



M Sancheti & Associates
Company Secretaries

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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
25th 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 25th Annual General Meeting (AGM) of Dhabriya Polywood Limited held on Tuesday, September 26, 2017 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 25th Annual General Meeting.

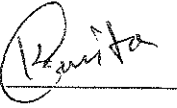
2. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to Remote e-voting and voting through Ballot Paper/Poll on the resolutions contained in the Notice of the 25th AGM. Our responsibility as Scrutinizer is restricted 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 Saturday, September 23, 2017 and ended at Monday, September 25, 2017 and was disabled forthwith for voting thereafter.
4. The Shareholder of the Company holding Shares as on the "cut-off date" i.e. Tuesday, September 19, 2017 were entitled to vote on the proposed resolution as contained in the Notice of the 25th AGM.
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, Ms. Kavita Kachhawa and Mr. Khuman Singh Panwar, 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.



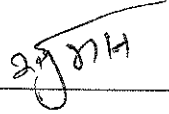


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Signature: 


Name: Kavita Kachhawa

Signature: 

Name: Khuman Singh Panwar

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 25th 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 25th AGM and the same shall be handed over to the Company Secretary for safe keeping.

Thanking You,
Yours Faithfully


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



Place: Jaipur
Date: 27.09.2017



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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, 2017, and the reports of Directors and Auditors thereon; and
- The audited consolidated financial statement of the Company for the financial year ended March 31, 2017, 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	20	9501871	0	0	20	9501871	9501771	99.9989	100.00	0.0011
Poll	10	255300	0	0	10	255300	255300	100.00	0	0.00
Total	30	9757171	0	0	30	9757171	9757071	99.9990	100	0.0010

Resolution 2: Re-appointment of Mr. Mahendra Karnawat, who retires by rotation (Ordinary Resolution)

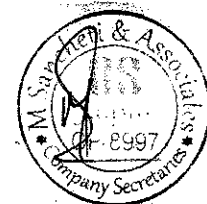
Mode of Voting	Total Votes Cast		Invalid Votes		Total Valid Votes		Total votes cast "in favour" of the Resolution		Total votes cast "against" the Resolution	
	No. of Voters	No. of Votes	No. of Voters	No. of Votes	No. of Voters	No. of Votes	Nos.	%	Nos.	%
E-voting	20	9501871	0	0	20	9501871	9501771	99.9989	100.00	0.0011
Poll	10	255300	0	0	10	255300	255300	100.00	0	0.00
Total	30	9757171	0	0	30	9757171	9757071	99.9990	100	0.0010

Resolution 3: Ratification of appointment of M/s Narendra Sharma & Co. Chartered Accountants 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	20	9501871	0	0	20	9501871	9501771	99.9989	100.00	0.0011
Poll	10	255300	0	0	10	255300	255300	100.00	0	0.00
Total	30	9757171	0	0	30	9757171	9757071	99.9990	100	0.0010

Resolution 4: Payment of remuneration to Mr. Digvijay Dhabriya

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	16	1488002	0	0	16	1488002	1487902	99.9933	100	0.0067
Poll	8	214300	0	0	8	214300	214300	100.00	0	0.00
Total	24	1702302	0	0	24	1702302	1702202	99.9941	100	0.0059





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Resolution 5: Payment of remuneration to Mrs. Anita Dhabriya

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	16	1488002	0	0	16	1488002	1487902	99.9933	100	0.0067
Poll	8	214300	0	0	8	214300	214300	100.00	0	0.00
Total	24	1702302	0	0	24	1702302	1702202	99.9941	100	0.0059

Resolution 6: Payment of remuneration to Mr. Mahendra Karnawat

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	19	9455621	0	0	19	9455621	9455521	99.9989	100	0.0011
Poll	10	255300	0	0	10	255300	255300	100.00	0	0.00
Total	29	9710921	0	0	29	9710921	9710821	99.9990	100	0.0010

Resolution 7: Payment of remuneration to Mr. Shreyansh Dhabriya

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	16	1488002	0	0	16	1488002	1487902	99.9933	100	0.0067
Poll	8	214300	0	0	8	214300	214300	100.00	0	0.00
Total	24	1702302	0	0	24	1702302	1702202	99.9941	100	0.0059

Resolution 8: Determination of fees to be charged for service of document in a particular mode.

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	20	9501871	0	0	20	9501871	9501671	99.9979	200	0.0021
Poll	10	255300	0	0	10	255300	255300	100.00	0	0.00
Total	30	9757171	0	0	30	9757171	9756971	99.9980	200	0.0020

