

Date: 26-09-2019

To, Corporate Relationship Department, BSE Limited, P.J Towers, Dalal Street, Fort, Mumbai- 400 001  Company Code- 540824	To, National Stock Exchange of India Ltd., Exchange Plaza, C- 1, Block- G, Bandra – Mumbai – 400 051.  Company Code- Astron.
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Subject: Voting results as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report of the 09<sup>th</sup> Annual General Meeting.

Dear Sir / Madam,

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we submit herewith the Voting results of the 09<sup>th</sup> Annual General Meeting of the Company held on Wednesday, 25<sup>th</sup> September, 2019 at 11:00 A.M. at AMA Seminar Hall No. 3 & 5, ATIRA Campus. AMA Complex, Dr. V S Marg, Vastrapur, Ahmedabad- 380 015.

The Company had appointed Shri Pinakin Shah, Practicing Company Secretary as a Scrutinizer to scrutinize the e – voting and poll process. The Scrutinizer's Report received from him has been attached herewith and the same has been uploaded on the Company's website i.e. [www.astronpaper.com](http://www.astronpaper.com).

Please take the above on your records.

Thanking You,  
Yours Faithfully,

For, Astron Paper & Board Mill Ltd

  
Kirit Patel  
Chairman & Managing Director  
DIN: 03353684  
Place: Ahmedabad



We are 2<sup>nd</sup> recipient of  
FSC Certificate of India in our Trade  
CIN : J21090GJ2010PLC063428

A UNIT UNDER MOU OF 5<sup>th</sup> VIBRANT GUJARAT GLOBAL INVESTORS SUMMITS 2011

Astron Paper & Board Mill Ltd.

Office : Ganesh Meridian, D - 702, 7th Floor, Opp. High Court, S.G. Highway, Ahmedabad-380 060, Gujarat, INDIA.  
Tel. : +91-79 40081221, Fax : +91-79 40081220, e-mail : [info@astronpaper.com](mailto:info@astronpaper.com) | website : [www.astronpaper.com](http://www.astronpaper.com)



Result of Voting conducted through Remote E-Voting and Ballot Paper for the 09<sup>th</sup> Annual General Meeting of the Company held on Wednesday, 25<sup>th</sup> September, 2019 at 11:00 A.M. at AMA Seminar Hall No. 3 & 5, ATIRA Campus. AMA Complex, Dr. V S Marg, Vastrapur, Ahmedabad- 380 015.

1.	Date of Annual General Meeting	25 <sup>th</sup> September, 2019
2.	Total number of Shareholders as on cut – off date	
3.	No. of Shareholders present in the meeting either in person or through proxy:	37
	a) Promoter and Promoters Group:	3
	b) Public:	34
4.	No. of Shareholders attended the meeting through video conferencing:	Not arranged
	a) Promoter and Promoters Group:	
	b) Public:	

**Details of Agenda:**

The modes of voting of all the resolutions were E – Voting and Poll conducted at the 09<sup>th</sup> Annual General Meeting.

Agenda No.	Details of Agenda	Resolution required (Ordinary / Special)	Mode of Voting (E – Voting / Poll)	Remarks
1.	To receive, consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2019, together with the Reports of the Board of Directors and Auditor thereon.	Ordinary Resolution	Remote E – Voting and Poll through Ballot	Passed with requisite majority.
2.	To appoint a Director in place of Shri Kanubhai Patel (DIN: 00386852), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.	Ordinary Resolution	Remote E – Voting and Poll through Ballot	Passed with requisite majority.



21/09/19

3.	Increase in remuneration of Shri Kirit Patel, (DIN: 03353684) Managing Director	Ordinary Resolution	Remote E – Voting and Poll through Ballot	Passed with requisite majority.
4.	To appoint Shri Ramakant Patel (DIN: 00233423), as Whole Time Director	Ordinary Resolution	Remote E – Voting and Poll through Ballot	Passed with requisite majority.
5.	To appoint Shri Dhiren N. Parikh (DIN: 08525317) as an Independent Director	Ordinary Resolution	Remote E – Voting and Poll through Ballot	Passed with requisite majority.
6.	To appoint Shri Yogesh K. Patel (DIN: 03613259) as an Independent Director.	Ordinary Resolution	Remote E – Voting and Poll through Ballot	Passed with requisite majority.

