



**MSancheti & Associates**  
Company Secretaries

C-54A/3, Lal Kothi Marg  
Ciwar Area, Bapu Nagar  
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**CONSOLIDATED SCRUTINIZER REPORT**

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To  
The Chairman  
24<sup>th</sup> Annual General Meeting of the  
Members of Dhabriya Polywood Limited  
B-9 D-1, Malviya Industrial Area,  
Jaipur - 302017 (Raj.)

Sub: - Consolidated Report of the Scrutinizer on Remote e-voting and voting through Ballot Paper/Poll conducted at the 24<sup>th</sup> Annual General Meeting (AGM) of Dhabriya Polywood Limited held on Saturday, October 15, 2016 at 11.00 A.M. at SP-2032(A), Malviya Industrial Area, Jaipur - 302017 (Raj.)

Dear Sir,

1. I, Manish Sancheti, Practicing Company Secretary, (Membership No. 7972, C.P. No. 8997) has been appointed as Scrutinizer by the Board of Directors of Dhabriya Polywood Limited (the Company) for the purpose of scrutinizing the voting process through:
  - (i) remote e-voting under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and
  - (ii) ballot paper/poll at the venue of the AGM, under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended.

On the Resolutions contained in the Notice of the 24<sup>th</sup> Annual General Meeting.

2. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to Remote e-voting and voting through Ballot Paper/Poll on the resolutions contained in the Notice of the 24<sup>th</sup> AGM. Our responsibility as Scrutinizer is restricted to ensure that the voting is conducted in a fair and transparent manner, ascertaining requisite majority on the proposed resolutions and making a Scrutinizer's Report in respect of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide remote e-voting facility and voting through ballot paper/poll conducted at the venue of the AGM.
3. The remote e-voting period commenced at 9:00 A.M on Wednesday, October 12, 2016 and ended at Friday, October 14, 2016 and was disabled forthwith for voting thereafter.
4. The Shareholder of the Company holding Shares as on the "cut-off date" i.e. Saturday, October 08, 2016 were entitled to vote on the proposed resolution as contained in the Notice of the 24<sup>th</sup> AGM.

  






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5. The Company had also provided facility to vote through ballot paper/poll to the members who were present at the AGM and who had not already cast their votes through remote e-voting facility.
6. After the time fixed for closing of voting through ballot paper/poll by the Chairman, one empty ballot box kept for voting through ballot paper/poll was locked in my presence with due identification marks placed by me.
7. The locked ballot box was opened in my presence alongwith two witnesses, Sameeksha Sharma and Palak Jain, who are not employment of the Company and they have signed below in confirmation of voting through ballot paper/poll. The Ballot papers were diligently scrutinized and reconciled with the records maintained by the Company/Registrar and transfer Agents of the Company and also with the authorization/proxies lodged with the Company.

Signature: [Signature]  
Name: Sameeksha Sharma

Signature: Palak  
Name: Palak Jain

8. I didn't find any ballot paper/poll invalid.
9. The results of remote e-voting together with that of voting through ballot paper/poll, are enclosed as Annexure - A to this Report.
10. Based on the above results of voting, all the resolutions contained in the Notice of the 24<sup>th</sup> AGM were carried out with the requisite majority.
11. The electronic data and all other relevant records relating to remote e-voting and voting through ballot paper/poll, shall remain under our safe custody until the Chairman considers, approves and signs the minutes of the 24<sup>th</sup> AGM and the same shall be handed over to the Company Secretary for safe keeping.

Thanking You,  
Yours Faithfully



[Signature]  
Manish Sancheti  
(Scrutinizer)  
C.P. No. 8997  
Membership No. FCS 7972

COUNTER SIGNED BY  
For DHABRIYA POLYWOOD LIMITED

[Signature]  
(Digvijay Dhabriya)  
Chairman & Managing Director  
DIN: 00519946



Place: Jaipur  
Date: 17.10.2016



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Company Secretaries

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Annexure - A

Resolution 1: To Consider and adopt:

- The audited financial statement of the Company for the financial year ended March 31, 2016, and the reports of Directors and Auditors thereon; and
- The audited consolidated financial statement of the Company for the financial year ended March 31, 2016, and the report of the Auditors thereon. (Ordinary Resolution)

Mode of Voting	Total Votes Cast		Invalid Votes		Total Valid Votes		Total votes cast "in favour" of the Resolution		Total votes cast "against" the Resolution	
	No. of Voters	No. of Votes	No. of Voters	No. of Votes	No. of Voters	No. of Votes	Nos.	%	Nos.	%
E-voting	7	8883900	0	0	7	8883900	8883900	100.00	0	0.00
Poll	7	195250	0	0	7	195250	195250	100.00	0	0.00
Total	14	9079150	0	0	14	9079150	9079150	100.00	0	0.00

Resolution 2: To appoint a Director in place of Mrs. Anita Dhabriya (DIN: 00359317), who retires by rotation and, being eligible, offer herself for re-appointment. (Ordinary Resolution)

Mode of Voting	Total Votes Cast		Invalid Votes		Total Valid Votes		Total votes cast "in favour" of the Resolution		Total votes cast "against" the Resolution	
	No. of Voters	No. of Votes	No. of Voters	No. of Votes	No. of Voters	No. of Votes	Nos.	%	Nos.	%
E-voting	7	8883900	0	0	7	8883900	8883900	100.00	0	0.00
Poll	7	195250	0	0	7	195250	195250	100.00	0	0.00
Total	14	9079150	0	0	14	9079150	9079150	100.00	0	0.00

Resolution 3: Ratification of appointment of M/s Narendra Sharma & Co. Chartered Accountants (Firm Regn No. 004983C) as Statutory Auditors and to fix their remuneration. (Ordinary Resolution)

Mode of Voting	Total Votes Cast		Invalid Votes		Total Valid Votes		Total votes cast "in favour" of the Resolution		Total votes cast "against" the Resolution	
	No. of Voters	No. of Votes	No. of Voters	No. of Votes	No. of Voters	No. of Votes	Nos.	%	Nos.	%
E-voting	7	8883900	0	0	7	8883900	8883900	100.00	0	0.00
Poll	7	195250	0	0	7	195250	195250	100.00	0	0.00
Total	14	9079150	0	0	14	9079150	9079150	100.00	0	0.00

  


