



**Shaily Engineering  
Plastics Limited**

CIN # L51900GJ1980PLC065554

Regd. Office & Rania Plants :  
Survey No. 363, 364 & 366,  
At & P.O. Rania 391780, Gujarat, India  
Dist. Vadodara, Gujarat, India  
Phone : +91-9667-244372  
Fax : +91-9667-244372  
E-Mail : rania.plant@shaily.com

Halol Plant :  
707 GIDC, Halol - 389 350,  
Dist. Panchmahals, Gujarat, India  
Phone : +91-9676-929913/14  
Fax : +91-9676-929183  
E-Mail : halol.plant@shaily.com

Correspondence Address :  
B, J.P. Nagar, Old Padra Road  
Vadodara - 390 015, Gujarat, India  
Phone : +91-965-9339706  
Fax No. : +91-965-9339793  
E-Mail : sales@shaily.com  
Visit us at : www.shaily.com



**SEPL/SE/Sep/17-18  
September 09, 2017**

**The General Manager,  
Corporate Services/Listing Department  
BSE Limited  
Floor 25, P.J. Towers,  
Dalal Street,  
Mumbai – 400 001  
Scrip Code : 501423**

**Sub : Voting Results of 37<sup>th</sup> Annual General Meeting.**

**Dear Sir,**

In regard with the 37<sup>th</sup> Annual General Meeting of the Company, held on September 09, 2017, please find enclosed herewith ;

- i) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- ii) Scrutinizer's Report dated 09<sup>th</sup> September, 2017, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules, 2014.

Kindly take the same on record.

Thanking You.

Yours truly,

**For Shaily Engineering Plastics Limited**

**Sanjay Shah  
CFO & Vice President – Finance**



Encl : a/a



**Shaily Engineering  
Plastics Limited**

CIN # L51900GJ1980PLCO65554

Regd. Office & Rania Plants :  
Survey No. 363, 364 & 366,  
At & Po. Rania 391 780, Ta-Savli,  
Dist. Vadodara, Gujarat, India.  
Phone : +91-9667-244379  
Fax : +91-9667-244379  
E-Mail : rania.plant@shaily.com

Halol Plant :  
707, GIDC, Halol - 389 350,  
Dist. Panchmahals, Gujarat, India.  
Phone : +91-8676-22973/14  
Fax : +91-8676-220183  
E-Mail : halol.plant@shaily.com

Correspondence Address :  
8, J. P. Nagar, Old Padra Road  
Vadodara - 390 015, Gujarat, India.  
Phone : +91-965-2339706  
Fax No. : +91-965-2339723  
E-Mail : sales@shaily.com  
Visit us at : www.shaily.com



## Details of Voting Results of 37<sup>th</sup> Annual General Meeting held on September 09, 2017

[Reg. 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015  
read with SEBI Cir. No. CIR/CFD/CMD/8/2015 dtd 04.11.2015]

1 | Date of Annual General Meeting | September 09, 2017

2 | Total No. of Shareholders on record date | 3045

### 3 | No. of Shareholders present at the meeting either in person or through proxy

SN	Category	In person	Proxy
1	Promoters and Promoter Group	3	2
2	Public	21	1

### 4 | No. of Shareholders attended the meeting through video conferencing

SN	Category	In person	Proxy
1	Promoters and Promoter Group	No video conferencing facility was established for the AGM.	
2	Public		

### Details of Voting Results of 37th Annual General Meeting held on September 09, 2017

[Reg 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Cir No. CIR/CFD/CMD/8/2015 dtd 04.11.2015]

<b>Resolution No. 1 :</b>									
<b>To receive, consider and adopt the Audited Financial Statements of the Company for the year ended on 31st March, 2017 including Balance Sheet as on 31st March 2017, the Statement of Profit &amp; Loss and Cash Flow statement for the year ended on that date and the Report of Board of Directors and Auditors thereon.</b>									
Resolution required [Ordinary/Special] :							Ordinary		
Whether promoter/promoter group are interested in the resolution							No		
Sr. 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 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
1	Promoter & Promoter Group	Remote E- Voting	4499843	4499843	100.00	4499843	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		4499843	4499843	100.00	4499843	0	100.00
2	Public - Institutions	Remote E- Voting	35374	35374	100.00	35374	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		35374	35374	100.00	35374	0	100.00
3	Public - Non Institutions	Remote E- Voting	670792	668646	99.68	668646	0	100.00	0.00
		Poll		2146	0.32	2146	0	100.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		670792	670792	100.00	670792	0	100.00
<b>Grand Totals</b>			<b>5206009</b>	<b>5206009</b>	<b>100.00</b>	<b>5206009</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

