	MAFATLAL INDUSTRIES LTD
Date of the AGM/EGM	31-07-2018
Total number of shareholders on record date	103757
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	54
Public:	171
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1				,			
	•							
	ORDINARY - Adop	RDINARY - Adoption of Audited Financial Statements (Standalone & Consolidated both) including the statement of Profit and loss for the Year						
Resolution required: (Ordinary/ Special)	ended 31st March	, 2018 and Balance	sheet as at da	te, the Directors' Rep	ort and Auditors' R	eport thereon with	the Annexure ther	eto.
Whether promoter/ promoter group are					As A THE C			
interested in the agenda/resolution?	No	94 74 F	W	24 ME 1	60 (22/)			
		1	ŀ			-		
			ĺ	or styles a Dellest	ì			
				% of Votes Polled	·			% of Votes
		No. of shares	1	on outstanding	No of Votos in	No. of Votes –	favour on votes	against on votes
Catagoni	Mode of Voting	held (1)	polled (2)	shares (3)=[(2)/(1)]* 100		against (5)	polled	polled
Category	E-Voting	ineia (1)	4288043			against (5)	(6)=[(4)/(2)]*100 100.0000	(7)=[(5)/(2)]*100 0.0000
	Poll	*	6125752			0	100.0000	0.0000
	Postal Ballot (if	10414581	0123732	30.0130	0123732		100.000	0.0000
Promoter and Promoter Group	applicable)		0	0.0000	00	. 0	0.0000	0.0000
	Total		10413795	99,9925	10413795	0	100.0000	0.0000
	E-Voting		0	0.0000	00	0	0.0000	0.0000
	Poll	360656	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	300030						
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1994 61	0	140		M22 - 1044 0	0.0000	0.0000
	E-Voting		302	0.0096	292	10	96.6887	3.3112
	Poll	3137649	360	0.0115	354	6	98.3333	1.6666
1 .	Postal Ballot (if]						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	
	Total		662		646	16		2,4169
"我们是"别性"。是"我们是"我们是对	Total	13912886	10414457	74.8548	10414441	16	99.9998	0.0002

FOR LARMY COMPUTERSHARE DUT LAS



ANANDA-MOOLYA

Resolution No.	2							
Resolution required: (Ordinary/ Special)	OPDINARY - Anno	intment of Shri Ani	ruddha B Dochi	nukh, a Director who	ratiras by ratation			
Whether promoter/ promoter group are	Окричакт - Арро	intilient of sim Ain	ludulla r Desili	nukii, a birector who	retires by rotation		Managan en	
interested in the agenda/resolution?	No		B 11				BORGADIA.	
	-	34.20.1.				23/9/83	·	
				% of Votes Polled			% of Votes in	% of Votes
·				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares (3)=[(2)/(1)]*	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	100,	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	<u> </u>	4288043	41.1735	4288043	0	100.0000	0.0000
	Poll	10414581	6125752	58.8190	6125752	. 0	100.0000	0.0000
	Postal Ballot (if	10111001				-		, :
Promoter and Promoter Group	applicable)		0	0.0000	00		0.0000	
	Total		10413795		CONTRACTOR OF THE PROPERTY OF THE PARTY OF T		351-304 [S. 52 ZOO.4500	100000000000000000000000000000000000000
	E-Voting		0	0.0000	00		0.0000	
	Poll	360656	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if						i	
Public- Institutions	applicable)		0	0.0000	00		0.0000	
	Total	1 () () () () () () () () () (0		0	The second part of T	0.0000	
	E-Voting		302	0.0096	292	10		3.3112
	Poll	3137649	360	0.0115	354	. 6	98.3333	1.6666
The state of the s	Postal Ballot (if			0.000				
Public- Non Institutions	applicable)		0	0.0000			0.0000	
	Total	12012000	662	0.0211	646			
	Total	13912886	10414457	74.8548	10414441	10 10 816	99,9998	0.0002

