

MASK INVESTMENTS LIMITED

CIN No. : L65993GJ1992PLC036653

19th January, 2017

To,
The Manager
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, c-1 Block G
Bandra- Kurla Complex, Bandra (E)
Mumbai- 400050
REF: Script Code **MASKINVEST**

Listing Compliance Department
Ahmedabad Stock Exchange Limited,
Kamdhenu Complex,
Opp. Sahajanand College, Panjarapole,
Ambawadi, Ahmedabad – 380015.

Sub: Submission of details of the Voting Results of the Postal Ballot pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith details regarding the voting results of Postal Ballot Notice dated 12th December, 2016 in the prescribed format as Annexure I.

We are also enclosing the consolidated report of the Scrutinizer dated 18.01.2017 pursuant to section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as Annexure II.

You are requested to take note of the same and disseminate to all concerned.

Thanking You,

Yours faithfully
FOR MASK INVESTMENTS LIMITED


(Shiwani Churiwal)
Company Secretary

Enclosed: As above

MASK INVESTMENTS LIMITED- POSTAL BALLOT- DETAILS OF VOTING RESULT UNDER REGULATION 44(3) OF SEBI (LODR) REGULATIONS, 2015

Date of the AGM/EGM	POSTAL BALLOT
Total number of shareholders on record date	999
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through Video Conferencing	NA
Promoters and Promoter Group:	0
Public:	0

Agenda-wise disclosure : All the Resolutions set out in Postal Ballot Notice dated 12.12.2016 are passed with requisite majority.

Resolution Required: (Ordinary/ Special)	(1) ADOPTION OF NEW ARTICLES OF ASSOCIATION AS PER COMPANIES ACT, 2013. - SPECIAL RESOLUTION
Whether promoter/ promoter group are interested in the agenda/resolution?	NO

Category	Mode of Voting	No. of Shares held	No. of Votes Polled (2)	% 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	22,59,200	22,59,200	100.00	22,59,200	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
	Total		22,59,200	100.00	22,59,200	0	100.00	0.00
Public – Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Others	E-voting	7,92,300	38,300	4.83	38,300	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		9,500	1.20	9,500	0	100.00	0.00
	Total		47,800	6.03	47,800	0	100.00	0.00
Total	E-voting	30,51,500	22,97,500	75.29	22,97,500	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		9,500	0.31	9,500	0	100.00	0.00
	Total		23,07,000	75.60	23,07,000	0	100.00	0.00

Resolution Required: (Ordinary/ Special)	(2) INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY - ORDINARY RESOLUTION
Whether promoter/ promoter group are interested in the agenda/resolution?	NO

Category	Mode of Voting	No. of Shares held	No. of Votes Polled (2)	% 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	22,59,200	22,59,200	100.00	22,59,200	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
	Total		22,59,200	100.00	22,59,200	0	100.00	0.00
Public – Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Others	E-voting	7,92,300	38,300	4.83	38,300	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		9,500	1.20	9,500	0	100.00	0.00
	Total		47,800	6.03	47,800	0	100.00	0.00
Total	E-voting	30,51,500	22,97,500	75.29	22,97,500	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		9,500	0.31	9,500	0	100.00	0.00
	Total		23,07,000	75.60	23,07,000	0	100.00	0.00

For Mask Investments Ltd.

Shiwan'
Company Secretary

Resolution Required: (Ordinary/ Special)		(3) ISSUE OF CONVERTIBLE WARRANTS ON PREFERENTIAL ALLOTMENT BASIS TO PROMOTER GROUP AND NON-PROMOTERS - SPECIAL RESOLUTION						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES#						
Category	Mode of Voting	No. of Shares held	No. of Votes Polled (2)	% 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	22,59,200	22,59,200	100.00	22,59,200	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
	Total		22,59,200	100.00	22,59,200	0	100.00	0.00
Public – Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Others	E-voting	7,92,300	38,300	4.83	38,300	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		9,500	1.20	9,500	0	100.00	0.00
	Total		47,800	6.03	47,800	0	100.00	0.00
Total	E-voting	30,51,500	22,97,500	75.29	22,97,500	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		9,500	0.31	9,500	0	100.00	0.00
	Total		23,07,000	75.60	23,07,000	0	100.00	0.00

Subject to the extent of their shareholding

Resolution Required: (Ordinary/ Special)		(4) APPOINTMENT OF MRS. MADHU NARAYAN SABOO (DIN: 01576068) AS A DIRECTOR OF THE COMPANY - ORDINARY RESOLUTION						
Whether promoter/ promoter group are interested in the agenda/resolution?		YES#						
Category	Mode of Voting	No. of Shares held	No. of Votes Polled (2)	% 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	22,59,200	22,59,200	100.00	22,59,200	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
	Total		22,59,200	100.00	22,59,200	0	100.00	0.00
Public – Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Others	E-voting	7,92,300	38,300	4.83	38,300	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		9,500	1.20	9,500	0	100.00	0.00
	Total		47,800	6.03	47,800	0	100.00	0.00
Total	E-voting	30,51,500	22,97,500	75.29	22,97,500	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		9,500	0.31	9,500	0	100.00	0.00
	Total		23,07,000	75.60	23,07,000	0	100.00	0.00

