

SCRUTINIZER'S REPORT -COMBINED

To,
The Chairman,
Sunil Industries Limited
D 8 MIDC Phase limanpada Road,
Dombivli (East),
Thane,- 421021

Sub.: Consolidated Scrutinizer's Report on remote e-voting/physical ballot forms conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of Sunil Industries Limited held on Saturday the 26th day of September, 2015 at D 8 MIDC Phase II manpada Road, Dombivli (East), Thane,- 421021 at 3.00 pm.

Dear Sir,

I Mr. Hemant Shetye -partner of HS Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of **Sunil Industries Limited** pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at 39th Annual General Meeting of the Company on 26th day of September, 2015 at D 8 MIDC Phase II Manpada Road, Dombivli (East), Thane,- 421021 at 3.00 pm.

The voting rights were reckoned as on Saturday, the 19th day of September, 2015 being the Cut off date for the purpose of deciding the entitlements of members at the remote e-voting at the meeting.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for extending the facility of remote e-voting to the members of the Company from Wednesday, the 23rd day of September, 2015 (9.00 a.m. IST) to Friday, the 25th day of September, 2015 (5.00 p.m. IST) at the said Annual General Meeting held on Saturday, the 26th day of September, 2015



The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted. Votes cast through Physical ballot forms received up to Friday, the 25th day of September, 2015 till 5.00 p.m were also considered.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility or by physical ballot.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the ballot forms received respectively.

1. Consolidated Results of E-Voting & Ballot at the AGM on Item No. 1- Ordinary Resolution

The Company has received total of 31 physical ballots and 5 e-vote out of which all are considered as valid. The consolidated result of 31 valid Physical Ballots and 5 e-vote is given hereunder.

Particulars	Number of			Number of Votes contained in			%
	Physical Ballots	E-Voters	Total	Physical Ballots	E-Votes	Total	
Assent	31	5	36	1472800	899700	2372500	100%
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	31	5	36	1472800	899700	2372500	100%

Accordingly, out of 2372500 E-votes and Ballots balloted; 2372500 votes were casted **ASSENTING** to the Ordinary Resolution constituting 100% of the votes balloted; Nil votes were casted **DISSENTING** to the Ordinary Resolution constituting Nil% of the votes balloted on the Ordinary Resolutions.

Thus, the **Ordinary Resolution** as contained in Item No. 1 is passed with requisite majority.

2. Consolidated Results of E-Voting & Ballot at the AGM on Item No. 2- Ordinary Resolution

The Company has received total of 31 physical ballots and 5 e-vote out of which all are considered as valid. The consolidated result of 31 valid Physical Ballots and 5 e-vote is given hereunder.

Particulars	Number of			Number of Votes contained in			%
	Physical Ballots	E-Voters	Total	Physical Ballots	E-Votes	Total	



Assent	31	5	36	1472800	899700	2372500	100%
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	31	5	36	1472800	899700	2372500	100%

Accordingly, out of **2372500** E-votes and Ballots balloted; **2372500** votes were casted **ASSENTING** to the Ordinary Resolution constituting **100%** of the votes balloted; Nil votes were casted **DISSENTING** to the Ordinary Resolution constituting **Nil%** of the votes balloted on the Ordinary Resolutions.

Thus, the **Ordinary Resolution** as contained in Item No. 2 is passed with requisite majority.

3. Consolidated Results of E-Voting & Ballot at the AGM on Item No. 3- Ordinary Resolution

The Company has received total of **31** physical ballots and **5** e-vote out of which all are considered as valid. The consolidated result of **31 valid Physical Ballots and 5 e-vote** is given hereunder.

Particulars	Number of			Number of Votes contained in			%
	Physical Ballots	E-Voters	Total	Physical Ballots	E-Votes	Total	
Assent	31	5	36	1472800	899700	2372500	100%
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	31	5	36	1472800	899700	2372500	100%

Accordingly, out of **2372500** E-votes and Ballots balloted; **2372500** votes were casted **ASSENTING** to the Ordinary Resolution constituting **100%** of the votes balloted; Nil votes were casted **DISSENTING** to the Ordinary Resolution constituting **Nil%** of the votes balloted on the Ordinary Resolutions.

Thus, the **Ordinary Resolution** as contained in Item No. 3 is passed with requisite majority.

4. Consolidated Results of E-Voting & Ballot at the AGM on Item No. 4- Ordinary Resolution

The Company has received total of **31** physical ballots and **5** e-vote out of which all are considered as valid. The consolidated result of **31 valid Physical Ballots and 5 e-vote** is given hereunder.



Particulars	Number of			Number of Votes contained in			%
	Physical Ballots	E-Voters	Total	Physical Ballots	E-Votes	Total	
Assent	31	5	36	1472800	899700	2372500	100%
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	31	5	36	1472800	899700	2372500	100%

Accordingly, out of **2372500** E-votes and Ballots balloted; **2372500** votes were casted **ASSENTING** to the Ordinary Resolution constituting **100%** of the votes balloted; Nil votes were casted **DISSENTING** to the Ordinary Resolution constituting **Nil%** of the votes balloted on the Ordinary Resolutions.

Thus, the **Ordinary Resolution** as contained in Item No. 4 is passed with requisite majority.

5. Consolidated Results of E-Voting&Ballot at the AGM on Item No. 5- Ordinary Resolution

The Company has received total of **31** physical ballots and **4** e-vote out of which all are considered as valid. The consolidated result of **31** valid **Physical Ballots** and **4** e-vote is given hereunder.

Particulars	Number of			Number of Votes contained in			%
	Physical Ballots	E-Voters	Total	Physical Ballots	E-Votes	Total	
Assent	31	4	35	1472800	899200	2372000	100%
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	31	4	35	1472800	899200	2372000	100%

Accordingly, out of **2372000** E-votes and Ballots balloted; **2372000** votes were casted **ASSENTING** to the Ordinary Resolution constituting **100%** of the votes balloted; Nil votes were casted **DISSENTING** to the Ordinary Resolution constituting **Nil%** of the votes balloted on the Ordinary Resolutions.

Thus, the **Ordinary Resolution** as contained in Item No. 5 is passed with requisite majority.

6. Consolidated Results of E-Voting & Ballot at the AGM on Item No. 6-Special Resolution



HS ASSOCIATES

The Company has received total of 31 physical ballots and 5 e-vote out of which all are considered as valid. The consolidated result of 31 valid Physical Ballots and 5 e-vote is given hereunder.

Particulars	Number of			Number of Votes contained in			%
	Physical Ballots	E-Voters	Total	Physical Ballots	E-Votes	Total	
Assent	31	5	36	1472800	899700	2372500	100%
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	31	5	36	1472800	899700	2372500	100%

Accordingly, out of 2372500 E-votes and Ballots balloted; 2372500 votes were casted **ASSENTING** to the Special Resolution constituting **100%** of the votes balloted; Nil votes were casted **DISSENTING** to the Special Resolution constituting **Nil%** of the votes balloted on the Special Resolution.

Thus, the **Special Resolution** as contained in Item No. 6 is passed with requisite majority

Date: September 28, 2015
Place: Mumbai

For HS Associates

Hemant Shetye,
Partner,
FCS 2827
CP 1483