### Details of Voting Results of 37th Annual General Meeting held on September 09, 2017

[Reg 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Cir No. CIR/CFD/CMD/8/2015 dtd 04.11.2015]

<b>Resolution No. 2 :</b>									
<b>To declare Final Dividend of ₹ 5/- (50%) for the financial year ended March 31, 2017.</b>									
Resolution required [Ordinary/Special] :							Ordinary		
Whether promoter/promoter group are interested in the resolution							No		
Sr. 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 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
1	Promoter & Promoter Group	Remote E- Voting	4499843	4499843	100.00	4499843	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		4499843	4499843	100.00	4499843	0	100.00
2	Public - Institutions	Remote E- Voting	35374	35374	100.00	35374	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		35374	35374	100.00	35374	0	100.00
3	Public - Non Institutions	Remote E- Voting	670792	668646	99.68	668646	0	100.00	0.00
		Poll		2146	0.32	2146	0	100.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		670792	670792	100.00	670792	0	100.00
<b>Grand Totals</b>			<b>5206009</b>	<b>5206009</b>	<b>100.00</b>	<b>5206009</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

### Details of Voting Results of 37th Annual General Meeting held on September 09, 2017

[Reg 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Cir No. CIR/CFD/CMD/8/2015 dtd 04.11.2015]

<b>Resolution No. 3 :</b>									
<b>To appoint a Director in place of Mr. Laxman Sanghvi (DIN : 00022977), who retires by rotation and being eligible, offers himself for appointment.</b>									
Resolution required [Ordinary/Special] :							Ordinary		
Whether promoter/promoter group are interested in the resolution							Yes		
Sr. 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 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
1	Promoter & Promoter Group	Remote E- Voting	4499843	4499843	100.00	4499843	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		4499843	4499843	100.00	4499843	0	100.00
2	Public - Institutions	Remote E- Voting	35374	35374	100.00	35374	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		35374	35374	100.00	35374	0	100.00
3	Public - Non Institutions	Remote E- Voting	670792	668646	99.68	668646	0	100.00	0.00
		Poll		2146	0.32	2146	0	100.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		670792	670792	100.00	670792	0	100.00
<b>Grand Totals</b>			5206009	5206009	100.00	5206009	0	100.00	0

### Details of Voting Results of 37th Annual General Meeting held on September 09, 2017

[Reg 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Cir No. CIR/CFD/CMD/8/2015 dtd 04.11.2015]

<b>Resolution No. 4 :</b>									
<b>To ratify appointment of M/s Deloitte Haskins &amp; Sells, Chartered Accountants (FRN : 117364W) as Statutory Auditors of the Company</b>									
Resolution required [Ordinary/Special] :							Ordinary		
Whether promoter/promoter group are interested in the resolution							No		
Sr. 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 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
1	Promoter & Promoter Group	Remote E- Voting	4499843	4499843	100.00	4499843	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		<b>Total</b>		<b>4499843</b>	<b>4499843</b>	<b>100.00</b>	<b>4499843</b>	<b>0</b>	<b>100.00</b>
2	Public - Institutions	Remote E- Voting	35374	35374	100.00	35374	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		<b>Total</b>		<b>35374</b>	<b>35374</b>	<b>100.00</b>	<b>35374</b>	<b>0</b>	<b>100.00</b>
3	Public - Non Institutions	Remote E- Voting	670792	668646	99.68	668646	0	100.00	0.00
		Poll		2146	0.32	2146	0	100.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		<b>Total</b>		<b>670792</b>	<b>670792</b>	<b>100.00</b>	<b>670792</b>	<b>0</b>	<b>100.00</b>
<b>Grand Totals</b>			<b>5206009</b>	<b>5206009</b>	<b>100.00</b>	<b>5206009</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

### Details of Voting Results of 37th Annual General Meeting held on September 09, 2017

[Reg 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Cir No. CIR/CFD/CMD/8/2015 dtd 04.11.2015]

