

Cimmco Limited



REGISTERED OFFICE
756 ANANDAPUR
EM BYPASS,
KOLKATA- 700107
CIN: L28910WB1943PLC168801

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August 2nd, 2017

The Listing Department
The National Stock Exchange of India Limited
Exchange Plaza, Bandra- Kurla Complex
Bandra (E), Mumbai- 400051
Scrip Code: CIMMCO

BSE Limited
The Department of Corporate Services- CRD
1st Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001
Scrip Code: 505230

Re: Submission of Voting results under Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ('LODR')

Madam/Sir,

Pursuant to Regulation 44(3) of LODR, we enclose herewith the voting results and scrutinizer's report in respect of the business conducted at the 72nd Annual General Meeting of the Company held on the 31st day of July, 2017.

Please take the same on records.

Thanking you,

Yours faithfully
For Cimmco Limited


DINESH ARYA
GROUP COMPANY SECRETARY

Encl: As above

**CIMMCO LIMITED
FORMAT FOR VOTING RESULTS**

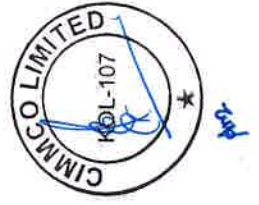
Date of the AGM	31.07.2017
Total Number of Shareholders on record date	48279
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	4
Public	193
No. of Shareholders present in the meeting through Video Conferencing:	
Promoters and Promoter Group	NIL
Public	NIL

Agenda -wise disclosure(to be disclosed seperately for each agenda item)

Resolution Required: (Ordinary / Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution? Ordinary Resolution No. 1	No

Adoption of Annual Financial Statements, Reports of the Board of Directors and Auditors for the Financial Year ended 31st March, 2017

Promoter/Pu blic	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
			(3)=[(2)/(1)]*100			(6)= [(4)/(2)]*100	(7)=[(5)/(2)]*100
	1	2		4	5		
Promoter and Promoter Group		15096774	100.00	15096774	Nil	100	Nil
E-voting Poll	15096774	-	0.00	-	-	-	-
Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total	15096774	15096774	100.00	15096774	-	100	-
Public - Institutional holders		0	0.00	0	0	0.00	0.00
E-voting Poll	185182	-	-	-	-	-	-
Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total	185182	0	0.00	0	0	0.00	0.00
Public- Others		206	0.00	206	0	100	0.00
E-voting Poll	4866570	37701	0.77	37699	2	0	0.00
Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total	4866570	37907	0.78	37905	2	100	0.00
Total	20148526	15134681	75.116	15134679	2	99.99999	0.000





Resolution Required: (Ordinary / Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Ordinary Resolution No. 2

Re-appointment of Shri R N Tiwari (DIN: 06510376) as Director (Works), retiring by rotation

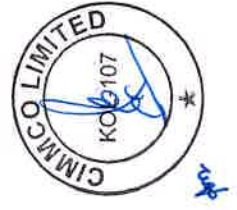
Promoter/Pu blic	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting Poll Postal Ballot Total	15096774 - N.A. 15096774	100.00 0.00 N.A. 100.00	15096774 - N.A. 15096774	Nil - N.A. -	100 - N.A. 100	Nil - N.A. -
Public - Institutional holders	E-voting Poll Postal Ballot Total	0 - N.A. 0	0.00 - N.A. 0.00	0 - N.A. 0	0 - N.A. 0	0.00 - N.A. 0.00	0.00 - N.A. 0.00
Public- Others	E-voting Poll Postal Ballot Total	206 37711 N.A. 37917	0.00 0.77 N.A. 0.78	206 37709 N.A. 37915	0 2 N.A. 2	100 0 N.A. 100	0.00 0.00 N.A. 0.00
Total	20148526	15134691	75.116	15134689	2	99.99999	0.000

Resolution Required: (Ordinary / Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Ordinary Resolution No. 3

Appointment of new Auditors (Price Waterhouse & Co. Chartered Accountants LLP) on rotation basis and to fix their remuneration

Promoter/Pu blic	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
	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter	E-voting Poll	15096774 -	100.00 0.00	15096774 -	Nil -	100 -	Nil -



Group	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public – Institutional holders	15096774	15096774	100.00	15096774	-	-	100	N.A.	N.A.
		0	0.00	0	0	0	0.00	0.00	0.00
	185182	-	-	-	-	-	-	-	-
		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total	185182	0	0.00	0	0	0	0.00	0.00	0.00
Public- Others	4866570	206	0.00	206	0	0	100	0.00	0.00
		37701	0.77	37699	2	0	0	0.00	0.00
		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total	4866570	37907	0.78	37905	2	100	99.99999	0.00	0.00
Total	20148526	15134681	75.116	15134679	2	99.99999	0.00	0.00	0.00

Resolution Required: (Ordinary / Special)		Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?		No

Ordinary Resolution No. 4

Appointment of Shri Anil Kumar Agarwal (DIN: 01501767) as Wholetime Director for a term of five years w.e.f 01/01/2017.

