

# YASHREE DIXIT & ASSOCIATES

Company Secrataries

Report of the Scrutinizer in respect of E-voting & Postal Ballot Process
(Pursuant to section 108 and 110 of the Companies Act, 2013 read with Companies
(Management of administration) Rules, 2014)

To,
The Board of Directors
YASH CHEMAX LIMITED
411, Sigma Icon-1, 132ft Ring Road,
Opp. Medilink Hospital, Satellite,
Ahmedabad-380015.

Dear Sir,

Sub: Scrutinizer Report on Resolution proposed through Postal Ballot under section 110 read with section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof).

I, Yashree Dixit, Practicing Company Secretary, has been appointed as a Scrutinizer of Yash chemax Limited ("the Company"), pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the Postal Ballot Process carried out by the Company in a fair and transparent manner on the below mentioned Special resolution, as mentioned in the Notice of Postal Ballot dated June 30, 2018.

## Responsibility of the Management of the Company

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and physical voting through ballot papers on the businesses contained in the aforesaid notice of the Postal Ballot of the company dated June 30, 2018.

#### Responsibility of Scrutinizer

My responsibility, as a scrutinizer, is to ensure and scrutinize the voting done through remote e-voting and physical voting through postal ballot in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolution, based on the reports generated from the remote expression system of Central Depository Services Limited (CDSL) and on physical voting postal ballot.

As per the Notice of Postal Ballot, below mentioned businesses were proposed approval of Members through Remote E-voting and postal ballot paper;

Following Special resolution were carried out by the Company through Postal

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Regd. Office: 546/1, Jayshree Nivas, Nr. Bhavin School, Thaltej gam Ahmedabad-59, Gujarat (India) G

 Migration of Listing of Equity Shares of the company from SME Platform of BSE Limited to the Main Board of the BSE Limited.

# I hereby report as under;

- On the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on June 29, 2018 (Cutoff Date), the Company completed dispatch of the Notice of Postal Ballot;
  - Through permitted mode (in physical) to members on or before July 4, 2018
- 2. The Company has also placed the Notice of Postal Ballot on the Web site of the Company and submitted the copy of the same to the stock exchange.
- The Company has given the news paper advertisement for date and time of commencement and end of remote e-voting in;
  - A. Western Times (English Newspaper) on July 5, 2018.
  - B. Western Times (Gujarati Newspaper) on July 5, 2018.
- The Shareholders holding Shares as on the "Cut off" date, i.e. June 29, 2018 were entitled to vote either by postal ballot or remote e-voting process on the resolution mentioned in the Notice of Postal Ballot.
- 5. In terms of the aforesaid Notice, remote e-voting and voting through postal ballots was opened for 30 days which commenced from Saturday, July 07, 2018 at (09:00 A.M.) and ends on the Sunday, August 5, 2018 (05:00 P.M.) and members of the Company, holding Equity Shares of the Company as on June 29, 2018 were eligible to cast their votes either electronically through remote e-voting platform provided by CDSL or through physical postal ballots.
- After the Completion of Voting Period, I have scrutinized and reviewed the remote
  e-voting and votes tendered therein based on the data downloaded from the
  website of CDSL E-voting System and votes casted by the members through
  physical postal ballots.
- 7. I have received the postal ballot form from the shareholder during the period starting from Saturday, July 07, 2018 (09:00 A.M.) till the Sunday, August 5, 2018 (05:00 P.M.) and same has been considered for the Scrutiny.
- 8. On scrutiny, I report that 35 (Thirty five) shareholder exercised vote through postal ballot form and I did not-find postal ballot paper invalid. There were no defaced or mutilated postal ballot papers either.
- The particulars of Postal Ballot Form received from Member has been entered in a separate Register maintained for the purpose, as required under Rule 22 (10) of the Companies (Management and Administration) Rules, 2014.
- 10. I further report that total 52 shareholders have voted through remote e-voting platform of CDSL.
- 11. The summary of votes cast through remote e-voting and voting through physical postal ballots is attached as an **Annexure I**.
- 12. The Register, all other papers and relevant records relating to postal ballot process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid postal ballot and thereafter the same will be handed over to the Company Secretary of the Company.

13. The result of the voting by members through postal ballots and remote process in respect of the above mentioned resolution may accordingly by the Chairman or any other Director, as decided by the Board of Company and who has also countersigned this report.

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## Result of the Postal ballot:

As per Rule 22(7) of the Companies (Management and Administration) Rules, 2014, if a resolution is assented by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed at a General Meeting in that behalf.

Resolution no. 1; the condition specified in Regulation 106 U (1) of SEBI (ICDR) Regulations, 2009 have been met i.e. the votes cast by the shareholders other than promoters in favor of the proposal amount to more than two times the number of the votes cast by the shareholders other than promoter shareholders against the proposal, the resolution no. 1 is considered to have been approved as Special Resolution by the shareholders other than promoter shareholders of the Company.

You requested to take note of the above and oblige.

Yours Faithfully,

Yashree Dixit

ACS: 52508 COP: 19206

Place: Ahmedabad Date: August 07, 2018 Countered by

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EDFOR YASH CHEMAX LIMITED

Yashwantlal C. Shah

Chairman DIN: 01002342 Report of Scrutinizer

[Pursuant to Section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014]

i. Resolution No.1- Migration of Listing of Equity Shares of the company from SME Platform of BSE Limited to the Main Board of the BSE Limited- Special Resolution.

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to the total shares Representing Valid Votes
(a)	Total Postal Ballot forms received	35	2056500	66.8%
	2. Total E-voting Options received	52	1021877	33.2%
	Total(1+2)	87	3078377	100%
(b)	Less: Invalid Postal Ballot Forms (i.e. not given assent/dissent for the resolution)	0		20070
(c)	1. Net Valid Postal Ballot Forms (As per Register)	35	2056500	66.8%
	2. Net E-voting Options	52	1021877	33.2%
(d)	Total(1+2)	87	3078377	100%
(d)	<ol> <li>Postal ballot forms with assent for the resolution</li> </ol>	35	2056500	66.8%
	2. E-voting Options with assent for the resolution	52	1021877	33.2%
<i>-</i>	Total(1+2)	87	3078377	100%
(e)	Postal ballot forms     with dissent for the     resolution	0	0	0
	2. E-voting Options with dissent for the resolution	0	0	0
	Total(1+2)	0	0	0

Yours faithfully, YASHREE DIXIT & ASSOCAITES **Company Secretaries** 

Yashree Dixit **Proprietor** 

ACS:-52508, COP:-19206