

S.K. HOTA & ASSOCIATES

Company Secretaries

208C, IInd Floor, Savitri Nagar,

New Delhi-110017

Mob. 9818880252

Email: cs_sushant@yahoo.co.in

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

Thirty Second Annual General Meeting of the Equity Shareholders

of Pasupati Acrylon Limited to be held on September 30, 2015 at 10.00 A.M.

At Village Thakurdwara, Kashipur Road, Distt. Moradabad (U.P.)

Dear Sir,

I, **Susanta Kumar Hota** of M/s S. K. Hota & Associates, Company Secretaries, having our office at 208 C, II Floor, Savitri Nagar, New Delhi-110017, was appointed as the scrutinizer of Pasupati Acrylon Limited. ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting, carried out as per the provisions of Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014, on the resolutions, as set out in the Notice dated 7th August, 2015 convening the Thirty Second Annual General Meeting (AGM) of the Equity Shareholders of Pasupati Acrylon Limited, to be held on the 30th September, 2015 at 10:00 A.M., at Village Thakurdwara, Kashipur Road, Distt. Moradabad (U.P.). We submit our Report as under:

1. The e-voting remained open from 27th September, 2015 at 9.30 A.M. to 29th September, 2015 till 5.00 P.M.
2. The Shareholders holding shares as on the "cut off" date i.e. 23rd September, 2015, were entitled to vote on the proposed resolutions (item no. 1 to 9 as set out in the Notice dated 7th August, 2015 convening the thirty second Annual General Meeting of Pasupati Acrylon Limited.
3. The votes were unblocked on 29th September, 2015 around 5.00 P.M. in the presence of two witnesses, Ms. Deepika Bansal, R/o 598 Shalimar Garden EXT-1, Sahibabad, Ghaziabad and Mrs. Charu Bala, R/o 212, Savitri Nagar, New Delhi-110017 (who is not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

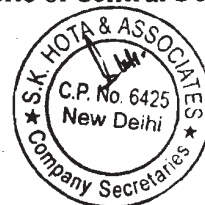
Deepika Bansal

Name: Deepika Bansal

Charu Bala

Name: Charu Bala

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services India Limited i.e. <https://evotingindia.com>.



5. The result of e-voting is as under :

Item No. 1 – As an Ordinary Resolution: Adoption of the audited Balance Sheet as at March 31, 2015, the Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors and auditors thereon.

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

Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
16	36786700	100

(ii) **Voted against the resolution:**

Number of members voted through electronic system	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) **Invalid votes:**

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

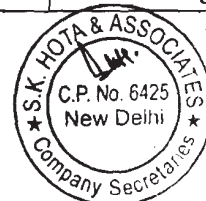
Item No. 2 – As an Ordinary Resolution: Re-appointment of Mr. Vineet Jain (DIN: 00107149) as a Director, liable to retire by rotation.

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

Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
16	36786700	100

(ii) **Voted against the resolution:**

Number of members voted through electronic system	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0



(iii) **Invalid votes:**

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 3 - As an Ordinary Resolution: Appointment of M/s. B.K. Shorff & Co., Chartered Accountants (Registration No. 302166E), be and are hereby appointed Statutory Auditors of the Company for a period upto 2016-2017.

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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
16	36786700	100

(ii) **Voted against the resolution:**

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) **Invalid votes:**

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

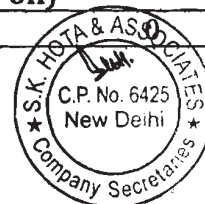
Item No. 4 - As an Ordinary Resolution: Appointment of Shri Subhash Chandra Malik as an Independent Director

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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
16	36786700	100

(ii) **Voted against the resolution:**

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	



(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 5 – As an Ordinary Resolution: Appointment Shri Deveshwer Kumar Kapila as Director.

