

June 13, 2017

To, <b>Bombay Stock Exchange Limited,</b> Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Fort, Mumbai – 400 001.	To, <b>Metropolitan Stock Exchange of India Limited,</b> Vibgyor Towers, 4th Floor, Plot NO. C 62, G Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai – 400 098.
<b>Scrip Code: 512165</b>	<b>Scrip Name: ABANSENT</b>

**Sub: Declaration of results of Voting/E-voting of Postal Ballot and disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Ma'am,

This is to inform you that, pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the members of the Company have duly approved, through e-voting and voting through Postal Ballot the businesses as specified in the Postal Ballot Notice dated April 25, 2017.

Mr. Hemanshu Kapadia, Practicing Company Secretary, appointed as the Scrutinizer by the Board of Directors of the Company has submitted his report dated June 12, 2017 on e-voting or voting through Postal Ballot to the Chairman of the Company.

The details of the voting results and scrutinizer report are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to kindly take the same on record and disseminate to the members.

Thanking You,

**For ABans Enterprises Limited**  
**(Formerly known as Matru-Smriti Traders Limited)**



**Hetal Shah**  
**Company Secretarial**



Encl: As Above

## ANNEXURE I

## Format for Voting Results

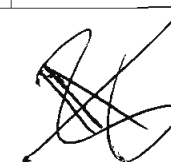
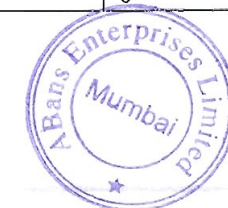
1	Date of Declaration of Postal Ballot Results	Tuesday, June 13, 2017
2	Total number of shareholders as on cut –off date for ascertaining the list of Shareholders to whom the notice of Postal Ballot was sent and also for reckoning voting rights (i.e. Cut-off date for Benpose)	171
3	No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
4	No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

AGEND - WISE DISCLOSURE

The mode of voting for all resolutions was remote e-voting and Postal Ballot Form

Resolution 1 : Approval of Material Related Party Transaction

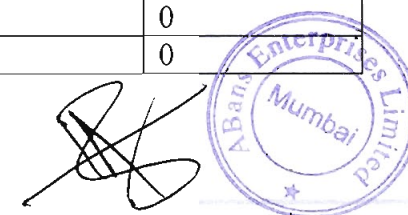
Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes [The Promoter Mr. Abhishek Bansal, being related party (interested party) abstained from voting and have not voted on subject resolution.]				
Category	Mode of Voting	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	E-Voting	10400792	0	0	0	0	0	0

<b>and Promoter Group</b>	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	10400792	0	0	0	0	0	0
<b>Public Institutions</b>	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
<b>Public Non Institutions</b>	E-Voting	3548984	2209713	62.2633	2209713	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3548984	2209713	62.2633	2209713	0	100	0
<b>TOTAL</b>		13949776	2209713	15.8405	2209713	0	100	0

**Resolution 2: Alteration of Common Seal Clause of Articles of Association of The Company**

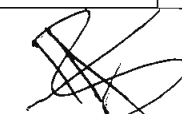
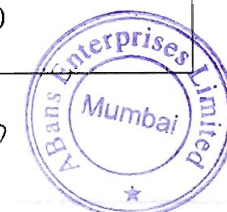
Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. 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
<b>Promoter and Promoter Group</b>	E-Voting	10400792	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		10400792	100	10400792	0	100	0
	Total	10400792	10400792	100	10400792	0	100	0
<b>Public</b>	E-Voting	0	0	0	0	0	0	0



<b>Institutions</b>	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
<b>Public Non Institutions</b>	E-Voting	3548984	2209713	62.2633	2209713	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3548984	2209713	62.2633	2209713	0	100	0
<b>TOTAL</b>		13949776	12610505	90.3993	12610505	0	100	0

