

Ashish C. Doshi

Company Secretary

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
37th Annual General Meeting of the Equity Shareholders
of Atul Limited, to be held on 25th day of July, 2014 at 11.00 a.m.
at H T Parekh Hall, Ahmedabad Management Association,
Dr. Vikram Sarabhai Marg, Ahmedabad – 380015

Dear Sir,

I, Mr. Ashish Doshi, Practicing Company Secretary have been appointed as a scrutinizer of Atul Limited ("the Company") 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 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), at the 37th Annual General Meeting of the Equity Shareholders of Atul Limited, to be held on 25th day of July, 2014 at 11.00 a.m. at H T Parekh Hall, Ahmedabad Management Association, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015. I Submit my report as under.

1. The e-voting period remained open from 19th July, 2014 (9:00 am) and ends on 21st July, 2014 (6:00 pm).
2. The Shareholders holding shares as on the "cut off" date i.e. 23rd June, 2014 were entitled to vote on the proposed resolutions (item no. 1 to 15 as set out in the Notice of the 37th Annual General Meeting of the Equity Shareholders of Atul Limited).
3. The Votes were unblocked on 21st July, 2014 around 6.30 pm in the presence of two witnesses, Ms. Kinjal Raval (3, Shree Hari Flats, Dipika park Society, Opp. Patel Vas, Isanpur, Ahmedabad – 382 443) and Ms. Vacha Shah (B-505, Maharaja Complex, Opp. Kirtisagar Tower, Jodhpur, Satellite, Ahmedabad – 380 015) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Kinjal Raval



Name: Vacha Shah

Tff/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



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4. Thereafter, the details containing inter- alia, list of equity Shareholders, who voted "For" and "Against", were downloaded from the e – Voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com/>) – Annexure – A
5. The result of the e-voting is as under :

a) Resolution No. 1 – Adoption of Financial Statements for the year ended on March 31, 2014.

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	43	1585218	100%
Votes Against the Resolution	0	0	-
Invalid Votes	N.A.	N.A.	N.A.
Total	43	1585218	100%

b) Resolution No. 2 – Declaration of Dividend

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	43	1585218	100%
Votes Against the Resolution	0	0	-
Invalid Votes	N.A.	N.A.	N.A.
Total	43	1585218	100%

c) Resolution No. 3 – Reappointment of Mr. B N Mohanan as Director

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	32	1299249	81.96%
Votes Against the Resolution	11	285969	18.04%
Invalid Votes	N.A.	N.A.	N.A.
Total	43	1585218	100%



d) Resolution No. 4 – Reappointment of Mr. B S Mehta as Director

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	44	1585298	100%
Votes Against the Resolution	0	0	-
Invalid Votes	N.A.	N.A.	N.A.
Total	44	1585298	100%

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

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	44	1585298	100%
Votes Against the Resolution	0	0	-
Invalid Votes	N.A.	N.A.	N.A.
Total	44	1585298	100%

f) Resolution No. 6 – Appointment of Mr. S M Datta as an Independent Director

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	44	1585298	100%
Votes Against the Resolution	0	0	-
Invalid Votes	N.A.	N.A.	N.A.
Total	44	1585298	100%

Ashish C. Doshi
Company Secretary

g) Resolution No. 7 – Appointment of Mr. G S Patel as an Independent Director

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	44	1585298	100%
Votes Against the Resolution	0	0	-
Invalid Votes	N.A.	N.A.	N.A.
Total	44	1585298	100%

h) Resolution No. 8 – Appointment of Dr. S S Baijal as an Independent Director

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	44	1585298	100%
Votes Against the Resolution	0	0	-
Invalid Votes	N.A.	N.A.	N.A.
Total	44	1585298	100%

i) Resolution No. 9 – Appointment of Mr. H S Shah as an Independent Director

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	42	1585238	100%
Votes Against the Resolution	0	0	-
Invalid Votes	N.A.	N.A.	N.A.
Total	42	1585238	100%



j) Resolution No. 10 – Appointment of Mr. V S Rangan as an Independent Director

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	42	1303522	100%
Votes Against the Resolution	0	0	-
Invalid Votes	N.A.	N.A.	N.A.
Total	42	1303522	100%

k) Resolution No. 11 – Appointment of Mr. B N Mohanan as Whole Time Director

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	43	1585288	100%
Votes Against the Resolution	0	0	-
Invalid Votes	N.A.	N.A.	N.A.
Total	43	1585288	100%

l) Resolution No. 12 – Appointment of Mr. S Nammalvar, Alternate to Mr. B N Mohanan as Whole Time Director

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	42	1585283	100%
Votes Against the Resolution	0	0	-
Invalid Votes	N.A.	N.A.	N.A.
Total	42	1585283	100%



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m) Resolution No. 13 – Ratification of Remuneration of R Nanabhoy & Co for Cost Audit

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	41	1585206	99.99%
Votes Against the Resolution	2	82	0.01%
Invalid Votes	N.A.	N.A.	N.A.
Total	43	1585288	100%

n) Resolution No. 14 – Approval under Section 180(1) (a) of the Companies Act, 2013 for creation of mortgage and/or charges on all or any of the immovable and/or movable properties.

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	42	1585208	99.99%
Votes Against the Resolution	1	80	0.01%
Invalid Votes	N.A.	N.A.	N.A.
Total	43	1585288	100%

o) Resolution No. 15 – Approval under Section 180(1) (c) of the Companies Act, 2013 to borrow funds.

Particulars	Number of members voted through electronic voting system	Number of Votes cast	% of total number of valid votes cast
Votes in Favour of the Resolution	42	1585208	99.99%
Votes Against the Resolution	1	80	0.01%
Invalid Votes	N.A.	N.A.	N.A.
Total	43	1585288	100%



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6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe Keeping.


Thanking You,

Yours Faithfully,

Date: 22nd July, 2014

Place : Ahmedabad




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