

October 28, 2015

To,
 1) The Secretary
 BSE Limited
 Phiroze Jeejeebhoy Towers
 Dalal Street
 Mumbai – 400 001

Code No.:- 517385

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

Symphony :- SYMPHONY
 Series :- EQ

3) The Secretary
 Ahmedabad Stock Exchange Limited
 Kamdhenu Complex, Opp. Sahajanand Complex,
 Panjarapole,
 Ahmedabad – 380 015

Code No.:- 51760

Re: Compliance under Clause 35A of the Listing Agreement

Dear Sir,

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

Date of the AGM/EGM	October 27, 2015
Total number of shareholders on record date:	13384
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	7
Public	60
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not arranged
Public	




Agenda No.	Detail of Agenda	Resolution required: (Ordinary/Special)	Mode of voting: (Show of hands/Poll/Postal ballot/E-voting + Polling Paper)	Remarks
1	Adoption of (a) Audited Financial Statements of the Company for the financial year ended on June 30, 2015 and the Reports of the Board of Directors and Auditors thereon and (b) Audited Consolidated Financial Statements of the Company for the financial year ended on June 30, 2015	Ordinary	E-voting + Polling Paper	Passed unanimously in favour of resolution through E-voting & Poll
2	Confirmation of interim dividend of ₹ 4 per equity share and declaration of a final dividend @ ₹ 10 per equity share each having face value of ₹ 2/- each	Ordinary	E-voting + Polling Paper	Passed unanimously in favour of resolution through E-voting & Poll
3	Re-appointment of Ms. Jonaki Bakeri as Director	Ordinary	E-voting + Polling Paper	Passed unanimously in favour of resolution through E-voting & Poll
4	Appointment of M/s. Deloitte Haskins & Sells as Auditors from the conclusion of this annual general meeting until the conclusion of 33 rd Annual General Meeting of the Company	Ordinary	E-voting + Polling Paper	Passed unanimously in favour of resolution through E-voting & Poll
5	Appointment of Mr. Naishadh Parikh as an Independent director for a term of 5 years commencing from August 13, 2015 to August 12, 2020	Ordinary	E-voting + Polling Paper	Passed unanimously in favour of resolution through E-voting & Poll
6	Appointment of Mr. Darshan Patel as an Independent director for a term of 5 years commencing from August 13, 2015 to August 12, 2020	Ordinary	E-voting + Polling Paper	Passed unanimously in favour of resolution through E-voting & Poll

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

Thanking you,

Yours faithfully
For, **SYMPHONY LIMITED**


Chandrakant Gandhi
Company Secretary



Encl.: a/a

E-mail ID: corporate@symphonylimited.com

SYMPHONY LIMITED (CIN : L32201GJ1988PLC010331)

Consolidated (Remote E-voting + Polling Papers)

Resolution 1							
Adoption of (a) Audited Financial Statements of the Company for the financial year ended on June 30, 2015 and the Reports of the Board of Directors and Auditors thereon and (b) Audited Consolidated Financial Statements of the Company for the financial year ended on June 30, 2015							
Ordinary Resolution							
Promoter/Public	No. of shares held (1)	No. of 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 against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	26233870	26233870	100.00	26233870	0.00	100.00	0.00
Public – Institutional holders	3911560	2823166	72.17	2823166	0.00	100.00	0.00
Public-Others	4833070	1714945	35.48	1714945	0.00	100.00	0.00
Total	34978500	30771981	87.97	30771981	0.00	100.00	0.00

Resolution 2							
Confirmation of interim dividend of ₹ 4 per equity share and declaration of a final dividend @ ₹ 10 per equity share each having face value of ₹ 2/- each - Ordinary Resolution							
Promoter/Public	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	26233870	26233870	100.00	26233870	0.00	100.00	0.00
Public – Institutional holders	3911560	2823166	72.17	2823166	0.00	100.00	0.00
Public-Others	4833070	1715042	35.49	1715042	0.00	100.00	0.00
Total	34978500	30772078	87.97	30772078	0.00	100.00	0.00

Resolution 3							
Re-appointment of Ms. Jonaki Bakeri as Director - Ordinary Resolution							
Promoter/Public	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	26233870	26233870	100.00	26233870	0.00	100.00	0.00
Public – Institutional holders	3911560	2823166	72.17	2823166	0.00	100.00	0.00
Public-Others	4833070	1714945	35.48	1714945	0.00	100.00	0.00
Total	34978500	30771981	87.97	30771981	0.00	100.00	0.00

Resolution 4							
Appointment of M/s. Deloitte Haskins & Sells as Auditors from the conclusion of this annual general meeting until the conclusion of 33rd Annual General Meeting of the Company - Ordinary Resolution							
Promoter/Public	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	26233870	26233870	100.00	26233870	0.00	100.00	0.00
Public – Institutional holders	3911560	2823166	72.17	2823166	0.00	100.00	0.00
Public-Others	4833070	1714945	35.48	1714945	0.00	100.00	0.00
Total	34978500	30771981	87.97	30771981	0.00	100.00	0.00