Subject to the extent of their shareholding

For Mask Investments Ltd.:

Shiwan'
Company Secretary

Resolution Required: (Ordinary/ Special)	(5) APPOINTMENT OF MRS. MADHU NARAYAN SAE'OO (DIN: 01576068) AS THE MANAGING DIRECTOR - ORDINARY RESOLUTION
Whether promoter/ promoter group are interested in the agenda/resolution?	YES#

Category	Mode of Voting	No. of Shares held	No. of Votes Polled (2)	% 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	22,59,200	22,59,200	100.00	22,59,200	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
	Total		22,59,200	100.00	22,59,200	0	100.00	0.00
Public – Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Others	E-voting	7,92,300	38,300	4.83	38,300	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		9,500	1.20	9,500	0	100.00	0.00
	Total		47,800	6.03	47,800	0	100.00	0.00
Total	E-voting	30,51,500	22,97,500	75.29	22,97,500	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		9,500	0.31	9,500	0	100.00	0.00
	Total		30,51,500	75.60	23,07,000	0	100.00	0.00

Subject to the extent of their shareholding

Resolution Required: (Ordinary/ Special)	(6) APPOINTMENT OF MR. SACHINKUMAR PRAMOD JAIN AS AN INDEPENDENT DIRECTOR - ORDINARY RESOLUTION
Whether promoter/ promoter group are interested in the agenda/resolution?	NO

Category	Mode of Voting	No. of Shares held	No. of Votes Polled (2)	% 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	22,59,200	22,59,200	100.00	22,59,200	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
	Total		22,59,200	100.00	22,59,200	0	100.00	0.00
Public – Institutional holders	E-voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Others	E-voting	7,92,300	38,300	4.83	38,300	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		9,500	1.20	9,500	0	100.00	0.00
	Total		47,800	6.03	47,800	0	100.00	0.00
Total	E-voting	30,51,500	22,97,500	75.29	22,97,500	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot		9,500	0.31	9,500	0	100.00	0.00
	Total		30,51,500	75.60	23,07,000	0	100.00	0.00

For Mask Investments Ltd.

Shiwan
Company Secretary

Resolution Required: (Ordinary/ Special)		(7) APPOINTMENT OF MR. HARMIL JATINBHAI SHAH AS AN INDEPENDENT DIRECTOR - ORDINARY RESOLUTION						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of Shares held	No. of Votes Polled (2)	% 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	22,59,200	22,59,200	100.00	22,59,200	0	100.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
			-	0.00	-	0	0.00	0.00
	Total		22,59,200	100.00	22,59,200	0	100.00	0.00
Public – Institutional holders	E-voting Poll	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
			-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Others	E-voting Poll	7,92,300	38,300	4.83	38,300	0	100.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
			9,500	1.20	9,500	0	100.00	0.00
	Total		47,800	6.03	47,800	0	100.00	0.00
Total	E-voting Poll	30,51,500	22,97,500	75.29	22,97,500	0	100.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
			9,500	0.31	9,500	0	100.00	0.00
	Total		23,07,000	75.60	23,07,000	0	100.00	0.00

Resolution Required: (Ordinary/ Special)		(8) APPOINTMENT OF MS. PAYAL LOYA AS AN INDEPENDENT DIRECTOR - ORDINARY RESOLUTION						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of Shares held	No. of Votes Polled (2)	% 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	22,59,200	22,59,200	100.00	22,59,200	0	100.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
			-	0.00	-	0	0.00	0.00
	Total		22,59,200	100.00	22,59,200	0	100.00	0.00
Public – Institutional holders	E-voting Poll	-	-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
			-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Others	E-voting Poll	7,92,300	38,300	4.83	38,300	0	100.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
			9,500	1.20	9,500	0	100.00	0.00
	Total		47,800	6.03	47,800	0	100.00	0.00
Total	E-voting Poll	30,51,500	22,97,500	75.29	22,97,500	0	100.00	0.00
	Postal Ballot		-	0.00	-	0	0.00	0.00
			9,500	0.31	9,500	0	100.00	0.00
	Total		23,07,000	75.60	23,07,000	0	100.00	0.00

Date : 19th January, 2017
Place: Surat

For Mask Investments Ltd.

Shiwani
Company Secretary



Dhiren R. Dave

B.Com., LL.B., FCS, AICS (U.K.)