(i) Voted in favour of resolution:

Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
16	36786700	100

(ii) Voted against the resolution:

Number of members voted through electronic system	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes casted by them
0	0

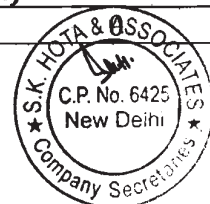
Item No. 6 – As an Ordinary Resolution: Appointment Smt. Soma Garg as Director

(i) Voted in favour of resolution:

Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
16	36786700	100

(ii) Voted against the resolution:

Number of members voted through electronic system	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	



(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes casted by them
0	0

Item No. 7- As an Ordinary Resolution: Appointment Shri Deveshwer Kumar Kapila as an Independent Director.

(i)Voted in favour of resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
16	36786700	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of the total number of valid votes cast(rounded off)
0	0	0

(iii)Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes casted by them
0	0

Item No. 8 - As an Ordinary Resolution: Appointment Smt. Soma Garg as an Independent Director.

(i)Voted in favour of resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
16	36786700	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	



(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	*Total number of votes casted by them
0	0

Item No. 9 – As an Ordinary Resolution: Approval of remuneration of the Cost Auditor for the financial year ending March 31, 2016

(i) Voted in favour of resolution:

Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
16	36786700	100

(ii) Voted against the resolution:

Number of members voted through electronic system	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) Invalid votes:

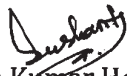
Total numbers of members whose votes were declared invalid	Total number of votes casted by them
0	0

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 32nd Annual General Meeting and thereafter the same would be handed over to the Chairman or the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For M/s. S. K. Hota & Associates
Company Secretaries



Susanta Kumar Hota (Proprietor)

M. No.: ACS-16165

C. P. No: 6425

Place: New Delhi

Dated: September 30, 2015



S.K. HOTA & ASSOCIATES

Company Secretaries

208C, IInd Floor,
Savitri Nagar,
New Delhi-110017
Mob. 9818880252

Email: cs_sushant@yahoo.co.in

SCRUTINIZER REPORT

The Chairman

Pasupati Acrylon Limited
Thakurdwara, kashipur Road,
Distt. Moradabad
Uttar Pradesh-244601

Subject: Scrutinizer Report on Passing of Resolution through postal ballot under the relevant provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, along with the rules as may be prescribed therein (including any statutory modification or reenactment thereof)

Dear Sir(s),

In terms of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Company, vide a Board Resolution passed in Board Meeting dated 7th day of August, 2015, has appointed me as the Scrutinizer for conducting the postal ballot voting process for passing the proposed Resolutions to :

I. "Alteration of Object Clause of the Memorandum of Association of the Company" as Special Resolution.

"To carry on business as manufactures, importers, exporters, traders, stockiest, conversion of all kinds of plastic films and sheets, tapes such as Polyester, PVC, Polypropylene, Poly ethylene, Polyamides, MHDPE, LDPE, HDPE, PC, PP, PET, ABS, SAM, Engineering Plastics etc. cast polypropylene, stretch films, mono, bio auxial oriented polypropylene films, barrier film, blown films etc. and metalizing, printing, lamination, molding, injection molding, injection blow molding, stretch blow molding, plastic packaging and any other scrap, monomer, elestomers, resins and other allied articles, printed and unprinted cartons, leaflets, folders, stickers, pouches, containers, bottlers, tubes, drums and other packaging articles".



II. "Pursuant to the provisions of Section 180 (1)(a) and other applicable provisions and Rules, if any of the Companies Act, 2013" as Special Resolution.

"To create and/or modify mortgage(s) / hypothecation(s) /pledge, charge(s) / security in addition to the existing mortgages, hypothecations, pledge, charges or security created by the Company, on all or anyone or more of the movable / immovable properties or such other assets of the Company whether tangible, intangible or otherwise, where-so-ever situated, both present and future on such terms and conditions and at such time or times and in such form or manner as it may deemed fit, to or in favour of Banks, Financial institutions, Insurance Companies, (hereinafter collectively referred to as "Lenders") to secure all credit facilities, term loans including rupee loans, and/or other instruments or non-fund based facilities availed / to be availed by the Company and/or for any other purpose from time to time from any one or more of the aforesaid lenders together with power to take over the management and control of the Company in certain events, provided that the total amount of loans or credit facilities together with interest thereon at the respective agreed rate(s), compound cost, charge(s), expenses and all other moneys payable by the Company to such Lenders under the respective loan/other agreement(s) entered/to be entered into between the Company and the Lenders in respect of the said borrowing(s), in respect of which such mortgage(s) / hypothecation(s) / pledge(s), charge(s) / security are created / to be created, shall not, at any time exceed the limit of Rs. 200 Crore (Rupees Two Hundred Crore only)".

