

CONSOLIDATED REPORT

1) Resolution No. 1:

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 and Statement of Profit and Loss for the year ended on that date, together with the Directors' Report and the Auditors' Report thereon:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	4245771	507776	4753547	100
Votes against the Resolution	Nil	Nil	Nil	Nil
Total	4245771	507776	4753547	100

2) Resolution No. 2:

To appoint a Director in place of Mr.Kamalkumar Dujodwala, who retires by rotation and being eligible, offers himself for re-appointment:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	4245771	507776	4753547	100
Votes against the Resolution	Nil	Nil	Nil	Nil
Total	4245771	507776	4753547	100



**YOGESH SHARMA
COMPANY SECRETARY**

**Yogesh M. Sharma
M.Com, M.Phil, M.M.M, M.F.M, LLB, ACS.**

**Phone Office : 25952322
Email ID: csymsharma@gmail.com
Mob No. 9833124864**

B-1, Neha Apartment, Opp. Dr. Badwaik's Hospital, LBS Marg, Bhandup (W), Mumbai - 400 078.

To,
The Chairman,
MANGALAM ORGANICS LIMITED,
Kumbhivali Village, Savroli Kharpada Road,
Taluka- Khalapur, Khopoli
Dist- Raigad, Maharashtra

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting process and poll conducted at 34th Annual General Meeting (AGM) held on 30th September, 2016.

The Board of the Company at its meeting held on 3rd September, 2016 had appointed me as a scrutinizer for the remote e-voting held from 27th September, 2016 at 09.00 a.m. and ended on 29th September, 2016 at 5.00 p.m. and the Chairman of 34th Annual General Meeting (AGM) has appointed me as the scrutinizer for the poll held at AGM of the Company on 30th September, 2016.

The Company had appointed Central Depository Services Limited ("CDSL") as the service provider for extending the facility of electronic voting to the shareholders of the Company from 27th September, 2016 at 09.00 a.m. and ended on 29th September, 2016 at 5.00 p.m. The remote e-voting facility was then unblocked in the presence of two witnesses who were not in the employment of the Company. For further details on remote e-voting process kindly refer my scrutinizer's report dated 30th September, 2016.

At the AGM of the Company held on 30th September, 2016, the Chairman of the Company had suo motto called for poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the voting by poll process. The Chairman of the AGM had appointed me as the scrutinizer for the same. For further details on voting by poll kindly refer my scrutinizer's report in form MGT-13 dated 30th September, 2016.

I hereby submit my following consolidated report on remote e-voting together with the poll.



3) Resolution No.3:

Appointment of M/s. NGST & Associates as Statutory Auditor of the company:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	4245771	507776	4753547	100
Votes against the Resolution	Nil	Nil	Nil	Nil
Total	4245771	507776	4753547	100

4) Resolution No.4:

Approval of Related Party Transaction under Section 188 of Companies Act, 2013:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	560*	507776	508336	100
Votes against the Resolution	Nil	Nil	Nil	Nil
Total	560*	507776	508336	100

* Note: Members representing 4245211 Equity Shares being interested in the resolution has been abstained from voting.



5) Resolution No.5:

Approval of remuneration of Cost Auditor -Mr.Naresh Jethwani:

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	4245771	507776	4753547	100
Votes against the Resolution	Nil	Nil	Nil	Nil
Total	4245771	507776	4753547	100

From the above report I state that the entire resolutions stated above stand passed under the combined remote e-voting & poll with requisite majority.

The register and all other papers and relevant records relating to electronic voting & Voting by Poll are handed over to the Company Secretary.

Thanking You,
Yours Faithfully,


Yogesh Sharma
Practicing Company Secretary
C.P. No. 12366



Date: 30th September, 2016
Place: Mumbai

**YOGESH SHARMA
COMPANY SECRETARY**

Yogesh M. Sharma
M.Com, M.Phil, M.M.M, M.F.M, LLB, ACS.

Phone Office : 25952322
Email ID: csymsharma@gmail.com
Mob No. 9833124864

B-1, Neha Apartment, Opp. Dr. Badwaik's Hospital, LB's Marg, Bhandup (W), Mumbai – 400 078.

To,
The Chairman,
MANGALAM ORGANICS LIMITED,
Kumbhivali Village, Savroli Kharpada Road,
Taluka- Khalapur, Khopoli
Dist- Raigad, Maharashtra

Dear Sir,

Subject: Scrutinizer's Report on remote e-voting process.

I, Yogesh M Sharma, Practicing Company Secretary, had been appointed as the scrutinizer by the Board of Directors of **MANGALAM ORGANICS LIMITED** vide Board Resolution dated 3rd September, 2016 to scrutinize the remote e-voting process in fair & transparent manner in respect of the below mentioned resolution to be passed at 34th Annual General Meeting (AGM) to be held on 30th September, 2016.

The notice dated 3rd September, 2016 convening AGM of the Company along with the statement setting out material facts under Section 102 of Companies Act, 2013 were sent to the shareholders.

