

September 25, 2014

To.

1) The Secretary **BSE Limited** 

Phiroze Jeejeebhoy Towers **Dalal Street** Mumbai- 400001

2) The Secretary, National Stock Exchange of India Limited Exchange Plaza, Plot no C/1, G Block Bandra Kurla Complex, Bandra (E), Mumbai - 400 051

3) The Secretary Ahmedabad Stock Exchange Limited Kamdhenu Complex, Opp. Sahajanand Complex, Email: info@aseindia.org Paniarapole. Ahmedabad - 380 015

Re: Clause 35A of Listing Agreement

Dear Sir,

By Courier

Fax No. (022) 22723132 22722082 & 22721072 Email: corp.relations@bseindia.com Code No.517385

By Courier

Symbol :- SYMPHONY Series :- EQ

Fax No. (022) 26598237/38 (022) 26598347/48

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**Hand Delivery** Fax No. (079) 26308877

Code No.51760

Pursuant to clause 35A of Listing Agreement, we inform the following:

Date of the AGM/EGM	September 24, 2014
Total number of shareholders on record date	7542
(Book Closure - 13.09.2014 to 24.09.2014 (both days inclusive)	
No. of shareholders present in the meeting either in person	on or through proxy
Promoters and Promoter Group	9
Public	58
No. of Shareholders attended the meeting through Video	Conferencing
Promoters and Promoter Group	Not Arranged
Public	140t Arranged





Agenda No.	Detail of Agenda	Resolution	Mode of voting	Remarks
		required (Ordinary / Special)	(Show of hands/Poll/Postal ballot/E-voting + Ballot)	,
1	Adoption of (a) audited standalone Statement of Profit and Loss for the financial year ended June30, 2014, Balance Sheet as at that date and the Reports of the Board of Directors and Auditors thereon and (b) audited consolidated Statement of Profit and Loss for the financial year ended June 30, 2014, Balance Sheet as at that date.		E-voting and Ballot	
2	Confirmation of interim dividend of ₹ 2 per equity shares and declaration of	Ordinary	E-voting and Ballot	Passed with equisite Majority
	final dividend @ ₹11 per equity share each having face value of ₹ 2/- each			
	Re-appointment of Mr. Nrupesh Shah as a Director	Ordinary	E-voting and Ballot	Requisite Majority
	Appointment of M/s. Shah & Dalal as auditor and fixation of their remuneration	Ordinary	E-voting and Ballot	Passed with Requisite Majority
	Authority to Board of Director to appoint Branch Auditor including fixation of their remuneration	Ordinary	E-voting and Ballot	Passed with Requisite Majority
	Appointment of Mr. Dipak Palkar as Independent Director for a term of 5 years commencing from August 20, 2014 to August 19, 2019	Ordinary	E-voting and Ballot	Passed with Requisite Majority
				. /

CIN - L32201GJ1988PLC010331 E-mail ID: <a href="mailto:corporate@symphonylimited.com">corporate@symphonylimited.com</a>

Symphony Limited, 'Saumya', Bakeri Circle, Navrangpura, Ahm



7	Appointment of Mr. Himanshu Shah as Independent Director for a term of 5 years commencing from August 20, 2014 to August 19, 2019	Ordinary	E-voting and Ballot	Passed with Requisite Majority
8	Appointment of Mr. Satyen Kothari as Independent Director for a term of 5 years commencing from August 20, 2014 to August 19, 2019	Ordinary	E-voting and Ballot	Passed with Requisite Majority
9	Appointment of Ms. Jonaki Bakeri as a non-executive director	Ordinary	E-voting and Ballot	Passed with Requisite Majority
10	Alteration of Articles of Association of the company	Special	E-voting and Ballot	Passed with Requisite Majority

We enclose herewith results of voting along with Scrutinizer Report as Annexure A and B respectively.

Kindly acknowledge the same.

