

SH. R. THAKUR
M.Com, LLM, MBA(Pittsburg)
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305/306 Happiness, City of Joy
J. S. Dossa Marg, Mulund (w)
Mumbai 400080
Mobile: 9322213056

CONSOLIDATED SCRUTINIZER'S REPORT

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

To,

The Chairman

31st Annual General Meeting of the Equity shareholders of Smruthi Organics Limited held on Friday, 11th September 2020 through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') at 12.30 P.M. (IST)

Dear Sir,


I, H. R. Thakur, Practicing Company Secretary, Mumbai, was appointed by the Board of Directors of Smruthi Organics Limited (CIN: L24119PN1989PLC052562 ('the Company')) as the Scrutinizer at the 31st Annual General Meeting of the Company held on Friday, 11th September, 2020 at 12.30 P.M. (IST) ('AGM') to scrutinize the remote e-voting and e-voting at AGM.

My responsibility as the Scrutinizer is restricted to ascertaining the voting processes and to make Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions contained in the notice of AGM. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolutions contained in the notice of the AGM.

The Company had provided the facility of remote e-voting to all the eligible shareholders and the facility of e-voting during the AGM to those eligible shareholders who attended the meeting through VC /OAVM and have not voted earlier through remote e-voting.

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

- i. The equity shareholders of the Company as on the "cut-off" date i.e. Friday, 4th September, 2020 were entitled to vote on the resolution nos 1 to 4 as set out in the notice of AGM.


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- ii. The remote e-voting period commenced on Tuesday, 08th September 2020 at 09:00 A.M (IST) and ended on Thursday, 10th September, 2020 at 05:00 P.M. (IST).
- iii. On Thursday, 10th September 2020 after the end of the remote e-voting period, a limited information report containing information such as folio number, name and number of shares held etc. except votes cast by the members who voted through remote e-voting was generated from the portal of Central Depository Securities (India) Limited ('CDSL').
- iv. Facility of e-voting during the AGM was made available during the meeting and till 15 (Fifteen) minutes after its conclusion.
- v. After the closure of e-voting during the AGM, the votes cast through e-voting during the AGM and through remote e-voting prior to the date of AGM were unblocked in the presence of two witnesses, Ms. Sai Randive and Ms. Gauri Godbole who are not in the employment of the Company and have signed below in the confirmation.




Ms. Sai Randive



MS. Gauri Godbole

- vi. During the process of scrutiny, I did not find any invalid vote.

Based on the voting summary downloaded from the portal of CDSL the result of the voting at AGM is as under:-



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ORDINARY BUSINESS:

Item No. 1: Ordinary Resolution

To consider and adopt the audited financial statements of the Company for the year ended 31st March, 2020 and the Reports of the Board of Directors and the Auditors thereon.

Voted in favour of the resolution:

Type of Voting	Number of Members voted	Total number of votes cast	% of total number of valid votes cast*
Remote E-voting	25	2,445,826	100.0000
E-voting at AGM	5	2,948	100.0000
Total	30	2,448,774	100.0000


Voted against the resolution:

Type of Voting	Number of Members voted	Total number of votes cast	% of total number of valid votes cast*
Remote E-voting	0	0	0.0000
E-voting at AGM	0	0	0.0000
Total	0	0	0.0000

Abstained / Less voted:

Type of voting	Number of Members voted	Total number of votes cast
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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Item No. 2: Ordinary Resolution

To confirm interim dividend of Rs 3/- (i.e 30%) per equity share of the nominal value of Rs 10/- each and to declare the same as Final Dividend.

Voted in favour of the resolution:

Type of Voting	Number of Members voted	Total number of votes cast	% of total number of valid votes cast*
Remote E-voting	25	2,445,826	100.0000
E-voting at AGM	5	2,948	100.0000
Total	30	2,448,774	100.0000


Voted against the resolution:

Type of Voting	Number of Members voted	Total number of votes cast	% of total number of valid votes cast*
Remote E-voting	0	0	0.0000
E-voting at AGM	0	0	0.0000
Total	0	0	0.0000

Abstained / Less voted:

Type of voting	Number of Members voted	Total number of votes cast
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. E. Swapnil (DIN:01241535) who retires by rotation and being eligible offers himself for re-appointment.

Voted in favour of the resolution:

Type of Voting	Number of Members voted	Total number of votes cast	% of total number of valid votes cast*
Remote E-voting	25	2,445,826	100.0000
E-voting at AGM	5	2,948	100.0000
Total	30	2,448,774	100.0000

Voted against the resolution:

Type of Voting	Number of Members voted	Total number of votes cast	% of total number of valid votes cast*
Remote E-voting	0	0	0.0000
E-voting at AGM	0	0	0.0000
Total	0	0	0.0000

Abstained / Less voted:

Type of voting	Number of Members voted	Total number of votes cast
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.


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Item No. 4: Ordinary Resolution

Ratification of remuneration payable to Cost Auditors For FY 20-21.

Voted in favour of the resolution:

Type of Voting	Number of Members voted	Total number of votes cast	% of total number of valid votes cast*
Remote E-voting	25	2,445,826	100.0000
E-voting at AGM	5	2,948	100.0000
Total	30	2,448,774	100.0000

Voted against the resolution:

Type of Voting	Number of Members voted	Total number of votes cast	% of total number of valid votes cast*
Remote E-voting	0	0	0.0000
E-voting at AGM	0	0	0.0000
Total	0	0	0.0000

Abstained / Less voted:


Type of voting	Number of Members voted	Total number of votes cast
Remote E-voting	0	0
E-voting at AGM	0	0
Total	0	0

The resolution was passed with requisite majority.

*Percentage beyond 4 decimal points ignored under Rounding off.

Date: 11th September 2020

Place: Mumbai


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UDIN:F002090B000697268