The shareholders have been informed about the facility to exercise their right to vote at AGM by electronic means. The Company has availed the remote e-voting facility offered by Central Depository Services Limited ("CDSL") for conducting remote e-voting by the shareholders of the Company.

The voting period for e-voting commenced from 27th September, 2016 at 09.00 a.m. and ended on 29th September, 2016 at 5.00 p.m. and platform provided by CDSL was blocked thereafter and the votes cast under remote e-voting facility were then unblocked in the presence of two witness who were not in the employment of the Company.

I have scrutinized and reviewed the remote e-voting process and based on the data downloaded from the e-voting platform provided by CDSL, I submit my following report on remote e-voting process.



1) Resolution No. 1:

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 and Statement of Profit and Loss for the year ended on that date, together with the Directors' Report and the Auditors' Report thereon:

i) Voted in favour of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
10	4245771	100

ii) Voted against the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) Invalid Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil

2) Resolution No. 2:

To appoint a Director in place of Mr.Kamalkumar Dujodwala, who retires by rotation and being eligible, offers himself for re-appointment:

i) Voted in favour of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
10	4245771	100

ii) Voted against the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil



iii) Invalid Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil

3) Resolution No.3:

Appointment of M/s. NGST & Associates as Statutory Auditor of the company:

i) Voted in favour of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
10	4245771	100

ii) Voted against the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) Invalid Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil



4) Resolution No.4:

Approval of Related Party Transaction under Section 188 of Companies Act,2013:

i) Voted in favour of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
10*	560	100

ii) Voted against the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil

iii) Invalid Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil

* Note: Members representing 4245211 Equity Shares being interested in the resolution has been abstained from voting.

5) Resolution No.5:

Approval of remuneration of Cost Auditor -Mr.Naresh Jethwani:

i) Voted in favour of the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
10	4245771	100

ii) Voted against the Resolution:

Number of Members voted through electronic means	Number of Votes Cast by them	% of total number of valid votes cast
Nil	Nil	Nil



iii) Invalid Votes:

Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Nil	Nil

The register and all other papers and relevant records relating to electronic voting shall remain in our custody until the Chairman considers, approves & signs the minutes of the aforesaid AGM and the same are handed over to the Company Secretary.

Thanking You,
Yours Faithfully,

Yogesh Sharma

Yogesh Sharma
Practicing Company Secretary
C.P. No. 12366



Date: 30th September, 2016
Place: Mumbai

**YOGESH SHARMA
COMPANY SECRETARY**

Yogesh M. Sharma
M.Com, M.Phil, M.M.M, M.F.M, LLB, ACS.

Phone Office : 25952322
Email ID: csymsharma@gmail.com
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B-1, Neha Apartment, Opp. Dr. Badwaik's Hospital, LBS Marg, Bhandup (W), Mumbai – 400 078.

FORM No. MGT-13

Report of Scrutinizer(s)

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

To,
Mr. Kamalkumar Dujodwala,
Chairman of
34th Annual General Meeting of the Equity Shareholders of **MANGALAM ORGANICS
LIMITED**

Held on Friday, 30th September, 2016 at 11.00 a.m. at Kumbhivali Village, Savroli Kharpada
Road, Taluka- Khalapur, Khopoli Dist- Raigad, Maharashtra

Dear Sir,

I Yogesh M. Sharma, Practicing Company Secretary appointed as a Scrutinizer(s) for the
purpose of the poll taken on the below mentioned resolution(s), at the 34th Annual General
Meeting of the Equity Shareholders of **MANGALAM ORGANICS LIMITED** held on Friday,
30th September, 2016 at 11.00 a.m. at Kumbhivali Village, Savroli Kharpada Road, Taluka-
Khalapur, Khopoli Dist- Raigad, Maharashtra, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling
was locked in my ~~our~~ presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were
diligently scrutinized. The poll papers were reconciled with the records maintained by the
Company / Registrar 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. The result of the Poll is as under:



1) Resolution No. 1:

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 and Statement of Profit and Loss for the year ended on that date, together with the Directors' Report and the Auditors' Report thereon:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	507776	100

(ii) Voted against the resolution:

Number of members present and voting (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 of votes cast by them
Nil	Nil

2) Resolution No. 2:

To appoint a Director in place of Mr.Kamalkumar Dujodwala, who retires by rotation and being eligible, offers himself for re-appointment:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	507776	100

(ii) Voted against the resolution:

Number of members present and voting (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 of votes cast by them
Nil	Nil

3) **Resolution No.3:**

Appointment of M/s. NGST & Associates as Statutory Auditor of the company

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	507776	100

(ii) Voted against the resolution:

Number of members present and voting (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 of votes cast by them
Nil	Nil

4) **Resolution No.4:**

Approval of Related Party Transaction under Section 188 of Companies Act,2013:

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	507776	100



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

Number of members present and voting (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 of votes cast by them
Nil	Nil

5) **Resolution No.5:**

Approval of remuneration of Cost Auditor -Mr.Naresh Jethwani:

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
32	507776	100

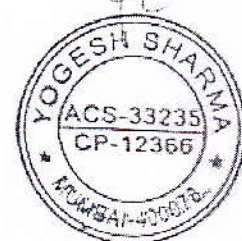
(ii) Voted **against** the resolution:

Number of members present and voting (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 of votes cast by them
Nil	Nil

5. A 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 / Director authorized by the Board for safe keeping.

Thanking You,
Yours Faithfully,

Yogesh Sharma
Yogesh Sharma
Practicing Company Secretary
C.P. No. 12366



Date: 30th September, 2016
Place: Mumbai

Resolution No. 1: To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016 and Statement of Profit and Loss for the year ended on that date, together with the Directors' Report and the Auditors' Report thereon

Resolution Required : (Ordinary / Special)		Ordinary Resolution						
Whether promoter / promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-voting Poll Postal Ballot Total	1 4245211 4245211	2 4245211 0 0 4245211	(3)=[(2)/(1)]*100 100 0 0 100	4 4245211 0 0 4245211	5	(6)=[(4)/(2)]*100 100 0 0 100	(7)=[(5)/(2)]*100 0 0 0 0
Public - Institutions	E-voting Poll Postal Ballot Total	2500 2500	0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0	0 0 0 0
Public - Non Institutions	E-voting Poll Postal Ballot Total	4804969 4804969	560 507776 0 508336 4753547	0.01 10.57 0 10.58 52.51	560 507776 0 508336 4753547	0 0 0 0 0	100 100 0 100 100	0 0 0 0 0
Total		9052680						

Resolution No. 2 : To appoint a Director in place of Mr.Kamalkumar Dujodwala, who retires by rotation and being eligible, offers himself for re-appointment

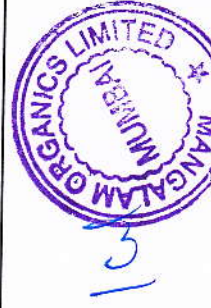


Resolution Required : (Ordinary / Special)		Ordinary Resolution						
Whether promoter / promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		4245211	100	4245211	0	100	0
	Poll	4245211	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4245211	4245211	100	4245211	0	100	0
Public - Institutions	E-voting		0	0	0	0	0	0
	Poll	2500	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	2500	0	0	0	0	0	0
Public - Non Institutions	E-voting		560	0.01	560	0	100	0
	Poll	4804969	507776	10.57	507776	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	4804969	508336	10.58	508336	0	100	0
Total		9052680	4753547	52.51	4753547	0	100	0

Resolution No. 3 : 3. Appointment of M/s. NGST & Associates as Statutory Auditor of the company

Resolution Required : (Ordinary / Special)

Special Resolution



Whether promoter / promoter group are interested in the agenda/resolution						No		
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		4245211	100	4245211	0	100	0
	Poll	4245211	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4245211	4245211	100	4245211	0	100
Public - Institutions	E-voting		0	0	0	0	0	0
	Poll	2500	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2500	0	0	0	0	0
Public - Non Institutions	E-voting		560	0.01	560	0	100	0
	Poll	4804969	507776	10.57	507776	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total		4804969	508336	10.58	508336	0	100
Total		9052680	4753547	52.51	4753547	0	100	0

Resolution No. 4 : Approval of Related Party Transaction under Section 188 of Companies Act,2013

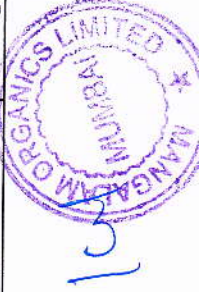
Resolution Required : (Ordinary / Special)	Special Resolution
Whether promoter / promoter group are interested in the agenda/resolution	Yes



Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-voting	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Poll	4245211	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4245211	0	0	0	0	0	0
Public - Institutions	E-voting	2500	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	2500	0	0	0	0	0	0
Public - Non Institutions	E-voting	4804969	560	0.01	560	0	100	0
	Poll		507776	10.57	507776	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	4804969	508336	10.58	508336	0	100	0
Total		9052680	508336	5.62	508336	0	100	0

* Note: Members representing 4245211 Equity Shares being interested in the resolution has been abstained from voting as mention in th evoting report. Resolution No. 5 :Approval of remuneration of Cost Auditor -Mr.Naresh Jethwani

Resolution Required : (Ordinary / Special)		Special Resolution						
Whether promoter / promoter group are interested in the agenda/resolution		No						
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in against	% of Votes in favour on votes polled	% of Votes against on votes polled



	1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	4245211	100	4245211	0	100	0
	Poll	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0
	Total	4245211	100	4245211	0	100	0
Public - Institutions	E-voting	0	0	0	0	0	0
	Poll	0	0	0	0	0	0
	Postal Ballot	0	0	0	0	0	0
	Total	0	0	0	0	0	0
Public - Non Institutions	E-voting	560	0.01	560	0	100	0
	Poll	507776	10.57	507776	0	100	0
	Postal Ballot	0	0	0	0	0	0
	Total	508336	10.58	508336	0	100	0
Total	9052680	4753547	52.51	4753547	0	100	0



15