

Consolidated Scrutinizer's Report

To,
The Chairman,
38th Annual General Meeting of the Equity Shareholders of
Shaily Engineering Plastics Limited
Held on the 13th day of August, 2018, at 04:00 p.m.,
At Survey No. 364/366, Sankarda - Bhadarwa
Road, At. & Po. Rania, Ta. Savli, Dist.
Vadodara – 391 780,
Gujarat, India.

Scrutinizer's Report on Poll including voting by Electronic Means in respect of the resolution(s) / business(es) contained in the Notice dated May 14, 2018.

Dear Sir,

I, S. Samdani, Partner, Samdani Shah & Kabra, 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 38th Annual General Meeting of the Equity Shareholders of Shaily Engineering Plastics Limited, held on Monday, August 13, 2018, at 04:00 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 resolution(s) / business(es) contained in the Notice dated May 14, 2018, 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 38th 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. Kunal Mehta and Ms. Goral Patel 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.

Then the votes cast through remote e-voting were unblocked on August 13, 2018 around 5:05 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. Kunal Mehta



Ms. Goral Patel

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 resolution(s) / business(es) contained in notice dated May 14, 2018 is as under:

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

Adoption of Financial Statements.

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	43	5450510	7	650	50	5451160	100.00
Voted against	0	0	0	0	0	0	0.00
Total	43	5450510	7	650	50	5451160	100.00
Invalid votes	0	0	4	400	4	400	N.A.



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

Declaration of Dividend.

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	43	5450510	7	650	50	5451160	100.00
Voted against	0	0	0	0	0	0	0.00
Total	43	5450510	7	650	50	5451160	100.00
Invalid votes	0	0	4	400	4	400	N.A.

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

Appointment of Mr. Mahendra Sanghvi as a Director liable to retire by rotation.

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	43	5450510	7	650	50	5451160	100.00
Voted against	0	0	0	0	0	0	0.00
Total	43	5450510	7	650	50	5451160	100.00
Invalid votes	0	0	4	400	4	400	N.A.



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

Appointment of Auditors.

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	43	5450510	7	650	50	5451160	100.00
Voted against	0	0	0	0	0	0	0.00
Total	43	5450510	7	650	50	5451160	100.00
Invalid votes	0	0	4	400	4	400	N.A.

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

Remuneration to Cost Auditors.

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	43	5450510	7	650	50	5451160	100.00
Voted against	0	0	0	0	0	0	0.00
Total	43	5450510	7	650	50	5451160	100.00
Invalid votes	0	0	4	400	4	400	N.A.



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

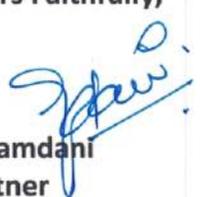
Revision in terms of Remuneration of Ms. Kinjal Sanghvi, Head - Regulatory Affairs & Compliance, relative of Director.

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	25	1929623	7	650	32	1930273	95.50
Voted against	3	91047	0	0	3	91047	4.50
Total	28	2020670	7	650	35	2021320	100.00
Invalid votes	0	0	4	400	4	400	N.A.

- All the figures shown in percentage have been rounded off to 2 decimal points.
- All the resolution(s) / business(es) are passed / conducted and carried with requisite majority.
- 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,


S. Samdani
Partner
Samdani Shah & Kabra
Company Secretaries
CP No. 2863



Vadodara, August 14, 2018

For SHAILY ENGINEERING PLASTICS LTD.


Company Secretary

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