FOR KARY COMPUTERS HARE ATUD



ANANDA MOOLYA

Resolution No.	3							
Resolution required: (Ordinary/ Special)				Waterhouse Chartere th Annual General M		, as Auditors of the	Company from the	conclusion of this
Whether promoter/ promoter group are interested in the agenda/resolution?	No	THE						
Category	Mode of Voting	No. of shares held (1)	No. of votes	100	favour (4)	No. of Votes –	polled	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting Poll Postal Ballot (if	10414581	4288043 6125752	41.1735 58.8190	6125752	0	100.0000	0.0000
Promoter and Promoter Group	applicable) Total	Ediller	0 10413795	0.0000 99.9925		0	0.0000	0.0000
	E-Voting Poll Postal Ballot (if	360656	0	0.0000 0.0000	00	0	0.0000	0.0000
Public- Institutions	applicable)	respective a	0	0.0000	00	0	0.0000	
	E-Voting Poll	3137649	302 360	0.0096 0.0115		10	96.6887 98.3333	3.3112
Public- Non Institutions	Postal Ballot (if applicable)	313/649	ř. 0	0.0000		0	0.0000	
	Total Total	1 13912886	662 10414457	The second secon		16 ************************************	4646	

Resolution No.	4						<u> </u>	
	SDECIAL - Special	Pecalution for ann	oval of Manag	arial Remuneration to	Shri Aniruddha P	Deshmukh for the	remaining term of	two years i.e. from
Resolution required: (Ordinary/ Special)		PECIAL - Special Resolution for approval of Managerial Remuneration to Shri Aniruddha P. Deshmukh for the remaining term of two years i.e. from 8th August, 2018 to 12th August, 2020 pursuant to provision of Schedule V to the Companies Act, 2013 including waiver.						
	13til August, 2016	to 12th August, 20	I Dursdant to	provision or schedul	C V to the compan	les Act, 2015 iliciae	ing waiver.	
Whether promoter/ promoter group are	N/a	1.47	THE .	Marie Street	155400			
interested in the agenda/resolution?	No		25550k		3.5986777	BUILDING AND		
	İ			% of Votes Polled			% of Votes in	% of Votes
	.]			on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares (3)=[(2)/(1)]*	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	·	4288043	41.1735	4288043	0	100.0000	0.0000
	Poll	10444504	6125752	58.8190	6125752	0	100.0000	0.0000
	Postal Ballot (if	10414581						
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1/1#/E	10413795	99,9925	10413795	0	100.0000	0.0000
	E-Voting		0	0.0000	00	0	0.0000	0.0000
	Poll	30000	0	0.0000	00	. 0	0.0000	0.0000
	Postal Ballot (if	360656						
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	DESCRIPTION OF	. 0	3,0000	0	1 0	0.0000	0.0000



FOR KARNY

OO OMPUTERIMARE

OO PUT LLD

	E-Voting		302	0.0096	292	10	96.6887	3.3112
	Poll	3137649	360	0.0115	354	6	98.3333	1.6666
	Postal Ballot (if	3137043						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		662	0.0211	646	16	97.5831	2.4169
了的《多·文学》,对他的一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个一个	Total T	13912886	10414457	74.8548	10414441	18 16	99.9998	0.0002

Resolution No.	5							
Resolution required: (Ordinary/ Special)		DINARY - Ordinary Resolution under section 148 (3) of the Companies Act, 2013 for approval of remuneration payable to Shri B. C. Desai, cost countant, Ahmedabad as the Cost Auditor of the Company for the year 2018-19.						B. C. Desai, cost
Whether promoter/ promoter group are	E LUMB	48 T			10012	Militia 552	e a marke	10.5(6)
interested in the agenda/resolution?	No	3.446	625		400	HED.	Sea There	1. 植物
						<u>l</u> .		
٠,				% of Votes Polled	· ·		% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares (3)=[(2)/(1)]*	No. of Votes – in	No. of Votes -	polled	polled
Category	Mode of Voting	heid (1)	polled (2)	100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
•	E-Voting		4288043	41.1735	4288043	0	100.0000	0.0000
	Poli	10414581	6125752	58.8190	6125752	0	100.0000	0.0000
	Postal Ballot (if	10414301						
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		10413795	99.9925	10413795	0	100.0000	0.0000
8	E-Voting]	0	b. 0.0000	00	0	0.0000	0.0000
	Poll	360656	0	0.0000	- 00	0	0.0000	0.0000
	Postal Ballot (if							
Public- Institutions	applicable)		0	0.0000		0	0.0000	0.0000
<u> </u>	Total	2165 3	450 O	3800 1 1 1 1 1 1 1 1 1 1 1		-		0.0000
	E-Voting		302			. 10	96.6887	3.3112
	Poll	3137649	360	0.0115	354	6	98.3333	1.6666
	Postal Ballot (if							
Public- Non Institutions	applicable)		0	0.0000		0	0.0000	0.0000
	Total		662	0.0211	646	16		
"原子"就一定原文是大学的证明。1985年	Total	# #13912886	10414457	74.8548	10414441	16	99,9998	4 0.0002

