



# Overseas Synthetics Limited

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Date: 9<sup>th</sup> January, 2020

To,  
Corporate Relationship Department  
The Bombay Stock Exchange Limited  
Dalal Street, Mumbai - 400 001

Dear Sir/Madam,

**Subject: Scrutinizer Report for an Extra-Ordinary General Meeting of Overseas Synthetics Limited held on Tuesday, 7<sup>th</sup> January, 2020**

**BSE Scrip code: 514330**

With reference to the captioned subject, please find enclosed herewith the Scrutinizer report in form MGT-13, consisting of the voting results (by poll and E-voting) of an Extra-Ordinary General Meeting of Overseas Synthetics Limited held on Tuesday, 7<sup>th</sup> January, 2020.

Kindly take the same on record and oblige.

Thanking you.

Yours faithfully,

**For OVERSEAS SYNTHETICS LIMITED**

Roshni Shah

Company Secretary & Compliance Officer



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## **SCRUTINIZER'S REPORT**

08<sup>th</sup> January, 2020

To  
The Chairman,  
OVERSEAS SYNTHETICS LIMITED  
Block No 355, Manjusar Kumpad Road,  
Village - Manjusar,  
Taluka - Savli,  
District - Vadodara – 391775

Sir,

1. The Board of Directors of the company at its meeting held on December, 03, 2019 appointed me as a Scrutinizer for scrutinizing the postal ballot voting including e-voting process.

**2. I submit my report as under:**

The dispatch of the Postal Ballot Notice dated December, 03, 2019 was completed on December, 03, 2019 to the Members, whose names appeared on the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on December, 02, 2019. The Postal Ballot Notice was sent to the Members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding)/the Company's Registrar and Share Transfer Agents (in case of physical shareholding). For Members whose email IDs were not registered, physical copies of the Postal Ballot Notice were sent by permitted mode along with a postage-prepaid self-addressed Business Reply Envelope.

- a) Particulars of all the postal ballot forms received from the members and votes cast through electronic means have been entered in the register separately maintained for the purpose.
- b) The postal ballot forms were kept under my safe custody before commencing the scrutiny of such postal ballot forms.





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- c) The votes cast through electronic means were unblocked on January, 07, 2020 at 6.04 P.M. The postal ballot forms were scrutinized on January, 07, 2020 at registered office of the Company.
  - d) The postal ballot forms and votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the company / list of beneficiaries as on Monday, December 02, 2019.
  - e) All postal ballot forms and votes cast through electronic means received up to 5.00 pm (IST) on January 06, 2020 being the last time and date fixed by the company for receipt of the forms and votes cast through electronic means were considered for my scrutiny. However 4 shareholders holding 599 shares were remain present during the extra ordinary meeting on 7<sup>th</sup> January, 2020, were also permitted to cast votes.
  - f) No envelope containing postal ballot form was received after 06, January, 2020 up to the date of this report.
  - g) Few envelopes containing postal ballot forms were returned undelivered.
  - h) I did not find any defaced or mutilated ballot paper.
3. A summary of votes cast through postal ballot and votes cast through electronic means is given in **Annexure I**.
  4. I have handed over the postal ballot forms and other related papers/ registers and records for safe custody to the Company Secretary.
  5. You may accordingly declare the result of the voting by Postal Ballot.

**Date : 08<sup>th</sup> January ,2020**

**Place : Vadodara**



**For K H & Associates**

*Hemant*

**Hemant Valand**

**ACS : 24697 CP : 8904**

**UDIN : A024697B000026545**



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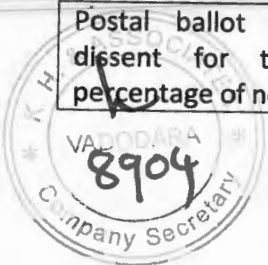
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## Annexure I

Summary of votes cast through postal ballot and votes cast through electronic means for the resolution mentioned in the Postal Ballot Notice Dated January 07, 2020

### 1. To consider Change of Name of the Company.

Particulars	Postal Ballot		E-Voting		Poll		Total		% of total paid-up equity capital as on cut-off date
	No. of Members voted Through Postal ballot Forms	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through e voting system	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Postal ballot Forms , e voting System and Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	
Total postal ballot forms/ e votes received	09	626392	05	1919840	04	599	18	2546831	35.84%
Less: Invalid postal ballot forms (as per register)	00	00	00	00	00	00	00	00	00
<b>*Net valid postal ballot forms (as per register)</b>	09	626392	05	1919840	04	599	18	2546831	35.84%
Postal ballot forms /e votes with assent for the Resolution as a percentage of net valid shares polled	09	626392	05	1919840	04	599	18	2546831	35.84%
Postal ballot forms/ e votes with dissent for the Resolution as a percentage of net valid shares Polled	00	00	00	00	00	00	00	00	00