Thanking you,

Yours faithfully, For, SYMPHONY LIMITED

Chandrakant Gandhi Company secretary



Resolution 1		dited standalone State rd of Directors and Al ance Sheet as at that	date - Ordinary Res	b) audited consolidates	ear ended June 30, ted Statement of Pro	2014, Balance Sheet and Loss for the fin	Annexu as at that date and ancial year ended
Promoter/Public	No. of shares hel	No. of valid votes polled (2)	Result (E-voting % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2) *100	% of Votes aga on votes poll [7]=[(5)/(2)] *1
Promoter and Promoter Grou				2623387	0	0 100.00000	0.000
Public – Institutional holders Public-Others	220260	100000		1205139		0 100.00000	
Total	654202 3497850					4 99.99982	8 0.000
Resolution 2		erim dividend of ₹2 pe			•	99.99998 equity share each hav	
Promoter/Public	out ordinary to	No. of valid votes	Result (E-voting	+ Ballot)			
Promoter and Promoter Group	(1)	polled (2)	on outstanding shares (3)=[(2)/(1)]* 100	favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes aga on votes poll (7)=[(5)/(2)] *1
Public – Institutional holders	26233870 2202603					0 100.000000	0.000
Public-Others	6542027					0 100.000000	0.000
Total	34978500					3 99.999871 3 99.99999	
Resolution 3	Re-appointment of I	Mr. Nrupesh Shah as			1	3 99.999990	0.000
The state of the s	-		Result (E-voting				
Promoter/Public	No. of shares held (1)	No. of valid votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes aga on votes polle (7)=[(5)/(2)] *1
Promoter and Promoter Group Public – Institutional holders		26233870	100.000000	26233870		100.000000	0.000
Public – Institutional holders Public-Others	2202603	1205139	54.714308	13893	119124		98.847
Total	6542027 <b>34978500</b>	2324250 29763259	35.527979			99.999828	0.000
Resolution 4			85.090153	28572009		95.997582	4.002
vesolution 4	Appointment of M/s.	Shah & Dalal as audi			dinary Resolution		2 12
Promoter/Public	No. of shares held (1)	No. of valid votes polled (2)	Result (E-voting + % of Votes Polled	No. of Votes - in	No. of Votes –	% of Votes in	% of Votes again
		policu (2)	on outstanding shares (3)=[(2)/(1)]* 100	favour (4)	against (5)	favour on votes polled (6)=[(4)/(2)] *100	on votes polle (7)=[(5)/(2)] *10
Promoter and Promoter Group Public – Institutional holders	26233870	26233870	100.000000	26233870	C	100.000000	0.0000
ublic-Others	2202603 6542027	1205139 2324250	54.714308	1203947	. 1192	99.901090	0.0989
Total	34978500	29763259	35.527979 <b>85.090153</b>	2324246 29762063	1196		0.0001
esolution 5	Authority to Board of	•					0.0040
			Result (E-voting +				
Promoter/Public	No. of shares held	No. of valid votes	% of Votes Polled	No. of Votes - in	No. of Votes -	% of Votes in	% of Votes agair
romoter and Promoter Group	(1)	polled (2)	on outstanding shares (3)=[(2)/(1)]* 100	favour (4)	against (5)	favour on votes polled (6)=[(4)/(2)] *100	on votes polle (7)=[(5)/(2)] *10
ublic – Institutional holders	26233870 2202603	26233870 1205139	100.000000	26233870	. 0		0.0000
ublic-Others	6542027	2324250	54.714308 35.527979	1205139 2324246	0		0.0000
Total	34978500	29763259	85.090153	29763255	4	99.999828 <b>99.999987</b>	0.0001 0.0000
esolution 6	Appointment of Mr. D	ipak Palkar as Indepe	endent Director for a	term of 5 years comn			
			Result (E-voting +			,	o, zo to - Ordina
Promoter/Public	(1)	No. of valid 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 again on votes polled (7)=[(5)/(2)] *100
omoter and Promoter Group ublic – Institutional holders	26233870	26233870	100.000000	26233870	0	100.000000	0.00000
iblic-Others	2202603 6542027	1205139 2324250	54.714308	13893	1191246	1.152813	98.84718
Total	34978500	2324250	35.527979 <b>85.090153</b>	2324246 28572009	4404055	99.999828	0.00017
esolution 7	Appointment of Mr. H				s commencing from	95.997582 August 20, 2014 to	4.00241 August 19, 2019
			Result (E-voting + E	Ballot)			
D	No. of shares held	No. of valid votes		No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes	6 of Votes again
Promoter/Public	(1)	polled (2)	shares			polled (6)=[(4)/(2)]	
						polled (6)=[(4)/(2)] *100	
omoter and Promoter Group	26233870	26233870	shares (3)=[(2)/(1)]* 100	26233870	0		(7)=[(5)/(2)] *100
			shares (3)=[(2)/(1)]* 100		0 0 3	*100	0.00000 0.00000 0.00012

