



AMRAPALI INDUSTRIES LTD.

To
The General Manager
Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street,
Mumbai – 400001

Date: December 28, 2021

Dear Sir,

Sub: Voting Results of National Company Law Tribunal ("NCLT") convened meeting of the equity shareholders of Amrapali Industries Limited ("the Company") held on Monday, December 27, 2021 in accordance with Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report

The separate meetings of equity shareholders and unsecured creditors of the Company were held on Monday, December 27, 2021 at 03:00 p.m. (IST) and 04:30 p.m. (IST) respectively for approving the Scheme of Arrangement pursuant to Sections 230 and 232 of the Companies Act, 2013 for demerger of the Entertainment Business ("Demerged Undertaking") of Amrapali Industries Limited into Amrapali Asset Reconstruction Company Private Limited. ("Scheme") and their respective members and creditors.


With respect to the meeting of the equity shareholders, we enclose herewith particulars of attendance and mode of voting along with details of results of voting conducted through Remote E-voting and voting through electronic system during the meeting ("Annexure A") in respect of the resolutions as set out in the Notice dated November 24, 2021 in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Consolidated Report ("Annexure B ") and with respect to the meeting of unsecured creditors, we enclose herewith the Scrutinizer's Report ("Annexure C").

The resolution set out in the Notice of the respective meetings of the equity shareholders and the unsecured creditors were approved with requisite majority.

Kindly take the same on your record and bring it to the notice of members and Investors.

Your Sincerely,

For Amrapali Industries Limited



Yashwant Thakkar
Managing Director
DIN: 00071126



Regd. Office :

Unit No. PO5-02D, 5th Floor,
Tower A, WTC Gift City,
Gandhinagar-382355, (Gujarat.)
E-mail : ail@amrapali.com / www.amrapalispot.com

Correspondence/Corporate Office :

19-20-21, Narayan Chambers, T+91 79 26581329/30
3rd Floor, B/h. Patang Hotel, T+91 79 26575105/06
Ashram Road, Ahmedabad-9. F+91 79 26579169/26584313
CIN : L91110GJ1988PLC010674



AMRAPALI INDUSTRIES LTD.

Particulars of attendance and mode of voting as prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

Name of the Company:	Amrapali Industries Limited
Date of NCLT convened meeting AGM/EGM:	December 27, 2021
Total Number of Shareholders on record date (i.e. December 20, 2021 - cut-off date for voting purpose):	6537
Number of Shareholders present in the meeting either in person or proxy: • Promoter and Promoters Group • Public	NA
No. of Shareholders attended the meeting through Video Conferencing • Promoter and Promoters Group • Public	2 62
Mode of Voting:	Remote E-voting and voting through electronic system during the meeting

* Multiple folios have been consolidated on the basis of PAN f or the promoter and promoter group category.

For Amrapali Industries Limited

Yashwant Thakkar
Managing Director
DIN: 00071126



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AMRAPALI INDUSTRIES LTD.

Announcement of Voting results

Resolution 1

Resolution Required (Ordinary/Special)		Requisite Majority	Scheme of Arrangement pursuant to Sections 230 and 232 of the Companies Act, 2013 for demerger of the Entertainment Business ("Demerged Undertaking") of Amrapali Industries Limited into Amrapali Asset Reconstruction Company Private Limited. ("Scheme") and their respective members and creditors.					
Whether promoter/promoter group are interested in the agenda/resolution?		NO						
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
Promoter and Promoter Group	Postal Ballot	37749932	0.00	0.00	0.00	0.00	0.00	0.00
	E-Voting		37749932	73.42	37749932	0.00	90.62	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Total		37749932	73.42	37749932	0.00	90.62	0.00
Public - Institutions	Postal Ballot	0	0.00	0.00	0.00	0.00	0.00	0.00
	E-Voting		0.00	0.00	0.00	0.00	0.00	0.00
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Total		0.00	0.00	0.00	0.00	0.00	0.00
Public - Non-Institutions	Postal Ballot	13660632	0.00	0.00	0.00	0.00	0.00	0.00
	E-Voting		3906229	7.60	3905399	830	9.38	0.01
	Poll		0.00	0.00	0.00	0.00	0.00	0.00
	Total		3906229	7.60	3905399	830	9.38	0.01
Total		51410564	41656161	81.03	41655331	830	99.99	0.01



