



DYNAMIC INDUSTRIES LIMITED

(A Govt. Recognised Export House)

Manufacturers & Exporters of Dyes, Pigments & Dye Intermediates

Regd. Office : Plot No. 5501/2, Phase III,
Nr. Trikampura Cross Road, G.I.D.C.,
Vatva, Ahmedabad - 382 445. Gujarat (INDIA)
Tel. : 91-79-2589 7221-22-23
Fax : 91-79-2583 4292, 2589 7232
E-mail : admin@dynaind.com
CIN : L24110GJ1989PLC011989

Factory : Plot No. 125, Phase I,
G.I.D.C. Estate, Vatva,
Ahmedabad - 382 445. Gujarat (INDIA)
Tel. : 91-79-2583 3835, 2589 1835
Fax : 91-79-2589 1735
Our Website : www.dynaind.com



DIL/BSEL/2015/08/004

Date: 17th August, 2015

To,
Asst. General Manager
(Corporate Relation Department)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.
Security Code: 524818
Security Id: DYNAMIND

Sub: Gist of Proceedings of 26th Annual General Meeting of Dynamic Industries Limited held on 14th August, 2015 and Results as per Clause 35A and Scrutinizers report.

Sir/Madam,

The 26th Annual General Meeting was held at registered office of the Company situated at Plot No. 5501/2, Phase III, Nr. Trikampura Cross Road, G.I.D.C. Vatva, Ahmedabad – 382445 Gujarat on Friday, 14th August, 2015 at 11:30 A.M.

Mr. Deepak Chokshi, Chairman and Managing Director took the chair and proceeded the 26th Annual General Meeting.

Total 16 members, 1 Representative from Auditors and 1 Scrutinizer were present at the 26th Annual General Meeting as per the Attendance Register of the Company.

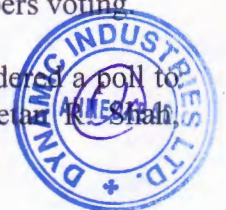
The Chairman gave the overview of the Financial for the year ended on 31st March, 2015 and future outlook of the Company in its speech.

The Chairman informed members that pursuant to Companies Act, 2013, Rules made thereunder and Listing Agreement, Company provided remote E-voting Facilities to all the members of the Company in respect of the resolutions to be passed at the 26th Annual General Meeting. The remote E-voting commenced from 9:00 A.M. on 11th August, 2015 and ended at 5:00 P.M. on 13th August, 2015, Company availed the facility of CDSL for the same.

Further the Company provided the Polling Papers/Ballot Papers Facility to all the members of the Company who were present at the 26th Annual General Meeting of the Company.

Chairman informed that Company appointed the Mr. Chetan R. Shah, Practising Company Secretary, Ahmedabad, Gujarat for scrutinizing the Remote E-Voting and Polling Papers/Ballot Papers voting

Thereafter, all the 13 resolutions as required were proposed and seconded. Chairman ordered a poll to be taken at the meeting through polling papers/ballot papers and requested Mr. Chetan R. Shah, Scrutinizer for an orderly conduct of the voting process.





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The Chairman announced that the E-voting results along with the consolidated scrutinizers report shall be placed on the website of the Company and CDSL and shall also be communicated to the BSE.

The resolutions passed by the members of the Company were with requisite majority namely

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015 and Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and the Auditors thereon. **(Ordinary Resolution)**
2. To declare a dividend of ₹ 1.00 (10%) per Equity Share of the nominal value of ₹ 10.00 each for the year ended 31st March, 2015. **(Ordinary Resolution)**
3. To re-appoint Mr. Deepak Navinchandra Chokshi (DIN: 00536345), who is liable to retire by rotation and being eligible, offers himself for re-appointment. **(Ordinary Resolution)**
4. To ratify the appointment of M/s. G. K. Choksi & Co., Chartered Accountants, Ahmedabad (Firm Reg. No. 101895W) as approved by Members at the 25th Annual General Meeting as Statutory Auditors of the Company, to hold office until the conclusion of 28th Annual General Meeting, and to fix their remuneration for the financial year ending 31st March, 2016. **(Ordinary Resolution)**

SPECIAL BUSINESS:

5. To re-appoint and re-designate Mr. Deepak Navinchandra Chokshi (DIN: 00536345) as Vice Chairman and Managing Director of the Company. **(Special Resolution)**
6. To re-appoint and re-designate Mr. Harin Dhanvantrai Mamlatdarna (DIN: 00536250) as Chairman and Whole Time Director of the Company. **(Special Resolution)**
7. To re-appoint Mr. Dinesh Jasraj Jain (DIN: 00135889) as Whole Time Director of the Company. **(Special Resolution)**
8. To appoint Mr. Pravinchandra Devidas Master (DIN: 05195587) as an Independent Director of the Company. **(Ordinary Resolution)**
9. To appoint Mr. Raghavdas Hiralal Lakhmani (DIN: 05304347) as an Independent Director of the Company. **(Ordinary Resolution)**
10. To appoint Mr. Jatimbhai Biharilal Surti (DIN: 05195572) as an Independent Director of the Company. **(Ordinary Resolution)**
11. To approve borrowing limits under provision of section 180 (1) (c) of the Companies Act, 2013 and rules. **(Special Resolution)**





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12. To create charge on the assets of the Company under Section 180 (1) (a) of the Companies Act, 2013 and rules thereunder. **(Special Resolution)**
13. To regularize Ms. Viraj Darshit Shah (DIN: 07220630) as an Independent Woman Director of the Company. **(Ordinary Resolution)**

Voting results over remote E-Voting are enclosed herewith as "Annexure – A" and Scrutinizers Combined Report on the remote E-voting as well as Ballot Paper/Polling Paper is enclosed as "Annexure – B".

Kindly take the same on your record.

Thanking you,

Yours Sincerely,

For, Dynamic Industries Limited

Chintan Nareshkumar Amlani

Company Secretary and Compliance officer
Chintan Nareshkumar Amlani



Date: 17th August, 2015

Place: Ahmedabad



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Annexure – A

Date of AGM	14 th August, 2015
Total No. of Members on the record date	2403
No. of members present in the meeting either in person or through proxy	
Promoter and promoter group	8
Public	8
No. of Members attended the meeting through video conferencing	
Promoter and Promoter Group	Video Conferencing facility was not made available
Public	





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AGENDA-WISE

In case of Poll/Postal Ballot/E-Voting:

The Mode of Voting of all Resolution was Remote E-Voting

Resolution 1: To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015 and Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and the Auditors thereon. **(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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1515745	40701	2.69	40701	Nil	100.00	Nil
Total	3028500	1553456	51.29	1553456	Nil	100.00	Nil

Resolution 2: To declare a dividend of ₹ 1.00 (10%) per Equity Share of the nominal value of ₹ 10.00 each for the year ended 31st March, 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 – 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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
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Resolution 3: To re-appoint Mr. Deepak Navinchandra Chokshi (DIN: 00536345), who is liable to retire by rotation and being eligible, offers himself for re-appointment. **(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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1515745	40701	2.69	40701	Nil	100.00	Nil
Total	3028500	1553456	51.29	1553456	Nil	100.00	Nil

Resolution 4: To ratify the appointment of M/s. G. K. Choksi & Co., Chartered Accountants, Ahmedabad (Firm Reg. No. 101895W) as approved by Members at the 25th Annual General Meeting as Statutory Auditors of the Company, to hold office until the conclusion of 28th Annual General Meeting, and to fix their remuneration for the financial year ending 31st March, 2016. **(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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1515745	40701	2.69	40701	Nil	100.00	Nil
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Resolution 5: To re-appoint and re-designate Mr. Deepak Navinchandra Chokshi (DIN: 00536345) as Vice Chairman and Managing Director of the Company. (Special 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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1515745	40701	2.69	40701	Nil	100.00	Nil
Total	3028500	1553456	51.29	1553456	Nil	100.00	Nil

Resolution 6: To re-appoint and re-designate Mr. Harin Dhanvantrai Mamlatdarna (DIN: 00536250) as Chairman and Whole Time Director of the Company. (Special 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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1515745	40701	2.69	40701	Nil	100.00	Nil
Total	3028500	1553456	51.29	1553456	Nil	100.00	Nil





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Resolution 7: To re-appoint Mr. Dinesh Jasraj Jain (DIN: 00135889) as Whole Time Director of the Company. (Special 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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1515745	40701	2.69	40701	Nil	100.00	Nil
Total	3028500	1553456	51.29	1553456	Nil	100.00	Nil

Resolution 8: To appoint Mr. Pravinchandra Devidas Master (DIN: 05195587) as an Independent Director 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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1515745	40701	2.69	40701	Nil	100.00	Nil
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Resolution 9: To appoint Mr. Raghavdas Hiralal Lakhmani (DIN: 05304347) as an Independent Director 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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1515745	40701	2.69	40701	Nil	100.00	Nil
Total	3028500	1553456	51.29	1553456	Nil	100.00	Nil

