

COMBINED SCRUTINIZERS' REPORT

ON

REMOTE E-VOTING AND POLL

CONDUCTED AT THE 08th ANNUAL GENERAL MEETING OF

RAJSHREE POLYPACK LIMITED

HELD ON SEPTEMBER 27, 2019

JAJODIA AND ASSOCIATES

OFFICE NO. 30, LAXMI NIWAS, 2ND PANJRAPOLE LANE, C.P. TANK, MUMBAI - 400 004.

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FORM NO. MGT-13

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) and 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman,

08TH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS RAJSHREE POLYPACK LIMITED, HELD ON FRIDAY, SEPTEMBER 27, 2019 COMMENCED AT 02.30 PM AND CONCLUDED AT 03.00 PM AT BABUBHAI CHINAI COMMITTEE ROOM, 2ND FLOOR IMC BUILDING, IMC MARG, NEAR CHURCHGATE STATION, CHURCHGATE MUMBAI- 400020.

Dear Sir,

I, Mrs. Priti Nikhil Jajodia, from M/s. Jajodia and Associates, Practicing Company Secretaries is appointed as Scrutinizer by the Board of Directors for the purpose of Scrutinizing the remote e-voting and Physical Voting by Ballot papers at the 08th Annual General Meeting (AGM) of the Shareholders of **RAJSHREE POLYPACK LIMITED**, held on Friday, September 27, 2019 at commenced at 02.30 PM and concluded at 03.00 PM at Babubhai Chinai Committee Room, 2nd Floor IMC Building, IMC Marg, Near Churchgate Station, Churchgate, Mumbai- 400020 pursuant to section 108 of the Companies Act, 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities And Exchange Board Of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure Compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll through electronic voting system at the AGM] for the resolutions contained in the notice of 08th AGM to the Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means is restricted to furnish a consolidated scrutinizer's report on the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the Agency authorised under the Rules and engaged by the Company to provide e-voting facilities for the voting through electronic means.

I submit my report as under:

1. The Company had appointed **CDSL** as the service provider, for extending the facility for the remote e-voting to the Shareholders of the Company from Tuesday, September 24, 2019 at 9:00 A.M and closed on Thursday September 26, 2019 at 5:00 P.M.



2. The voting rights were reckoned as on September 19, 2019, being cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting and voting at the Meeting.
3. The Company facilitated the Members present in the Meeting who could not participate in the remote e-voting to cast their votes through poll process. After the time fixed for the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
5. The votes were unblocked on 27th September, 2019 (after the conclusion of the meeting) in the presence of 2 witnesses, namely Mr. Aniruddha Samdani and Ms. Richa Patel Both of them are not in the employment of the Company.



Mr. Aniruddha Samdani



Ms. Richa Patel

6. No poll paper was found invalid.
7. The consolidated result of the votes cast (by Remote E-Voting and by poll) is provided as under:

ORDINARY BUSINESS:

RESOLUTION NO. 1:

To receive, consider and adopt the audited financial statements of the Company for financial year ended March 31, 2019 together with the reports of the Board of Directors and the Auditors thereon.

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	17	61,22,977	100
Voting by poll at the AGM Venue	8	23,59,084	100
Total	25	84,82,061	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00



(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM Venue	0	0.00
Total	0	0.00

RESOLUTION NO. 2:

To confirm the payment of interim dividend of ₹ 0.50/- (Rupees fifty paise) per equity share and to declare final dividend of ₹ 0.50/- (Rupees fifty paise) per equity share i.e. 5 % on face value of ₹ 10/- each per equity share for the financial year ended March 31, 2019.

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	17	61,22,977	100
Voting by poll at the AGM Venue	8	23,59,084	100
Total	25	84,82,061	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00

(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM Venue	0	0.00
Total	0	0.00



RESOLUTION NO. 3:

To appoint Mr. Sajjankumar Nanikram Rungta (DIN: 02191131) who retires by rotation and being eligible, offers himself for reappointment as a Director.

