	MAFATLAL INDUSTRIES LTD
Date of the AGM/EGM	02-08-2019
Total number of shareholders on record date	101582
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	18
Public:	195
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1								
	ORDINARY - Adop	tion of Audited Fina	ancial Statements S	tandalone Consolida	ited, both including	the statement of I	Profit and loss for t	he Year ended	
Resolution required: (Ordinary/ Special)		131st March, 2019 and Balance sheet as at date, the Directors' Report and Auditors' Report thereon with the Annexure thereto.							
Whether promoter/ promoter group are	医结节分别的	1444	EARL MILES	化分类电子电流量:	- 4 44 44	A Company of the Comp	144.444.464		
interested in the agenda/resolution?	No	10-12-10-12	84891831	· 生物的是一种。		· 中国等级条件。	****	<b>司马车扩展</b> (4)	
		l	1	% of Votes Polled			% of Votes in	% of Votes	
	·		1	on outstanding		_	favour on votes	against on votes	
			i	shares	No. of Votes – in	No. of Votes –	polled	polled	
Category	Mode of Voting	held (1)		(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting	j	1,00,28,249	100.0000	1,00,28,249	0	100.0000	0.0000	
	Poll	1,00,28,249	0	0.0000	0	. 0	0.0000	0.0000	
	Postal Ballot (if	1,00,20,243							
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total	1994年6月	1,00,28,249	100.0000	1,00,28,249	0	100.0000	0.0000	
	E-Voting		0	0.0000	. 0	0	0.0000	0.0000	
	Poll	3.60.600	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if	3,60,690							
Public- Institutions	applicable)		0	0.0000	. 0	0	0.0000	0.0000	
	Total		0	0	0	0	0.0000	0.0000	
	E-Voting		1,89,638	5.3814	1,89,628	10	99.9947	0.0052	
,	Poli	25.22.047	3,158	0.0896	3,152	6	99.8100	0.1899	
	Postal Ballot (if	35,23,947							
Public- Non Institutions	applicable)		· 0	0.0000	0	. 0	0.0000	0.0000	
	Total		1,92,796	5.471	1,92,780	16	99.9917	0.0083	
<b>在自己的</b> 是自然,从外面的最后的使用的是	Total 4 / / News	1,39,12,886	# ke/1,02,21,045	73.4646	*14.4-1,02,21,029	16	99,0008	1 Jan 2002	

Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - Appo	DRDINARY - Appointment of Shri Hrishikesh A Mafalal, a Director who retires by rotation.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes -								
	,								
				% of Votes Polled on outstanding		i	% of Votes in favour on votes	% of Votes against on votes	
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes -	polled	polled	
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		1,00,28,249	100.0000	1,00,28,249	0	100.0000	0.0000	
	Poll	1,00,28,249	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if	1,00,20,243							
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000		
	Total	<b>建</b>	1,00,28,249	100.0000	1,00,28,249	0	100.0000	0.0000	
	E-Voting		0	0.0000		0	0.0000	0.0000	
	Poll	3,60,690	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if	5,00,050							
Public- Institutions	applicable)		0	0.0000		0	0.0000		
	Total		0	0	0			0.0000	
	E-Voting		1,89,638	5.3814	1,89,628			0.0052	
	Poli	35,23,947	3,158	0.0896	3,152	6	99.8100	0.1899	
	Postal Ballot (if	,,-			_				
Public- Non Institutions	applicable)		0	0.0000		0	0.0000		
	Total		1,92,796	PROPERTY OF THE PROPERTY OF TH	1,92,780			0.0083	
ALBERTAL PROPERTY AND ALBERTA CONTRACTORS	Total dame in the	1,89,12,886	71,02,21,045	73.4646	1,02,21,029	144 6 115 116	99,9998	0.0002	