Promoter/Pu blic	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
	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	15096774	4853646	32.15	4853646	Nil	100	Nil
		-	0.00	-	-	-	-
		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total	15096774	4853646	32.15	4853646	-	100	-
Public – Institutional holders	185182	0	0.00	0	0	0.00	0.00
		-	-	-	-	-	-
		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total	185182	0	0.00	0	0	0.00	0.00
Public- Others	4866570	206	0.00	206	0	100	0.00
		37701	0.77	37699	2	0	0.00
		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Total	4866570	37907	0.78	37905	2	100	0.00
Total	20148526	4891553	24.277	4891551	2	99.99996	0.000

Resolution Required: (Ordinary / Special)		Ordinary
		Ordinary



Whether promoter/ promoter group are interested in the agenda/ resolution?									
Ordinary Resolution No. 5									
Re-Appointment of Shri R N Tiwari (DIN:06510376) as Director (Works) for a term of Two years w.e.f. 25/02/2017.									
Promoter/Pu blic	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	
	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group		4853646	32.15	4853646	Nil	100	Nil		
	15096774	-	0.00	-	-	-	-		
		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
Total	15096774	4853646	32.15	4853646	-	100	-		
Public – Institutional holders		0	0.00	0	0	0.00	0.00		
	185182	-	-	-	-	-	-		
		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
Total	185182	0	0.00	0	0	0.00	0.00		
Public- Others		206	0.00	206	0	100	0.00		
	4866570	37701	0.77	37699	2	0	0.00		
		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
Total	4866570	37907	0.78	37905	2	100	0.00		
Total	20148526	4891553	24.277	4891551	2	99.99996	0.000		
Resolution Required: (Ordinary / Special)									
Whether promoter/ promoter group are interested in the agenda/ resolution?									
						Ordinary			
						Yes			

Ordinary Resolution No. 6									
Renewal of continuing contract with Titagarh Wagons Limited for sale/purchase of goods/materials for three financial years upto 24/05/2020.									
Promoter/Pu blic	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	
	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter		14000	0.09	14000	Nil	100	Nil		
	15096774	-	0.00	-	-	-	-		
Total	15096774	14000	0.09	14000	Nil	100	Nil		



Group	Postal Ballot	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public – Institutional holders	Total	15096774	14000	0.09	14000	N.A.	-	100	N.A.
	E-voting Poll	185182	0	0.00	0	-	-	0.00	0.00
	Postal Ballot								
	Total	185182	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Public- Others	Total	206	0.00	0.00	0	0	0	0.00	0.00
	E-voting Poll	37701	0.77	0.77	206	37699	2	0	0.00
	Postal Ballot								
	Total	4866570	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	20148526	37907	0.78	37905	2	2	100	0.00
			51907	0.258	51905	2	2	99.996	0.004

Resolution Required: (Ordinary / Special)		Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?		No

Ordinary Resolution No. 7
Ratification of remuneration of Cost Auditor

Promoter/Pu blic	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
Promoter and Promoter Group	15096774	10261128	67.97	10261128	Nil	100	Nil
			0.00	-	-	-	-
		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	10261128	67.97	10261128	-	100	-
Public – Institutional holders	185182	0	0.00	0	0	0.00	0.00
			-	-	-	-	-
		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	0.00	0	0	0.00	0.00
Public- Others	4866570	206	0.00	206	0	100	0.00
		37701	0.77	37699	2	0	0.00
		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	37907	0.78	37905	2	100	0.00
	Total	20148526	51.116	10299033	2	100.000	0.000

SUSHIL GOYAL & CO.
Company Secretaries

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CONSOLIDATED SCRUTINIZER'S REPORT

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

Date: 01/08/2017

To,

The Chairman

72nd Annual General Meeting of the Equity Shareholders of Cimcco Limited

Held on 31st July, 2017 at 'MANOVIKAS Kendra', 482, Madudah, Plot I-24, Sector-J, E M Bypass,
Kolkata - 700107 at 12:30 P.M.