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**2. To consider Change of Object Clause of the Memorandum of Association of the Company and Adoption of Memorandum of Association as per the provisions of Companies Act, 2013.**

Particulars	Postal Ballot		E-Voting		Poll		Total		% of total paid-up equity capital as on cut-off date
	No. of Members voted Through Postal ballot Forms	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through e voting system	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Postal ballot Forms , e voting System and Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	
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<b>*Net valid postal ballot forms (as per register)</b>	09	626392	05	1919840	04	599	18	2546831	35.84%
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Postal ballot forms/ e votes with dissent for the Resolution as a percentage of net valid shares Polled	00	00	00	00	00	00	00	00	00





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**3. To consider Adoption of new set Articles of Association as per provisions of the Companies Act, 2013.**

Particulars	Postal Ballot		E-Voting		Poll		Total		% of total paid-up equity capital as on cut-off date
	No. of Members voted Through Postal ballot Forms	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through e voting system	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Postal ballot Forms , e voting System and Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	
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<b>*Net valid postal ballot forms (as per register)</b>	09	626392	05	1919840	04	599	18	2546831	35.84%
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Postal ballot forms/ e votes with dissent for the Resolution as a percentage of net valid shares Polled	00	00	00	00	00	00	00	00	00







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**4. To Shift the Registered Office of Company from the State of Gujarat to State of Maharashtra.**

Particulars	Postal Ballot		E-Voting		Poll		Total		% of total paid-up equity capital as on cut-off date
	No. of Members voted Through Postal ballot Forms	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through e voting system	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Postal ballot Forms, e voting System and Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	
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<b>*Net valid postal ballot forms (as per register)</b>	09	626392	05	1919840	04	599	18	2546831	35.84%
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Postal ballot forms/ e votes with dissent for the Resolution as a percentage of net valid shares Polled	00	00	00	00	00	00	00	00	00





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## 5. To consider Increase in Authorized Share Capital of the Company.

Particulars	Postal Ballot		E-Voting		Poll		Total		% of total paid-up equity capital as on cut-off date
	No. of Members voted Through Postal ballot Forms	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through e voting system	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Postal ballot Forms , e voting System and Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	
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<b>*Net valid postal ballot forms (as per register)</b>	09	626392	05	1919840	04	599	18	2546831	35.84%
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Postal ballot forms/ e votes with dissent for the Resolution as a percentage of net valid shares Polled	00	00	00	00	00	00	00	00	00







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**6. To consider Appointment of Mr. Vijay D Dhawangale (DIN:01563661) as Managing Director of the Company for a period Five years.**

Particulars	Postal Ballot		E-Voting		Poll		Total		% of total paid-up equity capital as on cut-off date
	No. of Members voted Through Postal ballot Forms	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through e voting system	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each.	No. of Members Voted Through Postal ballot Forms , e voting System and Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	
Total postal ballot forms/ e votes received	09	626392	04	892508	04	599	17	1519499	21.38%
Less: Invalid postal ballot forms (as per register)	00	00	00	00	00	00	00	00	00
<b>*Net valid postal ballot forms (as per register)</b>	09	626392	04	892508	04	599	17	1519499	21.38%
Postal ballot forms /e votes with assent for the Resolution as a percentage of net valid shares polled	09	626392	04	892508	04	599	17	1519499	21.38%
Postal ballot forms/ e votes with dissent for the Resolution as a percentage of net valid shares Polled	00	00	00	00	00	00	00	00	00





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**7. To consider Appointment of Mr. Sanjay Lalbhadr Upadhaya (DIN: 07497306) as Director of the Company.**

Particulars	Postal Ballot		E-Voting		Poll		Total		% of total paid-up equity capital as on cut-off date
	No. of Members voted Through Postal ballot Forms	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through e voting system	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Postal ballot Forms , e voting System and Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	
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<b>*Net valid postal ballot forms (as per register)</b>	09	626392	05	1919840	04	599	18	2546831	35.84%
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Postal ballot forms/ e votes with dissent for the Resolution as a percentage of net valid shares Polled	00	00	00	00	00	00	00	00	00





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**8. To consider Appointment of Mr. Sudhir Deomanrao Thakre (DIN: 02644072) as an Independent Director of the Company.**

Particulars	Postal Ballot		E-Voting		Poll		Total		% of total paid-up equity capital as on cut-off date
	No. of Members voted Through Postal ballot Forms	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through e voting system	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	No. of Members Voted Through Postal ballot Forms , e voting System and Physical Poll	No. of votes cast ((Equity Shares of Rs. 10/- each	
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<b>*Net valid postal ballot forms (as per register)</b>	09	626392	05	1919840	04	599	18	2546831	35.84%
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Postal ballot forms/ e votes with dissent for the Resolution as a percentage of net valid shares Polled	00	00	00	00	00	00	00	00	00