<b>Resolution No. 5 :</b>									
<b>Remuneration to Cost Auditors</b>									
Resolution required [Ordinary/Special] :							Ordinary		
Whether promoter/promoter group are interested in the resolution							No		
Sr. 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 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
1	Promoter & Promoter Group	Remote E- Voting	4499843	4499843	100.00	4499843	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		<b>Total</b>		<b>4499843</b>	<b>4499843</b>	<b>100.00</b>	<b>4499843</b>	<b>0</b>	<b>100.00</b>
2	Public - Institutions	Remote E- Voting	35374	35374	100.00	35374	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		<b>Total</b>		<b>35374</b>	<b>35374</b>	<b>100.00</b>	<b>35374</b>	<b>0</b>	<b>100.00</b>
3	Public - Non Institutions	Remote E- Voting	670792	668646	99.68	668646	0	100.00	0.00
		Poll		2146	0.32	2146	0	100.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		<b>Total</b>		<b>670792</b>	<b>670792</b>	<b>100.00</b>	<b>670792</b>	<b>0</b>	<b>100.00</b>
<b>Grand Totals</b>			<b>5206009</b>	<b>5206009</b>	<b>100.00</b>	<b>5206009</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

### Details of Voting Results of 37th Annual General Meeting held on September 09, 2017

[Reg 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Cir No. CIR/CFD/CMD/8/2015 dtd 04.11.2015]

<b>Resolution No. 6 :</b>									
<b>Appointment of Mr. Amit Sanghvi as Managing Director</b>									
Resolution required [Ordinary/Special] :							Special		
Whether promoter/promoter group are interested in the resolution							Yes		
Sr. 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 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
1	Promoter & Promoter Group	Remote E- Voting	4499843	4499843	100.00	4499843	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		4499843	4499843	100.00	4499843	0	100.00
2	Public - Institutions	Remote E- Voting	35374	35374	100.00	0	35374	0.00	100.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		35374	35374	100.00	0	35374	0.00
3	Public - Non Institutions	Remote E- Voting	670792	668646	99.68	668646	0	100.00	0.00
		Poll		2146	0.32	2146	0	100.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		670792	670792	100.00	670792	0	100.00
<b>Grand Totals</b>			<b>5206009</b>	<b>5206009</b>	<b>100.00</b>	<b>5170635</b>	<b>35374</b>	<b>99.3205</b>	<b>0.6795</b>



### Details of Voting Results of 36th Annual General Meeting held on August 02, 2016

[Reg 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Cir No. CIR/CFD/CMD/8/2015 dtd 04.11.2015]

<b>Resolution No. 7 :</b>									
<b>Appointment of Ms. Tilottama Sanghvi as Whole-Time Director</b>									
Resolution required [Ordinary/Special] :							Special		
Whether promoter/promoter group are interested in the resolution							Yes		
Sr. 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 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
1	Promoter & Promoter Group	Remote E- Voting	4499843	4499843	100.00	4499843	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		4499843	4499843	100.00	4499843	0	100.00
2	Public - Institutions	Remote E- Voting	35374	35374	100.00	35374	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		35374	35374	100.00	35374	0	100.00
3	Public - Non Institutions	Remote E- Voting	670792	668646	99.68	668646	0	100.00	0.00
		Poll		2146	0.32	2146	0	100.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		670792	670792	100.00	670792	0	100.00
<b>Grand Totals</b>			<b>5206009</b>	<b>5206009</b>	<b>100.00</b>	<b>5206009</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

### Details of Voting Results of 37th Annual General Meeting held on September 09, 2017

[Reg 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Cir No. CIR/CFD/CMD/8/2015 dtd 04.11.2015]

<b>Resolution No. 8 :</b>									
<b>Revision in remuneration of Mr. Mahendra Sanghvi, Executive Chairman</b>									
Resolution required [Ordinary/Special] :							Special		
Whether promoter/promoter group are interested in the resolution							Yes		
Sr. 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 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
1	Promoter & Promoter Group	Remote E- Voting	4499843	4499843	100.00	4499843	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		<b>Total</b>		<b>4499843</b>	<b>4499843</b>	<b>100.00</b>	<b>4499843</b>	<b>0</b>	<b>100.00</b>
2	Public - Institutions	Remote E- Voting	35374	35374	100.00	0	35374	0.00	100.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		<b>Total</b>		<b>35374</b>	<b>35374</b>	<b>100.00</b>	<b>0</b>	<b>35374</b>	<b>0.00</b>
3	Public - Non Institutions	Remote E- Voting	670792	668646	99.68	0	35374	0.00	0.00
		Poll		2146	0.32	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	0	NA	NA
		<b>Total</b>		<b>670792</b>	<b>670792</b>	<b>100.00</b>	<b>0</b>	<b>35374</b>	<b>0.00</b>
<b>Grand Totals</b>			<b>5206009</b>	<b>5206009</b>	<b>100.00</b>	<b>5170635</b>	<b>35374</b>	<b>99.3205</b>	<b>0.6795</b>