COMPANY SECRETARY

ANNEXURE - II

B-103, International Commerce Centre, Near Kadiwala School, Ring Road, Surat-395 002, (Gujarat) INDIA.

Tele : 0261-2460903, 2475122 (M) 98241 15061

Website : www.drdcs.net E-mail : drd@drdcs.net

Scrutinizer's Report

[Pursuant to Section 110 of the Companies Act, 2013 and rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman
Mask Investments Limited
A-601/B, International Trade Centre, Majura Gate, Ring Road,
Surat-395002, Gujarat, India

Dear Sir,

I, Dhiren R. Dave, Company Secretary in Whole-Time Practice have been appointed by M/s Mask Investments Limited as Scrutinizer-

1. For the purpose of Scrutinizing the Postal Ballot Forms in a fair and transparent manner under the provisions of Section 110 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014,
2. For the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on E-Voting carried out, as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014,

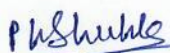
in respect of passing of the resolutions contained in Notice dated 12.12.2016 through Postal Ballot process.


1. The Company has engaged the services of National Securities Depository Limited (NSDL) as the Authorised Agency to provide secured system for E-Voting process.
2. The E-Voting period remained open from 09.00 A.M. (IST) on December 20, 2016 up to 05.00 P. M. (IST) on January 18, 2017.



3. The Advertisement in this regard as per Rule 22(3) of the Companies (Management and Administration) Rules, 2014 was released in The Financial Express (English Edition) on 20.12.2016 and in The Financial Express, Ahmedabad (Gujarati Edition) on 20.12.2016.
4. The cut-off date (i.e. the record date) for the purpose of determining the entitlement for E-Vote on the proposed resolutions was December 9, 2016.
5. The votes cast electronically were verified on 18th January, 2017, around 06:00 p.m. after the E-Voting finished, in the presence of two witnesses, Mrs. Pinal Shukla and Mr. Jitendra Solanki, who are not in the employment of the Company. They have signed below in confirmation of the E-Votes verified in their presence.
6. Thereafter, the details containing, *inter alia*, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from the E-Voting website of NSDL.
7. The physical postal ballots received till the time fixed for closing of the Postal Ballot i.e. 05.00 P. M. (IST) on January 18, 2017, were diligently scrutinized and reconciled with the records maintained by the Company.
8. I submit herewith the consolidated report on the voting through Postal Ballot together with results of e-voting for resolutions stated in notice dated 12.12.2016, stating total Votes, not voted/invalid votes, valid votes, votes cast in favour of the Resolutions (No. & %age) and votes cast against the Resolutions (No. & %age). Report attached as Annexure-A.


DHIREN R. DAVE
C. P. No. 2496


PINAL SHUKLA


JITENDRA SOLANKI

Date : 18.01.2017
Place : Surat

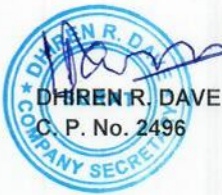
Encl: As Above

MASK INVESTMENTS LIMITED

ANNEXURE - A

CONSOLIDATED REPORT ON THE RESULTS OF VOTING THROUGH POSTAL BALLOT TOGETHER WITH E-VOTING FOR RESOLUTIONS STATED IN NOTICE DATED 12.12.2016

Sr. No.	Particulars of Resolution	Total Votes	Invalid votes	Valid votes	Total votes cast in favour of the resolution		Total votes cast against the resolution	
					Nos.	% of valid votes cast in favour of the Resolution	Nos.	% of valid votes cast against the Resolution
1	Addoption of New set of Article of Association as per Companies Act, 2013	2307000	0	2307000	2307000	100.00	0	0
2	Increase in Authorized Share Capital of the Company and consequent alteration in the Memorandum of Association of the Company	2307000	0	2307000	2307000	100.00	0	0
3	Issue of Convertible Warrants in Prefencial Basis to promoters and Non Promoters	2307000	0	2307000	2307000	100.00	0	0
4	Appointment of Mrs. Madhu Narayan Saboo (DIN: 01576068) as Director of the Company	2307000	0	2307000	2307000	100.00	0	0
5	Appointment of Mrs. Madhu Narayan Saboo (DIN: 01576068) as Managing Director	2307000	0	2307000	2307000	100.00	0	0
6	Appointment of Mr. Sachinkumar Pramod Jain as an Independent Director.	2307000	0	2307000	2307000	100.00	0	0
7	Appointment of Mr. Harmil Jatinbhai Shah as an Independent Director.	2307000	0	2307000	2307000	100.00	0	0
8	Appointment of Ms. Payal Loya as an Independent Director.	2307000	0	2307000	2307000	100.00	0	0



P. Shukla
PINAL SHUKLA

J. Solanki
JITENDRA SOLANKI