



Kashyap Shah & Co.

Practising Company Secretaries

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CONSOLIDATED REPORT OF SCRUTINIZER

ON

REMOTE E-VOTING AND POLL

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

To,
The Chairman,
30th Annual General Meeting (AGM) of the Equity Shareholders of
Shilchar Technologies Limited
(CIN: L29308GJ1986PLC008387)
Held on Saturday, 13th day of August, 2016 at 10.00 A.M. at the
Registered Office of the Company Situated at
Bil Road, Bil-391 410,
District Vadodara (Gujarat)

Dear Sir,

1.1, Kashyap Shah, Proprietor of M/s. Kashyap Shah & Co., Company Secretaries have been appointed as scrutinizer by the Board of Directors of Shilchar Technologies Limited (the Company) for the purpose of scrutinizing the remote e-voting process and Voting through Poll / Ballot Paper (Physical Voting) and ascertaining the requisite majority on remote e-voting carried out as per the provisions of Section 108 and Section 109 of the Companies Act, 2013, respectively read with 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 resolutions contained in the Notice of the 30th Annual General Meeting (AGM) of the members of Shilchar Technologies Limited which held on Saturday, 13th day of August, 2016 at 10.00 A.M. at the Registered Office of the Company Situated at Bil Road, Bil-391 410, District Vadodara (Gujarat).



2. Further to above, I submit my report as under:

2.1. In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company the sent Notice dated 25th April, 2016 convening the 30th AGM along with Statement setting out material facts under Section 102 of the Companies Act, 2013 and Annual Report 2015-16 together with Ballot Paper through electronic means i.e. on the registered email IDs and through post / courier, as the case may be, to the respective members, auditors and also to the Directors of the Company.

2.2. The above Notice was also placed on the website of the Company (www.shilchargroup.com) forthwith after it was sent to the members.

2.3. The notice clearly indicated the process and manner for voting by electronic and the time schedule of voting from 10th August, 2016 (IST 10.00 a. m) to 12th August 2016 (IST 5.00 p.m) during which the votes could be cast and also provided the login ID and created facility for generating password and casting of vote in a secured manner.

2.4. As prescribed in the aforesaid Rules, the Company has also published an advertisement on 11.07.2016 and it carried the required information as specified in the said Rules.

2.5. The remote e-voting remained open for a period of 3 days from 10th August, 2016 (10.00 Hrs.) to 12th August, 2016 (17.00 Hrs.) and that the aforesaid remote e-voting period was completed one day prior to the date of the 30th AGM which held on 13th August, 2016.

2.6. The Equity Shareholders holding shares as on the "cut off" date i.e. 6th August, 2016 were entitled to vote on the proposed resolutions (Item Nos. 01 to 08) as set out in the Notice of the 30th Annual General Meeting of the Shilchar Technologies limited.

2.7 After the closing of the period for remote e-voting on 12th August, 2016, the details of members, such as their names, folios and number of shares held, who casted votes through remote e-voting were down loaded 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 30th AGM.

2.8. The Chairman of the Meeting, at the end of discussion on the resolutions on which voting was to be held, allowed voting as provided in Clauses (a) to (h) of sub-rule (a) of Rule 21 of the Companies (Management and Administration) Rules, 2014, as applicable with the assistance of the undersigned being the scrutinizer, by use of ballot paper for all those members who were present at the AGM but had not casted their respective votes by availing the remote e-voting facility.



2.9: After determination of poll by the Chairman, one empty ballot box kept for , was locked in the presence of members and Proxies with due identification marks placed by me.

2.10. The locked ballot box was subsequently opened in my presence and in presence of two witnesses' viz. (1) Mr. Kunal Trivedi and (2) Mr. Sagar Tailor who are not in the employment of the Company, and polling/ballot papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Box being unlocked in their presence. The polling-ballot papers were reconciled with the records maintained by M/s. MCS Share Transfer Agent limited, Vadodara, the Registrar and Transfer Agent of the Company and the authorizations / proxies lodged with the Company.



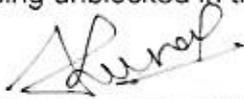
Mr. Kunal Trivedi



Mr. Sagar Tailor

2.11. There was not a single polling/ballot paper found incomplete or invalid.

2.12. After counting the votes casted by the members present at the 30th AGM through polling / ballot papers, the votes casted through remote e-voting were unblocked on 13th August, 2015 around 12.00 P.M. in the presence of two witnesses' viz., (1) Mr. Kunal Trivedi and (2) Mr. Sagar Tailor. They have signed below in confirmation of the votes being unblocked in their presence.



Mr. Kunal Trivedi



Mr. Sagar Tailor

2.13. Thereafter, the details containing, inter alia, list of equity shareholders, who voted "for", against" each of the resolutions that were put to vote, were generated from the remote e-voting website of CDSL i.e. www.evotingindia.co.in.