Resolution No.	3								
	ORDINARY - Ordin	ORDINARY - Ordinary Resolution under section 148 3 of the Companies Act, 2013 for approval of remuneration payable to Shri B. C. Desai, cost							
Resolution required: (Ordinary/ Special)	Accountant, Ahme	Accountant, Ahmedabad as the Cost Auditor of the Company for the year 2019-20.							
Whether promoter/ promoter group are	<b>新华的</b>			1. 第字数 1	計道 "集制			<b>建筑</b>	
interested in the agenda/resolution?	No			(a) (d) (d)	to a filler souls at			F 27 12	
		}		or correspond			% of Votes in	% of Votes	
		Į.		% of Votes Polled			1.		
		<u>l</u>		on outstanding			favour on votes	against on votes	
			No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled	
Category	Mode of Voting	held (1)	polled (2)		favour (4)	against (5)			
	E-Voting		1,00,28,249	100.0000	1,00,28,249	0	100.0000		
	Poll	1,00,28,249		0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if	1,00,28,249							
Promoter and Promoter Group	applicable)	ļ	0	0.0000	0	0	0.0000	0.0000	
	Total	Jan 1862 1965	1,00,28,249	100.0000	1,00,28,249	0	100.0000	0.0000	
	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll	2 50 500	0	0.0000	0	C	0.0000	0.0000	
	Postal Ballot (if	3,60,690							
Public- Institutions	applicable)		0	0.0000	O	0	0.0000	0.0000	
	Total		0	0	0	0	0.0000	0.0000	
	E-Voting		1,89,638	5.3814	1,89,628	10	99.9947	0.0052	
	Poll		3,152				99.7779	0.2220	
	Postal Ballot (if	35,23,947	3,20		1				
Public- Non Institutions	applicable)		О	0.0000	0	o	0.0000	0.0000	
	Total		1,92,790	5.4708		17	99.9917	0.0088	
进行的 (2) 12 10 10 10 10 10 10 10 10 10 10 10 10 10	Total 11 7	11/11/11/39 12/886					12.00.000	C # 1 1 0.000	



Resolution No.	4									
	ORDINARY - Ordin	ary Resolution und	er sections 149, 15	2 and other applicab	le provisions of the	Companies Act, 20	13 and the Rules m	nade thereunder		
	read with SEBI Lis	ead with SEBI Listing Obligations and Disclosure Requirements Regulations, _x00D_								
	2015 for appointr	2015 for appointment of Shri Atul K Srivastava, as an Independent Director of the Company, not liable to retire by rotation, for a period of 5								
Resolution required: (Ordinary/ Special)	consecutive years	from 5th August, 2	019 to 4th August,	2024.						
Whether promoter/ promoter group are	· 医中毒									
interested in the agenda/resolution?	No			A. 推出发出	上海 佳 6	A tolk the I	4.4	3.0		
				% of Votes Polled			% of Votes in	% of Votes		
				on outstanding			/	against on votes		
		No. of shares	No. of votes	_	No. of Votes – in	No. of Votes –		polled		
Category	Mode of Voting	heid (1)				against (5)	(6)=[(4)/(2)]*100	i'		
outcopol y	E-Voting	neia (1)	1,00,28,249			against (5)				
	Poli		1,00,20,249	0.0000		0	0.0000	0.0000		
	Postal Ballot (if	1,00,28,249		0.000						
Promoter and Promoter Group	applicable)		0	0.0000	0	О	0.0000	0.0000		
	Total		1,00,28,249	100.0000	1,00,28,249	0	100.0000	0.0000		
	E-Voting		0	0.0000	0	0	0.0000	0.0000		
	Poll	2 00 000	0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot (if	3,60,690								
Public- Institutions	applicable)		0	0.0000	0	. 0	0.0000	0.0000		
	Total		0 -	2 4 0	0	0	0.0000	0.0000		
	E-Voting		1,89,638	5.3814	1,89,628	10	99.9947	0.0052		
	Poll	35,23,947	3,158	0.0896	3,145	13	99.5883	0.4116		
	Postal Ballot (if	33,23,347								
Public- Non Institutions	applicable)		0	0.0000		0	0.0000			
	Total		1,92,796	5.471	1,92,773	23	99,9881	0.0119		
	Total Park Till	1,89,17,886	<b>外 第1,02</b> ,24,045	A = 14   F 197/3:4646	1,02,21,022	113 40 70 628	# 34 14 209 19998	010002		