Dear Sir,

We, Sushil Goyal & Co., Company Secretaries, were appointed as Scrutinizers by the Board of Directors of Cimcco Limited (the Company), vide Company's letter dated 18th May, 2017, in terms of section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules), for the purpose of scrutinizing the e-voting process (remote e-voting) and voting by ballot in respect of the resolutions contained in the Notice dated 18th May, 2017 proposed at the 72nd Annual General Meeting (AGM) of the Company held on 31st July, 2017 at 12:30 P.M.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means (i.e. by remote e-voting) and voting by ballots in respect of the resolutions contained in the Notice dated 18th May, 2017 proposed at the AGM of the shareholders of the Company. Our responsibility as Scrutinizers for the voting process of voting through electronic means (i.e. by remote e-voting) and voting by ballots at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions as stated above, based on the report generated from the e-voting system provided by Karvy Computershare Private Limited (Karvy), the Agency authorized under the Rules and engaged by the Company to provide such electronic voting facility and voting by ballots at the AGM.

We submit herewith the Consolidated Scrutinizer's Report and relevant details on the results of voting through electronic means (i.e., remote e-voting) and voting by ballots at the AGM as under:

- 1 . The e-voting services were provided by Karvy Computershare Private Limited (Karvy).
- 2 . As per information/confirmations provided by the Company:
 - (a) Advertisements confirming despatch of notices and specifying that business may be transacted through voting by electronic means with other particulars related thereto were published in the Business Standard and Ekdin, Kolkata editions on 7th July, 2017.
 - (b) The Shareholders of the Company holding shares as on the "cut-off" date of 24th July, 2017, were entitled to vote on the proposed resolution(s) as set out in the Notice of the AGM of the Company.



- (c) The voting period for remote e-voting commenced on 27th July, 2017 at 9.00 a.m. and ended on 30th July, 2017 at 5.00 p.m.
- (d) Voting by ballot was undertaken at the venue of the AGM and the locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
- (e) The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- (f) The votes cast under e-voting facility were unblocked, after the voting process by ballot was over at the venue of AGM, on Monday, the 31st July, 2017 at 4:33 p.m. in the presence of two witnesses not being in the employment of the Company.
- (g) On the basis of reports of e-voting downloaded from Karvy's e-voting Website <https://evoting.karvy.com> and the scrutiny of the ballots found in the ballot box, we give below the summary of votes cast "in favour" or "against" the resolutions:

Item No. 1: Ordinary Resolution

To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2017, the Reports of Directors and Auditors thereon.

Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes
No.	% tage of total number of valid votes	No.	% tage of total number of valid votes	No.
15134679	99.99999	2	0.00001	27

Item No. 2 : Ordinary Resolution

To appoint a Director in place of Shri R N Tiwari, Director (Works) (DIN: 06510376) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes
No.	% tage of total number of valid votes	No.	% tage of total number of valid votes	No.
15134689	99.99999	2	0.00001	27

Item No. 3 : Ordinary Resolution

To appoint Auditors and fix their remuneration

Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes
No.	% tage of total number of valid votes	No.	% tage of total number of valid votes	No.
15134679	99.99999	2	0.00001	27

Item No. 4 : Special Resolution

To consider the appointment of Shri Anil Kumar Agarwal (Din No: 01501767) as Whole time director of the Company.

Votes in favour of the Resolution*		Votes against the Resolution		Invalid Votes
No.	% tage of total number of valid votes	No.	% tage of total number of valid votes	No.
4891551	99.99996	2	0.00004	27

Item No. 5 : Ordinary Resolution

To renew appointment and remuneration of Shri R N Tiwari, Director (Works) (Din No: 06510376).

Votes in favour of the Resolution*		Votes against the Resolution		Invalid Votes
No.	% tage of total number of valid votes	No.	% tage of total number of valid votes	No.
4891551	99.99996	2	0.00004	27

Item No. 6 : Ordinary Resolution

To consider resolution u/s 188 of the Companies Act, 2013

Votes in favour of the Resolution*		Votes against the Resolution		Invalid Votes
No.	% tage of total number of valid votes	No.	% tage of total number of valid votes	No.
51905	99.99615	2	0.00385	27

*Excluded 4835646 votes (Shares) by 1 (One) Related Party, as per list provided by the Company, in favour of the resolution through E-voting.

Item No. 7 : Ordinary Resolution

To ratify the remuneration of Cost Auditor

Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes
No.	% tage of total number of valid votes	No.	% tage of total number of valid votes	No.
10299033	99.99998	2	0.00002	27

The electronic data and all other relevant records relating to voting are under our safe custody until the Chairman considers, approves and signs the Minutes of the AGM and the same will be returned to the Company for safe keeping.

For SUSHIL GOYAL & CO.



(Sushil Kumar Goyal)

CP No. 8289

Membership No. FCS-3969

Countersigned by:

