

**COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & PHYSICAL  
BALLOT FORM**

To,  
The Chairman,  
**CHEMIESYNTH (VAPI) LIMITED**  
PLOT NO 27 GIDC VAPI DIST  
VALSAD  
Gujarat: 396195

**Sub.:** Consolidated Scrutinizer's Report on remote e-voting/physical ballot forms conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the 29<sup>th</sup> Annual General Meeting of **CHEMIESYNTH (VAPI) LIMITED** held on 28<sup>th</sup> September, 2015 at 11.30 a.m.

Dear Sir,

I Mr. Nitin Sarfare partner of HS Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of **CHEMIESYNTH (VAPI) LIMITED** pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at 29<sup>th</sup> Annual General Meeting of the Company on 28<sup>th</sup> September, 2015 at 11.30 a.m.

The voting rights were reckoned as on Monday, the 21<sup>st</sup> day of September, 2015 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting at the meeting.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for extending the facility of remote e-voting to the members of the Company from Friday the 23<sup>rd</sup> September, 2015 (9.00 a.m. IST) to Sunday the 27<sup>th</sup> September, 2015 (5.00 p.m. IST) at the said Annual General Meeting held on Monday the 28<sup>th</sup> September, 2015

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of



# HS ASSOCIATES

the voting at the Annual General Meeting the votes cast there under were counted. Votes cast through Physical ballot forms received up to **Sunday, September 27, 2015** were also considered.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility or by physical ballot.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the ballot forms received respectively.

I now submit my consolidated Report as under on the results of the remote e-voting/physical ballot forms and voting at the meeting in respect of the said Resolutions.

## Item No. 1: As an Ordinary Resolution.

To receive, consider and adopt the financial statements of the Company for the year ended March 31, 2015, including the audited Balance Sheet as at March 31, 2015, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors ('the Board') and Auditors thereon.

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Mem bers	No of Votes	%
<b>Assent</b>	Nil	Nil	Nil	8	1649000	100	8	1649000	100
<b>Dissent</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Abstain/ Invalid</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>	Nil	Nil	Nil	8	1649000	100	8	1649000	100

Thus, the **Ordinary Resolution** as contained in Item No. 1 is passed with requisite majority.



**Item No. 2: As an Ordinary Resolution.**

To appoint a director in place of Mr. Bhanurai N. Mehta (DIN: 00158885), liable to retire by rotation in term of section 152(6) of the Companies Act, 2013 and being eligible, seeks reappointment.

Re-Appointment of Mr. Bhanurai N. Mehta as a director of the Company

Mode of voting	Remote E-voting			Voting At the AGM			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	Nil	Nil	Nil	7	1406500	85.29	7	1406500	85.29
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain/Invalid	Nil	Nil	Nil	1	242500	14.71	1	242500	14.71
<b>Total</b>	Nil	Nil	Nil	<b>8</b>	<b>1649000</b>	<b>100</b>	<b>8</b>	<b>1649000</b>	<b>100</b>

Thus, the **Ordinary Resolution** as contained in Item No. 2 is passed with requisite majority.

**Item No. 3: As an Ordinary Resolution.**

To appoint auditors and fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s).

Appointment M/s. Manoj Shah & Co., Chartered Accountants, (Firm No.: 106036W) as the Auditors

Mode of voting	Remote E-voting			Voting At the AGM			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	Nil	Nil	Nil	8	1649000	100	8	1649000	100
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain/Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>	Nil	Nil	Nil	<b>8</b>	<b>1649000</b>	<b>100</b>	<b>8</b>	<b>1649000</b>	<b>100</b>



Thus, the **Ordinary Resolution** as contained in Item No. 3 is passed with requisite majority.

**Item No. 4: As an Ordinary Resolution.**

To consider and if thought fit, to pass with or without modification(s)

Appointment of Independent Director- Mr. Minesh Jayshukhlal Shah

Mode of voting	Remote E-voting			Voting At the AGM			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
<b>Assent</b>	Nil	Nil	Nil	8	1649000	100	8	1649000	100
<b>Dissent</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Abstain/Invalid</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>	Nil	Nil	Nil	8	1649000	100	8	1649000	100

Thus, the **Ordinary Resolution** as contained in Item No 4 is passed with requisite majority.

**Item No. 5: As an Ordinary Resolution.**

Appointment of Mr. Rushabh Mehta as an Independent director of the Company

Mode of voting	Remote E-voting			Voting At the AGM			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
<b>Assent</b>	Nil	Nil	Nil	8	1649000	100	8	1649000	100
<b>Dissent</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Abstain/Invalid</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>	Nil	Nil	Nil	8	1649000	100	8	1649000	100

Thus, the **Ordinary Resolution** as contained in Item No. 5 is passed with requisite majority



**Item No. 6: As an Ordinary Resolution.**

Appointment of Independent Director- Mrs. Purvi Kalpesh Gandhi

Mode of voting	Remote E-voting			Voting At the AGM			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	Nil	Nil	Nil	8	1649000	100	8	1649000	100
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain/ Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>	Nil	Nil	Nil	8	1649000	100	8	1649000	100

Thus, the Ordinary Resolution as contained in Item No. 6 is passed with requisite majority.

**Date: September 28<sup>th</sup>, 2015**  
**Place : Mumbai**

**For HS Associates**

  
**NITIN SARFARE,**  
**Partner**  
**ACS: 36769**  
**CP: 13729**