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	17	61,22,977	100
Voting by poll at the AGM Venue	8	23,59,084	100
Total	25	84,82,061	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00

(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM Venue	0	0.00
Total	0	0.00

RESOLUTION NO. 4:

To appoint Mr. Alain Edmond Berset (DIN: 07181896) who retires by rotation and being eligible, offers himself for re-appointment as a Director.

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	17	61,22,977	100
Voting by poll at the AGM Venue	8	23,59,084	100
Total	25	84,82,061	100



(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00

(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM	0	0.00
Total	0	0.00

RESOLUTION NO. 5:

To appoint M/s. MSKA & Associates, Chartered Accountants (Firm Registration No. 105047W), as Statutory Auditor of the Company and fix their remuneration.

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	17	61,22,977	100
Voting by poll at the AGM Venue	8	23,59,084	100
Total	25	84,82,061	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00



(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM	0	0.00
Total	0	0.00

RESOLUTION NO. 6:

To ratify the remuneration of M/s. N. Ritesh & Associates Cost Accountants, Mumbai (Firm Registration No.R100675) as Cost Auditor for the financial year 2019-2020.

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	17	61,22,977	100
Voting by poll at the AGM Venue	8	23,59,084	100
Total	25	84,82,061	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00

(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM	0	0.00
Total	0	0.00

RESOLUTION NO. 7:

To appoint Mr. Pradeep Kumar Gupta (DIN: 08335342) as the Non- Executive Independent Director of the Company.



(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	17	61,22,977	100
Voting by poll at the AGM Venue	8	23,59,084	100
Total	25	84,82,061	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00

(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM	0	0.00
Total	0	0.00

RESOLUTION NO. 8:

To consider and approve the related party transactions.

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	11	3,49,000	100
Voting by poll at the AGM Venue	8	23,59,084	100
Total	19	27,08,084	100



(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00

(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM	0	0.00
Total	0	0.00

RESOLUTION NO. 9:

To consider and approve the revision in remuneration payable to Mr. Ramswaroop Radheshyam Thard, Managing Director of the Company.

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	17	61,22,977	100
Voting by poll at the AGM Venue	8	23,59,084	100
Total	25	84,82,061	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00



(III) Invalid Votes:

Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM	0	0.00
Total	0	0.00

RESOLUTION NO. 10:

To consider and approve the revision in remuneration payable to Mr. Naresh Radheshyam Thard, Joint Managing Director of the Company.

(I) Voted in favour of the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	17	61,22,977	100
Voting by poll at the AGM Venue	8	23,59,084	100
Total	25	84,82,061	100

(II) Voted against the resolution:

Particular of Voting	Number of members voted through electronic voting system and Ballot (in person or by proxy)	Number of votes casted (Shares)	% total number of valid votes cast
Remote E-voting	0	0	0.00
Voting by poll at the AGM Venue	0	0	0.00
Total	0	0	0.00

(III) Invalid Votes:

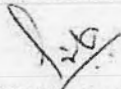
Particular of Voting	Total number of members (in person or in proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	0	0.00
Voting by poll at the AGM	0	0.00
Total	0	0.00

Based on the forgoing, the Resolution No. (s) 1 to 10 as stated in the Notice dated August 19, 2019 of the Annual General Meeting held on September 27, 2019 shall be deemed to be passed with the requisite Majority.



All the relevant records of Voting in under my safe custody until the Chairman consider approves and signs the same shall be handed over thereafter to the Chairman or the Company Secretary for safe keeping.

Thanking You,
Yours Faithfully,
For Jajodia and Associates

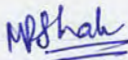


Priti Nikhil Jajodia
Practicing Company Secretary
Membership No. 36944
COP No. 19900
Place: Mumbai
Date: September 27, 2019



Counter Signed By:

FOR RAJSHREE POLYPACK LIMITED



Mitali Rajendra Shah
Company Secretary & Compliance Officer
M.No: A48197



Date : September 27, 2019
Place : Thane.