FOR KARY COMPUTERSHARE ATUD



ANAMDA MOOLYA

Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Ordin	ary Resolution for a	approval of rec	lassification of certain	n Persons/Entities a	s Non-Promoter/P	ublic shareholders	as per Resolution.
Whether promoter/ promoter group are								
interested in the agenda/resolution?	Yes	A60 186	10.640	aller aller	Eg. (1)	de 1965 d	E2	
				% of Votes Polled	-	-	% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares (3)=[(2)/(1)]*	No. of Votes – in	No. of Votes -	polled	polled
Category	Mode of Voting	held (1)	polled (2)	100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		4288Ó43	41.1735	4288043	0	100.0000	
	Poll	10414581	2390880	22.9570	2390880	0	100.0000	0.0000
	Postal Ballot (if	10414581						
Promoter and Promoter Group	applicable)		0	0.0000		0	0.0000	
•	Total	12.5	6678923	64.1305	6678923	. 0	100.0000	0.0000
	E-Voting		0	0.0000	00		0.0000	0.0000
	Poll	360656	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if] 300030						
Public- Institutions	applicable)		0	0.0000	. 00	0	0.0000	
	Total	448	0	- A 0	0	0	0.0000	0.0000
	E-Voting		302	0.0096	292	10	96.6887	3.3112
	Poll	3137649	360	0.0115	354	. 6	98.3333	1.6666
	Postal Ballot (if	3137043						
Public- Non Institutions	applicable)		0	0.0000		0	0.0000	0.0000
*	Total		662					
· · · · · · · · · · · · · · · · · · ·	Total	13912886	6679585	48.0101	6679569	16	1299,9998	34 0.0002

For, Mafatlal Industries Limited

FOR KARNY COMPUTERSHARE PUT LTD

ASHISH A. KARANJI Company Secretary

ANANDA. MUDLYA



UMESH VED & ASSOCIATES Company Secretaries

304, Shoppers Plaza-V. Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009. Telefax: (O) +91 79 26464153, 48904153 • Moblie +91 98250 35998

E mail: info@umeshvedcs.com, umeshvedcs.office@airtelmail.in • Website: www.umeshvedcs.com

FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To, The Chairman, **Mafatlal Industries Limited** 301-302, Heritage Horizon, 3rd Floor, Off. C.G. Road, Navrangpura, Ahmedabad-380009.

Re: 104th Annual General Meeting (AGM) of Mafatlal Industries Limited held on Tuesday, the 31st July, 2018 at 10:00 a.m. at J.B. Auditorium, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Vastrapur, Ahmedabad-380015, Gujarat.

Dear Sir,

I, Umesh Ved, Proprietor of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 104th AGM of the Members of "Mafatlal Industries Limited" (the Company) held on Tuesday, the 31st July, 2018 at 10:00 a.m. at J.B. Auditorium, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Vastrapur, Ahmedabad-380015, Gujarat.

My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the votes casted "in favour" or "against" the resolution(s) based on the reports generated from the Remote e-voting system provided by the Karvy Computershare Private Limited (the Agency/ service provider) and the Polling at the AGM.

I submit my report as under:

i. The shareholders of the Company holding shares as on the "cut-off" date 24th July, 2018, were entitled to vote on the proposed resolutions as set out in item nos. 1 to 6 in the Notice of the 104th AGM of Mafatlal Industries Limited.



Continuation Sheet

Umesh Ved & Associates

ii. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Saturday, the 28thJuly, 2018 and ended on 5.00 P.M. on Monday, the 30th July, 2018. The Remote E –voting facility was blocked thereafter.

iii. At the venue of the AGM the facility to cast vote by poll was provided to facilitate those members present at the AGM who could not participate through Remote E-voting, to record their votes. After counting of the votes conducted at the venue of the AGM through Ballot, the votes cast through Remote E- voting were unblocked by me in the presence of two witnesses, namely, Ms. Jasmin Majithia and Ms. Rakshita Sharma who are not in employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

J. H. mayithia

Jasmin Majithia

Rakshita Sharma

iv. The voting done through Remote E-voting and Polling at the meeting were reconciled with the records maintained by the RTA and the authorizations / proxies lodged with the Company.