I SUBMIT MY REPORT AS UNDER:

1. The dispatch of the Postal Ballot Forms to the members of the Company whose name(s) appeared on the Register of Members/ List of Beneficial Owners as on 14th day of August, 2015, was completed on 31st Day of August, 2015.
2. As per the requirements of Companies Act, 2013 the particulars of all the Postal Ballot Forms received (through physical and electronic mode) from the members have been registered in a register maintained separately for the purpose.
3. All the Postal Ballot Forms including E-Voting received up to the close of working hours, i.e. 5.00 P.M. on Tuesday, 29th September, 2015, the last day and time fixed by the Company for the receipt of the ballot forms, were scrutinized by me with respect to their validity and has been recorded.
4. No Postal Ballot Form including E-Voting received after the close of working hours, i.e. 5.00 P.M. on Tuesday, 29th September, 2015, the last day and time fixed by the Company has been considered by me.
5. One incomplete, unsigned or incorrect Postal Ballot Form has been considered
6. I did not find any defective ballot Forms.
7. I further report that the e-voting data and Physical Ballots were scrutinized by me for verification of votes cast in favor and against the resolution. The signature verification process was also conducted by the Registrar and Transfer Agent of the Company i.e. M/s MCS Share Transfer Agent Limited.



8. In terms of the requirements of the Companies Act, 2013 the Postal Ballot Forms and other related papers/ registers and records will be handed over to the Company for safe custody of the same after signing of the Minutes of Postal Ballot process.
9. The summary of the votes cast and Ballot Forms received is as given below:


SUMMARY OF VOTES CAST

Particulars	No of Postal Ballot Forms	No. of Shares/ Votes	% of Votes
Physical Mode			
Total Postal Ballot Forms received	33	6675	100%
Less: Invalid Ballot Forms	1	180	2.70%
Total Valid Postal Ballot Forms	32	6495	97.30%
Postal Ballot Forms giving Assent	32	6495	97.30%
Postal Ballot Forms giving Dissent	0	0	00
Electronic Voting			
Total e-voting done	15	50277410	100%
Less: Invalid e- voting	--		--
Total Valid e- voting	15	50277410	100%
e- voting giving Assent	15	50277410	100%
e- voting giving Dissent	0	0	0
Total Votes in favor of the Resolution	47	50283905	99.99%
Total Votes against the Resolution	0	0	0

11. The resolution has been passed by the requisite majority since more than three-fourth of the votes are being casted in favour of the resolution.
12. You may accordingly declare result of the voting by Postal Ballot.



For S. K. Hota & Associates
Company Secretaries


Susanta Kumar Hota
Proprietor
Membership No: ACS 16165
CP No. 6425

Date: September 30, 2015
Place: New Delhi

S.K. HOTA & ASSOCIATES

Company Secretaries

208C, IInd Floor, Savitri Nagar,

New Delhi-110017

Mob. 9818880252

Email: cs_sushant@yahoo.co.in

FORM NO. MGT-13

Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

Thirty Second Annual General Meeting of the Equity Shareholders

of Pasupati Acrylon Limited to be held on September 30, 2015 at 10.00 A.M.

At Village Thakurdwara, Kashipur Road, Distt. Moradabad (U.P.)

