



S. K. Hota & Associates

Company Secretaries

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Thirty Fourth Annual General Meeting of the Equity Shareholders
of **Pasupati Acrylon Limited** to be held on September 27, 2017 at 10.00 A.M.
At Village Thakurdwara, Kashipur Road, Distt. Moradabad (U.P.)

Dear Sir,

I, **Susanta Kumar Hota** of M/s S. K. Hota & Associates, Company Secretaries, having our office at 212, LGF, Savitri Nagar, New Delhi - 110017, was appointed as the scrutinizer of Pasupati Acrylon Limited. ("the Company") 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 Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and the **poll** taken at the Thirty Fourth Annual General Meeting (AGM) of the Equity Shareholders of Pasupati Acrylon Limited held on the **September 27, 2017 at 10.00 A.M.**, at Registered Office at **Village Thakurdwara, Kashipur Road, Distt. Moradabad (U.P.)**, on the resolutions, as set out in the Notice dated 29th May, 2017 convening the Thirty Fourth Annual General Meeting (AGM).

We submit our Report as under:

Dispatch of Notice convening the Meeting:

The Notice dated 29th May, 2017 convening the Thirty Fourth Annual General Meeting of the Company held on the **September 27, 2017 at 10.00 A.M.**, at Registered Office at **Village Thakurdwara, Kashipur Road, Distt. Moradabad (U.P.)** along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent to the shareholders of the Company.

Cut-off Date:

The members of the Company holding shares on the "cut-off date" of 20th September, 2017 were entitled to vote on the resolutions proposed as set out in the notice of the 34th Annual General Meeting.

VOTING AT AGM VENUE:

1. Pursuant to the Companies (Management and Administration) Amendment Rules, 2015, the Company has provided the facility of voting, through physical poll paper at the Venue of the AGM, to those members who did not vote through the e-voting facility.



2. As stipulated under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that shareholders who have cast their votes through e-voting do not vote again at the AGM, Central Depository Services India Limited, the e-voting agency, provided us with access after closure of period of e-voting and before the start of the AGM to only the Names, DP ID and Client ID/Folio Numbers and number of shares held by the Members who had cast their votes through e-voting, without providing us the manner in which they voted.
3. After the announcement of Voting by Chairman, two Ballot Boxes kept for polling were locked in my presence with due identification marks placed by me.
4. On Completion of voting at the meeting, the locked ballot boxes were subsequently opened in my presence (along with presence of two witnesses viz. and Ms. Pooja Modak and Mrs. Charu Bala, both of whom are not in employment of the Company and poll papers were diligently scrutinized.
5. The poll papers were reconciled with the records maintained by the Company Registrars and Share Transfer Agent/s of the Company and the authorizations / Proxies lodged with the Company. The Signature of Members and No. of Shares held by respective members were scrutinized and confirmed by the Company.
6. No poll papers were incomplete and/or were otherwise found defective.

E-VOTING:

1. The Company has availed the e-voting services provided by Central Depository Services India Limited i.e. <https://evotingindia.com> for providing Members with the facility to cast their vote electronically.
2. The e-voting remained open from 21st September, 2017 at 10.00 A.M. to 23rd September, 2017 till 5.30 P.M.
3. After the conclusion of voting at the AGM, I first counted the votes cast at the meeting and thereafter unblocked the electronic votes in the presence of two witnesses, viz., Ms. Pooja Modak and Mrs. Charu Bala, who are not in the employment of the Company and who have signed below as confirmation to unblocking of the votes.
4. The details containing list of shareholders who voted "for" or "against" or whose votes were considered as "abstain/invalid" for each of the resolutions that were put to vote were downloaded from the e-voting website of <https://evotingindia.com>.

RESULTS:

Our report includes the result of voting through the physical poll papers in addition to votes cast through the e-voting website of CDSL by the eligible shareholders. We have scrutinized the votes cast through electronic means and also through physical poll papers for the purpose of this report. The particulars of all the electronic votes cast by the members through e-voting process and votes cast by the members through physical poll papers have been recorded in a register separately maintained for the purpose.

