

**FORM NO. MGT-13  
REPORT OF SCRUTINIZER**

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies  
(Management and Administration) Rules, 2014]*

To,  
Mr. Chirag A. Parekh, Chairman and Managing Director,  
Acrysil Limited  
B-307, Citi Point, 03<sup>rd</sup> Floor, J. B. Nagar,  
Andheri Kurla Road, Andheri East, Mumbai – 400 059

Dear Sir,

I, Mr. Pradip Shah, Partner of M/s. P. P. Shah & Co., Practicing Company Secretaries was appointed as Scrutinizer for the Postal Ballot Notice dated 18<sup>th</sup> March, 2021 for the purpose of scrutinizing the E-voting process in a fair and transparent manner and ascertaining the requisite majority on E-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20, 21 and 22 of the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this Report.

I submit my report as under:

1. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020 and General Circular No. 39/2020 dated December 31, 2020 (collectively referred to as the “MCA Circulars”) in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19” issued by the Ministry of Corporate Affairs, Government of India the Notice of Postal Ballot was required to be sent only by emails registered with the Company or with the depository.
2. Accordingly, the Company had dispatched the Notice of Postal Ballot along with Explanatory Statement through email on Saturday, 3<sup>rd</sup> April, 2021 to all the Shareholders, who were registered with the Company, RTA or CDSL / NSDL (‘Depositories’) as on Friday, 19<sup>th</sup> March, 2021 to vote on the proposed 2 (Two) resolutions as mentioned in the Notice of Postal Ballot of “Acrysil Limited” [Item No. 1 (One) to 2 (Two) of the Notice of Postal Ballot of Acrysil Limited].
3. As noted above and as per the MCA Circulars, the requirement of sending hard copy of Notice of Postal Ballot along with Postal Ballot forms and pre-paid business envelope to the Members for the Postal Ballot has been dispensed with and instead the communication of the assent or dissent of the Members would take place through the remote e-voting system only.
4. Accordingly, the Company had engaged the services of Central Depository Services (India) Limited for providing the e-voting facility by remote e-voting.



5. The facility to exercise vote by Postal Ballot through electronic means had remained open from Sunday, 04<sup>th</sup> April, 2021 at 09.00 a.m. to Monday, 03<sup>rd</sup> May, 2021 at 5.00 p.m. (both days inclusive). 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 by casting votes electronically on E-Voting platform, provided by CDSL on or before 05.00 p.m. on 03<sup>rd</sup> May, 2021.
6. Voting rights were reckoned as on Friday, 19<sup>th</sup> March, 2021, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting.
7. Particulars of E-Voting confirmations from the Members have been entered in the Register separately maintained for the purpose as per the Companies (Management and Administration) Rules, 2014.
8. After the end of E-Voting period i.e. 03<sup>rd</sup> May, 2021 (05.15 p.m.), I have unblocked the electronic votes and downloaded the E-Voting Reports from the E-Voting module of Central Depository Services (India) Limited in the presence of two witnesses, Mr. Punit Shah and Ms. Jignasa Waghela, who are not in the employment of the Company. The shareholding was matched / confirmed with the Register of Members of the Company / List of Beneficial Owners received from the Depositories as on the Cut-off date of 19<sup>th</sup> March, 2021.
9. E-Voting module received up to the close of working hours on 03<sup>rd</sup> May, 2021 (05.00 p.m.) being the last date and time fixed by the Company for receipt of the E-Voting, were considered for my scrutiny.
10. A summary of the E-Voting for the aforesaid resolutions is given below:

- (I) Approval of "Acrysil Limited - Employee Stock Option Plan 2021" and grant of Employee Stock Options to Employees of the Company– Special Resolution

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
E-Voting Facility	89	1,44,10,958	84	1,44,09,421	99.99%	5	1,537	0.01
<b>Total</b>	<b>89</b>	<b>1,44,10,958</b>	<b>84</b>	<b>1,44,09,421</b>	<b>99.99%</b>	<b>5</b>	<b>1,537</b>	<b>0.01</b>

- (II) Grant of Employee Stock Options to Employees of Subsidiaries – Special Resolution

Mode	Total Valid Votes		Votes in Favour			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	%	Voters	No. of Votes	%
E-Voting Facility	89	1,44,10,958	84	1,44,09,297	99.99%	5	1,661	0.01
<b>Total</b>	<b>89</b>	<b>1,44,10,958</b>	<b>84</b>	<b>1,44,09,297</b>	<b>99.99%</b>	<b>5</b>	<b>1,661</b>	<b>0.01</b>



**Summary of Postal Ballot and E-Voting:**

Resolution No.	Total Valid Votes Cast		Voted In Favour Of Resolution			Voted Against The Resolution		
	E-voting	Total	E-voting	Total	%	E-voting	Total	%
1	14410958	14410958	14409421	14409421	99.99	1537	1537	0.01
2	14410958	14410958	14409297	14409297	99.99	1661	1661	0.01

Accordingly the Resolution Nos. 1 and 2 as contained in the Postal Ballot Notice dated 18<sup>th</sup> March, 2021 is passed with requisite majority.

You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,  
Yours Faithfully,

For P. P. Shah & Co.,  
Practicing Company Secretaries  
Unique ICSI ID No.: P2009MH018300

*Pradip C. Shah*

Pradip Shah  
Partner  
Mumbai; 04<sup>th</sup> May, 2021  
UDIN: F001483C000237906