Resolution No.	5								
Resolution required: (Ordinary/ Special)	with SEBI Listing ( Company, not liab	SPECIAL - Special Resolution under sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with SEBI Listing Obligations and Disclosure Requirements Regulations, 2015 for appointment of Shri Vilas R Gupte, as an Independent Director of the Company, not liable to retire by rotation, for a period of 5 consecutive years from 5th August, 2019 to 4th August, 2024 and that such term be continued notwithstanding that he shall cross the age of 75 years during such tenure.							
Whether promoter/ promoter group are interested in the agenda/resolution?	i. No								
		No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in	No. of Votes –	% of Votes in favour on votes	% of Votes against on votes polled	
Category	Mode of Voting	held (1)	polled (2)			against (5)	(6)=[(4)/(2)]*100	ł'	
	E-Voting		1,00,28,249			<u> </u>	100.0000	0.0000	
	Poll	1 00 20 240	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if	1,00,28,249							
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	
	Total		1,00,28,249	100.0000	1,00,28,249	0	100.0000	0.0000	
	E-Voting	ļ	0	0.0000	0	0	0.0000	0.0000	
	Poll	3,60,690	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if	0,20,030							
Public- Institutions	applicable)		0	0.0000		0	0.0000	0.0000	
	Total	19	0			<u> </u>		0.0000	
	E-Voting		1,89,638		1,89,628	10		0.0052	
	Poll	35,23,947	3,158	0.0896	3,145	13	99.5883	0.4116	
Dublic New Leathert	Postal Ballot (if								
Public- Non Institutions	applicable)	A September	0	0.0000		0	0.0000	0.0000	
	Total		1,92,796		1,92,773	23		0.0119	
	Total 10 1	1,39,12,886	1,02,21,045	73.4646	1,02,21,022	23	99.9998	0.0002	



Resolution No.	6								
Resolution required: (Ordinary/ Special)	with SEBI Listing (	SPECIAL - Special Resolution under sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with SEBI Listing Obligations and Disclosure Requirements Regulations, 2015 for appointment of Shri Pradip N Kapadia, as an Independent Director of the Company, not liable to retire by rotation, for a period of 5 consecutive years from 5th August 2019 to 4th August, 2024.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No				1. 据明。	en de de la companya del companya de la companya del companya de la companya de l			
								_	
				% of Votes Polled on outstanding			7.5	% of Votes against on votes	
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled	
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		1,00,28,249		1,00,28,249		100.0000		
	Poll	1 00 20 240	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if	1,00,28,249							
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000		
	Total		1,00,28,249	100.0000	1,00,28,249	0	100,0000		
	E-Voting	]	0	0.0000	0	0	0.0000		
	Poll	3,60,690	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if				_	_			
Public- Institutions	applicable)	*	0	0.0000		0	0.0000		
	Total		1.00.030					0.0000	
· · · · · · · · · · · · · · · · · · ·	E-Voting Poll		1,89,638	5.3814	<del></del>		99.5883		
	Postal Ballot (if	35,23,947	3,158	0.0896	3,145	15	33,3003	0.4110	
Public- Non Institutions	applicable)		n	0.0000	0	0	0.0000	0.0000	
- Carrie Tree Tree Tree Tree Tree Tree Tree	Total		1,92,796		1,92,773	23		0.0119	
LANGER WITH THE PROPERTY OF THE	Total Carton	# # 11/39/12/886	1,02,21,045	***************************************		23		0.0002	