The result of voting is as under:



Item No. 1 – As an Ordinary Resolution: Adoption of the Audited Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the reports of the Board of Directors and auditors thereon.

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

Number of members present and voting through poll / electronic voting system		Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
Poll	31	1209132	2.23
E-voting	26	52936156	97.77
Total	57	54145288	100

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

Number of members voted through electronic voting system		Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
Poll	0	NIL	NIL
E-voting	0	NIL	NIL
Total	0	NIL	NIL

(iii) **Invalid votes:**

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

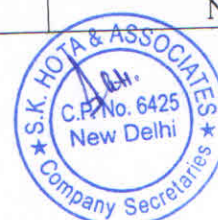
Item No. 2 – As an Ordinary Resolution: Re-appointment of Mr. Vineet Jain (DIN: 00107149) as a Director, liable to retire by rotation..

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

Number of members present and voting through poll / electronic voting system		Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
Poll	31	1209132	2.23
E-voting	26	52936156	97.77
Total	57	54145288	100

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

Number of members voted through electronic voting system		Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
Poll	0	NIL	NIL



E-voting	0	NIL	NIL
Total	0	NIL	NIL

(i) **Invalid votes:**

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 3 – As an Ordinary Resolution: Appointment of M/s. Suresh Kumar Mittal & Co., Chartered Accountants (Registration No. 500063N), be and are hereby appointed Statutory Auditors of the Company for a period of Five Years.

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

Number of members present and voting through poll / electronic voting system		Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
Poll	31	1209132	2.23
E-voting	26	52936156	97.77
Total	57	54145288	100

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

Number of members voted through electronic voting system		Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
Poll	0	NIL	NIL
E-voting	0	NIL	NIL
Total	0	NIL	NIL

(i) **Invalid votes:**

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 4 – As an Ordinary Resolution: Re-appointment of Mr. Vineet Jain (DIN: 00107149) as Managing Director for a period of Five Years.

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

Number of members present and voting through poll / electronic voting system		Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
Poll	31	1209132	2.23
E-voting	25	52935656	97.76



Total	56	54144788	99.99
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(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of the total number of valid votes cast(rounded off)
Poll	0	NIL
E-voting	1	0.01
Total	0	0.01

(i) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 5 - As an Ordinary Resolution: Re-appointment of Mr. Rakesh Mundra (DIN: 00005550) as Whole Time Director for a period of Five Years.

(i) Voted in favour of resolution:

Number of members present and voting through poll / electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
Poll	31	1209132
E-voting	25	52935656
Total	56	54144788
		99.99

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of the total number of valid votes cast(rounded off)
Poll	0	NIL
E-voting	1	0.01
Total	0	0.01

(i) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 6 - As an Ordinary Resolution: Approval of remuneration of the Cost Auditor for the financial year ending March 31, 2018.

(i) Voted in favour of resolution:



Number of members present and voting through poll / electronic voting system		Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
Poll	31	1209132	2.23
E-voting	25	52933156	97.76
Total	56	54145288	99.99

(ii) Voted against the resolution:

Number of members voted through electronic voting system		Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
Poll	0	NIL	NIL
E-voting	1	3000	0.01
Total	0	3000	NIL

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes casted by them
0	0

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 34th Annual General Meeting and thereafter the same would be handed over to the Chairman or the Company Secretary for safe keeping.

Recommendation:

All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours faithfully,

For M/s. S. K. Hota & Associates,
Company Secretaries


Susanta Kumar Hota
(Proprietor)

M. No.: ACS-16165

C. P. No: 6425

Place: New Delhi

Dated: September 28, 2017



Witness:

1. Signature

Ms. Pooja Modak

Address: 214A, Savitri Nagar
New Delhi - 110017

2. Signature

Mrs. Charu Bala

Address: 208C, Savitri Nagar
New Delhi - 110017