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Jayesh Vyas & Associates
Practising Company Secretaries
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Report of Scrutinizer

To,
The Chairman,
25th Annual General Meeting ("AGM") of the Equity Shareholders of **Gujarat Containers Limited** held on Saturday, the 23rd September, 2017 at 11.00 a.m. at its Registered Office at Plot No.488, Baroda – Savli Highway, Village : Tundav, Taluka: Savli, Dist. : Vadodara (Gujarat).

Dear Sir,

Reg : Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of (Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015) and voting by Ballot Paper at the Annual General Meeting of Gujarat Containers Limited held on 23rd September, 2017 at 11.00 a.m.

I, Jayesh Vyas, Proprietor of Jayesh Vyas & Associates, Practising Company Secretaries of Vadodara, had been appointed by the Board of Directors of Gujarat Containers Ltd. pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, to conduct e-voting process in respect of the below mentioned resolutions passed at 25th Annual General Meeting (AGM) of Gujarat Containers Limited held on 23rd September, 2017, at 11.00 am.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on 23rd September, 2017.

The Notice dated 25th July, 2017 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by the Shareholders of the Company.

The Company had also provided voting facility to the Shareholders present at the AGM and who had not cast their vote earlier through e-voting facility. The Shareholders of the Company holding shares as on the "cut-off" date 16th September, 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The e-voting period for e-voting commenced on Wednesday, 20th September, 2017 at 9.00 a.m. (IST) and end on Friday, 22nd September, 2017 at 5.00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was digitally scrutinized.





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The votes cast under 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 AGM the votes cast thereunder were counted.

I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from Central Depository Services (India) Limited (CDSL) e-voting system and voting through Ballot papers at the AGM.

I now submit my consolidated Report as under on the Results of the e-voting and voting through ballot papers at the AGM in respect of the said Resolutions.

Resolution No. 1 – Ordinary Resolution

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2017, together with the reports of the Board of Directors and Auditors thereon.

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
42	26,73,030	100.00

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None





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Resolution No. 2 – Ordinary Resolution

To appoint a Director in place of Mr. Pravin Hiralal Shah (DIN 01881862), who retires by rotation and being eligible, offers himself for re-appointment.

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
42	26,73,030	100.00

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** Votes :

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Resolution No. 3 – Ordinary Resolution

To appoint Statutory Auditors of the Company.

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
42	26,73,030	100.00

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil



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(iii) **Invalid Votes :**

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Resolution No. 4 – Ordinary Resolution

To appoint Mr. Sanjay Dalsukhbhai Shah, (DIN: 00123523) as an Independent Director.

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

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
42	26,73,030	100.00

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

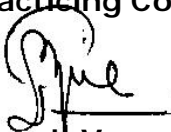
Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid Votes :**

Numbers of members whose votes were declared invalid	Number of votes cast by them
None	None

Thanking you,

For Jayesh Vyas & Associates
Practising Company Secretaries


Jayesh Vyas
Proprietor
FCS-5072 : CP-1790



Place : Vadodara
Date : 23-09-2017