

**COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & PHYSICAL
BALLOT FORM**

To,
The Chairman,
FINEOTEX CHEMICAL LIMITED
42/43 Manorama Chambers
4th Floor S V Road
Bandra (W),
Mumbai-400050

Sub.: Consolidated Scrutinizer's Report on remote e-voting/ physical ballot forms conducted pursuant to 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 Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of **FINEOTEX CHEMICAL LIMITED** held on 28th September, 2015 at 10.00 a.m.

Dear Sir,

I Mr. Nitin Sarfare partner of HS Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of **Fineotex Chemical limited** pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at 12th Annual General Meeting of the Company on 28th September, 2015 at 10.00 a.m.

The voting rights were reckoned as on Monday, the 21st day of September, 2015 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting at the meeting.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for extending the facility of remote e-voting to the members of the Company from Friday the 25th September, 2015 (9.00 a.m. IST) to Sunday the 27th September,



HS ASSOCIATES

2015(5.00 p.m. IST) at the said Annual General Meeting held on Monday the 28th September, 2015

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted. Votes cast through Physical ballot forms received up to **Sunday, September 27, 2015** were also considered.

The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility or by physical ballot.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the ballot forms received respectively.

I now submit my consolidated Report as under on the results of the remote e-voting/ physical ballot forms and voting at the meeting in respect of the said Resolutions.

Item No. 1: As an Ordinary Resolution.

To receive, consider and adopt the Audited the Balance Sheet as at 31st March, 2015, Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date together with the Reports of the Directors and Auditors thereon.

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	17	7183318	100	7	13538301	99.92	24	20721619	99.95
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	1	11000	0.08	1	11000	0.05
Abstain	NIL	NIL	NIL	1	4	0	1	4	0
Total	17	7183318	100	9	13549305	100	26	20732623	100

Thus, the **Ordinary Resolution** as contained in Item No. 1 is passed with requisite majority.



Item No. 2: As an Ordinary Resolution.

To declare Final dividend on equity shares for the Financial Year 2014-2015

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	17	7183318	100	7	13538301	99.92	24	20721619	99.95
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	1	11000	0.08	1	11000	0.05
Abstain	NIL	NIL	NIL	1	4	0	1	4	0
Total	17	7183318	100	9	13549305	100	26	20732623	100

Thus, the **Ordinary Resolution** as contained in Item No. 2 is passed with requisite majority.

Item No. 3: As an Ordinary Resolution.

Re-Appointment of Mrs. Ritu Gupta as a director of the Company

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	17	7183318	100	7	13538301	99.92	24	20721619	99.95
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	1	11000	0.08	1	11000	0.05
Abstain	NIL	NIL	NIL	1	4	0	1	4	0
Total	17	7183318	100	9	13549305	100	26	20732623	100

Thus, the **Ordinary Resolution** as contained in Item No. 3 is passed with requisite majority.



Item No. 4: As an Ordinary Resolution.

Ratification of Appointment of Auditor and to fix their remuneration for the financial year 2015-2016.

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	17	7183318	100	7	13538301	99.92	24	20721619	99.95
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	1	11000	0.08	1	11000	0.05
Abstain	NIL	NIL	NIL	1	4	0	1	4	0
Total	17	7183318	100	9	13549305	100	26	20732623	100

Thus, the **Ordinary Resolution** as contained in Item No. 4 is passed with requisite majority.

Item No. 5: As an Ordinary Resolution.

Appointment of Mr. Navin Mittal as an Independent director of the Company

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	17	7183318	100	7	13538301	99.92	24	20721619	99.95
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	1	11000	0.08	1	11000	0.05
Abstain	NIL	NIL	NIL	1	4	0	1	4	0
Total	17	7183318	100	9	13549305	100	26	20732623	100

Thus, the **Ordinary Resolution** as contained in Item No. 5 is passed with requisite majority.



Item No. 6: As a Special Resolution.

Approval of Contracts with Related Parties

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	14	3145818	100	3	1581	12.56	17	3147399	99.65
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	1	11000	87.41	1	11000	0.35
Abstain	NIL	NIL	NIL	1	4	0.03	1	4	0
Total	14	3145818	100	5	12585	100	19	3158403	100

Thus, the **Special Resolution** as contained in Item No. 6 is passed with requisite majority.

Item No. 7: As a Special Resolution.

Approval u/s 186 for investments and giving Loans etc.

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	17	7183318	100	7	13538301	99.92	24	20721619	99.95
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	1	11000	0.08	1	11000	0.05
Abstain	NIL	NIL	NIL	1	4	0	1	4	0
Total	17	7183318	100	9	13549305	100	26	20732623	100

Thus, the **Special Resolution** as contained in Item No. 7 is passed with requisite majority.



Item No. 8: As a Special Resolution.

Adoption of New Articles of Association

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	17	7183318	100	7	13538301	99.92	24	20721619	99.95
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	1	11000	0.08	1	11000	0.05
Abstain	NIL	NIL	NIL	1	4	0	1	4	0
Total	17	7183318	100	9	13549305	100	26	20732623	100

Thus, the **Special Resolution** as contained in Item No. 8 is passed with requisite majority.

Date: September 28th, 2015
Place : Mumbai

For HS Associates



TIN SARFARE,
Partner

ACS: 36769
CP: 13729