



**NIKUNJ N. RAVAL**

B.Com.,LL.B.,CAIIB,ACMA,FCS

COMPANY SECRETARY

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### SCRUTINIZER'S REPORT - COMBINED

The Chairman

of Extra Ordinary General Meeting of the members of Gopala Polyplast Limited held on Saturday, the 25<sup>th</sup> March, 2017 at 11.00 A. M. at Plot No. 485, Santej Vadsar Road, Santej, Taluka Kalol, Dist. Gandhinagar - 382721, Gujarat

Dear Sir.

**Sub: Scrutinizer's Report on remote e-voting conducted pursuant to 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 substituted by the Companies (Management and Administration) Amendment Rules, 2015 and the physical ballot forms received from the shareholders at the Extra Ordinary General Meeting, who did not have access to e-voting.**

I, Nikunj N. Raval, Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of Gopala Polyplast Limited vide resolution dated 8<sup>th</sup> February, 2017, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinize the electronic voting process and also to scrutinize the physical ballot forms received from the shareholders at the Extra Ordinary General Meeting (EOGM) held on Saturday, the 25<sup>th</sup> March, 2017 at 11.00 A.M. at Plot No. 485, Santej Vadsar Road, Santej, Taluka Kalol, Dist. Gandhinagar 382721, Gujarat, in respect of the below mentioned resolution to be passed at the said EOGM.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers at the EOGM to the members who did not availed e-voting facility.

The shareholders of the Company, holding shares either in physical form or in dematerialized form, as on cut off date March 18, 2017 were entitled to vote on the proposed resolutions.

The remote e-voting remained open from 22nd March, 2017 @9.00 a.m. to 24th March, 2017 @5.00 P.M..

At the end of the voting period on 24<sup>th</sup> March, 2017 at 5.00 P.M. the Voting Portal of the service provider was blocked forthwith. Thereafter on 25<sup>th</sup> March, 2017 an interim report giving list of shareholder who had cast votes through remote e-voting facility was unblocked by me as a Scrutinizer in the presence of two witnesses.

After conclusion of the EOGM on 25<sup>th</sup> March, 2017 a final report giving the number of vote cast "in favour" and "against" on each resolution by shareholders through remote e-voting facility was unblocked by me in the presence of two witnesses.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e- voting and poll on the resolutions contained in the Notice to the Extra Ordinary General Meeting (EOGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the EOGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL) the authorized agency engaged by the Company to provide facilities for e-voting and polling conducted at EOGM.

I have already issued a separate Interim Scrutinizer's Report dated 24<sup>th</sup> March, 2017 on the e-voting process and also a separate Final Scrutinizer's Report dated 25<sup>th</sup> March, 2017 on the e-voting process also a report dated 25<sup>th</sup> March, 2017 in the prescribed format MGT-13 on the Poll taken at EOGM of the Company.

I now submit my combined Report as under on the result of the voting through electronic means together with that of Poll as under.



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Item No. of Notice	Mode of voting	No. of members voted through electronic voting system and through Poll	Vote in favour of the resolution		Vote against the resolution		Invalid votes Nos.
			Nos.	% of total number of valid votes cast (Favour and against)	Nos.	% of total number of valid votes cast (Favour and against)	
<b>Item No.1-</b> Issue of Warrants on Preferential Allotment Basis to the investors – Non Promoter (Public Category) (As a Special Resolution)	E-voting	8	3750977	65.33%	0	0%	0
	Poll / Physical	12	1990169	34.67%	0	0%	220000
	<b>Total</b>	<b>20</b>	<b>5741146</b>	<b>100.00%</b>			<b>220000</b>

The resolution stand passed under e-voting and poll with requisite majority

The Register, all other papers and relevant records relating to the remote e-voting and the Poll shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Extra Ordinary General Meeting and thereafter the same will be handed over to the Chairman for safe keeping.

Thanking you,

Yours Sincerely

**NIKUNJ N. RAVAL**

**SCRUTINIZER**

**C. P. No. 2333**

**PRACTISING COMPANY SECRETARY**

Place : Ahmedabad

Dated : 27<sup>th</sup> March, 2017