

**CONSOLIDATED SCRUTINIZER'S REPORT
OF
PODDAR PIGMENTS LIMITED
27TH ANNUAL GENERAL MEETING
HELD ON 20TH SEPTEMBER, 2018
AT 11.00 A.M.**

SCRUTINIZER:

BABU LAL PATNI, PRACTISING COMPANY SECRETARY

51, NALINI SETT ROAD

5TH FLOOR, ROOM NO-19

KOLKATA-700007

patnibl@yahoo.com

**BABU LAL PATNI
COMPANY SECRETARY**

**51, NALINI SETT ROAD
5TH FLOOR, ROOM NO. 19
KOLKATA - 700 007
TEL NO: 2259-7715/6
Email id: patnibl@yahoo.com**

CONSOLIATED SCRUTINIZER'S REPORT

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

To,
The Chairman
27th Annual General Meeting of the Members of PODDAR PIGMENTS LIMITED
Held on: 20th day of September, 2018 at 11.00 A.M
At: Crowne Plaza, Sitapura Industrial Area, Tonk Road, Jaipur-302022

Dear Sir,

1. **I, Babu Lal Patni**, a Company Secretary in Practice, having FCS No: 2304 & COP No: 1321, have been appointed as a Scrutinizer by the Board of Directors of **PODDAR PIGMENTS LIMITED** (the Company) at their Board Meeting held on 8th August, 2018 for the purpose of scrutinizing the e-voting process(remote e-voting) and voting by use of ballot at the venue of 27th Annual General Meeting(AGM) under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (Rules) on the Resolutions contained in the Notice to the AGM of the Equity Shareholders of the Company, held on 20th September, 2018 at Crowne Plaza, Sitapura Industrial Area, Tonk Road, Jaipur-302022.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Act and Rules relating to voting through electronic means (i.e. by remote e-voting) and voting by using ballot by the shareholders at the AGM for the Resolutions contained in the Notice to the 27th AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) and voting by using ballot at the AGM is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the Resolutions as stated above, based on the report generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting) and report of voting by use of ballot at the AGM.
3. The voting period for remote e-voting commenced on Monday, September 17, 2018 9.00 a.m. (IST) and ended on Wednesday, September 19, 2018 05.00 p.m. (IST) and the CDSL e- voting platform was blocked thereafter.



4. After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.
5. 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.
6. I have scrutinized and reviewed the remote e-voting and the votes tendered therein based on the data downloaded from the Central Depository Services Limited (CDSL) e-voting system and the ballot forms received respectively.
7. I submit herewith my Consolidated Scrutinizer's Report & relevant details on the results of voting through electronic means (i.e. by remote e-voting) and voting by using ballots at the AGM as under:

Item No 1: ORDINARY RESOLUTION

To consider and adopt the Audited Financial Statement of the Company for the year ended 31st March, 2018 and the Balance Sheet as at that date and the Directors' and Auditors' Report thereon.

	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
	Nos	% of total number of valid votes	Nos	% of total number of valid votes	
E-voting	6653302	100	0	0	0
Physical	60956	100	0	0	9
Total	6714258	100	0	0	9

Item No 2: ORDINARY RESOLUTION

To declare dividend on Equity Shares for the financial year 31st March, 2018.

	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
	Nos	% of total number of valid votes	Nos	% of total number of valid votes	
E-voting	6653302	100	0	0	0
Physical	60956	100	0	0	9
Total	6714258	100	0	0	9



Item No 3: ORDINARY RESOLUTION

To appoint a Director in place of Smt. Mahima P Agarwal (DIN: 03588809), a Director retiring by rotation.

	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
	Nos	% of total number of valid votes	Nos	% of total number of valid votes	
E-voting	6653302	100	0	0	0
Physical	60956	100	0	0	9
Total	6714258	100	0	0	9

Item 4: ORDINARY RESOLUTION

To ratify the remuneration of Cost Auditors for the Financial Year 2018-19.

	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
	Nos	% of total number of valid votes	Nos	% of total number of valid votes	
E-voting	6653302	100	0	0	0
Physical	60956	100	0	0	9
Total	6714258	100	0	0	9

Item No 5: SPECIAL RESOLUTION

To revise the remuneration of Shri. R.K. Sureka, Director & CEO of the Company for remaining term of appointment i.e from 01.04.2018 to 30.09.2018 and his re-appointment for a further period of 3 years from 1st October, 2018 to 30th September, 2021.

	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
	Nos	% of total number of valid votes	Nos	% of total number of valid votes	
E-voting	6653302	100	0	0	0
Physical	572	3.41	16191	96.59	9
Total	6653874	99.76	16191	0.24	9



Item No 6: SPECIAL RESOLUTION

To increase in the limits applicable for making investments/extending loans and giving guarantees or providing securities in connection with loans to Persons/ Bodies Corporate.

	Votes in Favour of the Resolution		Votes Against the Resolution		Invalid votes
	Nos	% of total number of valid votes	Nos	% of total number of valid votes	
E-voting	6653302	100	0	0	0
Physical	572	0.94	60384	99.06	9
Total	6653874	99.10	60384	0.90	9

8. The electronic data and all other relevant records relating to the voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the 27th AGM.

Place: JAIPUR

Signature:

Bal Patni
20.09.18

Dated: 20th September, 2018

Name of the Company: BABU LAL PATNI

Secretary in Practice

FCS No : 2304

C.P.No : 1321

Countersigned by:
For Poddar Pigments Limited



(Navin Jain)
Sr.GM (Legal) & Company Secretary