The remote e-voting data was scrutinized by the undersigned for verification of the cast in favour of or against the resolutions.

3. I have already issued a separate Scrutinizer's Report dated 13th August, 2016 on the remote e-voting process and also a separate Scrutinizer's Report dated 13th August, 2016 on the poll taken at the 30th AGM of the Company.

4. Based from the Reports generated from the e-voting website of CDSL and voting through ballot / polling papers at the 30th AGM of Shilchar Technologies Limited, I hereby submit my Consolidated Report on the Result of the remote e-voting together with that of the poll in respect of the said Resolutions as under:



ORDINARY BUSINESS :

Resolution No. 1 – As an Ordinary Resolution:

To receive, consider and adopt the audited financial statement of the Company for the financial year ended 31st March 2016 including the balance sheet as at March 31,2016 and statement of profit of loss and cash flow for the year ended on that date together with and the reports of the board of directors and Auditors thereon.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	9	2539126	2539126	NIL	99.99%	NIL
Poll	4	135	135	NIL	0.01%	NIL
Total Voting	13	2539261	2539261	NIL	100%	NIL

Resolution No. 2 – As an Ordinary Resolution:

To Confirm the payment of interim dividend on equity shares of the Company for the financial year ended 31st March, 2016.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	9	2539126	2539126	NIL	99.99%	NIL
Poll	4	135	135	NIL	0.01%	NIL
Total Voting	13	2539261	2539261	NIL	100%	NIL



Resolution No. 3 – As an Ordinary Resolution:

To declare a final dividend on equity shares of the Company for the financial year ended 31st March, 2016.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	9	2539126	2539126	NIL	99.99%	NIL
Poll	4	135	135	NIL	0.01%	NIL
Total Voting	13	2539261	2539261	NIL	100%	NIL

Resolution No. 4 – As an Ordinary Resolution:

To appoint a Director in place of Mr. Jitendra C. Shah having Director Identification Number 00257348, who retires by rotation and being eligible, offers himself for re-appointment.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	9	2539126	2539126	NIL	99.99%	NIL
Poll	4	135	135	NIL	0.01%	NIL
Total Voting	13	2539261	2539261	NIL	100%	NIL



SPECIAL BUSINESS :**Resolution No. 5 – As an Ordinary Resolution:**

To appoint M/s. Naresh and Co., (having ICAI Reg. No. 106928W) Chartered Accountants, Vadodara, as Auditors of the Company, to hold Office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	9	2539126	2539126	NIL	99.99%	NIL
Poll	4	135	135	NIL	0.01%	NIL
Total Voting	13	2539261	2539261	NIL	100%	NIL

Resolution No. 6 – As an Ordinary Resolution:

To appoint Mr. Zarksis Parabia , who was appointed as an Additional Director of the Company and who holds office upto the date of this Annual General Meeting, as an Independent Director of the Company for five consecutive years upto the conclusion of 35th Annual General Meeting of the Company in the calendar year 2021.

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	9	2539126	2539126	NIL	99.99%	NIL
Poll	4	135	135	NIL	0.01%	NIL
Total Voting	13	2539261	2539261	NIL	100%	NIL



Resolution No. 7 – As a Special Resolution:

To consider and approve for increase in term of remuneration of Shri Alay J .shah Managing Director of the Company

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	8	1304956	1304956	NIL	99.99%	NIL
Poll	4	135	135	NIL	0.01%	NIL
Total Voting	12	1305091	1305091	NIL	100%	NIL

Resolution No. 8 – As an Ordinary Resolution:

To approve remuneration to M/s K H Shah & Co, Cost Auditors for the financial year 2016-17

Mode of Voting	Number of members voted through e-voting process and poll	Number of Votes cast by them	Number of Votes cast by them in favour of the Resolution	Number of Votes cast by them against the Resolution	% of Votes in Favour on total Votes through E-voting and poll	% of Votes against on total Votes through E-voting and poll
(1)	(2)	(3)	(4)	(5)	(6)	(7)
E-voting	9	2539126	2539126	NIL	99.99%	NIL
Poll	4	135	135	NIL	0.01%	NIL
Total Voting	13	2539261	2539261	NIL	100%	NIL

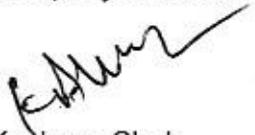


- 5 The above mentioned resolutions are deemed to have been passed.
6. The Register} all other papers and relevant records relating to electronics voting as well voting through ballot / poll papers shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Compliance Officer for safe keeping.

Thanking you,

Yours faithfully,

For Kashyap Shah & Co.,
Company Secretaries,



Kashyap Shah
Proprietor
CP No – 6672, FCS – 7662



Place: Vadodara
Dated: 13.08.2016