Resolution No.	7									
Resolution required: (Ordinary/ Special)	with SEBI Listing C	SPECIAL - Special Resolution under sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with SEBI Listing Obligations and Disclosure Requirements 2015 for appointment of Smt. Latika P Pradhan, as an Independent Director of the Company, not liable to retire by rotation, for a second term for a period of 5 consecutive years from 17th April,2020 to 16th April,2025.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No				PAGE 1					
				% of Votes Polled on outstanding		No. of Manage	% of Votes in favour on votes	% of Votes against on votes		
Catagoni	Made of Vetice	No. of shares	No. of votes	shares		No. of Votes –	polled	polled		
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100 100.0000	0.0000		
	E-Voting		1,00,28,249			0	0.0000			
	Poll	1,00,28,249		0.0000	<u> </u>		0.0000	0.0000		
Promoter and Promoter Group	Postal Ballot (if		'	0.0000	1	,	0.0000	0.0000		
Promoter and Promoter Group	applicable) Total	SECTION SHEETS	1,00,28,249			0	100.0000	0.0000		
	E-Voting	64774	1,00,26,249	0.0000		0	0.0000	0.0000		
	Poll	1	- 0	0.0000		0	0.0000	0.0000		
	Postal Ballot (if	3,60,690	<u> </u>	0.0000			0.0000	0.0000		
  Public- Institutions	applicable)		٥	0.0000	0	٥	0.0000	0.0000		
	Total	3.5	0	0			0.0000	0.0000		
	E-Voting		1,89,638	5.3814	1,89,628	10	99.9947	0.0052		
	Poll		3,158			6	99.8100	0.1899		
	Postal Ballot (if	35,23,947								
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000		
	Total		1,92,796	5.471	1,92,780	16	99.9917	0.0083		
Charles A. C. C. C. British and B. C.	Total & July 18	4 5 1 39 12 886			1,02,21,029			0.0002		



Resolution No.	8							
	SPECIAL - Special I	Resolution under se	ections 149, 152 an	d other applicable pr	ovisions of the Con	npanies Act, 2013 a	ind the Rules made	thereunder read
	with SEBI Listing C	Obligations and Disc	losure Requiremen	nts Regulations, 2015	for appointment o	f Shri Gautam G Ch	akravarti, as an Ind	ependent Director
Resolution required: (Ordinary/ Special)	of the Company, r	not liable to retire b	y rotation, for a sec	cond term for a perio	d of 5 consecutive	years from 30th M	ay, 2020 to 29th M	ay,2025.
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
		:		% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)		(7)=[(5)/(2)]*100
	E-Voting	,	1,00,28,249	100.0000	1,00,28,249	0	100.0000	0.0000
	Poll	1,00,28,249	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if	1,00,28,243						
Promoter and Promoter Group	applicable)		0	0.0000		0	0.0000	0.0000
	Total		1,00,28,249	100.0000	1,00,28,249	144 144 0	100.0000	0.0000
	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	3,60,690	0	0.0000	0	0	0.0000	0.0000
·	Postal Ballot (if	3,00,090						
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	ACCOUNTS AND THE PROPERTY OF THE PARTY OF TH	0.0000
	E-Voting		1,89,638	5.3814	1,89,628	10	99.9947	0.0052
	Poll	35,23,947	3,152	0.0894	3,152	0	100.0000	0.0000
•	Postal Ballot (if	33,23,347						
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	是各种	1,92,790	CORC	Control of the Contro			0.0052
。	Total BURN BURN	1.89,12,886	1,02,21,039	73(4645	5 1 1,02,21,029	10	999999999999999999999999999999999999999	100001



Resolution No.	9							
Resolution No.	9							
	SPECIAL - Special	Resolution under se	ections 149, 152 an	d other applicable pr	ovisions of the Con	npanies Act, 2013 a	ind the Rules made	thereunder read
I				nts Regulations, 2015		•		
l l	_	_	•	erm for a period of 5	• •	-	-	
Whether promoter/ promoter group are		3.454	N.	All Caleston of the				
	No					1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		
0-17-0					- 0.000,000,000			
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	· ·	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting							l'
		held (1)	polled (2)		favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	-	1,00,28,249		, , , , ,	0	100.0000	0.0000
1	Poll	1,00,28,249	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if		_					
	applicable)		0	0.0000		0	0.0000	0.0000
	Total		1,00,28,249		•	0	100.0000	0.0000
1	E-Voting	_	0	0.0000	0	0	0.0000	0.0000
1	Poli	3,60,690	0	0.0000	0	0	0.0000	0.0000
,	Postal Ballot (if	3,00,030						
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0.1	0	0.0000	0.0000
	E-Voting		1,89,638	5.3814	1,89,628	10	99.9947	0.0052
	Poll	25 22 047	3,158	0.0896	3,152	6	99.8100	0.1899
	Postal Ballot (if	35,23,947						
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,92,796	5.471	1,92,780	16	99.9917	0.0083
	Total	1,39,12,886		COMP. 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		22 A2 A		0.0002