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Insiya Nalawala & Associates

Practicing Company Secretary



Scrutinizer Report

[Pursuant to sections 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of Meeting
Amrapali Industries Limited

Dear Sir,

Sub: Scrutinizer's Report on remote e-voting and voting during the meeting of Equity Shareholders of Amrapali Industries Limited held on Monday, 27th day of December, 2021 at 03:00 PM IST through Video Conferencing (VC) / Other Audio Visual Means (OAVM) through ZOOM platform pursuant to the order dated September 13, 2021 read with November 16, 2021 of Hon'ble National Company Law Tribunal, Ahmedabad Bench.

1. I, Insiya Nalawala, Practicing Company Secretary, appointed as the scrutinizer by the Hon'ble National Company Law Tribunal, Ahmedabad Bench pursuant to the order September 13, 2021 read with November 16, 2021.
2. This report is being prepared Pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General circular no. 14/2020 dated 8th April, 2020, circular no. 17/2020 dated 13th April, 2020, Circular 20/2020 dated 05th May, 2020, Circular No. 22/2020 dated 15th June, 2020, Circular No. 33/2020 dated 28th September, 2020, Circular No. 39/2020 dated 31st December, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular no. 10/2021 dated 23rd June, 2021 respectively issued by the Ministry of Corporate Affairs (Collectively referred to as the "MCA Circulars") and Secretarial Standards on General Meeting.
3. I have scrutinized the remote e-voting process as well as the e-voting process during the Meeting in respect of the below mentioned resolution.
4. As per the information given to me, The Notice to 1943 Equity shareholders of the company were sent through e-mail who had registered their email ids with depositories / Company / Company's Registrar & Transfer Agent and Notice to 6283 shareholders were sent through courier at the registered address of shareholders. The dispatch of the same was completed on Friday, 26th November, 2021.





5. Since this Meeting was held pursuant to the aforesaid MCA circular through VC/OAVM, physical attendance of the Members has been dispensed with. Accordingly, in terms of the above mentioned MCA, the facility of appointment of proxies by the Members were also dispensed with.
6. The company has availed the platform of National Securities Depository Limited (NSDL) for conducting remote E-voting and E-voting at the Meeting by the shareholders of the Company.

7. Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the Equity shareholders. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

8. Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process {i.e. remote e-voting and voting at the meeting) is restricted to making a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited {"NSDL") and attendant papers/ documents furnished to me electronically by the Company and/or NSDL for my verification.

9. Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date i.e., Monday, 20th Day of December, 2021 were entitled to vote on the resolution (as set out in the Notice) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of Articles of Association of the Company.

10. Remote e-voting Process

Remote e-voting facility was kept open by the Company for a period commencing from Wednesday, December 22, 2021 at 09:00 A.M. IST and ended on Sunday, December 26, 2021 at 05:00 P.M. IST.





11. E-Voting at the Annual General Meeting

At the Meeting, Company provided electronic voting offered by NSDL to those shareholders who did not cast their vote through remote E-voting.

As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the Meeting through VC / OAVM and who had not voted on remote E-voting were allowed to cast their votes through e-voting system during the Meeting.

12. Voting Result

The votes cast during the remote e-voting and e-voting at the meeting were unblocked on Monday, 27th December, 2021 after the conclusion of the Meeting and was witnessed by two witnesses, Mr. Chandramauli Patel and Ms. Parul Shah, who are not in the employment of the Company and/or NSDL. They have signed below in confirmation of the same.

Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on the resolution that was put to vote, were generated from the e-voting website of NSDL i.e., <https://www.evoting.nsdl.com>. Based on the report generated by NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

I submit herewith the **Scrutinizer Report** as under on the result of the remote e-voting and e-voting during the meeting based on the reports generated from NSDL portal and relied upon by me as under in respect of the below mentioned resolution:

Resolution: To Approve the Scheme of Arrangement in the nature of Demerger between Amrapali Industries Limited and Amrapali Asset Reconstruction Company Private Limited and their respective shareholders.