**Resolution 3 : Alteration of Sitting Fees Clause of Articles of Association of the Company**

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	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
<b>Promoter and Promoter Group</b>	E-Voting	10400792	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		10400792	100	10400792	0	100	0
	Total	10400792	10400792	100	10400792	0	100	0
<b>Public Institutions</b>	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	3548984	2209713	62.2633	2209713	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3548984	2209713	62.2633	2209713	0	100	0
<b>TOTAL</b>		13949776	12610505	90.3993	12610505	0	100	0

**Resolution 4: Alteration of Articles of Association of the Company under Section 14**

Resolution required: (Ordinary/ Special)				Special				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	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	E-Voting	10400792	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		10400792	100	10400792	0	0	0
	Total	10400792	10400792	100	10400792	0	0	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-Voting	3548984	2209713	62.2633	2209713	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0

*(Handwritten signature)*



	(if applicable)							
	Total	3548984	2209713	62.2633	2209713	0	0	0
<b>TOTAL</b>		13949776	12610505	90.3993	12610505	0	100	0

Results: Resolutions passed by requisite majority.

The report of the Scrutinizer is enclosed herewith.

Thanking You,

**For ABans Enterprises Limited**  
**(Formerly known as 'Matru-Smriti Traders Limited')**

  
**Abhishek Bansal**  
**Managing Director**  
**DIN: 01445730**



**HEMANSHU KAPADIA & ASSOCIATES**

COMPANY SECRETARIES

Office No. 12, 14<sup>th</sup> Floor, Navjivan Society, Building No.3

Lamington Road, Mumbai - 400 008

Tel 6631 0888, Telefax 6631 4830

E-mail: hemanshu@hkacs.com

Website: hkacs.com

**SCRUTINIZER'S REPORT**

To,  
The Chairman,  
Abans Enterprises Limited  
CIN: L74120MH1985PLC035243  
36/37/38A, 3rd Floor, 227, Nariman Bhavan,  
Backbay Reclamation, Nariman Point  
Mumbai - 400021

**Scrutinizer's Report on postal ballot voting including voting by electronic means in respect of passing the special resolutions contained in the Notice dated 25<sup>th</sup> April 2017, through postal ballot.**

Dear Sir,

1. The Board of Directors of the Company, at its meeting held on 25<sup>th</sup> April 2017, has appointed me as the Scrutinizer for conducting the postal ballot voting process (including e-voting) in a fair and transparent manner.
2. I submit my report as under:
  - 2.1 On 11<sup>th</sup> May 2017, the Company has completed the dispatch of the Postal Ballot Notice pursuant to Section 110 of the Companies Act, 2013 along with the postal ballot forms containing the instructions and login details and self-addressed postage pre-paid envelopes to the Members whose e-mail IDs are not registered; and sent e-mail to the Members whose e-mail IDs are registered as on 5<sup>th</sup> May 2017 (being the cut-off date/record date for the purpose of voting) for seeking approval by postal ballot, including e-voting by electronic means.
  - 2.2 Particulars of all the postal ballot form received from the Members and the votes cast by electronic mode have been entered in register maintained for the purpose.
  - 2.3 The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.



- 2.4 The postal ballot forms were duly opened in my presence on 12<sup>th</sup> June 2017 at 6.00 p.m. and scrutinized and the shareholding was matched /confirmed with the Register of the Members of the Company/ list of beneficiaries as on 5<sup>th</sup> May 2017 (i.e. cut-off date for the purpose of voting).
- 2.5 All postal ballot forms received upto 5.00 p.m. (IST) on 12<sup>th</sup> June 2017, the last time and date fixed by the Company for receipt of the forms, were considered for my scrutiny.
- 2.6 As on the date of this report, no envelopes containing postal ballot forms were received after 12<sup>th</sup> June 2017, 5.00 p.m. (IST) and were not taken into consideration for the purpose of calculation of votes.
- 2.7 As informed to me by the RTA, on the date of this report, no envelopes containing postal ballot forms were returned undelivered at the RTA's office.
- 2.8 I did not find any defaced or mutilated ballot paper.
- 2.9 I have also received a complete record from National Securities Depository Limited (NSDL), the agency appointed for providing and supervising electronic platform, of votes casted through electronic mode upto 5:00 p.m. on 12<sup>th</sup> June 2017. The votes cast were unblocked on 12<sup>th</sup> June 2017 at 5.10 p.m. (IST) in the presence of two witnesses, Mr. Siddharth Sinkar and Ms. Shraddha Patangia who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Siddharth Sinkar