Resolution No.	10								
	ORDINARY - Ordin	ary Resolution for a	approval of reclassi	fication of certain Pe	rsonsEntities as No	n-PromoterPublic	shareholders as per	the Resolution	
Resolution required: (Ordinary/ Special)	mentioned in the	nentioned in the Notice.							
Whether promoter/ promoter group are	& Bulletin Bull	重集 為 点	盖 沙 排力	林 新 雅 法	海 放 前	<b>计图 推动</b>	TO THE PERSON		
interested in the agenda/resolution?	Yes			· 在 排 。	<b>一边</b> 里,在一边的。				
·				or aftrage Dallad			0/ -61/-4!-	0/ - 5 /	
	1		ł	% of Votes Polled	1		% of Votes in	% of Votes	
		No of about		on outstanding	No. of Votes – in	No. of Votes –	favour on votes	against on votes	
	Manda of Madian			shares				polled	
Category	Mode of Voting	held (1)			favour (4)	against (5)	(6)=[(4)/(2)]*100		
	E-Voting		1,00,28,249			0	100.0000		
	Poli	1,00,28,249	0	0.0000	U	0	0.0000	0.0000	
	Postal Ballot (if								
Promoter and Promoter Group	applicable)		0	0.0000		0	0.0000		
	Total		1,00,28,249		1,00,28,249	0			
	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll	3,60,690	0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if	3,23,223							
Public- Institutions	applicable)		0.	0.0000		0	0.0000		
	Total		0	0	0	CHILDREN SMITH CONTRACTOR	0.0000	Water Control of the	
	E-Voting		1,89,638	5.3814			99.9947	0.0052	
	Poll	35,23,947	3,099	0.0879	3,099	0	100.0000	0.0000	
	Postal Ballot (if	33,23,347							
Public- Non Institutions	applicable)		0	0.0000		0	0.0000	0.0000	
	Total		1,92,737	5.4693		10	99.9948	0.0052	
为2015年中的西部中 <b>省</b> 的特征。以2015年中国的	Total 4. WEST	47, 311,39,12,886	1,02,20,986	73.4642	## 1,02/20/976	#1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	# # E 99,9999	ME P 0.0001	





# UMESH VED & ASSOCIATES

# **Company Secretaries**

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.

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#### 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, 3<sup>rd</sup> Floor, Off. C.G. Road, Navrangpura, Ahmedabad-380009.

Re: 105<sup>th</sup> Annual General Meeting (AGM) of Mafatlal Industries Limited held on Friday, the 2<sup>nd</sup> August, 2019 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 105<sup>th</sup> AGM of the Members of "Mafatlal Industries Limited" (the Company) held on Friday, the 02<sup>nd</sup> August, 2019 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 Fintech 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 26<sup>th</sup> July, 2019, were entitled to vote on the proposed resolutions as set out in item nos. 1 to 10 in the Notice of the 105<sup>th</sup> AGM of Mafatlal Industries Limited.
- ii. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Tuesday, the 30th July, 2019 and ended on 5.00 P.M. on Thursday, the 1st August, 2019. 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, Mr. Madhavsingh Rathore and Mr. Hemantsingh Jhala who are not in employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

Madhavsingh Rathore

Hemantsingh Jhala

- 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** for Adoption of Audited Financial Statements (Standalone & Consolidated both) including the statement of Profit and Loss for the year ended 31st March, 2019 and the Balance sheet as at date, the Director's Report and Auditors' Report thereon.

Type of Voting		Number of Votes Cast by them	% of total number of Valid votes cast
E voting	34	10217877	99.9999
Poll	42	3152	99.8100
Total	76	10221029	99.9998



Type of Voting	I .	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	2	10	0.0001
Poll	1	6	0.1900
Total	3	16	0.0002

(2) **ORDINARY RESOLUTION** for Re-appointment of Shri Hrishikesh A. Mafatlal, a Director who retires by rotation.

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	34	10217877	99.9999
Poll	42	3152	99.8100
Total	76	10221029	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	0.0001
Poll	1	6	0.1900
Total	3	16	0.0002

(3) **ORDINARY RESOLUTION** under section 148 (3) of the Companies Act, 2013 for approval of remuneration payable to Shri B. C. Desai, Cost Accountant, Ahmedabad as the Cost Auditor of the Company for the year 2019-20.