Resolution 5							
Appointment of Mr. Naishadh Parikh as an Independent director for a term of 5 years commencing from August 13, 2015 to August 12, 2020 - Ordinary Resolution							
Promoter/Public	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	26233870	26233870	100.00	26233870	0.00	100.00	0.00
Public – Institutional holders	3911560	2823166	72.17	2823166	0.00	100.00	0.00
Public-Others	4833070	1714945	35.48	1714945	0.00	100.00	0.00
Total	34978500	30771981	87.97	30771981	0.00	100.00	0.00

Resolution 6							
Appointment of Mr. Darshan Patel as an Independent director for a term of 5 years commencing from August 13, 2015 to August 12, 2020 - Ordinary Resolution							
Promoter/Public	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	26233870	26233870	100.00	26233870	0.00	100.00	0.00
Public – Institutional holders	3911560	2823166	72.17	2823166	0.00	100.00	0.00
Public-Others	4833070	1714945	35.48	1714945	0.00	100.00	0.00
Total	34978500	30771981	87.97	30771981	0.00	100.00	0.00

For, Symphony Ltd.



Chairman & Managing Director

ASHWIN SHAHFCS
COMPANY SECRETARY21, 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.
"Symphony House",
Third Floor, FP-12, TP-50,
Off S.G. Highway, Bodakdev,
Ahmedabad-380054

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 13th August, 2015 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 28th Annual General Meeting of the Members of SYMPHONY LIMITED, to be held on 27th October, 2015 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:

1. The e-voting period remained open from 24th October, 2015 (9.00 AM) to 26th October, 2015 (5.00 PM).



2. The shareholders holding shares as on the "cut off" date i.e. 21st October 2015, were entitled to e-vote on the proposed resolution.
3. The e-votes were unlocked on 27th October 2015, in the presence of two witnesses, Mr. Piyush Bhadreshvara residing at A-194, Jayant park Co-op. Society, Subhash Chowck, Mamnagar, Ahmedabad – 380 052 and Ms. Purvashi Adhvaryu residing at 20, Avantika Park Raw Houses, B/h Sun N Step Club, Memnagar, Ahmedabad - 380061 who are not in the employment of the Company. They have signed below in confirmation of the e-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 (<https://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.	Resolution	Mode	No. of Member Voted	No. Shares Voted	Valid	Invalid	Favour	Against	% of total number of valid votes cast	
									Favour	Against
1.	Adoption of the audited Balance Sheet and Profit & Loss Account for the year ended June 30, 2015 and the reports of the Board of Directors and Auditors thereon.	E-Voting	75	30767867	30767867	0	30767867	0	100	0
		Ballot	27	4114	4114	12	4114	0	100	0
2.	Confirmation of payment of interim dividend and Declaration of a final dividend on equity shares for financial year ended June 30, 2015.	E-Voting	75	30767867	30767867	0	30767867	0	100	0
		Ballot	28	4211	4211	12	4211	0	100	0
3.	Appointment of a Director in place of Ms. Jonaki Bakeri, who retires by rotation, and being	E-Voting	75	30767867	30767867	0	30767867	0	100	0
		Ballot	27	4114	4114	12	4114	0	100	0

ASHWIN SHAH
COMPANY SECRETARY

Page 2 of 3

22, Dolly Complex, Stadium Circle, Navrangpura, Ahmedabad-380009. t: 2646 77 47.
ashwinfcs@yahoo.co.in



	eligible, offers himself for re-appointment									
4.	Appointment of M/s. Deloitte Haskins & Sells as auditor and fixation of their remuneration	E-Voting	75	30767867	30767867	0	30767867	0	100	0
		Ballot	27	4114	4114	12	4114	0	100	0
5.	Appoint Mr. Naishadh Parikh as an Independent Director of the Company. (Ordinary resolution).	E-Voting	75	30767867	30767867	0	30767867	0	100	0
		Ballot	27	4114	4114	12	4114	0	100	0
6.	Appoint Mr. Darshan Patel as an Independent Director of the Company. (Ordinary resolution).	E-Voting	75	30767867	30767867	0	30767867	0	100	0
		Ballot	27	4114	4114	12	4114	0	100	0

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 : 28.10.2015
Place : Ahmedabad



Ashwin Shah
CS Ashwin Shah
Company Secretary
FCS No. 1640

Witnesses:

Piyush Bhadreshvara

1. Mr. Piyush Bhadreshvara
A-194, Jayant park Co-op.
Subhash Chowck, Mamnagar
Ahmedabad – 380 052

Purvashi Adhvaryu

2. Ms. Purvashi Adhvaryu
20, Avantika Park Raw Houses,
B/h Sun N Step Club
Memnagar
Ahmedabad - 380061.

ASHWIN SHAH
COMPANY SECRETARY

Page 3 of 3

22, Dolly Complex, Stadium Circle, Navrangpura, Ahmedabad-380009. t: 2646 77 47.
ashwinfcs@yahoo.co.in



Mal