v. The result of the Remote e-voting as well as Polling at the AGM is as under:

(1). **ORDINARY RESOLUTION** Adoption of Audited Financial Statements (Standalone & Consolidated both) including the statement of Profit and Loss for the year ended 31st March, 2018 and the Balance sheet as at date, the Director's Report and Auditors' Report thereon.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	54	4288335	99.9998%
Poll	34	6126106	99.9999%
Total	88	104144441	99.9998%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	2	10	0.0002%
Poll	1	6	0.0001%
Total	3	16	0.0002%

(2) ORDINARY RESOLUTION Re-appointment of Shri Aniruddha P Deshmukh, a Director who retires by rotation.

Voted in Favour of the Resolution

Type of Voting	Number of members	Number of Votes	% of total number of
	present and voting (in	Cast by them	Valid votes cast
	person or by proxy)		
E voting	54	4288335	99.9998%
Poll	34	6126106	99.9999%
Total	88	104144441	99.9998%

Voted against of the Resolution

Type of Voting	Number of members	Number of	Votes	% of total number of
	present and voting (in	· I		Valid votes cast
	person or by proxy)			
E voting	2	10		0.0002%
Poll	1	6	,	0.0001%
Total	3	16		0.0002%

(3) **ORDINARY RESOLUTION** for ratification of appointment of M/s. Price Waterhouse Chartered Accountants LLP, as Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of 108th Annual General Meeting.

Voted in Favour of the Resolution

Type of Voting	Number of members	Number of Votes	% of total number of
	present and voting (in	Cast by them	Valid votes cast
	person or by proxy)		
E voting	54	4288335	99.9998%
4			
Poll	34	6126106	99.9999%
Total	88	104144441	99.9998%

Voted against of the Resolution

Type of Voting	Number of members	Number of Votes	% of total number of
	present and voting (in	Cast by them	Valid votes cast
	person or by proxy)		
E voting	2	10	0.0002%
Poll	1	6	0.0001%
Total	3	16	0.0002%



(4) **SPECIAL RESOLUTION** for approval of Managerial Remuneration to Shri Aniruddha P. Deshmukh for the remaining term of two years i.e. from 13th August, 2018 to 12th August, 2020 pursuant to provision of Schedule V to the Companies Act, 2013.

Voted in Favour of the Resolution

Type of Voting	Number of members) i
	present and voting (in person or by proxy)	Cast by them	Valid votes cast
E voting	54	4288335	99,9998%
Poll	34	6126106	99.9999%
Total	88	104144441	99.9998%

Voted against of the Resolution

Type of Voting	Number of members	Number of Votes	% of total number of
	present and voting (in	Cast by them	Valid votes cast
	person or by proxy)		
E voting	2	10	0.0002%
Poll	1	6	0.0001%
Total	3	16	0.0002%

(5) **ORDINARY RESOLUTION** for approval of remuneration payable to Shri B. C. Desai, Cost Accountant, Ahmedabad as the Cost Auditor of the Company for the year 2018-19. Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in	Number of Votes Cast by them	% of total number of Valid votes cast
	person or by proxy)	Cast by them	vand votes east
E voting	54	4288335	99.9998%
Poll	34	6126106	99.9999%
Total	88	104144441	99.9998%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	2	10	0.0002%
Poll	1	6	0.0001%
Total	3	16	0.0002%



Continuation Sheet

(6) **ORDINARY RESOLUTION** for approval of reclassification of certain Persons/Entities as Non-Promoter/Public shareholders as per Resolution.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	54	4288335	99.9998%
Poll	31	2391234	99.9997%
Total	85	6679569	99.9998%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)		Votes	% of total number of Valid votes cast
E voting	2	10		0.0002%
Poll	1	6		0.0003%
Total	3	16		0.0002%

- vi. 5 polling papers holding 60 shares were found Invalid and 3 shareholders holding 37,34,872 shares abstained from voting for the resolution No. 6.
- vii. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- viii. The Electronic data and all other relevant records relating to Remote e-voting and electronic voting conducted at the AGM is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,

Umesh Ved

FCS No: 4411

CP No: 2924

Date: 31st July, 2018

Place: Ahmedabad

For, MAFATLAL INDUSTRIES LIMITED

Mr. Hrishikesh Mafatlal

(Chairman of the Meeting)

FCS 4411

(Chairman for Resolution no. 6)