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	34	10217877	99.9999
Poll	40	3145	99.7780
Total	74	10221022	99.9999



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	0.0001
Poll	2	7	0.2220
Total	4	17	0.0001

(4) **ORDINARY RESOLUTION** under sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment of Shri Atul K Srivastava, as an Independent Director of the Company, not liable to retire by rotation, for a period of 5 consecutive years from 5th August, 2019 to 4th August, 2024.

## 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	34	10217877	99.9999
Poll	40	3145	99.5883
Total	74	10221022	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	0.0001
Poll	3	13	0.4117
Total	5	23	0.0002



(5) **SPECIAL RESOLUTION** under sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment of Shri Vilas R Gupte, as an Independent Director of the Company, not liable to retire by rotation, for a period of 5 consecutive years from 5th August, 2019 to 4th August, 2024 and that such term be continued notwithstanding that he shall cross the age of 75 years during such tenure.

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	34	10217877	99.9999
	Poll	40	3145	99.5883
1	Total	74	10221022	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	0.0001
Poll	3	13	0.4117
Total	5	23	0.0002

(6) **SPECIAL RESOLUTION** under sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment of Shri Pradip N Kapadia, as an Independent Director of the Company, not liable to retire by rotation, for a period of 5 consecutive years from 5th August 2019 to 4th August, 2024.

Type of Voting	Number of members	Number of Vo	tes \% of total number of
	present and voting (in	Cast by them	Valid votes cast
	person or by proxy)		
E voting	34	10217877	99.9999
Poll	40	3145	99.5883
Total	74	10221022	99.9998



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	0.0001
Poll	3	13	0.4117
Total	5	23	0.0002

(7) **SPECIAL RESOLUTION** under sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with SEBI (Listing Obligations and Disclosure Requirements) 2015 for appointment of Smt. Latika P Pradhan, as an Independent Director of the Company, not liable to retire by rotation, for a second term for a period of 5 consecutiveyears from 17th April,2020 to 16th April,2025

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	l e	Votes	% of total number of Valid votes cast
E voting	34	10217877		99.9999
Poll	42	3152		99.8100
Total	76	10221029		99.9998

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)		% of total number of Valid votes cast
E voting	2	10	0.0001
Poll	1	6	0.1900
Total	3	16	0.0002

(8) **SPECIAL RESOLUTION** under sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment of Shri Gautam G Chakravarti, as an Independent Director of the Company, not liable to retire by rotation, for a second term for a period of 5 consecutive years from 30th May, 2020 to 29th May, 2025.

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	34	10217877	99.9999
Poll	42	3152	100.00
Total	76	10221029	99.9998



Type of Voting	Number of members present and voting (in	l .	% of total number of Valid votes cast
	person or by proxy)		
E voting	2	10	0.0001
Poll	0	0	0 .
Total	2	10	0.0001

(9) SPECIAL RESOLUTION under sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment of Shri Sujal A Shah, as an Independent Director of the Company, not liable to retire by rotation, for a second term for a period of 5 consecutive years from 30th May, 2020 to 29th May, 2025.
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	34	10217877	99.9999
Poll	42	3152	99.8100
Total	76	10221029	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	0.0001
Poll	1	6	0.1900
Total	3	16	0.0002

(10) ORDINARY RESOLUTION for approval of reclassification of certain Persons/Entities as Non-Promoter/Public shareholders as per the Resolution mentioned in the Notice.

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	34	10217877	99.9999
Poll	39	3099	100.00
Total	73	10220976	99.9999



# Continuation Sheet

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	0.0001
Poll	0	0	0
Total	2	10	0.0001

- vi. 15 polling papers holding 317 shares were found Invalid.
- 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.

FCS 4411 CP 2924

Thanking You,

Yours faithfully,

Umesh Ved

Umesh Ved & Associates

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**Company Secretaries** 

FCS No: 4411 CP No: 2924

Date: 02/08/2019

Place: Ahmedabad

Mr. Hrishikesh Arvind Mafatlal

Director