

*Ashish C. Doshi*

*Company Secretary*

## FORM NO. MGT-13

### Scrutinizer's Report

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

To,  
The Chairman,  
39<sup>th</sup> Annual General Meeting of the  
Equity Shareholders of Atul Limited,  
Held on 29<sup>th</sup> day of July, 2016 at 10.30 a .m. at  
H T Parekh Hall, Ahmedabad Management Association,  
Dr. Vikram Sarabhai Marg, Ahmedabad – 380015

Dear Sir,

I, Ashish C. Doshi, Practising Company Secretary having office at TF/1, Anison Bldg, 3rd Floor, State Bank of India Lane, Swastik Soc., Nr. Stadium Circle, C.G.Road, Navrangpura, Ahmedabad-380 009, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 39<sup>th</sup> Annual General Meeting of the Equity Shareholders of Atul Limited, held on 29<sup>th</sup> day of July, 2016 at 10.30 a.m. at H T Parekh Hall, Ahmedabad Management Association, Dr. Vikram Sarabhai Marg, Ahmedabad – 380015, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, two ballot boxes kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Link Intime India Private Limited, the 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. The same were not considered in calculation.



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4. The result of the Poll is as under:

- a) **Resolution No. 1 – Adoption of the Financial Statements and Reports thereon and the Consolidated Financial Statements for the financial year ended on March 31, 2016.**

(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	16235487	100.00

(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
0	0	0.00

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	4750

- b) **Resolution No. 2 – Declaration of the dividend on Equity shares**

(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	16235487	100.00

(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
0	0	0.00

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	4750



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## c) Resolution No. 3 – Reappointment of Mr B S Mehta as a Director

(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	16235487	100.00

(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
0	0	0.00

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	4750

## d) Resolution No. 4 – Reappointment of Mr. B N Mohanan as a Director

(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	16235487	100.00

(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
0	0	0.00

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	4750



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- e) Resolution No. 5 – Appointment of Dalal & Shah Chartered Accountants LLP as the Statutory Auditors and fix their remuneration

(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	16235487	100.00

(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
0	0	0.00

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	4750

- f) Resolution No. 6 – Reappointment of Mr. B N Mohanan as Whole-time Director

(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	16235487	100.00

(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
0	0	0.00

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	4750



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- g) **Resolution No. 7 – Ratification of remuneration of R Nanabhooy & Co for Cost Audit**

<b>(i) Voted in favour of the resolution:</b>		
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	16235487	100.00

<b>(ii) Voted against the resolution:</b>		
Number of members present and Voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

<b>(iii) Invalid Votes:</b>	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	4750

5. A Compilation of Data 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 authorized by the Board for safe keeping.

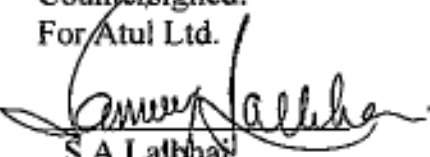
Thanking You,

Yours Faithfully,

Date: 29<sup>th</sup> July, 2016


Place : Ahmedabad

Countersigned:  
For Atul Ltd.

  
S A Lathar

Managing Director



  
ASHISH C DOSHI  
COMPANY SECRETARY  
Membership No.: F3544  
COP No.: 2356