

**Ashish C. Doshi**

**Company Secretary**

**CONSOLIDATED REPORT OF SCRUTINIZER  
ON  
REMOTE E-VOTING AND POLL**

[Pursuant to Section 108 and Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014 and Rule 20 (3) (xii) of the Companies (Management and Administration) Amendment Rules, 2015]

To,  
The Chairman,  
40th Annual General Meeting of the  
Equity Shareholders of Atul Limited,  
Held on 28th day of July, 2017 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, appointed as a scrutinizer of Atul Limited (“the Company”) for the purpose of scrutinizing the poll and remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on poll and remote e-voting carried out Pursuant to Section 108 and Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 on the below mentioned resolution(s), at the 40<sup>th</sup> Annual General Meeting of the Equity Shareholders of Atul Limited, held on 28<sup>th</sup> day of July, 2017 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. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by use of ballots by the shareholders on the resolutions proposed in the Notice of the 40<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in fair and transparent manner and render consolidated Scrutinizer’s Report of the total votes cast in favour or against if any, to

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# Ashish C. Doshi

## Company Secretary

- the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) and the report generated electronically for voting by use of ballots at the meeting.
2. In accordance with the Notice of 40<sup>th</sup> Annual General Meeting sent to shareholders, the voting through electronic means/ remote e-voting started on 25<sup>th</sup> July, 2017 (9:00 am) and ended on 27<sup>th</sup> July, 2017 (5:00 pm).
  3. The Equity Shareholders holding shares as on the "cut off" date i.e. 21<sup>st</sup> July, 2017 were entitled to vote on the proposed resolutions (Item no. 01 to 08 as set out in the Notice of the 40<sup>th</sup> Annual General Meeting of the Equity Shareholders of Atul Limited).
  4. After the close of period for remote e-voting, the details of members, such as their names, folio Nos, Number of shares held, who had casted votes through remote e-voting, were downloaded from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>) for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the 40<sup>th</sup> AGM.
  5. At the 40<sup>th</sup> AGM after declaration of poll by the chairman, one ballot box for polling was locked in my presence with due identification mark placed by me.
  6. The locked ballot box was opened in my presence and in presence of two witnesses Mr. Shashank Dhamseiya (83, Dhanlaxmi Society, Opp. CMC, Odhav Road, Ahmedabad - 382415) and Ms. Krushi Shah (1/2636, Laher Bhuvan, Devsa No Pado, Near Swaminarayan Temple, Kalupur, Ahmedabad - 380001) who are not in the employment of the Company, and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Boxes being unlocked in their presence. The poll papers were reconciled with the records maintained by M/s. Link Intime India Private Limited the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.



Name: Shashank Dhamseiya



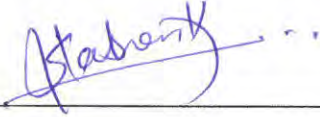
Name: Krushi Shah



# *Ashish C. Doshi*

*Company Secretary*

7. 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.
8. After counting the votes casted by the members and proxy holders present at 40<sup>th</sup> AGM, through polling paper, the Votes casted through remote e-voting were unblocked on 28<sup>th</sup> July, 2017 around 12.46 pm in the presence of two witnesses, Mr. Shashank Dhamseiya (83, Dhanlaxmi Society, Opp. CMC, Odhav Road, Ahmedabad - 382415) and Ms. Krushi Shah (1/2636, Laher Bhuvan, Devsa No Pado, Near Swaminarayan Temple, Kalupur, Ahmedabad – 380001) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Shashank Dhamseiya



Name: Krushi Shah

9. Thereafter, the details containing inter- alia, list of equity Shareholders, who voted “For” and “Against”, were downloaded from the remote e – Voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>) – **Annexure – A**
10. Based from reports generated from the e-voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com/>) and voting through polling paper at the 40<sup>th</sup> AGM, the Consolidated results of the remote e-voting and poll are as under :



# Ashish C. Doshi

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- a) Resolution No. 1 – Adoption of the Financial Statements and Reports thereon and the Consolidated Financial Statements for the financial year ended on March 31, 2017.