*Handwritten signature*



Agenda wise disclosure

Resolution No 1:

To receive, consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2019, together with the Reports of the Board of Directors and Auditor thereon.

Resolution Required:			Ordinary Resolution						
Whether Promoter / Promoter Group are interested in the agenda / resolution?			N.A						
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	No. of Votes Invalid.
		[1]	[2]	[3]= [2] / [1] * 100	[4]	[5]	[6]= [4] / [2] * 100	[7]= [5] / [2] * 100	[8]
Promoter and Promoter Group	E – Voting	20358065	20357065	99.99	20357065	0	100.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		20357065	99.99	20357065	0	100.00	0.00	0
Public Institutions	E – Voting	451414	0	0.00	0	0	0	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0	0.00	0
Public Non Institutions	E – Voting	25690521	9245302	35.99	9245302	0	100.00	0.00	0
	Poll		106193	0.41	106193	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		9351495	36.40	9351495	0	100.00	0.00	0
TOTAL		46500000	29708560	63.89	29708560	0	100.00	0.00	0

JK/AT



Resolution No 2

To appoint a Director in place of Shri Kanubhai Patel (DIN: 00386852), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

Resolution Required:			Ordinary Resolution						
Whether Promoter / Promoter Group are interested in the agenda / resolution?			Yes						
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	No. of Votes Invalid.
		[1]	[2]	[3]= [2] / [1] * 100	[4]	[5]	[6]= [4] / [2] * 100	[7]= [5] / [2] * 100	[8]
Promoter and Promoter Group	E – Voting	20358065	20357065	99.99	0	0	0	0.00	20357065 *
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		20357065	100	0	0	0	0.00	20357065
Public Institutions	E – Voting	451414	0	0.00	0	0	0	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0	0.00	0
Public Non Institutions	E – Voting	25690521	9245302	35.99	9245302	0	100.00	0.00	0
	Poll		106193	0.41	106193	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		9351495	36.40	9351495	0	100	0.00	0
<b>TOTAL</b>		46500000	29708560	63.89	9351495	0	31.48	0.00	20357065

\* being interested, ineligible to vote.

*21/04*



Resolution No 3

Increase in remuneration of Shri Kirit Patel, (DIN: 03353684) Managing Director

Resolution Required:			Ordinary Resolution						
Whether Promoter / Promoter Group are interested in the agenda / resolution?			Yes						
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	No. of Votes Invalid.
		[1]	[2]	[3]= [2] / [1] * 100	[4]	[5]	[6]= [4] / [2] * 100	[7]= [5] / [2] * 100	[8]
Promoter and Promoter Group	E – Voting	20358065	20357065	99.99	0	0	0	0.00	20357065 *
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		20357065	100	0	0	0	0.00	20357065
Public Institutions	E – Voting	451414	0	0.00	0	0	0	0.00	0
	Poll		0	0.00	0	0	0	0.00	0
	Postal Ballot		0	0.00	0	0	0	0.00	0
	Total		0	0.00	0	0	0	0.00	0
Public Non Institutions	E – Voting	25690521	9245302	35.99	9245212	90	99.99	0.01	0
	Poll		106193	0.41	106193	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		9351495	36.40	9351405	90	99.99	0.01	0
<b>TOTAL</b>		<b>46500000</b>	<b>29708560</b>	<b>63.89</b>	<b>9351405</b>	<b>90</b>	<b>31.48</b>	<b>0.01</b>	<b>20357065</b>

\* being interested, ineligible to vote.

20/07  


**Resolution No 4**

To appoint Shri Ramakant Patel (DIN: 00233423), as Whole Time Director

Resolution Required:			Ordinary Resolution						
Whether Promoter / Promoter Group are interested in the agenda / resolution?			Yes						
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	No. of Votes Invalid.
		[1]	[2]	[3]= [2] / [1] * 100	[4]	[5]	[6]= [4] / [2] * 100	[7]= [5] / [2] * 100	[8]
Promoter and Promoter Group	E – Voting	20358065	20357065	99.99	0	0	0	0.00	20357065 *
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		20357065	100	0	0	0	0.00	20357065
Public Institutions	E – Voting	451414	0	0.00	0	0	0	0.00	0
	Poll		0	0.00	0	0	0	0.00	0
	Postal Ballot		0	0.00	0	0	0	0.00	0
	Total		0	0.00	0	0	0	0.00	0
Public Non Institutions	E – Voting	25690521	9245302	35.99	9245302	0	100.00	0.00	0
	Poll		106193	0.41	106193	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		9351495	36.40	9351495	0	100	0.00	0
<b>TOTAL</b>		<b>46500000</b>	<b>29708560</b>	<b>63.89</b>	<b>9351495</b>	<b>0</b>	<b>31.48</b>	<b>0.00</b>	<b>20357065</b>

\* being interested, ineligible to vote.