Dear Sir,

I, **Susanta Kumar Hota** of M/s S. K. Hota & Associates, Company Secretaries, having our office at 208 C, II Floor, Savitri Nagar, New Delhi-110017, and Mr. G.D. Gandhi, Shareholder of Pasupati Acrylon Limited having DP ID/client Id No. IN300870/20006354 having residential address at 25, Gopi Colony, Faridabad, Haryana, appointed as the scrutinizers for the purpose of scrutinizing the poll taken on the below mentioned resolutions at the Thirty Second Annual General Meeting (AGM) of the Equity Shareholders of the Company held on the 30th September, 2015 at 10:00 A.M., at Village Thakurdwara, Kashipur Road, Distt. Moradabad (U.P.). Accordingly, we submit our Report as under:

1. After the announcement of poll by the chairman, two ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the company/registrars and transfer agents of the company and the authorizations/proxies lodged with the company.
3. The Poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. We did not find any defaced or mutilated paper
5. The result of poll is as under :



Item No. 1 – As an Ordinary Resolution: Adoption of the audited Balance Sheet as at March 31, 2015, the Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors and auditors thereon.

(i) Voted in favour of resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
42	17506243	100

(ii) Voted against the resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 2 – As an Ordinary Resolution: Re-appointment of Sh. Vineet Jain (DIN: 00107149) as a Director, liable to retire by rotation.

(i) Voted in favour of resolution:


Number of members present and voted (in person or by proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
42	17506243	100

(ii) Voted against the resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0





Item No. 3 – As an Ordinary Resolution: Appointment of M/s. B.K. Shorff & Co., Chartered Accountants (Registration No. 302166E), be and are hereby appointed Statutory Auditors of the Company for a period upto 2016-2017.

(i) Voted in favour of resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
42	17506243	100

(ii) Voted against the resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 4 – As an Ordinary Resolution: Appointment of Shri Subhash.Chnadra Malik as an Independent Director.

(i) Voted in favour of resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
42	17506243	100

(ii) Voted against the resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	



Signature

Item No. 5 – As an Ordinary Resolution: Appointment of Shri Deveshwer Kumar Kapila as an Director.

(i) Voted in favour of resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
42	17506243	100

(ii) Voted against the resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 6 – As an Ordinary Resolution: Appointment of Smt. Soma Garg as Director.

(i) Voted in favour of resolution:

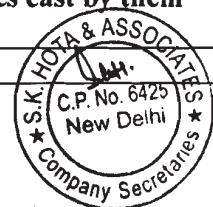
Number of members present and voted (in person or by proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
42	17506243	100

(ii) Voted against the resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0



S. K. Hota

Item No. 7- As an Ordinary Resolution: Shri Deveshwer Kumar Kapila as an Independent Director

(i) Voted in favour of resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
42	17506243	100

(ii) Voted against the resolution:

Number of members present and voted (in person or by proxy)	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 8 - As an Ordinary Resolution: Appointment Smt. Soma Garg as an Independent Director

(i) Voted in favour of resolution:

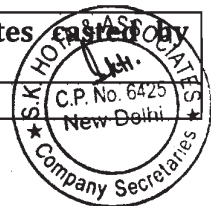
Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
42	17506243	100

(ii) Voted against the resolution:

Number of members voted through electronic system	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) Invalid votes:

Total numbers of members whose votes were declared invalid	Total number of votes cast by them
0	0



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Item No. 9 – As an Ordinary Resolution: Approval of remuneration of the Cost Auditor for the financial year ending March 31, 2016

(i) Voted in favour of resolution:

Number of members voted through electronic system	Number of votes cast in favour of resolution	% of total number of valid votes cast (rounded off)
42	17506243	100

(ii) Voted against the resolution:

Number of members voted through electronic system	Number of votes cast against the resolution	% of the total number of valid votes cast (rounded off)
0	0	0

(iii) Invalid votes:


Total numbers of members whose votes were declared invalid	Total number of votes casted by them
0	0


6. The poll papers and all other relevant records were sealed and handed over to the company secretary/director authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

For M/s S. K. Hota & Associates
Company Secretaries




Susanta Kumar Hota (Proprietor)
M. No.: ACS-16165
C. P. No: 6425
Place: New Delhi
Dated: September 30, 2015


G.D. Gandhi
Client Id: IN300870/20006354
Address : 25, Gopi Colony,
Faridabad, Haryana