Type of Business: Special Business
Kind of Resolution: Special Resolution





(i) Valid Votes in favour of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	63	4,16,53,131	99.993
E-voting during the Meeting	1	22,00	0.005
Total	64	4,16,55,331	99.998

(ii) Valid Votes against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting	6	830	0.002
E-voting during the Meeting	-	-	-
Total	6	830	0.002

(iii) Invalid votes:

Type of Voting	Total Number of Members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting	-	-
E-voting during the Meeting	-	-
Total	-	-

13. Conclusion

The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Ms. Jaini Jain, Chairman of the Meeting, for preserving safely after the Chairman considers, approves and sign the minutes of meeting.





Insiya Nalawala & Associates

Practicing Company Secretary



14. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL and (iv) Submission to Hon'ble National Company Law Tribunal, Ahmedabad Bench. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours faithfully,

For, Insiya Nalawala & Associates
Company Secretaries

CS Insiya Nalawala
(Proprietor)

Membership No. : A57573

COP No.:- 22786

UDIN: A057573CO01955700

Place: Ahmedabad

Date : 28-12-2021

Countersigned By:

For, Amrapali Industries Limited

Jaini

Jaini Jain

Chairman of Meeting

Place: Ahmedabad

Date: December 28, 2021

IN Witness:

1) Name: Chhanel Samantli Patel

Address: Thetes, Ahmedabad.

Sign: *[Signature]*

2) Name: Parul Shah

Address: Manekchowk, Ahmedabad

Sign: *[Signature]*



Insiya Nalawala & Associates

Practicing Company Secretary



FORM No. MGT - 13

Report of Scrutinizer

[Pursuant to section 109 of the Companies act, 2013 and rule 21 (2) of the Companies (Management and administration) Rules, 2014]

To,
The Chairman
Amrapali Industries Limited
Ahmedabad.

Meeting of Unsecured creditor of Amrapali Industries Limited held on Monday, December 27, 2021 at 04.30 P.M. IST at the Registered Office of the Company at Unit No. PO5-02D, 5th Floor Tower A, WTC Gift City, Gandhinagar-382355, Gujarat, pursuant to the order dated September 13, 2021 read with November 16, 2021 of the Hon'ble National Company Law Tribunal, Ahmedabad Bench.

Dear Sir,

I, Insiya Nalawala, Proprietor of Insiya Nalawala & Associates., Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution, at the Unsecured creditor meeting of Amrapali Industries Limited held on Monday, December 27, 2021 at 04.30 p.m. at the Registered Office of the Company at Registered Office, at Unit No. PO5-02D, 5th Floor Tower A WTC Gift City, Gandhinagar, Gujarat - 382355, Gujarat, pursuant to the order dated September 13, 2021 read with November 16, 2021 of the Hon'ble National Company Law Tribunal, Ahmedabad Bench submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations lodged with the Company.
3. I did not find any poll papers invalid.
4. The summary of the Notices and forms sent via e-mail to the unsecured Creditors are as under: -

Sr. No.	Particulars	No. of Secured Creditors	Amount (INR)
1.	Notices and Forms dispatched to the Unsecured Creditors of the Company.	5	62,91,29,977/-

5. The result of the Poll is as under:

Resolution: To Approve the Scheme of Arrangement in the nature of Demerger between Amrapali Industries Limited (AIL) and Amrapali Asset Reconstruction Company Private Limited (AARCPL) and their respective shareholders and Creditors





Insiya Nalawala & Associates

Practicing Company Secretary



(i) Voted in favour of the resolution:

Number of Creditors present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
4	61,54,90,000	100%

(ii) Voted against the Resolution:

Number of Creditors present and voting (in person or by proxy)	Number of Votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total Number of Creditors (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

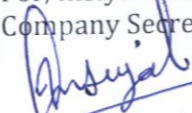
6. No Ballot forms were incomplete or defective or defaced or invalid.

7. The poll papers and all other relevant records were sealed and handed over to the Chairman of the Company for safe keeping.

Thanking you,

Yours faithfully,



For, Insiya Nalawala & Associates
Company Secretaries


Insiya Nalawala
Proprietor
M. No.: A57573
CP No: 22786
UDIN: A057573C001949705



Place: Ahmedabad

Date: 27th December, 2021

Witness 1: Chandlammauli Patel.	Witness 2: Parul Shah
Signature: 	Signature: 
Name: Chandlammauli Patel.	Name: Parul Shah
Address: Thaltej, Ahmedabad	Address: 583, Santkdisheri, Ahmedabad