Name: Shraddha Patangia

- 2.10 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolution.
3. A summary of the voting through postal ballot forms received/e-voting is given below:





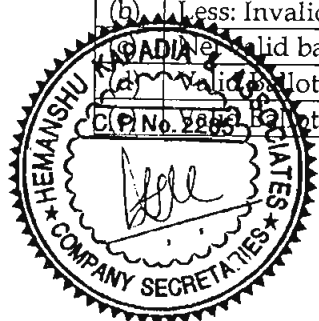
**RESOLUTION 1- Special Resolution: Approval of material related party transaction:**

Sr. No.	Particulars	Postal Ballot forms			Voting by electronic mode		
		No. of Postal Ballot forms received	No. of Shares	% to the total shares representing valid votes	No. of electronic Ballot received	No. of Shares	% to the total shares representing valid votes
(a)	Total Postal Ballot forms/ voted through e-voting received.	1	10400792	--	6	2209713	--
(b)	Less: Invalid Postal Ballot forms*	1	10400792	100	0	0	--
(c)	Net valid Postal Ballot forms/ votes (As per Register)	0	0	0	6	2209713	100
(d)	Postal Ballot forms/ votes through e-voting with assent for the resolution.	0	0	0	6	2209713	100
(e)	Postal Ballot forms/ votes through e-voting with dissent for the resolution.	0	0	0	0	0	0

\*considered invalid as the shareholder has notcast the vote.

**Total: Resolution 1**

Sr. No.	Particulars	No. of Ballots received	No. of Shares	% to the total shares representing valid votes
(a)	Total ballots & votes received	7	12610505	--
(b)	Less: Invalid ballot & votes (as per Register)*	1	10400792	--
	Net valid ballot & votes (As per Register)	6	2209713	100
	Valid ballot & Votes with assent for the resolution	6	2209713	100
	Valid ballot & Votes with dissent for the resolution	0	0	0



**RESOLUTION 2 - Special Resolution:** Alteration of Common Seal clause of Articles of Association of the Company:

Sr. No.	Particulars	Postal Ballot forms			Voting by electronic mode		
		No. of Postal Ballot forms received	No. of Shares	% to the total shares representing valid votes	No. of electronic Ballot received	No. of Shares	% to the total shares representing valid votes
(a)	Total Postal Ballot forms/ voted through e-voting received.	1	10400792	--	6	2209713	--
(b)	Less: Invalid Postal Ballot forms	0	0	--	0	0	--
(c)	Net valid Postal Ballot forms/ votes (As per Register).	1	10400792	100	6	2209713	100
(d)	Postal Ballot forms/ votes through e-voting with assent for the resolution.	1	10400792	100	6	2209713	100
(e)	Postal Ballot forms/ votes through e-voting with dissent for the resolution.	0	0	0	0	0	0

Total: Resolution 2

Sr. No.	Particulars	No. of Ballots received	No. of Shares	% to the total shares representing valid votes
(a)	Total ballots & votes received	7	12610505	--
(b)	Less: Invalid ballot & votes (as per Register)	0	0	--
(c)	Net valid ballot & votes (As per Register)	7	12610505	100
(d)	Valid Ballot & Votes with assent for the resolution	7	12610505	100
(e)	Valid Ballot & Votes with dissent for the resolution	0	0	0



**RESOLUTION 3 - Special Resolution: Alteration of Sitting Fees clause of Articles of Association of the Company:**

Sr. No.	Particulars	Postal Ballot forms			Voting by electronic mode		
		No. of Postal Ballot forms received	No. of Shares	% to the total shares representing valid votes	No. of electronic Ballot received	No. of Shares	% to the total shares representing valid votes
(a)	Total Postal Ballot forms/ voted through e-voting received.	1	10400792	--	6	2209713	--
(b)	Less: Invalid Postal Ballot forms	0	0	--	0	0	--
(c)	Net valid Postal Ballot forms/ votes (As per Register).	1	10400792	100	6	2209713	100
(d)	Postal Ballot forms/ votes through e-voting with assent for the resolution.	1	10400792	100	6	2209713	100
(e)	Postal Ballot forms/ votes through e-voting with dissent for the resolution.#	0	0	0	0	0	0

**Total: Resolution 3**

Sr. No.	Particulars	No. of Ballots received	No. of Shares	% to the total shares representing valid votes
(a)	Total ballots & votes received	7	12610505	--
(b)	Less: Invalid ballot & votes (as per Register)	0	0	--
(c)	Net valid ballot & votes (As per Register)	7	12610505	100
(d)	Valid Ballot & Votes with assent for the resolution	7	12610505	100
(e)	Valid Ballot & Votes with dissent for the resolution	0	0	0

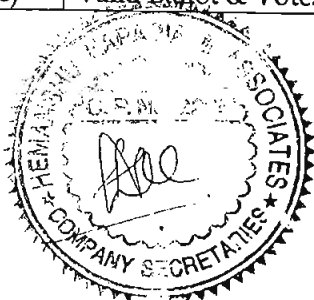


**RESOLUTION 4 - Special Resolution: Alteration of Articles of Association of the Company under Section 14:**

Sr. No.	Particulars	Postal Ballot forms			Voting by electronic mode		
		No. of Postal Ballot forms received	No. of Shares	% to the total shares representing valid votes	No. of electronic Ballot received	No. of Shares	% to the total shares representing valid votes
(a)	Total Postal Ballot forms/ voted through e-voting received.	1	10400792	--	6	2209713	--
(b)	Less: Invalid Postal Ballot forms	0	0	--	0	0	--
(c)	Net valid Postal Ballot forms/ votes (As per Register).	1	10400792	100	6	2209713	100
(d)	Postal Ballot forms/ votes through e-voting with assent for the resolution.	1	10400792	100	6	2209713	100
(e)	Postal Ballot forms/ votes through e-voting with dissent for the resolution.	0	0	0	0	0	0

**Total: Resolution 4**

Sr. No.	Particulars	No. of Ballots received	No. of Shares	% to the total shares representing valid votes
(a)	Total ballots & votes received	7	12610505	--
(b)	Less: Invalid ballot & votes (as per Register)	0	0	--
(c)	Net valid ballot & votes (As per Register)	7	12610505	100
(d)	Valid Ballot & Votes with assent for the resolution	7	12610505	100
(e)	Valid Ballot & Votes with dissent for the resolution	0	0	0



4. I have handed over the postal ballot forms and other related papers/ registers and records for the safe custody to Ms. Hetal Shah, Company Secretary & Compliance Officer, who has been authorized by the Board to supervise the Postal Ballot process.
5. On the basis of the scrutiny of the postal ballot forms and votes cast through electronic mode, the above resolutions may be deemed to be passed by the Shareholders of the Company as on 12<sup>th</sup> June 2017 i.e. the last date specified by the Company for the receipt of duly completed postal ballot forms or e-voting.
6. You may accordingly declare the result of voting by Postal Ballot process (including votes cast through evoting).

Thanking you,



**Hemanshu Kapadia**  
Scrutinizer  
Practising Company Secretary  
C.P. No.: 2285  
FCS: 3477



Place: Mumbai  
Date: 12<sup>th</sup> June 2017