25/07



Resolution No 5

To appoint Shri Dhiren N. Parikh (DIN: 08525317) as an Independent Director

Resolution Required:			Ordinary Resolution						
Whether Promoter / Promoter Group are interested in the agenda / resolution?			N.A						
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	No. of Votes Invalid.
		[1]	[2]	[3]= [2] / [1] * 100	[4]	[5]	[6]= [4] / [2] * 100	[7]= [5] / [2] * 100	[8]
Promoter and Promoter Group	E – Voting	20358065	20357065	99.99	20357065	0	100	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		20357065	100.00	20357065	0	100	0.00	0
Public Institutions	E – Voting	451414	0	0.00	0	0	0	0.00	0
	Poll		0	0.00	0	0	0	0.00	0
	Postal Ballot		0	0.00	0	0	0	0.00	0
	Total		0	0.00	0	0	0	0.00	0
Public Non Institutions	E – Voting	25690521	9245302	35.99	9245302	0	100	0.00	0
	Poll		106193	0.41	106193	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		9351495	36.40	9351495	0	100	0.00	0
<b>TOTAL</b>		<b>46500000</b>	<b>29708560</b>	<b>63.89</b>	<b>29708560</b>	<b>0</b>	<b>100</b>	<b>0.00</b>	<b>0</b>

2K/AT





Resolution No : 6

To appoint Shri Yogesh K. Patel (DIN: 03613259) as an Independent Director.

Resolution Required:			Ordinary Resolution						
Whether Promoter / Promoter Group are interested in the agenda / resolution?			N.A						
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	No. of Votes Invalid.
		[1]	[2]	[3]= [2] / [1] * 100	[4]	[5]	[6]= [4] / [2] * 100	[7]= [5] / [2] * 100	[8]
Promoter and Promoter Group	E – Voting	20358065	20357065	99.99	20357065	0	100	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		20357065	100.00	20357065	0	100	0.00	0
Public Institutions	E – Voting	451414	0	0.00	0	0	0	0.00	0
	Poll		0	0.00	0	0	0	0.00	0
	Postal Ballot		0	0.00	0	0	0	0.00	0
	Total		0	0.00	0	0	0	0.00	0
Public Non Institutions	E – Voting	25690521	9245302	35.99	9245302	0	100.00	0.00	0
	Poll		106193	0.41	106193	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		9351495	36.40	9351495	0	100	0.00	0
<b>TOTAL</b>		<b>46500000</b>	<b>29708560</b>	<b>63.89</b>	<b>29708560</b>	<b>0</b>	<b>100</b>	<b>0.00</b>	<b>0</b>

2/10/17





26<sup>th</sup> September, 2019

To,  
The Chairman of 09<sup>th</sup> AGM  
Astron Paper & Board Mill Ltd  
D-702, Ganesh Meridian,  
Opp High Court,  
S G Highway,  
Ahmedabad-380060



**SUB: CONSOLIDATED REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND POLL [Pursuant to Section 108 and Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014 and Rule 20 (3) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]**

Dear Sir,

I, Pinakin Shah, Proprietor of Pinakin Shah & Co, Practising Company Secretary, Ahmedabad, have been appointed as a scrutinizer by the Board dated 03-08-2019 for the purpose of scrutinizing the remote e-voting and voting under the provisions of Section 108 & 109 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 09<sup>th</sup> Annual General Meeting of the members of the Company, held on Wednesday, 25.09.2019 at AMA Seminar Hall No. 3 & 5, ATIRA Campus. AMA Complex, Dr. V S Marg, Vastrapur, Ahmedabad-380 015 at 11.00 am and submit my report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 09<sup>th</sup> Annual General Meeting of the members of the Company.



2. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Ltd (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at Annual General Meeting.
3. The members of the Company as on the cut-off date i.e. 18-09-2019 were entitled to vote on Ordinary and Special Business being Item Nos. 1 to 6 as set out in the Notice dated 03-08-2019
4. The remote e-voting period remained open from 21-09-2019 (10:00 A.M.) and ended on 24-09-2019 (5:00 P.M.).
5. The Company has also opted voting by poll for the members attending the meeting and who have not exercised their right to vote through remote e-voting.
6. After the conclusion of the Annual General Meeting, the locked ballot boxes were subsequently opened in the presence of 2 witnesses and poll papers were diligently scrutinized. They have signed below in confirmation of the box being opened in their presence.  
Signature:  Name: Alay Shah  
Signature:  Name: Roma Lalcheta
7. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The same were not considered in calculation.
8. The votes casted by electronic means were unblocked on 25-09-2019 in presence of 2 witnesses, Alay Shah & Roma Lalcheta, who are not in the





employment of the Company. They have signed below in confirmation of the e-votes being unblocked in their presence.

Signature:   
Name: Alay Shah

Signature:   
Name: Roma Lalcheta

9. Based from reports generated from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>) and voting through polling paper at the 09<sup>th</sup> AGM, the Consolidated results of the remote e-voting and poll are as under:

### ORDINARY BUSINESS

#### I. Item No. 1

To receive, consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2019, together with the Reports of the Board of Directors and Auditor thereon.

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	29602367	39	29602367	100	Nil	Nil	Nil
Poll	106193	24	106193	100	Nil	Nil	Nil
<b>Total</b>	<b>29708560</b>	<b>63</b>	<b>29708560</b>	<b>100</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

#### II. Item No. 2

To appoint a Director in place of Shri Kanubhai Patel (DIN: 00386852), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.





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	9245302	33	9245302	100	Nil	Nil	Nil
Poll	106193	24	106193	100	Nil	Nil	Nil
<b>Total</b>	<b>9351495</b>	<b>57</b>	<b>9351495</b>	<b>100</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

SPECIAL BUSINESS: ORDINARY RESOLUTION

**III. Item No. 3**

Increase in remuneration of Shri Kirit Patel, (DIN: 03353684) Managing 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	9245302	32	9245212	99.99	1	90	0.01
Poll	106193	24	106193	100	Nil	Nil	Nil
<b>Total</b>	<b>9351495</b>	<b>56</b>	<b>9351405</b>	<b>99.99</b>	<b>1</b>	<b>90</b>	<b>0.01</b>



**IV. Item No. 4**

To appoint Shri Ramakant Patel (DIN: 00233423), as Whole Time 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	9245302	33	9245302	100	Nil	Nil	Nil
Poll	106193	24	106193	100	Nil	Nil	Nil
<b>Total</b>	<b>9351495</b>	<b>57</b>	<b>9351495</b>	<b>100</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**V. Item No. 5**

To appoint Shri Dhiren N. Parikh (DIN: 08525317) as an Independent 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	29602367	39	29602367	100	Nil	Nil	Nil
Poll	106193	24	106193	100	Nil	Nil	Nil
<b>Total</b>	<b>29708560</b>	<b>63</b>	<b>29708560</b>	<b>100</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>



**VI. Item No. 6**

To appoint Shri Yogesh K. Patel (DIN: 03613259) as an Independent 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	29602367	39	29602367	100	Nil	Nil	Nil
Poll	106193	24	106193	100	Nil	Nil	Nil
<b>Total</b>	<b>29708560</b>	<b>63</b>	<b>29708560</b>	<b>100</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

10. All the above mentioned resolutions are passed with requisite majority.

11. I hereby confirm that I have maintained the Registers electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares and whether the shares have differential voting rights in respect of the votes cast through E- voting and by poll by the shareholders of the Company. I shall arrange to hand over these records to you or such other person authorized by you.

12. I am pleased to submit my report for your appropriate action and doing needful in the matter.

Date: 26.09.2019  
Place: Ahmedabad



Thanking You  
Yours Faithfully  
For, Pinakin Shah & Co



Pinakin Shah  
Company Secretary  
FCS: 2562, M.No: 2932