(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	% of total number of valid votes cast
Remote E-voting	149	7134117	99.9997
Poll	79	13361292	100.0000
<b>Total</b>	<b>228</b>	<b>20495409</b>	<b>-</b>

(ii) Voted against of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	1	18	0.0003
Poll	0	0	0.0000
<b>Total</b>	<b>1</b>	<b>18</b>	<b>-</b>

(iii) Invalid Votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast
Remote E-voting	0	0
Poll	3	92
<b>Total</b>	<b>3</b>	<b>92</b>

(iv) Abstained from Voting:

Type of Voting	Total Number of members (in person or by proxy) who abstained from Voting	Total Number of Votes
Remote E-voting	0	0
Poll	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



# Ashish C. Doshi

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## b) Resolution No. 2 – Declaration of the dividend on Equity shares

(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	% of total number of valid votes cast
Remote E-voting	149	7134117	99.9997
Poll	79	13361292	100.0000
<b>Total</b>	<b>228</b>	<b>20495409</b>	<b>-</b>

(ii) Voted **against** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	1	18	0.0003
Poll	0	0	0.0000
<b>Total</b>	<b>1</b>	<b>18</b>	<b>-</b>

(iii) Invalid Votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast
Remote E-voting	0	0
Poll	3	92
<b>Total</b>	<b>3</b>	<b>92</b>

(iv) Abstained from Voting:

Type of Voting	Total Number of members (in person or by proxy) who abstained from Voting	Total Number of Votes
Remote E-voting	0	0
Poll	0	0
<b>Total</b>	<b>0</b>	<b>0</b>

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Ahmedabad-380 009 e-mail: [doshiac@gmail.com](mailto:doshiac@gmail.com) M : 098250 64740



# Ashish C. Doshi

Company Secretary

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

(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	% of total number of valid votes cast
Remote E-voting	114	5769371	85.2572
Poll	78	13361291	100.0000
<b>Total</b>	<b>192</b>	<b>19130662</b>	<b>-</b>

(ii) Voted **against** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	32	997650	14.7428
Poll	1	1	0.0000
<b>Total</b>	<b>33</b>	<b>997651</b>	<b>-</b>

(iii) Invalid Votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast
Remote E-voting	0	0
Poll	3	92
<b>Total</b>	<b>3</b>	<b>92</b>

(iv) Abstained from Voting:

Type of Voting	Total Number of members (in person or by proxy) who abstained from Voting	Total Number of Votes
Remote E-voting	4	367114
Poll	0	0
<b>Total</b>	<b>4</b>	<b>367114</b>



**d) Resolution No. 4 – Reappointment of Mr T R Gopi Kannan as a Director**

(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	% of total number of valid votes cast
Remote E-voting	142	7043616	98.7317
Poll	77	13361192	100.0000
<b>Total</b>	<b>219</b>	<b>20404808</b>	<b>-</b>

(ii) Voted **against** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	7	90479	1.2683
Poll	0	0	0.0000
<b>Total</b>	<b>7</b>	<b>90479</b>	<b>-</b>

(iii) Invalid Votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast
Remote E-voting	0	0
Poll	2	100
<b>Total</b>	<b>2</b>	<b>100</b>

(iv) Abstained from Voting:

Type of Voting	Total Number of members (in person or by proxy) who abstained from Voting	Total Number of Votes
Remote E-voting	1	40
Poll	2	100
<b>Total</b>	<b>3</b>	<b>140</b>



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- e) Resolution No. 5 – Appointment of Deloitte Haskins & Sells LLP, Chartered Accountants as the Statutory Auditors and fix their remuneration.

(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	% of total number of valid votes cast
Remote E-voting	148	7132087	99.9713
Poll	79	13361292	100.0000
<b>Total</b>	<b>227</b>	<b>20493379</b>	<b>-</b>

(ii) Voted against of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	2	2048	0.0287
Poll	0	0	0.0000
<b>Total</b>	<b>2</b>	<b>2048</b>	<b>-</b>

(iii) Invalid Votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast
Remote E-voting	0	0
Poll	3	92
<b>Total</b>	<b>3</b>	<b>92</b>

(iv) Abstained from Voting:

Type of Voting	Total Number of members (in person or by proxy) who abstained from Voting	Total Number of Votes
Remote E-voting	0	0
Poll	0	0
<b>Total</b>	<b>0</b>	<b>0</b>





f) Resolution No. 6 – Reappointment of Mr S A Lalbhai as Managing Director

(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	% of total number of valid votes cast
Remote E-voting	145	6766943	99.9983
Poll	77	13043972	100.0000
<b>Total</b>	<b>222</b>	<b>19810915</b>	<b>-</b>