### Details of Voting Results of 37th Annual General Meeting held on September 09, 2017

[Reg 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Cir No. CIR/CFD/CMD/8/2015 dtd 04.11.2015]

<b>Resolution No. 9 :</b>									
<b>Approval of charges for service of documents to members</b>									
Resolution required [Ordinary/Special] :							Ordinary		
Whether promoter/promoter group are interested in the resolution							No		
Sr. 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 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
1	Promoter & Promoter Group	Remote E- Voting	4499843	4499843	100.00	4499843	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		4499843	4499843	100.00	4499843	0	100.00
2	Public - Institutions	Remote E- Voting	35374	35374	100.00	0	35374	0.00	100.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		35374	35374	100.00	0	35374	0.00
3	Public - Non Institutions	Remote E- Voting	670792	664686	99.68	664686	668646	100.00	100.60
		Poll		2146	0.32	2146	2146	100.00	100.00
		Postal Ballot		NA	NA	NA	NA	NA	NA
		Total		670792	666832	0.00	666832	670792	100.00
<b>Grand Totals</b>			<b>5206009</b>	<b>5206009</b>	<b>100.00</b>	<b>5170635</b>	<b>35374</b>	<b>99.32</b>	<b>0.6795</b>

**Consolidated Scrutinizer's Report**

To,  
The Chairman,  
37<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
**Shaily Engineering Plastics Limited**  
Held on the 9<sup>th</sup> day of September, 2017, at 03:00 p.m.,  
At Survey No. 364-366, At. & Po. Rania, Ta. Savli, Dist.  
Vadodara – 391 780,

**Scrutinizer's Report on Poll including voting by Electronic Means in respect of the resolutions (businesses) contained in the Notice dated May 20, 2017.**

Dear Sir,

I, Suresh Kumar Kabra, Partner, Samdani Shah & Kabra (Erstwhile Samdani Shah & Asso.), Company Secretaries, have been appointed as a Scrutinizer by the Board of Directors of **Shaily Engineering Plastics Limited**, for the purpose of scrutinizing the e-voting process (remote e-voting) and poll taken on the below mentioned resolution(s) / (business(es)), at the 37<sup>th</sup> Annual General Meeting of the Equity Shareholders of Shaily Engineering Plastics Limited, held on Saturday, September 09, 2017, at 03:00 p.m.

The Management of the company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made there under; (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, relating to the Poll including voting by electronic means (remote e-voting). My responsibility as a Scrutinizer is restricted to give a Consolidated Report on the votes cast by the members for the resolutions (businesses) contained in the Notice dated May 20, 2017, based upon:

- a) The report generated from the e-voting platform provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities and;
- b) The scrutiny of the Polling papers received at the 37<sup>th</sup> Annual General Meeting.

1. I submit my report as under:

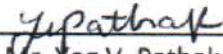
1.1 After declaration of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.





- 1.2 The locked ballot box was subsequently opened by me in the presence of two witnesses namely Mr. Yog V. Pathak and Mr. Siddharth Pancholi and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company and the authorizations / proxies lodged with the Company. Then the votes cast through remote e-voting were unblocked on September 09, 2017 around 3:40 p.m. in the presence of above named witnesses who are not in the employment of the Company.

The witnesses have signed below in confirmation of the ballot boxes being unlocked in their presence and also in confirmation of the remote votes being unblocked in their presence.

  
Mr. Yog V. Pathak

  
Mr. Siddharth Pancholi

- 1.3 The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
2. The result of the scrutiny of voting by Poll and voting by electronic means in respect of resolutions (businesses) contained in notice dated May 20, 2017 is as under:

**2.1 Resolution (Business) No. 1:**

To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2017 including Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	28	5203863	13	2146	41	5206009	100.00
Voted against	0	0	0	0	0	0	0.00
<b>Total</b>	<b>28</b>	<b>5203863</b>	<b>13</b>	<b>2146</b>	<b>41</b>	<b>5206009</b>	<b>100.00</b>
Invalid votes	0	0	0	0	0	0	N.A.

**2.2 Resolution (Business) No. 2:**

To declare a final dividend of Rs. 5/- (50%) per equity share for the financial year ended on March 31, 2017. (Ordinary Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	28	5203863	13	2146	41	5206009	100.00
Voted against	0	0	0	0	0	0	0.00
<b>Total</b>	<b>28</b>	<b>5203863</b>	<b>13</b>	<b>2146</b>	<b>41</b>	<b>5206009</b>	<b>100.00</b>
Invalid votes	0	0	0	0	0	0	N.A.

