



Smruthi Organics Limited

Date: 13th August, 2018

To
Corporate Relation Department
BSE Limited
P. J. Tower, Dalal Street,
Mumbai – 400 001.

To
Listing Department
Metropolitan Stock Exchange of India
Ltd
4th floor, Vibgyor tower,
Opposite Trident Hotel,
Bandra-Kurla Complex, Mumbai -
400098

Subject: Combined Scrutiniser's Report for E-Voting and Poll

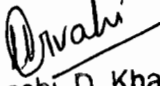
Dear Sir,

Please find enclosed herewith Combined Scrutiniser's Report for E-Voting and Poll Duly signed by appointed Scrutiniser Mr. H. R. Thakur, Practicing Company Secretary for E-Voting & Poll for Company Annual General held on Saturday, 11th August, 2018.

Please take note of the above on your record.

Thanking you,

Yours faithfully,

For Smruthi Organics Limited

Urvashi D. Khanna
Company Secretary & Compliance Officer



CONSOLIDATED SCRUTINISER'S REPORT

Pursuant to Section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014

To,


The Chairman of the 29th Annual General Meeting of Equity share holders of Smruthi Organics Limited on Saturday, 11th August, 2018 at 12.30 p.m. at Hotel City Park, (Shamiyana Hall), 119 Murarji Peth Opp. Hutatma Chowk Solapur – 413 001.

Dear Sir,

I, H. R. Thakur, Practicing Company Secretary, Mumbai, was appointed by the Board of Directors of Smruthi Organics Limited ('the Company') as the Scrutinizer for electronic as well as physical voting process at the 29th Annual General meeting ('AGM') of the Company held on Saturday, 11^t August, 2018.

The Company had provided the facility of remote e-voting to all the Equity share holders and the facility of voting through physical ballot papers at AGM ('poll') to those equity share holders who have attended AGM in person or by proxy or by authorized representation and have not cast their votes electronically on the resolution(s) contained in the notice of AGM.


My responsibility as the Scrutinizer for remote e-voting and poll is restricted to ascertaining the voting processes and make Scrutiniser's Report of the votes cast 'in favour' or 'against' the resolutions contained in the notice of AGM.


H. R. THAKUR
F.C.S. 2090 C.P. 3193

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under in respect of the notice of the AGM of the Company.

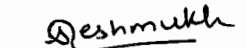
Further to the above, I submit my report as under:-

- i. The Equity share holders of the Company as on the "cut-off" date i.e. Friday, 3rd August, 2018 were entitled to vote on the resolutions no. 1 to 4 as set out in the notice.
- ii. The Remote e-voting period commenced on Wednesday, 8th August, 2018 at 9.00 a.m. (IST) and ended on Friday, 10th August, 2018 at 5.00 p.m. (IST).
- iii. On 10th August, 2018 after the end of Remote e-voting period, limited information report containing folio number, name and number of shares held etc. except votes cast by the members who voted electronically was generated from the portal of Central Depository Services Limited ('CDSL').
- iv. After the time fixed for closing of the poll by Chairman, one separate ballot box for polling was locked in my presence with due identification marks placed by me. The voting facility was made available to those Equity shareholders who had attended the AGM in Person or by proxy or by authorized representation and have not cast their votes electronically on the resolution(s) contained in the notice of AGM.
- v. The locked ballot box was opened in the presence of two witnesses, Mr. Sachin Pathak and Ms. Sonali Deshmukh who were not in the employment of the Company ('the witnesses') and the polling papers were diligently scrutinized and reconciled with the records maintained by the Company and R&T of the Company and the authorizations and proxies lodged with the Company.


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- vi. The poll papers which were incomplete and/or which were otherwise found defective have been treated invalid and kept separately.
- vii. The votes cast through Remote e-voting were subsequently unblocked in the presence of the witnesses. They have signed below in the confirmation.


Sachin Pathak


Sonali Deshmukh

Based on the report of voting through physical ballot papers at AGM generated with the assistance of R&T and report of Remote e-voting generated from the portal of CDSL, the combined result of the voting at AGM is as under:-

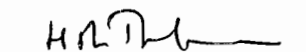
Ordinary Business:

Item No. 1

Ordinary Resolution: To consider and adopt Audited Financial Statements, and Reports of Directors and Auditors and Cash Flow Statement for the financial year ended 31st March, 2018.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	7	2401300	100
Ballot at AGM	16	6910	100
Total	23	2408210	100


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H. R. THAKUR

M.Com, LL.M, MBA(Pittsburg)
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305/306 Happiness, City of Joy

J. S. Dossa Marg, Mulund (w)

Mumbai 400080

Mobile: 9322 213 056

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Ballot at AGM	0	0	0
Total	0	0	0

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote E-voting	0	0
Ballot at AGM	1	40
Total	1	40

The resolution was passed with requisite majority.

Item No. 2


Ordinary Resolution: To appoint a Director in place of Mr. E. Swapnil, (DIN: 01241535) who retires by rotation and being eligible offers himself for re-appointment.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	7	2401300	100
Ballot at AGM	16	6910	100
Total	23	2408210	100

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Ballot at AGM	0	0	0
Total	0	0	0


H. R. THAKUR
F.C.S. 2020 C.P. 3193

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote E-voting	0	0
Ballot at AGM	1	40
Total	1	40

The resolution was passed with requisite majority.

Special Business:

Item No. 3


Ordinary Resolution: To appoint Shrinivas Diddi & Associates, Cost Accountants, Solapur as Cost Auditors for the financial year ending 31st March 2019.”

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	7	2401300	100
Ballot at AGM	16	6910	100
Total	23	2408210	100

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Ballot at AGM	0	0	0
Total	0	0	0


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E.C.S. 2020 C.P. 3193



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305/306 Happiness, City of Joy
J. S. Dossa Marg, Mulund (w)
Mumbai 400080
Mobile: 9322 213 056

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote E-voting	0	0
Ballot at AGM	1	40
Total	1	40

The resolution was passed with requisite majority.

Item No. 4

Special Resolution: To adopt new set of Articles of Association of the Company.

Voted in favour of the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	7	2401300	100
Ballot at AGM	16	6910	100
Total	23	2408210	100

Voted against the resolution:

Type of voting	Number of Members voted	Total number of votes cast by them	% of total number of valid votes cast
Remote E-voting	0	0	0
Ballot at AGM	0	0	0
Total	0	0	0

Invalid votes:

Type of voting	Number of Members voted	Total number of votes cast by them
Remote E-voting	0	0
Ballot at AGM	1	40
Total	1	40

H. R. THAKUR
F.C.S. 2000 C.P. 3193


CS H. R. THAKUR
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FCS, Grad. CWA

305/306 Happiness, City of Joy
J. S. Dossa Marg, Mulund (w)
Mumbai 400080
Mobile: 9322 213 056

The resolution was passed with requisite majority.

The ballot papers and all other relevant records will be handed over to the Company Secretary in due course of time.

Date: 13th August, 2018.
Place: Mumbai


H. R. THAKUR
F.C.S. 2090 C.P. 3193