Resolution 8	Appointment of Mr. Satyen Kothari as Independent Director for a term of 5 years commencing from August 20, 2014 to August 19, 2019 Ordinary Resolution									
			Result (E-voting +	Ballot)						
Promoter/Public	No. of shares held (1)	No. of valid 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 agains on votes polled (7)=[(5)/(2)] *100			
Promoter and Promoter Group	26233870	26233870	100.000000	26233870	0	100.000000	0.000000			
Public – Institutional holders	2202603	1205139	54.714308	1205139	0	100.000000	0.000000			
Public-Others	6542027	2324250	35.527979	2324246	4	99.999828	0.000172			
Total	34978500	29763259	85.090153	29763255	4	99.999987	0.000013			
Resolution 9	Appointment of Ms.	Jonaki Bakeri as a no		Ordinary Resolutio	n					
			Result (E-voting +			0/ -51/-41-	0/ -51/-4			
Promoter/Public	No. of shares held (1)	No. of valid 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 agains on votes polled (7)=[(5)/(2)] *100			
Promoter and Promoter Group	26233870	26233870	100.000000	26233870	0	100.000000	0.00000			
Public – Institutional holders	2202603	1205139	54.714308	1203947	1192	99.901090	0.09891			
Public-Others	6542027	2324250	35.527979	2324246	4	99.999828	0.00017			
Total	34978500	29763259	85.090153	29762063	1196	99.995982	0.00401			
Resolution 10	Alteration of Articles	of Association of the	company - Special R	tesolution						
			Result (E-voting +	Ballot)						
Promoter/Public	No. of shares held (1)	No. of valid 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 agains on votes polled (7)=[(5)/(2)] *100			
Promoter and Promoter Group	26233870	26233870	100.000000	26233870	0					
Public – Institutional holders	2202603		54.714308	1202675	2464					
Public-Others	6542027	2324250	35.527979	2324246	4	99.999828				
Total	34978500	29763259	85.090153	29760791	2468	99.991708	0.00829			



## **ASHWIN SHAH**

COMPANY SECRETARY

21, DOLLY COMPLEX,
STADIUM CIRCLE, NAVARANGPURA,
AHMEDABAD - 380 009.



(O) 26467747 (R) 26568298 FAX: 91-079-26467747

**SCRUTINIZER'S REPORT** 

[Pursuant to Section 108 of the companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the shareholders at the meeting who do not have access to e-voting]

To,
The Chairman
SYMPHONY LIMITED.
"Saumya"
Bakeri circle, Navrangpura,
Ahmedabad

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, The Board of Directors of the Company at its meeting held on 20<sup>th</sup> August, 2014 has appointed me to Scrutinize the e-voting process and physical ballot at the general meeting, in respect of below mentioned resolutions, proposed to be passed at the 27<sup>th</sup> Annual General Meeting of the Members of SYMPHONY LIMITED, to be held on 24<sup>th</sup> September, 2014 at 10.00 a.m. at Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad-380 015,

The management of the company is responsible to ensure the compliance with the applicable requirements of the Companies Act, 2013 and the Rules relating to voting by electronic means and ballot at the general meeting. My responsibility is to scrutinize the e-voting process and ballot at the general meeting in a fair and transparent manner. Based on the information generated from the e-voting system provided by CDSL and Sharepro Services (India) Pvt. Ltd, Registrar Transfer Agent of the Company and the records maintained by the Company and the authorizations / proxies lodged with the Company.

The report is as under:

- The e-voting period remained open from 15<sup>th</sup> September, 2014 (9.00 AM) to 17<sup>th</sup> September, 2014 (5.00 PM).
- 2. The shareholders holding shares as on the "cut off" date i.e. 22<sup>nd</sup> August 2014 were entitled to e-vote on the proposed resolution.

