



**A. CHATURVEDI & ASSOCIATES
COMPANY SECRETARIES**

FORM No: MGT-13

Report of Scrutinizer

[Pursuant To Section 109 Of The Companies Act,2013 and rule 20(4) (xii) of the Companies (Management and Administration) Rules,2014 read with amendments made thereto]

To,
Mr.B. S. SHARMA.
Chairman
24th Annual General Meeting
Vallabh Poly-Plast International Limited
Held on Friday, 28th September, 2018 at 11:00 a.m.

Dear Sir,

1. I, Anshuman Chaturvedi, Practicing Company Secretary (Membership No. : 43219 / C.P NO : 15990), have been appointed as scrutinizer, by the Board of Directors of Vallabh Poly – Plast International Limited for the purpose of Scrutinizing the remote e-voting and ballot process at the Annual General Meeting and ascertaining majority on remote e-voting and ballot process 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 on the resolutions contained in the Notice of the 24th Annual General Meeting (AGM) of the Equity Shareholders of the Company, held on the 28th September, 2018 at The Legend (A Boutique Hotel), Plot No.53, Junction of Nehru road and 2nd Road, Santacruz (East), Mumbai- 400055 at 11:00 a.m.

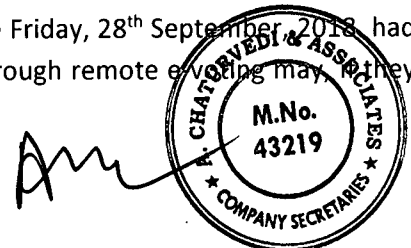
2. Further to above, I submit my report as under:

2.1 The Company had provided the e-voting facility through Karvy Computershare Private Limited , on their website www.evoting.karvy.com the Company had uploaded all items of businesses to be transacted on the website of the Company and also its service provider to facilitate their shareholders to cast their vote through e-voting.

2.2 The notices sent contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rule,2014 read with amendments made thereto.

2.3 The members of the Company as on the "cut off" date i.e Friday, 21st September, 2018 were entitled to vote the resolutions (item no. 1 to 2) as set out in the notice of the 24th Annual General Meeting.

2.4 The Chairman at the 24th Annual General Meeting held on the Friday, 28th September, 2018 had announced that members who have not exercised their votes through remote e-voting may, they wish to, exercise their votes through ballot at the meeting.



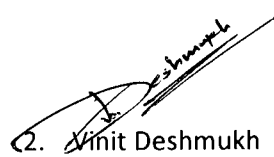
2.5 The remote e-voting commenced from Tuesday, September 25, 2018 at (10.00 A.M.) to Thursday, September 27, 2018 till (5.00 P.M.).

2.6. The votes cast through remote e-voting were unblocked after the AGM on Friday , 28th September, 2018 in the presence of two witnesses, Mr. Ashutosh Chaturvedi and Mr. Vinit Deshmukh who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

2.7 Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Karvy (www.evoting.karvy.com)



1. Ashutosh Chaturvedi
(Witness -1)



2. Vinit Deshmukh
(Witness – 2)

2.8 My combined report on the results of voting through e-voting and ballot / Poll at the Annual General Meeting is as under;

1. After the time fixed for closing of the poll by the Chairman, 1 (One) ballot box kept for polling were locked in my presence with due identification marks placed by me.

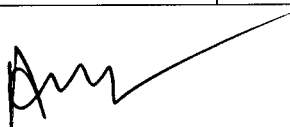
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. (If the case so)

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

- To receive, consider, and adopt the Audited Financial Statement of the Company for the Financial Year ended 31st March,2018 and the Reports of the Directors' and Auditor's thereon.
(i) Voted in favour of the Resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	7	3317	100
Ballot	22	2396400	100
Total	29	2399717	100



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

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) **Invalid** votes :

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	NIL	NIL	NIL
Total	NIL	NIL	NIL

Items No.2:- As an Ordinary Resolution:-

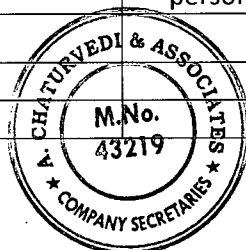
- To appoint a director in place of Mrs. Michelle Dolphie Sequeira (DIN: 06952589), who retires by rotation at this Annual General Meeting and being eligible, offer herself for the re-appointment.

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

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	7	3317	100
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Ballot	NIL	NIL	NIL
Total	NIL	NIL	NIL



(iii) Invalid votes :

Type of Voting	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
E-Voting	NIL	NIL	NIL
Ballot	NIL	NIL	NIL
Total	NIL	NIL	NIL

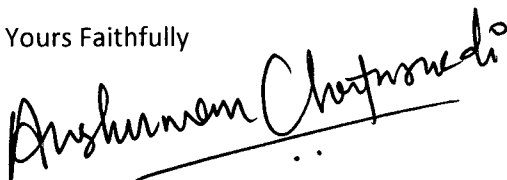
4. A Register and all other papers and relevant records [including Compact Disc (CD)] containing details of equity shareholders, who voted "IN FAVOUR", or "AGAINST" and those whose votes were declared invalid for each resolution under remote e-voting and voting done at the AGM through Ballot paper shall remain in our safe custody until the Chairman consider, approves and signs the minutes of the foresaid AGM and the same would thereafter be sealed and handed over to the Company for the safe keeping.

5. The above mentioned resolutions are deemed to be passed as on the date of the 24th Annual General Meeting of the Company.

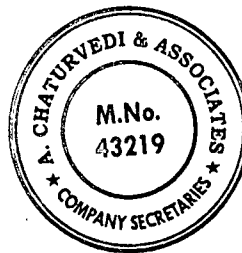
6. You may accordingly declare the result of voting by e-voting and ballot paper at the AGM.

Thanking You,

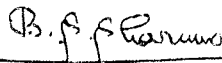
Yours Faithfully



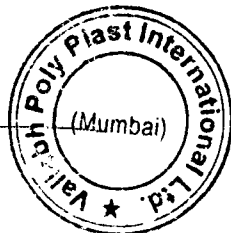
Anshuman Chaturvedi
Practicing Company Secretary
Scrutinizer
M No. : 43219
C.P No. : 15990



Countersigned



B. S. Sharma
Whole Time Director
(DIN : 00230202)



Date: September 28, 2018

Place: Mumbai