

**Scrutinizer's Report**

**[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]**

To,  
The Chairman of 25<sup>th</sup> Annual General Meeting of the members of  
Dyemic Products Limited (the Company) held on Friday, the 25<sup>th</sup> day of September, 2015 at 4.00  
p.m. at The White Leaf Hotel, 10/2, Opposite The Grand Bhagwati, S.G. Road, Bodakdev,  
Ahmedabad – 380054

Dear Sir,

1. I, Rajesh Shah, a Chartered Accountant in practice, have been appointed by the Board of Directors of Dyemic Products Limited (the Company) as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 25<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on the 25<sup>th</sup> day of September, 2015 at The White Leaf Hotel, 10/2, Opposite The Grand Bhagwati, S.G. Road, Bodakdev, Ahmedabad – 380054.
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 means in the resolutions contained in the Notice to the 25<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer'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 (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under :-
  - i. The e-voting period remained open from Tuesday, 22nd September, 2015 (9.00 a.m.) to Thursday, 24th September, 2015 (5.00 p.m.)
  - ii. The members of the Company as on the "cut-off" date i.e. 18<sup>th</sup> September, 2015 were entitled to vote on the resolutions (items no. 1 to 8 as set out in the notice of the 25<sup>th</sup> AGM of the Company)



iii. The votes cast were unblocked on 26<sup>th</sup> September, 2015 in the presence of 2 witnesses, Mr. Pravin K. Panchal and Mr. Mahendra M. Gohil who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name : Pravin K. Panchal



Name : Mahendra M. Gohil

iv. Thereafter, 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 (India) Limited (CDSL), i.e. <https://www.evotingindia.com> and based on such reports generated, the result of the e-voting is as under :-

**Item No. 1 :-**

Ordinary Resolution to consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon and the audited consolidated financial statement of the Company for the financial year ended March 31, 2015.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
42	3116011	99.9999

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	4	0.0001

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-



**Item No. 2 :-**

Ordinary Resolution to appoint a Director in place of Shri Rameshbhai B. Patel (DIN : 00037568), who retires by rotation at the Annual General Meeting and being eligible has offered himself for re-appointment.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
37	2201259	99.9998

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	4	0.0002

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 3 :-**

Ordinary Resolution to appoint M/s Shah Rajesh & Associates, Chartered Accountants as Auditors and fixing their remuneration.

(i) Voted in favour of the resolution

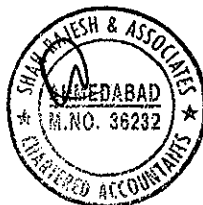
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
42	3116011	99.9999

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	4	0.0001

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-



**Item No. 4 :-**

Ordinary Resolution to appoint Ms. Rashmi A. Aahuja (DIN : 06976600) as an Independent Director.

(i) Voted in favour of the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
43	3116015	100.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
0	0	0

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

**Item No. 5 :-**

Ordinary Resolution to appoint Mr. Bhagwandas K. Patel (DIN : 00045845) as Managing Director.

(i) Voted in favour of the resolution

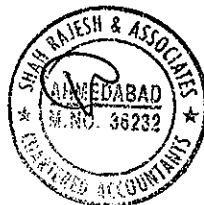
Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
35	1583161	100.00

(ii) Voted against the resolution

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
0	0	0

(iii) Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-



**Item No. 6 :-**

Ordinary Resolution to appoint Mr. Dashrathbhai P. Patel (DIN : 00008160) as a Wholetime Director.

**(i) Voted in favour of the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
41	3029011	99.9999

**(ii) Voted against the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	4	0.0001

**(iii) Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	87000

**Item No. 7 :-**

Ordinary Resolution to appoint Mr. Rameshbhai B. Patel (DIN : 00037568) as a Wholetime Director.

**(i) Voted in favour of the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
37	2201259	99.9998

**(ii) Voted against the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
1	4	0.0002

**(iii) Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-



**Item No. 8 :-**

Ordinary Resolution to approve remuneration to Cost Auditors.

**(i) Voted in favour of the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
43	3116015	100.00

**(ii) Voted against the resolution**

Number of members voted	Number of votes cast by them	% of total number of valid votes cast (Favour and Against)
0	0	0

**(iii) Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Thanking you,  
Yours faithfully,



Rajesh D. Shah  
Practicing Chartered Accountant  
Membership No. 036232  
Place : Ahmedabad  
Date : 28/09/2015

