

VIJAY KUMAR MISHRA

B. Com. (Hons.), A.C.A., F.C.S.

PARESH D PANDYA

B. Com., A.C.S.

**VKM & ASSOCIATES**

**PRACTISING COMPANY SECRETARIES**

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**SCRUTINIZER REPORT**

To  
The Chairman  
Vinati Organics Limited  
B-12 & B-13/1, MIDC Industrial Area,  
Raigad, Mahad, Maharashtra, 402309

Dear Sir,

**Ref: Scrutinizer's Report on voting through Postal Ballot including voting through electronic means in terms of Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management & Administration Rules, 2014).**

A. Pursuant to the resolution passed by the Board of Directors of **M/s. Vinati Organics Limited** (hereinafter referred as "the Company") on 30<sup>th</sup> January, 2019. I, Vijay Kumar Mishra, Partner of M/s. VKM & Associates, Practising Company Secretaries, have been appointed as a Scrutinizer to receive, process and scrutinize the postal ballot process in respect of the Ordinary/Special Resolutions set out in the Postal Ballot Notice dated 30<sup>th</sup> January, 2018. ("**Notice**").

B. Members approval -were sought on the following Special Resolution:

(a) Re-appointment of Mr. R. K. Saraswat as an Independent Director of the Company to hold office for a second term from 1st April, 2019 to 31<sup>st</sup> March, 2020.

C. As required under Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules 2014, the Company completed dispatch of Notice along with explanatory statement and postal ballot form on Tuesday, 5th February, 2019.

D. The voting Period commenced on Monday, 11th February, 2019 (9:00 a.m.) and ended on Tuesday, 12th March, 2019 (5:00 p.m.) for voting through physical postal ballot form as well as through e-voting.

E. The remote e voting facility was provided by Central Depository Securities Limited ("CDSL")

F. Particulars of postal ballot forms received including the votes cast through remote e-voting have been entered in the Register separately maintained for the purpose.

G. The physical 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.



H. The e-voting were unblocked at 5:00 p.m. on 12<sup>th</sup> March,2019 and the e-voting summary statement was downloaded from e-voting website of CDSL.

I. All ballot forms -received/ votes cast up to 5:00 p.m. on 12<sup>th</sup> March, 2019. being the last date and time fixed by the Company for said purpose were considered for scrutiny.

J.I did not find any defaced or mutilated ballot form and all the invalid postal ballot - forms were marked and segregated.

**K. Result of the postal ballot (e-voting and voting through postal ballot forms) is as under;**

**Resolution Item No.1: Special Resolution**

**Re-appointment of Mr. R. K Saraswat as independent Director of the Company**

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 polled	% of Votes in Against on polled
Promoter and Promoter Group	E-Voting		38034216	100	38032416	0	100	0
	Postal Ballot	38034216	0	0	0	0	0	0
	Total		38034216	100	38032416	0	100	0
Public Institutions	E-Voting		3687267	62.429	3687267	0	100	0
	Postal Ballot	5906346	0	0	0	0	0	0
	Total		3687267	62.429	3687267	0	100	0
Public Non-Institutions	E-Voting		4131	0.055	4121	10	99.758	0.242
	Postal Ballot	7450463	30285	0.406	29157	1128	96.275	3.725
	Total		34416	0.462	33278	1138	96.693	3.307
<b>Total</b>		<b>51391025</b>	<b>41755899</b>	<b>81.251</b>	<b>41754761</b>	<b>1138</b>	<b>99.997</b>	<b>0.003</b>



l. The above Resolution was passed with requisite majority.

m. As requested by the management, I am submitting herewith Consolidated report on result of remote e-voting together with result of voting by Postal Ballot.

**For VKM & ASSOCIATES  
Company Secretaries**



**Vijay Kumar Mishra  
Partner**

**C.P. No. 4279**

**Membership No. F-5023**



**Date: 13.03.2019**

**Place : Mumbai**