

# BHAVIN N. GAJRA

323, MEHTA BLDG., KIROL ROAD, CAMA LANE, GHATKOPAR (W). MUMBAI – 400086. MOB: 9167989919

## **Consolidated Report of the Scrutinizer on remote e-voting and voting by physical ballot conducted at the 26<sup>th</sup> AGM of Caprolactam Chemicals Limited” held on Monday, September 28, 2015**

To,  
The Chairman  
Caprolactam Chemicals Limited

26<sup>th</sup> Annual General Meeting of the Equity Shareholders of “**Caprolactam Chemicals Limited**” held on Monday, September 28, 2015 at 10.00 a.m. at B/31, MIDC, Mahad, Distt. – Raigad – 402302.

Dear Sir,

I, Bhavin N. Gajra, Mumbai, have been appointed by the Board of Directors of **Caprolactam Chemicals Limited** (“**Company**”) as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with the Listing Agreement, for the purpose of Scrutinizing the remote e-voting process and voting by physical ballot forms received from the members at the 26<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of “**Caprolactam Chemicals Limited**” held on Monday, September 28, 2015 at 10.00 a.m. at B/31, MIDC, Mahad, Distt. – Raigad - 402302. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules issued in this regard.

The management of the Company is responsible to ensure the Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder and the applicable provisions of the Listing Agreement relating to remote e-voting and physical ballot voting on the resolutions contained in the Notice of 26<sup>th</sup> AGM of the Equity Shareholders of Company. My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting as well as by physical ballot at the meeting are conducted in a fair and transparent manner and rendered consolidated Scrutinizer report of the total vote cast in favour or against to the Chairman on the resolutions, based on the report generated from the remote e-voting system provided by CDSL and the report generated for voting by use of ballots at the meeting.

### **Report on Scrutiny:**

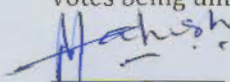
- The Annual Report containing the Notice of AGM was sent by electronic mode to those members whose e-mail ids were registered with the depository participants and for other members, physical copy of Annual Report containing the notice was sent by permitted mode.
- The Company had appointed Central Depository Services (India) Limited (CDSL) as the service provider, for the purpose of extending the facility of remote e-voting to the members of the company.
- The service Provider had provided a system for recording the votes of the members electronically on all the items of the business (both ordinary and special businesses) sought to be transacted in the 26<sup>th</sup> Annual General Meeting (AGM) of “**Caprolactam Chemicals Limited**” which was held on Monday, September 28, 2015.
- The remote e-voting period remain opened from 9.00 A.M. on Friday 25<sup>th</sup> September, 2015 upto 5.00 P.M. on Sunday 27<sup>th</sup> September, 2015.



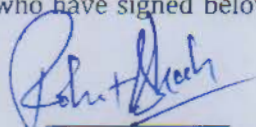
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- The cut-off date for the purpose of identifying the members who were entitled to vote on the resolutions placed for approval of the members was Monday, September 21, 2015.
- After the announcement of voting by the chairman, one ballot box kept for polling was locked in my presence.
- On completion of voting at the meeting, the locked ballot box was subsequently opened in my presence and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and share transfer agent of the Company and authorisations / proxies lodged with the Company.
- I did not find any ballot / poll papers invalid.
- After counting of the votes conducted at the venue of the AGM, through ballot paper, the vote cast through remote e-voting facility was duly unblocked by me as a scrutinizer in the presence of two witnesses Mr. Maheshkumar Soni and Mr. Rohit Shah, who are not in the employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.



Mr. Maheshkumar Soni



Mr. Rohit Shah

- Thereafter, the details of equity shareholders, who voted "For" or "Against" each of the resolution that were put to vote, were generated from the e-voting website of NSDL i.e. <https://www.evoting.nsdl.com>
- The consolidated result of remote e-voting and Poll held at the aforesaid AGM is as under:

**Item No. 1 - Ordinary Resolution, to adopt the Audited Financial Statements together with the reports of the Board of Directors and Auditors for the Financial Year ended 31<sup>st</sup> March, 2015:**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	Nil	Nil	34	19,61,209	34	19,61,209	100
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

**Item No. 2 - Appointment of M/s. L J Kothari & Co., Chartered Accountants, Mumbai (FRN 105313W) as statutory auditors of the Company**

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	





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Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil
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## Item No. 6 - Appointment of Mr. Rajesh P. Mange as an Independent Director of the Company.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	Nil	Nil	34	19,61,209	34	19,61,209	100
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

## Item No. 7 - Appointment of Mr. Vasant L. Mange as an Independent Director of the Company.

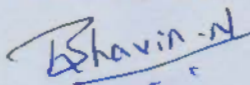
Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	Nil	Nil	34	19,61,209	34	19,61,209	100
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Based on the aforesaid results the Ordinary Resolutions as contained in item No. 01 to 07 of the Notice of AGM dated 14<sup>th</sup> August, 2015 have been passed with requisite majority.

The ballot papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

**Thanking You,**

**Yours faithfully,**



**Bhavin N. Gajra**

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

**Place: Mahad**