

COMBINED SCRUTINISER'S REPORT FOR E-VOTING AND POLL

The Chairman & Managing Director
Smruthi Organics Limited,
(CIN: L24119PN1989PLC052562)
165-A, Balaji Bhavan, 1st floor
Railway Lines, Solapur - 413001

Dear Sir,

1. I, H. R. Thakur, Practicing Company Secretary, was appointed by the Board of Directors of Smruthi Organics Limited (the Company) as a Scrutiniser for the purpose of scrutinising the e-voting and physical voting process and ascertaining the voting results in respect of the same as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended; on the resolutions contained in the notice of 27th Annual General Meeting (AGM) of the members of the Company held on Saturday, 6th day of August, 2016 at Hotel City Park, (Shamiyana Hall), 119, Murarji Path, Opposite Hutatma Chowk, Solapur 413001 at 12.30 p.m.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic and physical means on the resolutions contained in the Notice of the AGM of the members of the Company. My responsibility as a Scrutiniser for the e-voting and physical voting process is restricted to make a Scrutiniser's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorised agency to provide e-voting facilities, engaged by the Company and by M/s Adroit Corporate Services Pvt. Ltd., Registrar and Transfer Agent for physical voting. The notice contained the detailed procedure (both through e-mail and physical) to be followed by the shareholders who were desirous of casting their votes electronically (remote e-voting) as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.



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3. Further to the above, I submit my report as under :-

- i. The Remote e-voting period remained open from 3rd August, 2016 (9.00 am) to 5th August, 2016 (5.00 pm).
- ii. The members of the Company as on the "cut-off" date i.e. 01st August, 2016 were entitled to vote on the resolutions (items no. 1 to 4 as set out in the notice of the 27th AGM of the Company)
- iii. The Remote e-voting facility was blocked on 5th August, 2016 immediately after completion of voting hours. The details containing inter alia, list of Equity Share holders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited (CDSL) i.e. www.cdslindia.com
- iv. The Remote e-voting results once available on my login on www.cdslindia.com were downloaded in presence of Ms. Tejaswi Zope and Mr. Sachin Pathak who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.
- v. The ballot box was opened by the Scrutiniser and the ballot forms were taken up for processing by M/s. Adroit Corporate Services Pvt. Ltd. and a detailed report was handed over to us.
- vi. Thereafter, based on such reports generated, the result of the e-voting and physical voting is as under:

Ordinary Business:


Item No. 1 of the Notice (As an Ordinary Resolution)	To consider and adopt Audited Financial Statements and Reports of Directors and Auditors and Cash flow Statement for the year ended 31 st March, 2016				
Manner of Voting	For	%	Against	%	invalid
Remote e-voting	24,25,366	100	0	-	0
Poll	57,232	100	0	-	101
Total	24,82,598	100	0	-	101

Item No. 2 of the Notice (As an Ordinary Resolution)		Appointment of Mr. E. Swapnil (DIN: 01241535) who retires by rotation and being eligible offers himself for re-appointment				
Manner of Voting	For	%	Against	%	invalid	
Remote e-voting	24,25,366	100	0	-	0	
Poll	57,232	100	0	-	101	
Total	24,82,598	100	0	-	101	

Item No. 3 of the Notice (As an Ordinary Resolution)		Appointment of M/s. Ashok Madgundi and Co.; Chartered Accountants, Solapur as Statutory Auditors of the Company				
Manner of Voting	For	%	Against	%	invalid	
Remote e-voting	24,25,366	100	0	-	0	
Poll	57,232	100	0	-	101	
Total	24,82,598	100	0	-	101	

Special Business:

Item No. 4 of the Notice (As an Ordinary Resolution)		To ratify appointment of M/s. Shrinivas Diddi & Associates as Cost Auditor for the Financial Year 2016-17.				
Manner of Voting	For	%	Against	%	invalid	
Remote e-voting	24,25,366	100	0	-	0	
Poll	57,232	100	0	-	101	
Total	24,82,598	100	0	-	101	


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CS H. R. THAKUR
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I hereby confirm that I am maintaining the Registers received from the Service Providers both electronically and manually in respect of votes cast through E-voting and Poll by the Share holders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such person to be authorized by him in due course.

Thanking you.

Yours faithfully,




H. R. THAKUR
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Place: Mumbai

Date: 8th August, 2015



Ms. Tejaswi Zope



Mr. Sachin Pathak