

**Ashish C. Doshi**

*Company Secretary*

## FORM NO. MGT-13

### Scrutinizer's Report

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

To,  
The Chairman,  
38<sup>th</sup> Annual General Meeting of the  
Equity Shareholders of Atul Limited,  
Held on 4<sup>th</sup> day of August, 2015 at 10.30 a.m. at  
H T Parekh Hall, Ahmedabad Management Association,  
Dr. Vikram Sarabhai Marg, Ahmedabad - 380015

Dear Sir,

I, Ashish C. Doshi, Practising Company Secretary having office at TF/1, Anison Bldg, 3rd Floor, State Bank of India Lane, Swastik Soc., Nr. Stadium Circle, C.G.Road, Navrangpura, Ahmedabad-380 009 has been appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 38<sup>th</sup> Annual General Meeting of the Equity Shareholders of Atul Limited, held on 4<sup>th</sup> day of August, 2015 at 10.30 a.m. at H T Parekh Hall, Ahmedabad Management Association, Dr. Vikram Sarabhai Marg, Ahmedabad - 380015, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and in presence of two witnesses, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/S Sharepro Services (India) Private Limited the 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. The same were not considered in calculation.



TF/1, Anison Complex, 3<sup>rd</sup> Floor, SBI Lane, Swastik Soc., Nr. Stadium Six Roads, C. G. Road, Navrangpura,  
Ahmedabad-380 009 e-mail: [doshnac@gmail.com](mailto:doshnac@gmail.com) M : 098250 64740

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4. The result of the Poll is as under:

- a) **Resolution No. 1 – Adoption of the Financial Statements and Reports thereon and the Consolidated Financial Statements for the year ended on March 31, 2015**

<b>(i) Voted in favour of the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
43	16217874	100.00

<b>(ii) Voted against the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00

*Note: Two(2) Shareholders holding 438 Shares not voted for this Resolution*

<b>(iii) Invalid Votes:</b>	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	3543

- b) **Resolution No. 2 – Declaration of Dividend.**

<b>(i) Voted in favour of the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
45	16218312	100.00

<b>(ii) Voted against the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00

<b>(iii) Invalid Votes:</b>	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	3543

T/1, Anison Complex, 3<sup>rd</sup> Floor, SBI Lane, Swastik Soc., Nr. Stadium Six Roads, C. G. Road, Navrangpura,  
Ahmedabad-380 009 e-mail: [doshiac@gmail.com](mailto:doshiac@gmail.com) M : 098250 64740



**c) Resolution No. 3 – Reappointment of Mr. R A Shah as a Director**

<b>(i) Voted in favour of the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
45	16218312	100.00

<b>(ii) Voted against the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00

<b>(iii) Invalid Votes:</b>	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	3543

**d) Resolution No. 4 – Reappointment of Mr. B N Mohanan as a Director**

<b>(i) Voted in favour of the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
44	16218310	100.00

<b>(ii) Voted against the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	5	0.00

<b>(iii) Invalid Votes:</b>	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	3543



**e) Resolution No. 5 – Appointment of Dalal & Shah Chartered Accountants LLP as the Statutory Auditors and fix their remuneration**

<b>(i) Voted in favour of the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
45	16218312	100.00

<b>(ii) Voted against the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00

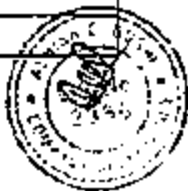
<b>(iii) Invalid Votes:</b>	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	3543

**f) Resolution No. 6 – Appointment of Mr. T R Gopi Kannan as Director | Whole-time Director**

<b>(i) Voted in favour of the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
44	16218310	100.00

<b>(ii) Voted against the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	5	0.00

<b>(iii) Invalid Votes:</b>	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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**g) Resolution No. 7 – Appointment of Mr. M M Chitale as an Independent Director**

<b>(i) Voted in favour of the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
45	16218312	100.00

<b>(ii) Voted against the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00

<b>(iii) Invalid Votes:</b>	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	3543

**h) Resolution No. 8 – Appointment of Ms. S A Pause as an Independent Director**

<b>(i) Voted in favour of the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
45	16218312	100.00

<b>(ii) Voted against the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	3	0.00

<b>(iii) Invalid Votes:</b>	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	3543



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**i) Resolution No. 9 - Appointment of Mr B R Arora as an Independent Director**

<b>(i) Voted in favour of the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
44	16218310	100.00

<b>(ii) Voted against the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	5	0.00

<b>(iii) Invalid Votes:</b>	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	3543

**j) Resolution No. 10 - Adoption of new Articles of Association of the Company**

<b>(i) Voted in favour of the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
44	16217462	99.99

<b>(ii) Voted against the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	853	0.01

<b>(iii) Invalid Votes:</b>	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	3543



**k) Resolution No. 11 - Ratification of remuneration of R Nanabhoy & Co for Cost Audit**

<b>(i) Voted in favour of the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
44	16218310	100.00

<b>(ii) Voted against the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	5	0.00

<b>(iii) Invalid Votes:</b>	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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5. A Compilation of Data containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,

Date: 04<sup>th</sup> August, 2015


Place : Ahmedabad

Countersigned:

For Atul Ltd

  
S. A. Lalshai  
Managing Director



  
ASHISH C DOSHI  
COMPANY SECRETARY  
Membership No.: F3544  
COP No.: 2356