rajsamand, Rajasthan, India, PIN - 313301
Type of Resolution	Special

i) Voted in favour of the resolution:

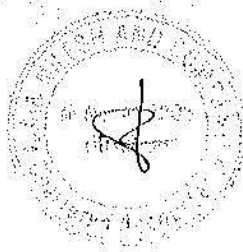
Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	1468010	90.96
Voting by ballot	14	145920	9.04
Total	18	1613930	100.00

ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

iii) Invalid votes:

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





E) Resolution No. 5

Agenda No.	5
Subject Matter of Resolution	Increase in Borrowing Powers of the Company upto Rs. 50 Crores in excess of paid up capital of the Company and its free reserves
Type of Resolution	Special

i) Voted in favour of the resolution:

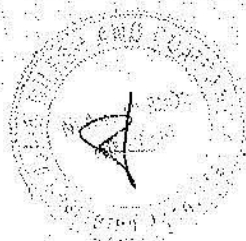
Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	1468010	90.96
Voting by ballot	14	145920	9.04
Total	18	1613930	100.00

ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

iii) Invalid votes:

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





F) Resolution No. 6

Agenda No.	6
Subject Matter of Resolution	Mortgage and/or Charge of Movable and Immovable Properties of the Company to secure borrowing of the Company upto Rs. 50 Crores (Rupees Fifty Crores Only) in excess of the paid up capital of the Company and its free reserves
Type of Resolution	Special

i) Voted in favour of the resolution:

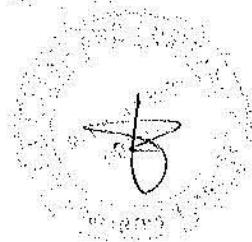
Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	1468010	90.96
Voting by ballot	14	145920	9.04
Total	18	1613930	100.00

ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

iii) Invalid votes:

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





G) Resolution No. 7

Agenda No.	7
Subject Matter of Resolution	Increase in Investment Powers of the Company upto Rs. 50 Crores (Rupees Fifty Crores)
Type of Resolution	Special

i) Voted in favour of the resolution:

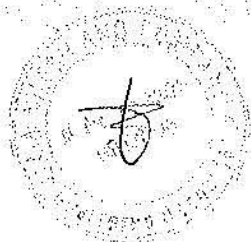
Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	1468010	90.96
Voting by ballot	14	145920	9.04
Total	18	1613930	100.00

ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by ballot	-	-	-
Total	-	-	-

iii) Invalid votes:

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





JAIN NILESH AND COMPANY
CHARTERED ACCOUNTANTS

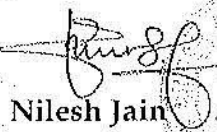
CA. NILESH JAIN

jainnileshandcompany@gmail.com
8107177555, 0294-2463577

9. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 31st Annual General Meeting and the same shall be handed over thereafter of the Chairman/Company Secretary for safe keeping.

Thanking You,
Yours Faithfully,

For Jain Niles and Company,
Chartered Accountants
(FRN 018943C)


Nilesh Jain

Membership No. 413903
Scrutinizer

Date: 11th August, 2016
Place: Udaipur

Counter signed by
For Asia Pack Limited



Revant Purbia
Chairman of the Meeting