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- 3. The e-votes were unlocked on 18<sup>th</sup> September, 2014, in the presence of two witnesses, Mr. Mukeshkumar Chaudhary residing at B-11, Sankalp Appartments, Opp. Andh Kalyan Kendra, Ranip, Ahmedabad 382480 and Mr. Raimeen Maradiya residing at 11, Jay Appartment, Opp. 10 Bungalows, Ambavadi, Ahmedabad 380006, who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.
- 4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of CDSL (htts://www.evotingindia.com/). All the votes cast electronically during the said period have been taken into consideration for the purpose of our report.
- 5. For physical ballot a ballot box was kept and was locked in our presence with due identification marks placed by us and was subsequently opened in our presence and ballot papers were scrutinized. The ballot papers were reconciled with the records.
- 6. The results of e-voting and physical ballot are as under.

Sr. No.		Mode	No. of Member Voted	No. Shares Voted	Valid	Invalid	Favour	Against	% of total number of valid votes cast	
1.	Adami			Voted					Favour	Against
1.	Adoption of the audited Balance Sheet and Profit & Loss Account for the year ended June 30,	E-Voting	18	2595790	2595790	0	2595789	1	99.999961	0.000039
	2014 and the reports of the Board of Directors and Auditors thereon.	Ballot	45	27168424	27167469	955	27167466	3	99.999989	0.000011
2.	Confirmation of	E-Voting	17	050555						
	payment of interim dividend and Declaration of a final dividend on equity shares for financial year ended June 30, 2014.	L-voling	17	2595789	2595789	0	2595789	0	100	0
		Ballot	45	27168424	27167469	955	27167466	3	99.999989	0.000011
3.	Appointment of a	E-Voting	18	0505700						
	Director in place of Mr. Nrupesh Shah, who retires by	L voting	10	2595790	2595790	0	1407007	1188783	54.203422	45.7965
	rotation, and being eligible, offers himself for re- appointment	Ballot	45	27168424	27167469	955	27165002	2467	99.990919	0.009081

ASHWIN SHAH COMPANY SECRETARY

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4										
4.	Appointment o M/s. Shah & Dalal as audito and fixation o their	r	g 18	2595790	2595790	0	2594597	1193	99.95404	0.045959
	remuneration	Ballot	45	27168424	4 27167469	955	27167466	3	99.999988	0.00001
5.	Authority to	E \/ . "								
	Board of Director to appoint Branch Auditor	_ voung	18	2595790	2595790	0	2595789	1	99.999961	0.000039
	including their remuneration.		45	27168424	27167469	955	27167466	3	99.999989	0.000011
6.	Appointment of	E-Voting	18	2505700	0.70					
	Mr. Dipak Palkar as an independent	9	10	2595790	2595790	0	1407007	1188783	54.203422	45.79657 8
	director	Ballot	45	27168424	27167469	955	27165002	2467	99.990919	0.009081
7.	Appointment of Mr. Himanshu Shah as an independent	E-Voting	17	2595789	2595789	0	2595789	0	100%	0
	director.	Ballot	45	27168424	27167469	955	27167466	3	99.999989	0.000011
8.	Appointment of Mr. Satyen	E-Voting	18	2595790	2595790	0	2595789	1	99.999961	0.000000
	Kothari as an independent								39.999961	0.000039
	director.	Ballot	45	27168424	27167469	955	27167466	3	99.999989	0.000011
9.	Appointment of Ms. Jonaki Bakeri as a non-	E-Voting	18	2595790	2595790	0	2594597	1193	99.954041	0.045959
	executive director.	Ballot	45	27168424	27167469	955	27167466	3	00.000000	0.000011
10.	Alteration of								99.999989	0.000011
	Articles of Association of	E-Voting	18	2595790	2595790	0	2595789	1	99.999961	0.000039
	the Company.	Ballot	45	27168424	27167469	955	27165002	2467	99.990919	0.009081



7. The register, all other papers and relevant records relating to electronics voting/ physical ballot shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same will be handed over to the compliance officer of the Company for safe keeping.

Date: 25.09.2014 Place: Ahmedabad



CS Ashwirt Shah Company Secretary FCS No. 1640

Witnesses:

1. Mr. Mukesh Chaudhary B-11, Sankalp Appartments,

Opp. Andh Kalyan Kendra, Ranip, Ahmedabad - 382480. 2. Mr. Raimeen Maradiya 11, Jay Appartment, Opp. 10 Bungalows, Ambavadi,

Ahmedabad - 380006.