



Yuvraaj Hygiene Products Ltd.

29th September, 2015

To,
The Manager – CRD
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir,

Scrip Code: 531663

Sub.: Proceedings of the 20th Annual General Meeting held on Monday, 28th September, 2015

Pursuant to the provisions of Clause 31 of the Listing Agreement, we hereby furnish the proceedings of the 20th Annual General Meeting (AGM) of the members of the Company held on Monday, 28th September, 2015 at 12.30 P.M. at Sagar Banquets, 1st Floor, Behind Hotel Navratna, Nirman Vyapar Kendra, Plot No. 10, Sector 17, Vashi, Navi Mumbai – 400703.

As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, the Company provided Remote E-Voting facility to the members to vote on the matters to be transacted at the 20th Annual General Meeting as per Notice of the AGM dated 14th August, 2015. Further, to facilitate those members who were present at the AGM, either personally or by proxy, who did not cast their vote earlier through Remote E-Voting, the Company provided polling papers to enable them to vote in respect of items of business as set out in the Notice of the Annual General Meeting. CS Manish L Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer for conducting the Poll by way of Polling Papers.

The Scrutinizer submitted a Consolidated Scrutinizer's Report after reckoning of total votes cast by the members on each resolution separately, through Remote E-Voting as well as by the poll conducted at the AGM.

The Annual General Meeting was attended by requisite quorum and following businesses were transacted:

1. APPROVAL OF ACCOUNTS:

The members approved the Audited Financial Statements as at 31st March, 2015 together with Reports of the Board of Directors' and Auditors' thereon by passing an Ordinary Resolution with requisite majority.

CIN:- L74999MH1995PLC220253

A-650, TTC, MIDC, Mahape, Navi Mumbai - 400 705

Tel. No. : 022 2778 4491 / 92 / 93 | Fax No. : 022 2778 4494 | Email : yhpl@hic.in | Website : www.hic.in

2. RE-APPOINTMENT OF MRS. BENU KAMPANI AS WHOLE TIME DIRECTOR OF THE COMPANY:

The members re-appointed Mrs. Benu Kampani as Whole Time Director of the Company, who retired by rotation and being eligible offered herself for re-appointment by passing an Ordinary Resolution with requisite majority.

3. RATIFICATION OF APPOINTMENT OF M/S. P. P. JAYARAMAN & CO., CHARTERED ACCOUNTANTS, MUMBAI AS STATUTORY AUDITORS AND TO FIX THEIR REMUNERATION:

The members ratified the appointment of M/s. P. P. Jayaraman & Co., Chartered Accountants, Mumbai (FRN: 104139W) as Statutory Auditors of the Company, to hold office from the conclusion of 19th Annual General Meeting upto the conclusion of the 22nd Annual General Meeting of the Company as per the resolution passed by the members at the 19th Annual General Meeting and authorized the Board of Directors to fix their remuneration by passing an Ordinary Resolution with requisite majority.

Please take the same on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,

For Yuvraj Hygiene Products Limited

Vishal Kampani

Vishal Kampani
Managing Director
DIN: 03335717



Encl.: Consolidated Scrutinizer's Report

CONSOLIDATED REPORT OF THE SCRUTINIZER

*[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 and 21 of Companies (Management and Administration) Rules, 2014]*

To,

Mr. Rajeev Kharbanda

Chairman

Yuvraaj Hygiene Products Limited

Plot No. A-650, 1st Floor, TTC Industrial Estate,

MIDC, Pawane Village, Mahape,

Navi Mumbai - 400 705

Respected Sir,

Sub.: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting Process and on voting by Poling Papers at 20th Annual General Meeting (AGM) of the Members of Yuvraaj Hygiene Products Limited (the Company) held on Monday, 28th September, 2015

1. I, CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of Scrutinizing the Remote E-voting process and conducting poll through polling papers at the AGM, in terms of the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 and the relevant provisions of Clause 35B of the Listing Agreement, in a fair and transparent manner, for passing of the resolutions as mentioned under Item numbers 1 to 3 as set out in the Notice of aforesaid AGM of the members of the Company dated 14th August, 2015.
2. 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 voting by way of polling papers at the AGM, on the resolutions contained in the Notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the Remote E-voting process and poll conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said Notice,

Page 1 of 5



Resolution No. 1

Particulars	Ordinary Resolution: For adoption of Audited Financial Statements for the financial year ended 31 st March, 2015 along with Reports of the Board of Directors' and the Auditors' thereon.					
Voting pattern	Number of members voted		Votes equivalent to number of shares held by members		Valid votes cast	
	Total received	Valid	Total	Valid	In favour	Against
Remote E-Voting	12	12	5,40,68,540	5,40,68,540	5,40,68,490	50
Polling at the AGM	6	4	345	320	320	0
Total	18	16	5,40,68,885	5,40,68,860 (100%)	5,40,68,810 (99.99%)	50 (0.01%)
Result: The said resolution may be considered as passed with requisite majority.						

Resolution No. 2

Particulars	Ordinary Resolution: For appointment of a Director in place of Mrs. Benu Kampani, Whole Time Director, (DIN: 01265824) who retires by rotation and being eligible, offers herself for re-appointment.					
Voting pattern	Number of members voted		Votes equivalent to number of shares held by members		Valid votes cast	
	Total received	Valid	Total	Valid	In favour	Against
Remote E-Voting	12	12	5,40,68,540	5,40,68,540	5,40,68,490	50
Polling at the AGM	6	4	345	320	320	0
Total	18	16	5,40,68,885	5,40,68,860 (100%)	5,40,68,810 (99.99%)	50 (0.01%)
Result: The said resolution may be considered as passed with requisite majority.						



Resolution No. 3

Particulars	Ordinary Resolution: For ratification of appointment of M/s. P. P. Jayaraman & Co., Chartered Accountants, Mumbai (having FRN: 104139W) as Statutory Auditors of the Company to hold office from the conclusion of 19 th Annual General Meeting upto the conclusion of 22 nd Annual General Meeting and to fix their remuneration for the financial year ending 2016.					
Voting pattern	Number of members voted		Votes equivalent to number of shares held by members		Valid votes cast	
	Total received	Valid	Total	Valid	In favour	Against
Remote E-Voting	12	12	5,40,68,540	5,40,68,540	5,40,68,490	50
Polling at the AGM	6	4	345	320	320	0
Total	18	16	5,40,68,885	5,40,68,860 (100%)	5,40,68,810 (99.99%)	50 (0.01%)
Result: The said resolution may be considered as passed with requisite majority.						

I further report that:

- I have received all the documents as mentioned in Sections 105 and 113 of the Companies Act, 2013 and such other applicable provisions under the relevant Rules made thereunder, together with Attendance Register and also the Ballot Box used at the venue of the AGM, duly sealed; and



- b. The Register/s, all other papers and relevant records relating to Remote E-Voting and Poll at the AGM, shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Chairman of the Company for safe keeping.

For Manish Ghia & Associates
Company Secretaries



A handwritten signature in black ink, appearing to read "M. Ghia".

CS Manish L. Ghia
Partner

M. No. FCS 6252 C.P. No. 3531

Place: Mumbai

Date: 29th September, 2015

Countersigned by:

A handwritten signature in black ink, appearing to read "Rajeev Kharbanda".

Rajeev Kharbanda
Chairman

Yuvraaj Hygiene Products Limited