

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,
38th Annual General Meeting of the
Equity Shareholders of Atul Limited,
Held on 4th 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 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 38th Annual General Meeting of the Equity Shareholders of Atul Limited, to be held on 04th 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. In accordance with the Notice of 38th Annual General Meeting sent to shareholders, the voting through electronic means/ remote e-voting started on 1st August, 2015 (9:00 am) and ended on 3rd August, 2015 (5:00 pm).

*TF/1, Anison Complex, 3rd Floor, SBI Lane, Swastik Soc., Nr. Stadium Six Roads, C. G. Road, Navrangpura,
Ahmedabad-380 009 e-mail: doshiac@gmail.com M : 098250 64740*



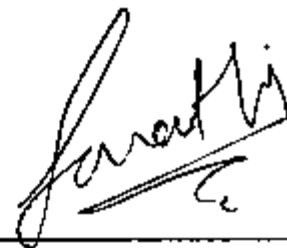
Ashish C. Doshi

Company Secretary

2. The Equity Shareholders holding shares as on the "cut off" date i.e. 28th July, 2015 were entitled to vote on the proposed resolutions (Item no. 1 to 11 as set out in the Notice of the 38th Annual General Meeting of the Equity Shareholders of Atul Limited).
3. After the close of period for remote e-voting , the details of members, such as their names, folio Nos, Numbers 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 38th AGM.
4. At the 38th 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.
5. The locked ballot box was subsequently opened in my presence and in presence of two witnesses Mr. Rohit Jakhar (16/B, Navin Chandra Park, Opp. Camp Road, Shahibaugh, Ahmedabad - 380004) and Mr. Sarathi Sheth (28/331 , Adarsh Nagar, Near Pragati Nagar, Naranpura . Ahmedabad - 380013) 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 Box being unblocked in their presence. 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.



Name: Rohit Jakhar



Name: Sarathi Sheth



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6. 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.
7. After counting the votes casted by the members and proxy holders present at 38th AGM , through polling paper, the Votes casted through remote e-voting were unblocked on 4th August, 2015 around 2.30 pm in the presence of two witnesses, Mr. Rohit Jakhar (16/B, Navin Chandra Park, Opp. Camp Road, Shahibaugh, Ahmedabad - 380004) and Mr. Sarathi Sheth (28/331 , Adarsh Nagar, Near Pragati Nagar, Naranpura , Ahmedabad - 380013) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Rohit Jakhar



Name: Sarathi Sheth

8. 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
9. 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 38th AGM , the Consolidated results of the remote e-voting and poll are as under :



Ashish C. Doshi

Company Secretary

- 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.

(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	66	3676140	100.00
Poll	43	16217874	100.00
Total	109	19894014	100.00

(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	0.00
Poll	1	3	0.00
Total	2	21	0.00

(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	6	3543
Total	6	3543

(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	4750
Poll	2	438
Total	3	5188



Asfiah C. Dosfi
Company Secretary

b) Resolution No. 2 – Declaration of the dividend

(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	67	3680890	100.00
Poll	45	16218312	100.00
Total	112	19899202	100.00

(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	0.00
Poll	1	3	0.00
Total	2	21	0.00

(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	6	3543
Total	6	3543

(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
Total	0	0



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e) 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	63	3591796	97.58
Poll	45	16218312	100.00
Total	108	19810108	99.55

(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	5	89112	2.42
Poll	1	3	0.00
Total	6	89115	0.45

(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	6	3543
Total	6	3543

(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
Total	0	0



d) Resolution No. 4 – Reappointment of Mr. B N Mohanan 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	63	3591854	97.58
Poll	44	16218310	100.00
Total	107	19810164	99.55

(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	4	88974	2.42
Poll	2	5	0.00
Total	6	88979	0.45

(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	6	3543
Total	6	3543

(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	80
Poll	0	0
Total	1	80



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- e) Resolution No. 5 – Appointment of Dalal & Shah Chartered Accountants LLP 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	60	2399811	65.20
Poll	45	16218312	100.00
Total	105	18618123	93.56

(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	8	1281097	34.80
Poll	1	3	0.00
Total	9	1281100	6.44

(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	6	3543
Total	6	3453

(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
Total	0	0



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f) Resolution No. 6 – Appointment of Mr. T R Gopi Kannan as Director | Whole-time 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	63	3576198	99.93
Poll	44	16218310	100.00
Total	107	19794508	99.99

(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	2471	0.07
Poll	2	5	0.00
Total	4	2476	0.01

(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	6	3543
Total	6	3543

(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	102239
Poll	0	0
Total	3	102239



g) Resolution No. 7 – Appointment of Mr M M Chitale as an Independent 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	62	3576118	99.93
Poll	45	16218312	100.00
Total	107	19794430	99.99

(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	2471	0.07
Poll	1	3	0.00
Total	3	2474	0.01

(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	6	3543
Total	6	3543

(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	102319
Poll	0	0
Total	4	102319



h) Resolution No. 8 – Appointment of Ms S A Panse as an Independent 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	63	3578571	100.00
Poll	45	16218312	100.00
Total	108	19796883	100.00

(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	0.00
Poll	1	3	0.00
Total	2	21	0.00

(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	6	3543
Total	6	3543

(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	102319
Poll	0	0
Total	4	102319



i) Resolution No. 9 – Appointment of Mr B R Arora as an Independent 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	63	3578571	100.00
Poll	44	16218310	100.00
Total	107	19796881	100.00

(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	0.00
Poll	2	5	0.00
Total	3	23	0.00

(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	6	3543
Total	6	3543

(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	102319
Poll	0	0
Total	4	102319



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

(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	63	3591796	97.58
Poll	44	16217462	99.99
Total	107	19809258	99.55

(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	5	89112	2.48
Poll	2	853	0.01
Total	7	89965	0.45

(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	6	3543
Total	6	3543

(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
Total	0	0



k) Resolution No. 11 – 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	67	3680890	100.00
Poll	44	16218310	100.00
Total	111	19899200	100.00

(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	0.00
Poll	2	5	0.00
Total	3	23	0.00

(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	6	3543
Total	6	3543

(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
Total	0	0



Ashish C. Doshi

Company Secretary

10. 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.

11. 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: 04th August, 2015


Place : Ahmedabad

Countersigned:
For Atul Ltd.


S. A. Vaidya
Managing Director






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

- EVSN
- Enly
- Upload
- Check File Status
- Ballot Details
- Final Voting
- Report
- Report - Disproportionate Voting
- Report - Final Voting
- Vote Verification
- Change Password

Ballot Details

Voting Result as of today

EVSN: 190828008 for ATUL LIMITED
 ISIN: INE100A01018 ATUL LIMITED EQUITY
 Nominal Value: 10
 Voting Rights: 1
 Total Folios Valid: 68

Sl. No.				TOTL
1	3676143 (13.26%)	18 (0.00%)		3676158
2	3680900 (13.41%)	18 (0.00%)		3680900
3	3581796 (12.71%)	6912 (0.20%)		3590908
4	3501854 (12.11%)	6974 (0.20%)		3508828
5	2399811 (8.69%)	1281897 (4.32%)		3500908
6	3578198 (12.86%)	2471 (0.01%)		3578589
7	3578118 (12.86%)	2471 (0.01%)		3578589
8	3578571 (12.86%)	18 (0.00%)		3578589
9	3578571 (12.86%)	18 (0.00%)		3578589
10	3581796 (12.71%)	6912 (0.20%)		3590908
11	3680900 (13.41%)	18 (0.00%)		3680908

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