



Trade-wings
L I M I T E D

18/20, Bhogilal Building 2nd Floor.,
K. Dubash Marg, Kala Ghoda,
Fort, Mumbai - 400 023. INDIA
Phone : +91 (022) 4230 9455
Fax : +91 (022) 2204 6053
Email : companysecy@twitravel.com
Website : www.tradewings.in

Date: July 28, 2017

To,
The Deputy Manager
Corporate Relations Department,
BSE Limited
P. J. Towers, Dalal Street,
Mumbai - 400001

Fax No: 2272 1919

Dear Sir,

**Sub: Voting Results and Scrutinizer Report of 67th Annual General Meeting ("AGM")
of Trade Wings Limited.**

Ref: BSE: 509953

We wish to inform you that 67th Annual General Meeting of Trade Wings Limited was held on Thursday, July 27, 2017 at 4.00 p.m. at the Registered Office of the Company situated at 6, Mascarenhas Building, Mahatma Gandhi Road, Panaji, Goa – 403001 and the business mentioned in the notice calling said AGM was transacted.

In this regard, please find enclosed herewith following documents:

- (1) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure – 1.
- (2) Combined Report of Scrutinizer dated July 28, 2017, pursuant to Section 108 read with Section 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration), Rules 2014.

This is for your information and records.

Thanking You
For Trade Wings Limited,

Pinto



Zurica Kevin Pinto
Company Secretary & Compliance Officer



Trade-wings
LIMITED

18/20, Bhogilal Building 2nd Floor.,
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ANNEXURE – 1

VOTING RESULTS OF THE 67TH ANNUAL GENERAL MEETING OF THE COMPANY AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Date of AGM	July 27, 2017
Total Number of Shareholders on Record Date	774
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	3
Public	6
No. of Shareholders attended the meeting through video conferencing:	
Promoters and Promoter Group	Not Applicable
Public	





Agenda 1(a): To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2017 including the Audited Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss, Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Reports of Directors' and the Auditors' thereon.

Resolution Required:	Ordinary
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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				$(3) = \frac{[(2)/(1)] * 100}{100}$			$(6) = \frac{[(4)/(2)] * 100}{100}$	$(7) = \frac{[(5)/(2)] * 100}{100}$
Promoter and Promoter group	E-voting	22,49,060	22,49,060	100.00	22,49,060	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	22,49,060	22,49,060	100.00	22,49,060	0	100.00	0.00
Public – Institutional	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Non Institutional	E-voting	7,50,940	39,728	5.29	39,728	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	7,50,940	39,728	5.29	39,728	0	100.00	0.00
Total		30,00,000	22,88,788	76.29	22,88,788	0	100.00	0.00

*Valid Votes





Agenda 1(b): To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the Financial Year ended March 31, 2017 including the Audited Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss, Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Reports of the Auditors' thereon.

Resolution Required:	Ordinary
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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3) = [(2)/(1)]* 100			(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100
Promoter and Promoter group	E-voting	22,49,060	22,49,060	100.00	22,49,060	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	22,49,060	22,49,060	100.00	22,49,060	0	100.00	0.00
Public – Institutional	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Non Institutional	E-voting	7,50,940	39,728	5.29	39,728	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	7,50,940	39,728	5.29	39,728	0	100.00	0.00
Total		30,00,000	22,88,788	76.29	22,88,788	0	100.00	0.00

*Valid Votes





Agenda 2: To appoint a Director in place of Mrs. Jacinta Bazil Nayagam (DIN 07557797), who retires by rotation and being eligible, offers herself for re-appointment.

Resolution Required:	Ordinary
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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)=[(2)/(1)]*100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	22,49,060	22,49,060	100.00	22,49,060	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	22,49,060	22,49,060	100.00	22,49,060	0	100.00	0.00
Public – Institutional	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Non Institutional	E-voting	7,50,940	39,728	5.29	39,728	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	7,50,940	39,728	5.29	39,728	0	100.00	0.00
Total		30,00,000	22,88,788	76.29	22,88,788	0	100.00	0.00

*Valid Votes





Agenda 3: To appoint Statutory Auditors of the Company for a period of five years to hold office from the conclusion of this meeting till the conclusion of 72nd Annual General Meeting and to fix their remuneration.

Resolution Required:	Ordinary
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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)= [(2)/(1)] *100			(6) = [(4)/(2)] *100	(7) = [(5)/(2)] *100
Promoter and Promoter group	E-voting	22,49,060	22,49,060	100.00	22,49,060	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	22,49,060	22,49,060	100.00	22,49,060	0	100.00	0.00
Public – Institutional	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Non Institutional	E-voting	7,50,940	39,728	5.29	39,728	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	7,50,940	39,728	5.29	39,728	0	100.00	0.00
Total		30,00,000	22,88,788	76.29	22,88,788	0	100.00	0.00

*Valid Votes





Agenda 4: To appoint Branch Auditors for the financial year 2017-18.

