

SCRUTINIZER'S REPORT

To,
Chairman and Managing Director,
Acrysil Limited,
704, Centre Point,
J B Nagar, Andheri Kurla Road,
Andheri (East), Mumbai: 400 059

Dear Sir,

1. The Board of Directors at its board meeting held on November 10, 2014 had passed resolutions pertaining to payment of remuneration to Mr. Chirag Parikh, Chairman and Managing Director and approval of related party transactions.
2. Pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, (referred to as rules) the consent of the members of the company had been sought by means of Postal Ballot (Physical and E-voting) for the approval of the aforesaid special resolutions as detailed out in the notice dated November 10, 2014.
3. The board of directors at its meeting held on November 10, 2014 had appointed me as a Scrutinizer in terms of Rule 22 (5) of the said rules.
4. The Company had made necessary arrangement for conducting postal ballot and e-voting process in a fair and transparent manner. The Company has engaged Central Depository Services (India) Limited (CDSL), Mumbai to provide e-voting facility to the Equity shareholders of the Company.
5. I submit my report as under:
 - 5.1 The Company had dispatched the postal ballot notice, explanatory statement, postal ballot forms, postage prepaid business reply envelope on November 20, 2014 to all the shareholders whose names appear on the register of members on November 14, 2014.
 - 5.2 The members were required to convey their assent or dissent, as the case may be, in respect of the special resolutions as set out in the notice.
 - In case of Postal Ballot Form mailed to them by the Company, in pre-paid envelope addressed, on or before 6.00 p.m. on December 20, 2014.
 - In case of e-voting, votes to be cast electronically on e-voting platform, provided by Central Depository Services (India) Limited (CDSL) on or before 6.00 p.m. on December 20, 2014.
 - 5.3 The postal ballot forms were kept under the safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.



- 5.4 The postal ballot forms and e-voting module were duly opened on December 22, 2014 in my presence and scrutinized. The electronic votes were unblocked on December 22, 2014 in my presence and scrutinized. The shareholding was matched / confirmed with the Register of Members of the Company / list of beneficiaries as on November 14, 2014.
- 5.5 All postal ballot forms and e-voting module received up to the close of working hours on December 20, 2014 (6.00 p.m.) being the last date and time fixed by the Company for receipt of the forms and e-voting, were considered for my scrutiny.
- 5.6 No postal ballot forms were received after December 20, 2014 (6.00 p.m.).
- 5.7 No postal ballot forms were returned undelivered.
- 5.8 I did not find any defaced or mutilated ballot form.
6. A summary of the postal forms and e-voting received are given below:

(I) Resolution required to ratify, confirm and approve the payment of remuneration to Mr. Chirag A Parekh, Chairman and Managing Director – Special Resolution					
Mode of Voting: Postal Ballot / E-voting					
	Particulars	Postal ballot forms	E-Voting	No. of shares	% of total paid – up Equity Capital
a)	Total postal ballot forms received	83	56	Physical: 9,331 E-voting: 5,51,280 Total: 5,60,611	0.2 11.84 11.86
b)	Less: invalid postal ballot forms (as per register)	0	0	Nil	0.00
*c)	Net valid postal ballot forms (as per register)	83	56	Physical: 9,331 E-voting: 5,51,280 Total: 5,60,611	1.66 98.34 100.00
*d)	Postal ballot form with assent for the resolution	73	55	Physical: 7,955 E-voting: 5,51,230 Total: 5,59,185	1.42 98.33 99.75
*e)	Postal ballot forms with dissent for the Resolution	10	1	Physical: 1,376 E-voting: 50 Total: 1,426	0.25 0.00 0.25

*% at row c, d and e has been calculated against total votes polled and not against total paid up equity capital, to ascertain whether the resolution is passed or not.



Accordingly the resolution no. 1 as contained in the Notice dated November 10, 2014 is passed with requisite majority.

