

**PAYAL TACHAK & ASSOCIATES**  
**PRACTISING COMPANY SECRETARIES**

E-mail Id: payaltachakandassociates@gmail.com  
Mob: 8169069288

**Combined Scrutinizer's Report**

20/07/2019

To

**Mr. Vishal Dedhia**

Chairman Appointed by the National Company Law Tribunal, Mumbai Bench, Mumbai, for the Meeting of Equity Shareholders of Shree Manufacture Company Limited,

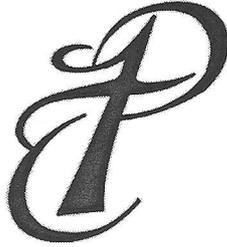
Suite # 712, Prasad Chambers, Opera House,  
Mumbai - 400 004

**Reg.: Passing of Resolution through e-voting( Public Category) and Postal Ballot ( Public Category) and Poll conducted at the National Company Law Tribunal (NCLT) convened Meeting of the Equity Shareholders (Public Category) of Shree Manufacturing Company Limited ("the Company") held on Friday, 19<sup>th</sup> July,2019 at 11.00 A.M.**

I, Payal Tachak, (CS 38016 /CP 15010), Practicing Company Secretary, has been appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench, Mumbai (NCLT) by its order dated 28<sup>th</sup> May,2019, as "the Scrutinizer" for the purpose of conducting the voting done through the e-voting process and the Postal Ballot process and poll conducted at NCLT convened Meeting by the Public Shareholders on the resolution, pursuant to circular No. CFD/DIL3/CIR/2017/21 dated 10<sup>th</sup> March, 2017 issued by the Securities and Exchange Board of India ("SEBI circular") seeking approval of the Equity shareholders (Public Category) to the Scheme of Arrangement between Shree Manufacturing Company Limited and their respective Shareholders in the terms of the notice dated 10<sup>th</sup> June, 2019 convening the said meeting and submit my report as under:

ADD: 505/D, SAI ABHYUDAY COMPLEX, ZERO ROAD, MORYA NAGAR, NEAR FUNESTA, MALE POSOPADA WEST, PALGHAR 401203





**PAYAL TACHAK & ASSOCIATES**  
**PRACTISING COMPANY SECRETARIES**

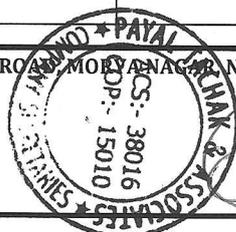
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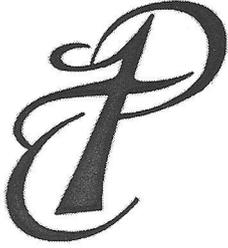
- 1) The Company had appointed Central Depository Securities Limited (CDSL) the service provider for extending the facility of Electronic voting to the shareholders (Public Category) of the company from 19<sup>th</sup> June, 2019 (9.00 a.m. IST) to 18<sup>th</sup> July, 2019 (5.00 p.m. IST). The E-voting results were unblocked by me on 19<sup>th</sup> July, 2019 in the presence of two witnesses. For further details, kindly refer to my Scrutinizer's report dated 20<sup>th</sup> July, 2019 which is attached herewith.
- 2) The Company had provided the facility of voting through Postal ballot from 19<sup>th</sup> June, 2019 to 18<sup>th</sup> July, 2019 to the Equity shareholders (Public Category) of the company on the resolution contained in the notice dated 10<sup>th</sup> June, 2019. However, no Postal Ballot forms were received by the Company.
- 3) At the National Company Law Tribunal (NCLT) convened Meeting of the Company held Friday, 19<sup>th</sup> July, 2019, the Chairman of the meeting had, as statutorily required, called for a poll to facilitate the Members (Public Category) present in the meeting who could not participate in the e-voting and postal ballot process to record their votes through the poll process. The Chairman of the NCLT Convened meeting has appointed me as the Scrutinizer for the same. For further details kindly refer my Scrutinizers Report in Form MGT-13 dated 20<sup>th</sup> July, 2019, which is attached herewith.
- 4) The result of the E-voting, Postal Ballot together with that of the Poll is as under:

Sr. No.	Subject matter (as set out in the Notice dated 10 <sup>th</sup> June, 2019 )	Voting Process	Votes in favour of the Resolution	Votes against the Resolution	Invalid votes /Ballot
1.	Approval of the Scheme of Arrangement between Shree Manufacturing Company Limited and their respective Shareholders	E- voting	730830	22	NA
		Postal Ballots	NA	NA	NA
		Poll	1881	0	NA
		Total	732711	22	NA

ADD: 505/D, SAI ABHYUDAY COMPLEX, ZERO ROAD, MOBYA NAGAR, NEAR FUN FIESTA, NALLASOPARA WEST, PALGHAR 401203



*[Handwritten signature]*



**PAYAL TACHAK & ASSOCIATES**  
**PRACTISING COMPANY SECRETARIES**

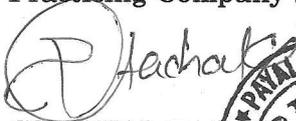
E-mail Id: [payaltachakandassociates@gmail.com](mailto:payaltachakandassociates@gmail.com)

Mob: 8169069288

- 5) Based on the foregoing, the Resolution as mentioned in serial No. 1 forming part of the Notice dated 10<sup>th</sup> June, 2019 stands passed with requisite majority under E-voting, Postal Ballot process and poll.