(ii) Voted **against** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	2	118	0.0017
Poll	0	0	0.0000
<b>Total</b>	<b>2</b>	<b>118</b>	<b>-</b>

(iii) Invalid Votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast
Remote E-voting	0	0
Poll	3	92
<b>Total</b>	<b>3</b>	<b>92</b>

(iv) Abstained from Voting:

Type of Voting	Total Number of members (in person or by proxy) who abstained from Voting	Total Number of Votes
Remote E-voting	3	367074
Poll	2	317320
<b>Total</b>	<b>5</b>	<b>684394</b>



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g) Resolution No. 7 – Approval of reclassification of promoters and promoter Group

(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	% of total number of valid votes cast
Remote E-voting	147	7133817	99.9983
Poll	79	13361292	100.0000
<b>Total</b>	<b>226</b>	<b>20495109</b>	<b>-</b>

(ii) Voted against of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	2	118	0.0017
Poll	0	0	0.0000
<b>Total</b>	<b>2</b>	<b>118</b>	<b>-</b>

(iii) Invalid Votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast
Remote E-voting	0	0
Poll	3	92
<b>Total</b>	<b>3</b>	<b>92</b>

(iv) Abstained from Voting:

Type of Voting	Total Number of members (in person or by proxy) who abstained from Voting	Total Number of Votes
Remote E-voting	1	200
Poll	0	0
<b>Total</b>	<b>1</b>	<b>200</b>



# Ashish C. Doshi

Company Secretary

## h) Resolution No. 8 – Ratification of remuneration of R Nanabhoy & Co for Cost Audit

(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	% of total number of valid votes cast
Remote E-voting	149	7134117	99.9997
Poll	78	13361291	100.0000
<b>Total</b>	<b>227</b>	<b>20495408</b>	<b>-</b>

(ii) Voted **against** of the resolution:

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes cast	% of total number of valid votes cast
Remote E-voting	1	18	0.0003
Poll	1	1	0.0000
<b>Total</b>	<b>2</b>	<b>19</b>	<b>-</b>

(iii) Invalid Votes:

Type of Voting	Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of Votes cast
Remote E-voting	0	0
Poll	3	92
<b>Total</b>	<b>3</b>	<b>92</b>

(iv) Abstained from Voting:

Type of Voting	Total Number of members (in person or by proxy) who abstained from Voting	Total Number of Votes
Remote E-voting	0	0
Poll	0	0
<b>Total</b>	<b>0</b>	<b>0</b>



**Ashish C. Doshi**

**Company Secretary**

11. 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.
12. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

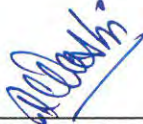
Thanking You,

Yours Faithfully,

Date: 28<sup>th</sup> July, 2017

Place : Ahmedabad



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

Countersigned:  
For Atul Ltd.



Lalit Patni  
Company Secretary & Chief Compliance Officer

- Manage Users
- Allocate Functional Users
- Voting Restrictions
- EVSN
- Entry
- Upload
- Check File Status
- Ballot Details
- Finalise Voting
- Report
- Report - Disapprove Voting
- Report - Final Voting Setup
- Report - Final Voting Download
- Vote Verification
- Change Password

You will be redirected to a new page after 1800 seconds of inactivity. Welcome admin (SCRUTINIZERADMIN) [Logout](#)

## Ballot Details

Voting Result as of today.

EVSN 170607001 for ATUL LIMITED  
 ISIN INE100AD1010 ATUL LIMITED EQUITY  
 Nominal Value 10  
 Voting Rights 1  
 Total Folios Voted 150  
 No of Votes 7134135

Res. No.					Total Count	Total
1	149	7134117 (100.00%)	1	18 (0.00%)	150	7134135
2	149	7134117 (100.00%)	1	18 (0.00%)	150	7134135
3	114	6769371 (85.26%)	32	997850 (14.74%)	146	6767021
4	142	7043616 (98.73%)	7	90479 (1.27%)	149	7134095
5	143	7132087 (99.97%)	2	2048 (0.03%)	150	7134135
6	145	6766943 (100.00%)	2	118 (0.00%)	147	6767061
7	147	7133817 (100.00%)	2	118 (0.00%)	149	7133935
8	149	7134117 (100.00%)	1	18 (0.00%)	150	7134135

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