Resolution 10: To appoint Mr. Jatinbhai Biharilal Surti (DIN: 05195572) as an Independent Director 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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1515745	40701	2.69	40701	Nil	100.00	Nil
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Resolution 11: To approve borrowing limits under provision of section 180 (1) (c) of the Companies Act, 2013 and rules. **(Special 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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1515745	40701	2.69	40701	Nil	100.00	Nil
Total	3028500	1553456	51.29	1553456	Nil	100.00	Nil

Resolution 12: To create charge on the assets of the Company under Section 180 (1) (a) of the Companies Act, 2013 and rules thereunder. **(Special 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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1515745	40701	2.69	40701	Nil	100.00	Nil
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Resolution 13: To regularize Ms. Viraj Darshit Shah (DIN: 07220630) as an Independent Woman Director 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	1512755	1512755	100.00	1512755	Nil	100.00	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	1515745	40701	2.69	40701	Nil	100.00	Nil
Total	3028500	1553456	51.29	1553456	Nil	100.00	Nil

* Note: Percentage Column of each Resolution is rounded off to nearest two Decimal.

** All the Resolutions were passed with requisite majority.





ANNEXURE - B

REPORT OF SCRUTINIZER - Combined

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014)

To

The Chairman of the 26th Annual General Meeting of **Dynamic Industries Limited** held on Friday, 14th August, 2015 at 11.30 a.m. at 5501/02, Phase III, Near Trikampura Crossroads, G.I.D.C. Vatva, Ahmedabad -382445.

Dear Sir,

- I, Chetan R. Shah, Practising Company Secretary, have been appointed as a scrutinizer by
 - the Board of Directors of Dynamic Industries Limited (the Company) for the purpose of scrutinizing the remote E-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and pursuant to the provisions of Clause 35B of the Listing Agreement and
 - the Chairman of the Annual General Meeting (AGM) on poll under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Rules, on the resolutions contained in the notice to the 26th Annual General Meeting (AGM) of the members of the Company, held on **Friday, the 14th August, 2015 at 11.30 a.m.** at 5501/02, Phase III, Near Trikampura Crossroads, G.I.D.C. Vatva, Ahmedabad -382445, Gujarat.
- The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e - voting and poll on the resolutions contained in the Notice to the 26th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and for voting by poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour", "against" or "invalid" the resolutions stated above, based on the reports generated from the remote e-voting system provided Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company to provide remote e-voting facilities for e-voting and also at the time of poll at AGM.



3. I have issued a separate Scrutinizer's Report dated 14-08-2015 on the remote e-voting. Since all the members present at the AGM had already voted electronically (through remote E-voting), there was no requirement of voting through Ballot Paper.
4. As requested by management, I submit herewith my **combined** report on the results of e-voting as under: -

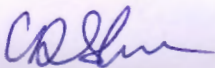
Item No. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos.
	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
Item No. 1 of the Notice (As an Ordinary Resolution)	15,53,456	100	NIL	NIL	NIL
Item No. 2 of the Notice (As an Ordinary Resolution)	15,53,456	100	NIL	NIL	NIL
Item No. 3 of the Notice (As an Ordinary Resolution)	15,53,456	100	NIL	NIL	NIL
Item No. 4 of the Notice (As an Ordinary Resolution)	15,53,456	100	NIL	NIL	NIL
Item No. 5 of the Notice (As a Special Resolution)	15,53,456	100			NIL
Item No. 6 of the Notice (As a Special Resolution)	15,53,456	100	NIL	NIL	NIL
Item No. 7 of the Notice (As a Special Resolution)	15,53,456	100	NIL	NIL	NIL



Item No. 8 of the Notice (As an Ordinary Resolution)	15,53,456	100	NIL	NIL	NIL
Item No. 9 of the Notice (As an Ordinary Resolution)	15,53,456	100	NIL	NIL	NIL
Item No. 10 of the Notice (As an Ordinary Resolution)	15,53,456	100	NIL	NIL	NIL
Item No. 11 of the Notice (As a Special Resolution)	15,53,456	100	NIL	NIL	NIL
Item No. 12 of the Notice (As a Special Resolution)	15,53,456	100	NIL	NIL	NIL
Item No. 13 of the Notice (As an Ordinary Resolution)	15,53,456	100	NIL	NIL	NIL

Thanking you,

Yours faithfully,




Chetan R. Shah

Practising Company Secretary

Membership No. : 2703, C. P. No. 4253

Place: Ahmedabad

Date: August 14, 2015