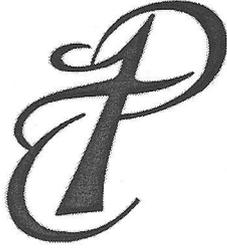
Thanking You.  
Yours faithfully,

**FOR PAYAL TACHAK & ASSOCIATES**  
Practicing Company Secretary



CS PAYAL TACHAK  
Proprietor  
ACS 38016  
CP 15010  
Place: Mumbai





**PAYAL TACHAK & ASSOCIATES**  
**PRACTISING COMPANY SECRETARIES**

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20/07/2019

**COMBINED SCRUTINIZER'S REPORT**

To,

**MR. VISHAL DEDHIA**

Chairman Appointed by the National Company Law Tribunal, Mumbai Bench, Mumbai, for the Meeting of Equity Shareholders of Shree Manufacture Company Limited,

Suite # 712, Prasad Chambers, Opera House,  
Mumbai - 400 004

Dear Sir,

**Reg.: Passing of Resolution through e-voting, Postal Ballot and poll conducted at the National Company Law Tribunal (NCLT) convened Meeting of the Equity Shareholders of Shree Manufacturing Company Limited ("the Company") held on Friday, 19<sup>th</sup> July, 2019 at 11.00 A.M.**

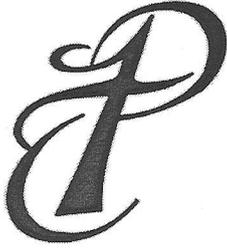
I, Payal Tachak, (CS 38016 /CP 15010), Practicing Company Secretary, has been appointed by the Hon'ble National Company Law Tribunal, Mumbai Bench, Mumbai (NCLT) by its order dated 28<sup>th</sup> May, 2019, as "the Scrutinizer" for the purpose of conducting the voting done through the e-voting process, the Postal Ballot process and the voting done at the venue of the meeting of the Equity shareholders of **Shree Manufacturing CO. LTD** held on Friday, 19<sup>th</sup> July, 2019 at 11.00 a.m. at Suite # 712, Prasad Chambers, Opera House, Mumbai - 400 004 pursuant to the provisions of the Companies Act, 2013 read with applicable rules made thereunder as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolution, seeking approval of the Equity shareholders to the Scheme of Arrangement between Shree Manufacturing Company Limited and their respective Shareholders in the terms of the notice dated 10<sup>th</sup> June, 2019 convening the said meeting and submit my report as under:

- 1) The Company had appointed Central Depository Securities Limited (CDSL) the service provider for extending the facility of Electronic voting to the shareholders of the company from 19<sup>th</sup> June, 2019 (9.00 a.m. IST) to 18<sup>th</sup> July, 2019 (5.00 p.m. IST). The E-voting results were unblocked by me on 19<sup>th</sup> July, 2019 in the presence of two witnesses. For further details, kindly refer to my Scrutinizer's report dated 20<sup>th</sup> July, 2019 which is attached herewith.
- 2) The Company had provided the facility of voting through Postal ballot from 19<sup>th</sup> June, 2019 to 18<sup>th</sup> July, 2019 to the Equity shareholders of the company on the resolution contained in the notice dated 10<sup>th</sup> June, 2019. However, Company has not received any Postal Ballot forms in the given voting period.

ADD: 505/D, SAI ABHYUDAY COMPLEX, ZERO ROAD, MORYA NAGAR, NEAR FUN FIESTA, NALLASOPARA WEST, PALGHAR 401203



*P. Tachak*



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- 3) At the National Company Law Tribunal (NCLT) convened Meeting of the Company held Friday, 19<sup>th</sup> July, 2019, the Chairman of the meeting had, as statutorily required, called for a poll to facilitate the Members present in the meeting who could not participate in the e-voting and postal ballot process to record their votes through the poll process. The Chairman of the NCLT Convened meeting has appointed me as the Scrutinizer for the same. For further details kindly refer my Scrutinizers Report in Form MGT-13 dated 20<sup>th</sup> July, 2019, which is attached herewith.
- 4) The result of the E-voting, Postal Ballot together with that of the Poll is as under:

Sr. No.	Subject matter (as set out in the Notice dated 10 <sup>th</sup> June, 2019 )	Voting Process	Votes in favour of the Resolution	Votes against the Resolution	Invalid votes /Ballot
1.	Approval of the Scheme of Arrangement between Shree Manufacturing Company Limited and their respective Shareholders	E- voting	4143427	22	NA
		Postal Ballots	NIL	NIL	NA
		Voting Conducted at the venue of the Meeting	1881	NIL	NA
		Total	4145308	22	NA

- 5) Based on the foregoing, the Resolution as mentioned in serial No. 1 forming part of the Notice dated 10<sup>th</sup> June, 2019 stands passed with requisite majority under E-voting, Postal Ballot process and poll.

Thanking You.

Yours faithfully,

**FOR PAYAL TACHAK & ASSOCIATES**  
**PRACTISING COMPANY SECRETARY**

**CS.PAYAL TACHAK**  
**PROPRIETOR**  
**ACS 38016**  
**CP 15010**  
**PLACE: MUMBAI**