**2.3 Resolution (Business) No. 3:**

To appoint a Director, in place of Mr. Laxman Sanghvi (DIN: 00022977), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	28	5203863	13	2146	41	5206009	100.00
Voted against	0	0	0	0	0	0	0.00
<b>Total</b>	<b>28</b>	<b>5203863</b>	<b>13</b>	<b>2146</b>	<b>41</b>	<b>5206009</b>	<b>100.00</b>
Invalid votes	0	0	0	0	0	0	N.A.





**2.4 Resolution (Business) No. 4:**

To ratify appointment of M/s Deloitte Haskins & Sells, Chartered Accountants (FRN : 117364W) as Statutory Auditors of the Company in accordance with the resolution passed by the members at the 36<sup>th</sup> Annual General Meeting held on 02<sup>nd</sup> August, 2016 and to authorise the Board of Directors to fix their remuneration. (Ordinary Resolution)

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	28	5203863	13	2146	41	5206009	100.00
Voted against	0	0	0	0	0	0	0.00
<b>Total</b>	<b>28</b>	<b>5203863</b>	<b>13</b>	<b>2146</b>	<b>41</b>	<b>5206009</b>	<b>100.00</b>
Invalid votes	0	0	0	0	0	0	N.A.

**2.5 Resolution (Business) No. 5:**

**Remuneration to Cost Auditors. (Ordinary Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	28	5203863	13	2146	41	5206009	100.00
Voted against	0	0	0	0	0	0	0.00
<b>Total</b>	<b>28</b>	<b>5203863</b>	<b>13</b>	<b>2146</b>	<b>41</b>	<b>5206009</b>	<b>100.00</b>
Invalid votes	0	0	0	0	0	0	N.A.

**2.6 Resolution (Business) No. 6:**

**Appointment of Mr. Amit Sanghvi (DIN: 00022444) as Managing Director. (Special Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	27	5168489	13	2146	40	5170635	99.32
Voted against	1	35374	0	0	1	35374	0.68
<b>Total</b>	<b>28</b>	<b>5203863</b>	<b>13</b>	<b>2146</b>	<b>41</b>	<b>5206009</b>	<b>100.00</b>
Invalid votes	0	0	0	0	0	0	N.A.

**2.7 Resolution (Business) No. 7:**

**Appointment of Ms. Tilottama Sanghvi (DIN: 00190481) as a Whole Time Director. (Special Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	28	5203863	13	2146	41	5206009	100.00
Voted against	0	0	0	0	0	0	0.00
<b>Total</b>	<b>28</b>	<b>5203863</b>	<b>13</b>	<b>2146</b>	<b>41</b>	<b>5206009</b>	<b>100.00</b>
Invalid votes	0	0	0	0	0	0	N.A.



**2.8 Resolution (Business) No. 8:**

**Revision in remuneration of Mr. Mahendra Sanghvi (DIN: 00084162), Executive Chairman. (Special Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	27	5168489	13	2146	40	5170635	99.32
Voted against	1	35374	0	0	1	35374	0.68
<b>Total</b>	<b>28</b>	<b>5203863</b>	<b>13</b>	<b>2146</b>	<b>41</b>	<b>5206009</b>	<b>100.00</b>
Invalid votes	0	0	0	0	0	0	N.A.

**2.9 Resolution (Business) No. 9:**

**Approval of charges for service of documents to members. (Ordinary Resolution)**

Voting Description	Remote e-voting		Voting through Ballot Papers at the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes Cast	Number of Members who voted (in person or by proxy)	Number of Shares for which votes cast	Total number of Members who voted	Total number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour	27	5168489	13	2146	40	5170635	99.32
Voted against	1	35374	0	0	1	35374	0.68
<b>Total</b>	<b>28</b>	<b>5203863</b>	<b>13</b>	<b>2146</b>	<b>41</b>	<b>5206009</b>	<b>100.00</b>
Invalid votes	0	0	0	0	0	0	N.A.



3. All the figures shown in percentage have been rounded off to 2 decimal points.
4. All the resolutions / (businesses) are passed / conducted and carried with requisite majority.
5. The poll papers and all other relevant records will remain in my custody and will be handed over to the Chairman / Company Secretary for safe keeping after the Chairman signs the minutes.

Thanking you,

Yours Faithfully,

  
**Suresh Kumar Kabra**  
Partner  
**Samdani Shah & Kabra**  
(Erstwhile Samdani Shah & Asso.)  
Company Secretaries  
CP No. 9927



Vadodara, September 09, 2017

For SHAILY ENGINEERING PLASTICS LTD.

  
Company Secretary