(II) Resolution required: To approve related party transactions with M/s. Acrysil Steel Limited – Special Resolution					
Mode of Voting: Postal Ballot / E-voting					
	Particulars	Postal ballot forms	E-Voting	No. of shares	% of total paid – up Equity Capital
a)	Total postal ballot forms received	83	56	Physical: 9,331	0.2
				E-voting: 5,51,280	11.84
				Total: 5,60,611	11.86
b)	Less: invalid postal ballot forms (as per register)	0	0	Nil	0.00
*c)	Net valid postal ballot forms (as per register)	83	56	Physical: 9,331	1.66
				E-voting: 5,51,280	98.34
				Total: 5,60,611	100.00
*d)	Postal ballot form with assent for the resolution	74	56	Physical: 7,985	1.42
				E-voting: 5,51,280	98.34
				Total: 5,59,185	99.76
*e)	Postal ballot forms with dissent for the Resolution	9	0	Physical: 1,346	0.24
				E-voting: 0	0.00
				Total: 1,346	0.24

*% at row c, d and e has been calculated against total votes polled and not against total paid up equity capital, to ascertain whether the resolution is passed or not.

Accordingly the resolution no. 2 as contained in the Notice dated November 10, 2014 is passed with requisite majority.



(III) Resolution required: Approval for related party transactions with M/s. Acrysil GMBH, Germany – Special Resolution					
Mode of Voting: Postal Ballot / E-voting					
	Particulars	Postal ballot forms	E-Voting	No. of shares	% of total paid – up Equity Capital
a)	Total postal ballot forms received	83	56	Physical: 9,331	0.2
				E-voting: 5,51,280	11.84
				Total: 5,60,611	11.86
b)	Less: invalid postal ballot forms (as per register)	0	0	Nil	0.00
*c)	Net valid postal ballot forms (as per register)	83	56	Physical: 9,331	1.66
				E-voting: 5,51,280	98.34
				Total: 5,60,611	100.00
*d)	Postal ballot form with assent for the resolution	77	56	Physical: 8,151	1.45
				E-voting: 5,51,280	98.34
				Total: 5,59,431	99.79
*e)	Postal ballot forms with dissent for the Resolution	6	0	Physical: 1,180	0.21
				E-voting: 0	0.00
				Total: 1,180	0.21

*% at row c, d and e has been calculated against total votes polled and not against total paid up equity capital, to ascertain whether the resolution is passed or not.

Accordingly the resolution no. 3 as contained in the Notice dated November 10, 2014 is passed with requisite majority.



(IV) Resolution required: Approval for related party transactions with M/s. Acrycol Minerals Limited – Special Resolution					
Mode of Voting: Postal Ballot / E-voting					
	Particulars	Postal ballot forms	E-Voting	No. of shares	% of total paid – up Equity Capital
a)	Total postal ballot forms received	83	56	Physical: 9,331	0.2
				E-voting: 5,51,280	11.84
				Total: 5,60,611	11.86
b)	Less: invalid postal ballot forms (as per register)	0	0	Nil	0.00
*c)	Net valid postal ballot forms (as per register)	83	56	Physical: 9,331	1.66
				E-voting: 5,51,280	98.34
				Total: 5,60,611	100.00
*d)	Postal ballot form with assent for the resolution	76	56	Physical: 8,150	1.45
				E-voting: 5,51,280	98.34
				Total: 5,59,430	99.79
*e)	Postal ballot forms with dissent for the Resolution	7	0	Physical: 1,181	0.21
				E-voting: 0	0.00
				Total: 1,181	0.21

*% at row c, d and e has been calculated against total votes polled and not against total paid up equity capital, to ascertain whether the resolution is passed or not.

Accordingly the resolution no. 4 as contained in the Notice dated November 10, 2014 is passed with requisite majority.

7. I have handed over the postal ballot forms and other related papers / registers and records for preservation in safe custody to Mr. Damodar Sejpal, Company Secretary of the Company. He is authorized by the Board to supervise the postal ballot process.
8. You may accordingly declare the result of the voting by postal ballot.

Thanking you,

Place: Mumbai
Dated: 22nd December, 2014



For P. P. Shah & Co.
Pradip C. Shah
(Pradip C. Shah)
Practising Company Secretary
Partner