



# GMS & CO.

## Practicing Company Secretaries

Office: 302/ A-Wing, RushabhEnclave, Near AmbemataTemple, Bhayander(W), Thane-401101.

### Report of Scrutinizer on E-voting and Poll

To,  
Chairman  
PANCHSHEEL ORGANICS LIMITED

Of 28<sup>th</sup> Annual General Meeting of shareholders of PANCHSHEEL ORGANICS LIMITED on 29<sup>th</sup> September, 2017 at its registered office.

Dear Sir,

I, Gaurang Shah, Practicing Company Secretary, being appointed as scrutinizer by the Board of Directors of the Company to conduct e-voting process and poll process under the provisions of Companies Act, 2013 in relation to the items transacted at the 28<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2017.

- A. On the basis of the votes exercised by the 33 (Thirty Three) shareholders of PANCHSHEEL ORGANICS LIMITED through E-voting & poll. As requested by the management, I am now submitting herewith the combined report on results of E-voting together with the results of poll:

For GMS & Co.,

*Gaurang m. Shah*  
Mr. Gaurang Shah



Date: 03/10/2017

Place: Mumbai

(Practicing Company Secretary)

Mem. No: 32581, COP No: 11953



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### CONSOLIDATED RESULT

Consolidated Result of voting though E voting and Poll as on 29 <sup>th</sup> September, 2017 of PANCHSHEEL ORGANICS LIMITED (CIN NO:L24232MP1989PLC005390)													
Resol ution No.	Heading of the resolution	Types of resoluti on	Category	Types of voting	Valid vote						Invalid vote		
					Voting in favour(Assent)			Voting in favour(Dissent)					
1.	Adoption of the Audited financial Statements for the financial year ended March 31, 2017 together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolutio n			No. Of shares held	No. of Vote Casted	(%) valid votes	No. of Member s voting	No. of Vot e Cas ted	(%) valid votes	No. of Member s voting	No. of Vote Casted	
					E-Voting								
					Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil



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			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
				Poll								
			Promoter and Promoter's Group		3421336	3421336	100	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		749743	749743	100	Nil	Nil	Nil	Nil	Nil
				<b>Total</b>	<b>4171079</b>	<b>4171079</b>	<b>100%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
2.	Re-appointment of Mr. Rajesh A. Turakhia (DIN:00006246), Director retiring by rotation.	Ordinary Resolution		E-Voting								
			Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
				Poll								
			Promoter and Promoter's Group		3421336	3421336	100	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		749743	749743	100	Nil	Nil	Nil	Nil	Nil



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			Institution								
				<b>Total</b>	<b>4171079</b>	<b>4171079</b>	<b>100%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
				<b>E-Voting</b>							
3.	Consider and approve the dividend of Rs.1/- per equity share for the financial year 2016-17.	Ordinary Resolution	Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil
				<b>Poll</b>							
			Promoter and Promoter's Group		3421336	3421336	100	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		749743	749743	100	Nil	Nil	Nil	Nil
				<b>Total</b>	<b>4171079</b>	<b>4171079</b>	<b>100%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
4.	To ratify the appointment of M/s. Jayesh R. Shah, Chartered Accountants (F R No. : 104182W) as Statutory Auditors of the Company.	Ordinary Resolution		<b>E-Voting</b>							
			Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil



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			Institution							
				<b>Poll</b>						
			Promoter and Promoter's Group	3421336	3421336	100	Nil	Nil	Nil	Nil
			Public institution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution	749743	749743	100	Nil	Nil	Nil	Nil
				<b>Total</b>	<b>4171079</b>	<b>4171079</b>	<b>100%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
5.	To consider and adopt IFCR report and Secretarial audit report from auditors.	Ordinary Resolution		<b>E-Voting</b>						
			Promoter and Promoter's Group	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public institution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
				<b>Poll</b>						
			Promoter and Promoter's Group	3421336	3421336	100	Nil	Nil	Nil	Nil
			Public institution	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Public Non Institution	749743	749743	100	Nil	Nil	Nil	Nil



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				<b>Total</b>	<b>4171079</b>	<b>4171079</b>	<b>100%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	
<b>6.</b>	Approval of borrowing money up to Rs.250 Crores (including the money already borrowed by the company) or the aggregate of the paid-up capital & free reserves of the company, whichever is higher.	Ordinary Resolution		<b>E-Voting</b>									
			Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
			Public Non Institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
				<b>Poll</b>									
			Promoter and Promoter's Group		3421336	3421336	100	Nil	Nil	Nil	Nil	Nil	
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
			Public Non Institution		749743	749743	100	Nil	Nil	Nil	Nil	Nil	
				<b>Total</b>		<b>4171079</b>	<b>4171079</b>	<b>100%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>7.</b>	As per section 180(1)(a) of the Companies Act, 2013, the consent of Company be and is hereby accorded for creating the mortgage/ pledge/ hypothecation/ charge on	Ordinary Resolution		<b>E-Voting</b>									
			Promoter and Promoter's Group		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
			Public institution		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
			Public Non		Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	



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the whole or part of the Company's land, building, machineries and thereon in favor of financial institutions/ banks and thereon to secure the working capital/ term loans/ corporate loans/debentures/ or any other credit facilities up to a sum not exceeding Rs.250,00,00,000.	Institution									
	<b>Poll</b>									
	Promoter and Promoter's Group	3421336	3421336	100	Nil	Nil	Nil	Nil	Nil	
	Public institution	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
	Public Non Institution	749743	749743	100	Nil	Nil	Nil	Nil	Nil	
	<b>Total</b>	<b>4171079</b>	<b>4171079</b>	<b>100%</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	

For GMS & Co.,  
*Gaurang M. Shah*  
Mr. Gaurang Shah



Practising Company Secretary

Date: 03.10.2017