Resolution Required:	Ordinary
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
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
				(3)= [(2)/(1)] *100			(6)= [(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter and Promoter group	E-voting	22,49,060	22,49,060	100.00	22,49,060	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	22,49,060	22,49,060	100.00	22,49,060	0	100.00	0.00
Public – Institutional	E-voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public - Non Institutional	E-voting	7,50,940	39,728	5.29	39,728	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total	7,50,940	39,728	5.29	39,728	0	100.00	0.00
Total		30,00,000	22,88,788	76.29	22,88,788	0	100.00	0.00

*Valid Votes

For Trade Wings Limited

Dr. Shailendra P. Mittal

DIN: 00221661

Chairman and Managing Director



Date: July 28, 2017

Place: Goa

HEMANSHU KAPADIA & ASSOCIATES

COMPANY SECRETARIES

Office No. 12, 14th Floor, Navjivan Society, Building No.3

Lamington Road, Mumbai -400 008

Tel 6631 0888/ 6631 4830

Email: hemanshu@hkacs.com

Website: hkacs.com

SCRUTINISER'S REPORT ON E-VOTING

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Secretarial Standard - 2 (SS-2) issued by the Institute of Company Secretaries of India]

To,
The Chairman
of 67th Annual General Meeting of the Members of
Trade Wings Limited [CIN: L63040GA1949PLC000168]
6, Mascarenhas Building,
Mahatma Gandhi Road, Panaji,
Goa - 403001

Sub.: **Result of E-voting held for 67th Annual General Meeting (AGM) of the Equity Shareholders of Trade Wings Limited held on Thursday, July 27, 2017 at 4:00 p.m. at the Registered Office of the Company at 6, Mascarenhas Building, Mahatma Gandhi Road, Panaji, Goa - 403001.**

Dear Sir,

1. I, Hemanshu Kapadia, Practicing Company Secretary (Membership No.: F3477 and C.P. No.: 2285), Proprietor of M/s. Hemanshu Kapadia & Associates, Mumbai, have been appointed by the Board of Directors of **Trade Wings Limited** ("the Company") as the Scrutinizer for the purpose of scrutinising the remote e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (SS - 2) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the notice to the 67th AGM of the Members of the Company, held on Thursday, July 27, 2017 at 4.00 p.m. at the Registered Office of the Company situated at 6, Mascarenhas Building, Mahatma Gandhi Road, Panaji, Goa - 403001.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means and SS - 2 on the resolutions contained in the Notice to the 67th AGM of the Members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to prepare a Scrutinizer's Report on the votes casted "in favour" or "against" the resolutions as stated in notice to the 67th AGM, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities and engaged by the Company for the said purpose.



3. Further to the above, I submit my report as under:-

- i. The e-voting period remained open from Monday, July 24, 2017, at (9:00 a.m. IST) to Wednesday, July 26, 2017 (5:00 p.m. IST).
- ii. The Members of the Company as on the "cut-off" date for the purpose of e-voting i.e. Thursday, July 20, 2017, were entitled to vote on the resolutions (Item nos. 1 to 4 as set out in the notice of the 67th AGM of the Company).
- iii. The e-voting platform was blocked on Wednesday, July 26, 2017 after 5:00 p.m. (IST) and the votes casted were unblocked on Thursday, July 27, 2017 in the presence of two witnesses, Ms. Miti Shah and Mr. Jay Shah who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

M. H. Shah

Name: Ms. Miti Shah

J. N. Shah

Name: Mr. Jay Shah

- iv. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com> and based on such report generated, the result of the e-voting is as under:

I. Ordinary Business:

A. Resolution No. 1 (a): To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2017 including the Audited Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss, Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Reports of Directors' and the Auditors' thereon. (ORDINARY RESOLUTION)

(i) Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
14	22,88,788	100.00

(ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
0	0	0.00

(iii) **Invalid** votes:

Total number of Members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0



B. Resolution No. 1 (b): To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the Financial Year ended March 31, 2017 including the Audited Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss, Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Reports of the Auditors' thereon. (ORDINARY RESOLUTION)

(i) Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
14	22,88,788	100.00

(ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
0	0	0.00

(iii) **Invalid** votes:

Total number of Members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

C. Resolution No. 2: To appoint a Director in place of Mrs. Jacinta Bazil Nayagam (DIN 07557797), who retires by rotation and being eligible, offers herself for re-appointment. (ORDINARY RESOLUTION)

(i) Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
14	22,88,788	100.00

(ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
0	0	0.00

(iii) **Invalid** votes:

Total number of Members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

D. Resolution No. 3: To appoint Statutory Auditors of the Company for a period of five years to hold office from the conclusion of this meeting till the conclusion of 72nd Annual General Meeting and to fix their remuneration. (ORDINARY RESOLUTION):

(i) Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
14	22,88,788	100.00



(ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
0	0	0.00

(iii) **Invalid** votes:

Total number of Members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

E. Resolution No. 4: To appoint Branch Auditors for the financial year 2017-18 (ORDINARY RESOLUTION):

(i) Voted **in favour** of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
14	22,88,788	100.00

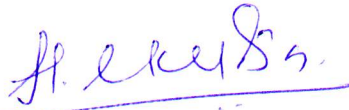
(ii) Voted **against** the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast on e-voting
0	0	0.00

(iii) **Invalid** votes:

Total number of Members whose votes were declared invalid.	Total number of votes cast by them on e-voting
0	0

Thanking you,



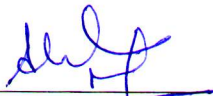
Hemanshu Kapadia
Scrutinizer
Practicing Company Secretary
C.P. No.: 2285 Membership No.: F3477



Date: **July 28, 2017** Place: **Goa**

Acknowledge receipt of the same

For Trade Wings Limited



Dr. Shailendra P. Mittal
DIN: 00221661
Chairman of 67th AGM of Trade Wings Limited
Date: **July 28, 2017** Place: **Goa**

