

D. M. ZAVERI & Co.

Company Secretaries

DS Dharmesh Zaveri
B.Com., F.C.S.

Office No.145, 1st Floor, Kesar Residency, Charkop Sector 3, Kandivali (W), Mumbai - 400 067
Email: dmz@dmzaveri.com Tel.: 022-28679660 Mobile: 98203 20503

FORM No. MGT-13

Report of Scrutinizer

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

To,
The Chairman,
Annual General Meeting of the Equity Shareholders of
Sejal Glass Limited,
held on 30th September, 2015 at,
173/174, 3rd Floor, Sejal Encasa,
S. V. Road, Kandivali (West),
Mumbai – 400 067.

Dear Sir,

I, **Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO, Company Secretaries**, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 17th Annual General Meeting of the Equity Shareholders of Sejal Glass Limited, held on Wednesday, 30th September, 2015 at 173/174, 3rd Floor, Sejal Encasa, S. V. Road, Kandivali (West), Mumbai – 400 067 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. We found two invalid poll papers.



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4. The result of the Poll is as under:

a) Ordinary Resolution 1 -

Adoption of audited accounts, Directors' Report and auditors' Report thereon for the financial year ended on 31st March 2015.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
43	1,69,71,388	100.0000

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
2	1,17,000



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b) Ordinary Resolution 2 -

Re-appointment of Mr Amrut. S. Gada, who retires by rotation.

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

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
43	1,69,71,388	100.0000

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

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
2	1,17,000



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c) Ordinary Resolution 3 -

To appoint Statutory Auditors M/s. D D Mehta & Co in place of retiring Auditors M/s. S S Puranik & Associates for a term of five Consecutive years.

(i) Voted in favour of the resolution:

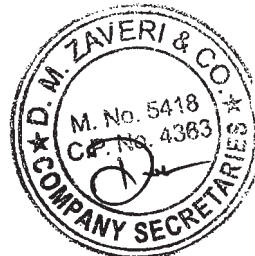
Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
43	1,69,71,388	100.0000

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
2	1,17,000



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d) Ordinary Resolution 4 -

Appointment of Mrs Leena Gadit, as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
43	1,69,71,388	100.0000

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
2	1,17,000



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e) Ordinary Resolution 5 -

Approval of Remuneration of M/s. VV & Associates, cost Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
43	1,69,71,388	100.0000

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
2	1,17,000



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f) Special Resolution 6 -

Approve Material Related Party Transactions under section 188.

(i) Voted in favour of the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
3	9,510	100.0000

(ii) Voted against the resolution:

Number of members present and voted (in person or by Proxy)	Number of votes cast by them	% of Total Number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number votes cast by them
42	1,70,79,238 ¹

¹ Since all promoter are considered to be related party in the said resolution their voting is not considered and excluded from above.



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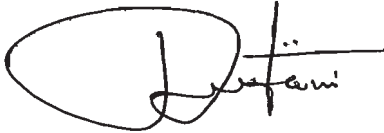
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5. The Compact Disc (CD) containing a list of Equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

For D. M. Zaveri & Co
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)



Membership No.: 5418
C.P. No.: 4363

Place: Mumbai
Date: 01st October 2015.

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Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended]

To,
The Chairman,
Annual General Meeting of the Equity Shareholders of
Sejal Glass Limited,
held on 30th September, 2015 at,
173/174, 3rd Floor, Sejal Encasa, S. V.
Road, Kandivali (West), Mumbai – 400 067.

Dear Sir,

I, **Dharmesh Zaveri, proprietor of D. M. ZAVERI & CO, Company Secretaries, Mumbai,** was appointed as Scrutinizer by the Board of Directors for the 17th Annual General Meeting of the Equity Shareholders of Sejal Glass Limited held on Wednesday, 30th September, 2015 at 173/174, 3rd Floor, Sejal Encasa, S. V. Road, Kandivali (West), Mumbai – 400 067 for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on Remote E-voting carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended (Rules) on the below mentioned resolutions referred in my report.



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The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means on the resolutions contained in the Notice to the 17th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the remote e-voting system provided by Central Depository Services (India) Limited ('CDSL'), the authorised agency to provide e-voting facilities, engaged by the Company.

Further to above, I submit my report as under

1. The remote e-voting period remained open from 10.00AM on Sunday, 27th September 2015 up to 5.00 PM on Tuesday, 29th September 2015.
2. The Shareholders of the Company holding shares as on the "cut-off" date i.e. 23rd September 2015 were entitled to vote on the proposed resolutions as mentioned in the Notice of the 17th Annual General Meeting.
3. As provided in Rules, I unblocked the remote e-voting on the platform provided by CDSL after completion of voting at Annual General Meeting on Wednesday, 30th September, 2015 at 12 noon in the presence of two witnesses, namely Mr. Jeet Jani and Mr. Parth Pankhaniya who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Mr. Jeet Jani



Mr. Parth Pankhaniya

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from e-voting website of CDSL (www.evotingindia.co.in) and based on such reports generated;



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

a) Ordinary Resolution 1 -

Adoption of audited accounts, Directors' Report and auditors' Report thereon for the financial year ended on 31st March 2015.

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

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
17	2,64,458	99.9244

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

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
2	200	0.0756

(iii) Invalid votes :

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



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b) Ordinary Resolution 2 -

Re-appointment of Mr Amrut. S. Gada, who retires by rotation.

(i) Voted in favour of the resolution:

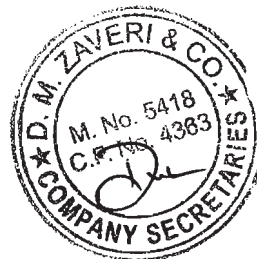
Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
17	2,64,458	99.9244

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
2	200	0.0756

(iii) Invalid votes :

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



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c) Ordinary Resolution 3 -

To appoint Statutory Auditor M/s. D D Mehta & Co in place of retiring Auditor M/s. S S Puranik & Associates for a term of five Consecutive years.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
17	2,64,458	99.9244

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
2	200	0.0756

(iii) Invalid votes :

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



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d) Ordinary Resolution 4 -

Appointment of Mrs. Leena Gadit, as an Independent Director of the Company.

(i) Voted in favour of the resolution:

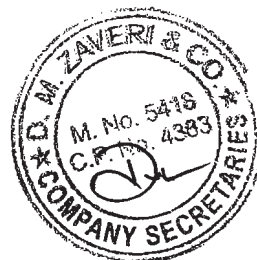
Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
17	2,64,458	99.9244

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
2	200	0.0756

(iii) Invalid votes :

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



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e) Ordinary Resolution 5 -

Approval of Remuneration of M/s. VV & Associates, cost Auditors of the Company.

(i) Voted in favour of the resolution:

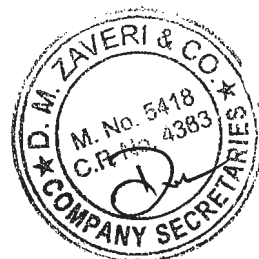
Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
17	2,64,458	99.9244

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
2	200	0.0756

(iii) Invalid votes :

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



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f) Special Resolution 6 -

Approve Material Related Party Transactions under section 188.

(i) Voted in favour of the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
15	32,858	99.3950

(ii) Voted against the resolution:

Number of members Voted through remote e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
2	200	0.0756

(iii) Invalid votes :

Total number of members whose votes were declared invalid	Total number votes cast by them
2	2,31,600 ¹

¹ Since all promoter are considered to be related party in the said resolution their voting is not considered and excluded from above.



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6. The Register, all other papers and relevant record relating to remote e-voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid 17th Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you,

For D. M. Zaveri & Co.
Practising Company Secretary



Dharmesh Zaveri
(Proprietor)



Membership No: 5418
C. P. No.: 4363

Place: Mumbai
Date: 1st October, 2015